

Down-To-Earth (Vic) Cooperative Society Limited

Organising Committee Executive arm of DTE

Minutes

Date: **Tuesday the 22nd of June 2021**

Time: **7:58pm**

Venue: **Zoom**

Online: **<https://dte.coop/live.meeting>**

Hello here are the minutes prepared by Tania Morsman 1820 (me). They are not in the template as you can see. Even so, all the relevant stuff is in here.

7.58 declare meeting open

Chair – John Magor

Minute taker Tania Morsman 1820

Acknowledgement of country.

We acknowledge the Auandamooka peoples on the country I live and pay our respects to past present and emerging elders. We acknowledge Aboriginal land and that sovereignty was never ceded.

Andrew Wilkinson, Benny, Coral Larke, Darren Geraghty, David Cruise, Deb Moerkerken, Elisa Brock, Gary Lasky, Ian Hales, Jenni Tarr, John Magor, John Reid, Kathy Ernst, Kevin Taylor, Lance Nash, Lindy Hunt, Malcolm Peers, Mark Rasmussen, Martin Schwarz , Peter Tippett, Rick Gill, Robin Macpherson, Steve Poynton, Suzie Helson, Tania Morsman, Troy Reid,

Pass word for minutes

member

activedte

all lowercase

10/06/2021 minutes

Moved: Peter Tippett

2nd: John Magor

Troy disputes minutes re: " constitution that a motion fails in a tie that the chair doesn't get two votes.

Motion 1332 was delayed" (Troy)

John Magor : "conclusion of meeting that lack of info given any credibility that Chair accepted the tie and confusion that matter would be clarified so the vote could be concluded more clearly – it's on the audio"

Marty: "waiting to see if my vote counted. Says his attendance gave him the right to vote and that the minutes reflect that his vote counts in that motion."

Mark Rasmussen: Says "that both sources did not accept Marty's vote....
That the chair supported it."

8.12 in audio

Kevin Taylor says - Marty says he was in the meeting - I don't think that
the last 35 minutes of being in a meeting really counts

Peter Tippet 8.15 audio "attendance is attendance"

Robin Macpherson: 2nd June - I don't see Marty in attendance.

Chair Tania 8.19pm

John Magor Chair 8.21pm

John Magor: Definitely state now that I accepted on the evening
regarded whether Marty can vote. I also say that I don't know if Marty's
vote can be added.

Jenni Tarr - audio 8.23pm

Marty: my vote was cast on the night. It was withdrawn based on an
incorrect statement.

John Magor / Chair: what procedurally ought happen next -

Peter Tippet: suggest that we have moved and seconded minute we
should not the objections and move on

Troy - Point of order -- if we have an objection it goes to a vote.

Mark R - chair should agree that that hasn't happened. Go to the
recording.

Elisa Brock - Point of order - minutes are sent back to be rewritten and
presented at a future meeting.

David Cruise - as an objection to ask the room if objection is accepted or
not

Kathy Ernst - noted in the minutes - difficult to come to a consensus on
the minutes - normally not necessary to rewrite all the minutes

8.31pm

Chair / John - Should we take a vote

Kathy Ernst - yes we should take a vote

Steve Poynton - the motion was to call an SGM to replace a directors
vacant position. A

director has accrued over 35 points and we need to call an SGM as in our
rules.

Chair: Voice check - Malcolm Mathews

Malcolm voices that he is present 8.35

Text - From david cruise to Everyone: 08:39 PM

from zoom attendance Martin Schwarz marty_s1976@hotmail.com

02/06/2021

22:17:59

02/06/2021

Vote for the minutes

Lindy, Marty,

Peter Tippet has added Martin Schwartz to the June 2nd minutes since he
was there

Robyn Macpherson re: audio 8.37pm

John M / Chair - Martin was at the last meeting –
Peter Tippet: Datadte only that Marty’s name has been added for voting reasons
Mark says we need a motion to change Marty’s attendance for the minutes
Marty – my voice was in the audio minutes
Chair – 8.39
Steve Pynton – we have to vote for the change – simple procedure
Robin Macpherson: 8.40pm
Peter Tippet vote to change the minutes for Marty’s attendance at that meeting
Mark Rasmussen: what counts as attendance
Coral - I can’t put my hand up – I’ll look through previous resolutions –
Kristen said that you have to be in the meeting for an hour – not rules but we decided when that meeting went ahead.
John / Chair – 8.42pm a director said hang on a minute I just wat to have my name recorded in the minutes and then im going
Robin – 8.43
Chair – 8.43 I’ve answered that question to the best of my ability.

