

DTE BOARD MINUTES

Date: 22/07/2021

Time: 7:30 pm

Venue: Zoom

Join Online: https://data.dte.org.au/meeting/current_meeting/portal.php

1. Meeting Started

7:34

2. Chair and Minute keeper

Chair: Kate

Minute keeper: Kathy

3. Acknowledgement of Country

We gather on the lands of many Aboriginal Nations. We pay our respects to Elders past, present and emerging. Indigenous sovereignty has never been ceded in Australia and we should endeavour to be mindful of this in everything we do, given our focus is gathering to create better ways of living in our society, not just for festival attendees but for all.

4. Attendance

Kathy Ernst Suzie Helson Gary Lasky Elisa Brock Kate Schapiro Troy Reid Apology from Coral Larke	Darrylle Ryan, David Cruise, Deb Moerkerken, Jack Wells, John Magor, Lance Nash, Malcolm Matthews, Mark Rasmussen Andrew Wilkinson	Martin Schwarz , Peter Tippet, Rick Gill, Robin Macpherson, Steve Poynton, Tania Morsman, Trevor Pitt Caryn Kettle
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5. Director Inactivity Points at start of meeting

Date	Kathy	Suzie	Coral	Gary	Elisa	Kate	Troy
7/07/21						4	
??/??/??	??	??	??	??	??	??	??

6. Director Inactivity Points from previous meeting (if undecided at that meeting)

Date	Kathy	Suzie	Coral	Gary	Elisa	Kate	Troy
7/07/21							

7. Confirmation of Previous Meeting Minutes

1) **Date: 3/12/2020**

Amendments:

- See minutes of 18/3/2021
- Amendments noted: personal opinion of minute taker (context section) to be removed from the last motion by circular and the actual motion 'that the Board of Directors meeting scheduled for 7:30PM on 3 December 2020 is rescheduled until after the 2020 AGM finishes.' be included. Discussion that occurred after the meeting ended at 10:10pm to be removed.
- Deferred until four directors who were present on 3/12/20 are present in the current meeting

2) **Date: 1/4/2021**

- Troy initially was going to rewrite the minutes as there were some errors
- Troy is now seeking legal advice regarding whether there should be any minutes as maybe the meeting did not exist.

3) **Date: 3/6/2021**

Amendments:

- See minutes of 7/7

Moved: Kathy

Seconded: Elisa

PBC

4) **Date: 7/7/2021**

Amendments:

- Troy should have been listed at the start of the list of attendees because the Chair had declared that Troy was present as a director

Moved: Kathy

Seconded: Gary

PBC

8. Matters arising from Minutes

1. **Date: 7/7/2021**

- 1) Trevor Pitt explained that he believes the funds should not have been left on Skye's account as the appropriation for FinCom was up to the end of the financial year.

- 2) Lance explained that the amount left on the card at 30/06/21 was deducted from the appropriation applied for the current financial year.
- 3) A motion should have been moved to reinstate Richard Woodgate as an active member.
- 4) Peter Tippet questioned whether the Motion by Circular passed on 22 June is valid.

Warnings: Many members were warned by the chair for typing distracting comments in the chat window.

2. Correspondence

- 1) Not addressed due to lack of time
- 2) Inward Correspondence
 - 20210630 Local Land Services (Moulamein)
 - 20210630 Local Land Services (Deniliquin)
 - 20210618 Origin Energy
 - 20210617 NSW Dept Planning Industry & Environment
 - 20210601 Bendigo Bank Merchant Statement
 - 20210505 Bendigo Bank Merchant Statement
 - 20210503 Origin Energy
 - 20210722 WaterNSW
 - 20210722 Troy Reid
 - 20210722 John Reid
 - 20210722 Jenna Trostle (1842)
 - 20210722 Coral Larke
 - 20210721 Elisa Brock motion
 - 20210720 NSW LLS Regional Roundup Edition 22
 - 20210707 Lance Nash - FinCom
 - 20210701 Bendigo Bank Merchant Statement
- 3) Outward Correspondence
 - 20210722 John Reid
- 4) Activity Forms
 - 2020 21 Richard Woodgate Activity Form