Minutes be passed
Troy Reid – against object
Suzie Helson – pass the minutes
Robin Macpherson– for the minutes being passed
Peter Tippet – for the minutes being passed
Mark Rasmussen – against the minutes as as they are
Malcolm Mathews - for
Lance Nash – for
KevinTaylor – for, I’m so confused
Kathy Ernst - for
John Magor – for
Ian Hales – for
Elisa Brock – against
David cruise – not entitled to vote at the meeting -
Andrew Wilkinson – for the minutes to be voted
Steve Poynton – yes, I’m for the minutes
For = 11 Against = 3

Chair: Minutes passed by majority

Peter Tippet: Audio 8.52pm

Robin Macpherson - I really should have voted against

Chair - Vote on altering the minutes of 2nd June to reflect Martin was in attendance at the oc
And I’d like to add I like pickled onions. Im going straight to a vote
Any objections

Kevin and Mark object
Troy –against
Suzie Helson -- for
Robin –against
Peter Tippet –for
Mark Rasmussen - against
Malcolm - for
Lance Nash –abstain
KevinTaylor – against
Kathy Ernst - for
John Magor –for
Ian – for
Elisa – abstain
David cruise – for
Andrew Wilkinson – for
Steve Poynton – for the change
For = 9 Against = 4 Abstain = 2

Peter Tippet reciting text chat re Mark Rasmussen – “So, there is a precedent being set at this meeting, totally accepted by the Chair, that people only need to attend a meeting for 30 minutes to be eligible to be marked as having attended the full meeting. This is a terrible outcome being pushed by Peter tippet.”

Correspondence: John Reid

Email from Troy – relating to directors points and I’ll put it in the chat – it is in direct relation to one of the motions tonight.

Email from Troy: From: Troy Reid To: Down To Earth Organising Committee Subject: FW: Urgent motion for Board consideration Date: Tue, 22 Jun 2021 08:29:05 +0000 Hi John Please find below the resolution passed today by the DTE Board of Directors. This information is provided as correspondence inward for the OC. Kind Regards, Troy From: Troy Reid Sent: Tuesday, 22 June 2021 5:56 PM To: DTE Directors Subject: Urgent motion for Board consideration Importance: High Directors Pursuant to DTE rule 48 clause 2, I hereby propose the following urgent motion: "Motion that consistent with DTE rules 44 the following Board determinations are made with respect to director inactivity credits on following specified Board meeting dates for the reasons specified: Board Mtg Date Explanation 03-Dec-2020 No director inactivity credits are consumed for any director as a Board meeting ending before the allotted time, either though the meeting losing quorum or meeting agenda completed, does not consume inactivity credits for the unused allotted time. 07-Jan-2021 No director inactivity credits are consumed for director Troy Reid as a written apology was tendered before the meeting and it is customary for the Board to grant leave on this basis. 11-Jan-2021 No director inactivity credits are consumed for director Troy Reid as the

Board failed to provide proper notice of Board meeting for this date to said director consistent with DTE rules 47(4) and 47(5). 01-Apr-2021 No director inactivity credits are consumed for any director as the directors not present believed in that the Board meeting had been rescheduled for the following week based on the motion to that effect passing before the meeting and no notice to the contrary had been issued to directors consistent with DTE rules 47(4) and 47(5). 20-May-2021 No director inactivity credits are consumed for director Kate Shapiro as the Board failed to provide proper notice of Board meeting for this date to said director consistent with DTE rules 47(4) and 47(5). On this basis no individual director has consumed all 21 of their director inactivity credits." For reference please note the following: DTE rule 47(4): On their election, Directors are to nominate a reasonable form for their meeting notice and inform each other Director. DTE rule 45(5): Except in special circumstances determined by the chairperson, that is a meeting called for an evening other than a Thursday, at least 48 hours notice shall be given for a Directors Meeting. Consistent with DTE rule 47(4), directors informed the Board of their notice form as follows: Director Nominated Notice Form Coralyn Larke SMS Elisa Brock SMS Gary Lasky SMS Kate Shapiro SMS Kathleen Ernst Email Susan Helson Email Troy Reid SMS Directors please indicate your support, abstention or rejection of this motion using 'Reply All' to this email. Regards, Troy.

Agenda item ID: 13314

Date: 2021-06-11 00:01:07

Meeting: OC

Agenda item: SGM

Agenda details: Does the OC need to set a date for another SGM and if so, when? Rule number: 43 43. Casual vacancy (1) Any vacancy occurring in the Board otherwise than by rotation of retirement, shall be filled by an election to be called as soon as practical at a Special General Meeting or the Annual General Meeting if applicable. (2) The election shall be conducted under the same procedure as set out by Rule 41 and Rule 42 but applying to Special General Meetings in lieu of annual general meetings. (3) The candidate so elected shall retire at the same time as the director he or she is replacing would have been due to retire.

Motion: OC sets date for SGM, details to be decided by the OC.

Item by: Peter Tippet

Peter Tippet: audio 9.06pm re: Vacancy on the Board.

Troy is not a director; his points are gone – the OC's job is to call an SGM when a vacancy arises

Moved – Peter Tippet
Seconded Marty Shwartz
Troy objection – audio 9.08pm

Discussion re: Troy’s director points

Lance – audio 9.10pm
Martin – 9.12pm
Kathy Ernst – 9.13pm
David Cruise – 9.14pm
Troy Reid – 9.15pm – 9.17pm
Steve Poynton – 9.17pm

In Chat by Date	Points	Details
01/04/2021	4	Absent
04/02/2021	1	Troy left meeting early
11/01/2021	4	Absent
7/01/2021	4	Absent
3/12/2020	1	Left Meeting Early.
19/11/2020	4	Absent
16/10/2020	4	Absent
02/07/2020	4	Absent. Meeting is required by our rules, and clashed with the SGM. All board members accrued inactivity credits
04/06/2020	1	Left Meeting Early. Recorded in minutes for 06/08/2020. (Appears left around half way through at item 10.)
26-05-2020	4	Absent. 4 directors were absent for this scheduled meeting causing meeting to fail.
02/04/2020	4	Absent

Total 35 Inactivity Credits in a 1 year period.

Malcolm – 9.20pm

Chair to Tania 9.20pm
John Magor: audio 9.20pm
John Magor chair 9.23pm
Marty – audio 9.24pm
Kevin Taylor – 9.25pm
Suzie – 9.26pm
Peter Tippet – audio 9.28pm
Chat: From Peter Tippet to Everyone: 09:26 PM
Kevin
Rule 44

(4) When any Director reaches zero (0) points in any 12 month period, that Directors position is automatically declared vacant.

Troy – audio 9.29pm
Malcolm – audio 9.33pm

Chair / John Magor – audio 9.33pm
Troy – audio 9.34pm
John Magor – audio a9.34pm
Kathy – audio 9.34pm
Chair / John Magor over to Tania 9.36pm
Back to Chair / John Magor 9.39pm
Troy – audio 9.39pm
Lance – audio 9.41pm
Lindy – audio 9.42pm
Coral – audio 9.43pm
Lindy – audio 9.43pm
Kathy – audio 9.43pm
Peter Tippet – audio 9.44pm

Motion: Motion: OC sets date for SGM, details to be decided by the OC.

Attendees qualified to vote due to being registered 3 out of the last 5 meetings:

Troy Reid - against
Suzie Helson - for
Robin Macpherson - against
Peter Tippett - for
Martin Schwarz - for
Mark Rasmussen - against
Malcolm Matthews - for
Lance Nash - against
Kevin Taylor - against
Kathy Ernst - for
John Magor - for
Ian Hales - for
Elisa Brock - against
David Cruise - for
Andrew Wilkinson – for

**For = 9 Against = 5
Passed by Majority**

Break from 9.53pm – 9.57pm
Minute taker (Tania Morsman 1820) back at 10pm

Discussion about the SGM date:

The OC sets August 9th 2021 for the SGM and authorises John Reid to send a request for nominations.

Motion – Peter Tippet
Seconded – Malcolm Mathews

Troy Reid – Amendment: Motion that the OC sets August 9 2021 for an SGM and authorises John Reid to send a request for director nominations.

Seconded – Peter Tippet

Amendment passed by consensus

Chair puts this motion Motion that the OC sets August 9 2021 for an SGM and authorises John Reid to send a request for director nominations.

Troy Reid objects the motion

Troy – against

Suzie – for

Robin Macpherson – against

Peter Tippet = I support this one

Martin Shwartz – for

Mark Rasmussen – against the motion

Malcolm – for the motion there is a vacancy

Lance – against

Kevin Taylor – abstains

Kathy Ernst – for

John Magor – for

Ian Hales - For

Against elisa

David C - for

Andrew – for

For = 9 Against = 4 Abstain = 1

Passed by majority

Action task 10.32pm Motion: that the OC sets August 9 2021 for an SGM and authorises John Reid to send a request for director nominations.

Actioned 10.32pm

Agenda item ID: 13324

Date: 2021-06-22 21:15:37

Meeting: OC

Agenda item: changing

Agenda details: optus currently has a mobile phone sim only plan \$65 per month for 500gb. This will save us lots of money.

<https://www.optus.com.au/mobile/plans/shop?SID=con:home:Nav:2:Aug20:PostPaidPlans>

Motion: That DTE change its current Optus account to the one currently on special .

Item by: Lindy Hunt

<https://www.optus.com.au/mobile/plans/shop?SID=con:home:Nav:2:Aug20:PostPaidPlans>

Action task = Optus Plans – re: Troy asked Optus. Optus said he has to call them. Troy will call them.

Lindy - Offer is up on the 30th of June 2021.

John Reid - Point of procedure: better for Troy to proceed with that? Troy indicated that he would.

10.36pm

Agenda item ID: 13316

Date: 2021-06-20 20:15:59

Meeting: OC

Agenda item: Fincom Appropriation

Agenda details: Should the OC appropriation be adjusted for this SGM considering the recent Fincom appropriation passed?

Motion: Open to the OC meeting.

Item by: Peter Tippett

Audio – 10.37pm

Discussion Peter Tippett, Troy Reid, Malcolm Mathews, Mark Rasmussen, John Reid

10:47 PM

Motion = That the OC recommend the OC appropriation remain as proposal in the Notice.

Moved – David Cruise

Seconder – Malcolm Mathews

Passed by Consensus.

John Reid: OC appropriations are up for discussion - OC may want a meeting to discuss them.

Next OC Meeting Tuesday the 5th of July 2021

Meeting closed at 10.56pm