3. Matters arising from Correspondence

- 1) Not addressed due to lack of time

4. Action tasks from previous meetings

Not reviewed due to lack of time

- 1) 18/03/2021 Kate to work with others to make a Covid Safe Plan – ONGOING
- 2) 20/05/2021 Troy to contact Memcom to send the letter by email and/or post to inactive members – ONGOING, if not done by next meeting, Kathy will take over
- 3) Coral to remove money from single signatory accounts.
- 4) Board to meet every Tuesday at 6:30 to discuss complaint handling – Troy to set up a recurring meeting.
- 5) Troy to help Elisa to set up a document library for complaint documents
- 6) Gary to draft the letter to send to people who send complaints or queries about inappropriate spending
- 7) Troy to respond to Gary Harding
- 8) Suzie to email Emma to advise that money in her account will be removed
- 9) Suzie to email Kate that her leave of absence has not been approved
- 10) Troy and Elisa to write a letter to Trevor Pitt regarding his resignation

5. Motions by Circular

1) **Motion 21/7/2021**

That the Board immediately email the below letter to John Reid at ocmail@dte.org.au from directors@dte.coop

Dear John,

We write to you in your role as the volunteer responsible for issuing general meeting notices. We note the notice of special general meeting you sent to members 20 July 2021, including a candidate statement for a purported casual vacancy on the board.

The Board is currently seeking legal advice on the matter of whether one or more vacancies have in fact arisen. This involves clarification of the director inactivity credits system and interpretation of our Rules. It is therefore improper to proceed with a director election until the Board resolves this matter.

We ask you to immediately inform members that any elections for casual vacancies have been suspended until further notice. Please tender this correspondence to the Organising Committee to inform them of the same. The Board will inform the Organising Committee of the determination when the matter is resolved.

The Board appreciates your understanding and assistance with this situation.

Yours sincerely,

Board of Directors
Down to Earth (Victoria) Co-operative Society Ltd

Proposed by Elisa Supported by Kate, Troy, Coral Opposed by Kathy, Suzie, Gary

Passed on 21/7/21

2) **Motion 20/7/21**

“that the following correspondence is sent to the Organising Committee (ocmail@dte.org.au) and General Meeting Workgroup (GMWG) members including John Reid:

Dear OC & GMWG

The Board is currently examining the assertion that there are one or more casual vacancies within the Board.

Directors are currently seeking legal advice on interpretation of DTE rules in this matter.

We therefore instruct the OC and GMWG not to proceed with an election to fill any asserted casual vacancy until the Board instructs otherwise.

Regards,

DTE Board of Directors”

Proposed by Elisa Supported by Kate, Opposed by Kathy

Failed

3) **Motion 6/7/21**

That the email "Call for Nominations withdrawn" (below) is sent to all active members.

subject line: Call for Nominations withdrawn

Dear member,

You recently received an email from the DTE Organising Committee calling for nominations for a Director's position, which it stated may or may not be vacant. This notice was not approved by the Board. The Board is working to resolve the question of whether or not a vacancy has arisen.

At this time, the Board apologises for any concern caused by the premature action of the Organising Committee, and advises you to disregard its call for nominations. If the Board determines that a vacancy has in fact arisen, it will inform you of this by email, and confirmation will be found in the Board minutes.

Regards,

Board of Directors,
Down to Earth (Victoria) Co-operative Society Ltd.

Proposed by Elisa Supported by Kate, Opposed by Kathy, Suzie

Failed

6. Motion/agenda item: Richard Woodgate membership status

Motion: 'that the Board now recognises member Richard Woodgate as an active member having submitted the required volunteer activity statement for FYE 30 June 2021''

Moved: Kate

Seconded: Elisa

PBC

7. Motion/agenda item: Apology/leave of absence from Coral Larke

Motion: 'that the Board acknowledges the correspondence from Coral Larke regarding her illness and subsequent inability to attend tonight's Board meeting and agrees that she shall be excused from this board meeting with no director inactivity credits to be accrued for her absence 22/7/21''

Moved: Elisa

Seconded: Troy

PBC

8. Carried Resolutions

- 1) 'that the Board now recognises member Richard Woodgate as an active member having submitted the required volunteer activity statement for FYE 30 June 2021''
- 2) 'that the Board acknowledges the correspondence from Coral Larke regarding her illness and subsequent inability to attend tonight's Board meeting and agrees that she shall be excused from this board meeting with no director inactivity credits to be accrued for her absence 22/7/21''

9. Actions Tasks from this meeting

- 1) Troy to contact Kristen re Richard Woodgate's active status.

10. Director Inactivity Points from this meeting

Date	Kathy	Suzie	Coral	Gary	Elisa	Kate	Troy
22/07/21	0	0	0	0	0	0	0

11. Next Meeting Date & Time Confirmation

Thursday 5 August 2021

12. Meeting Ended

10:35 pm