

Down-To-Earth (Vic) Cooperative Society Limited

**Organising Committee**  
**Executive arm of DTE**

**Minutes**

Date: **28/10/2021**

Time: **7:30pm**

Venue: **Online via Zoom data.dte.org.au**

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

<b>1</b>	<b><u>Meeting Started</u></b>	<i>Procedural</i>
	7.52PM	
<b>2</b>	<b><u>Election of Chair</u></b>	<i>Procedural</i>
	Confirmation of Chairperson: TaniaMorsman, Trevor Pitt 9.35-9.40 Confirm Minute Keeper: Suzie Helson Host: Gary Lasky, John Reid, John Major and Elisa Brock	
<b>3</b>	<b><u>Welcome to Country – Kathy Ernst</u></b>	
	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.	
<b>4</b>	<b><u>Attendance</u></b>	<i>Procedural</i>
	Aaron Shipperlee Andrew Wilkinson Caryn Kettle Darrell Reid Darrylle Ryan David Cruise Deb Moerkerken Gary Lasky Ian Hales Jack Wells John Magor John Reid Kathy Ernst	Lance Nash Malcolm Matthews Mark Helson Mark Rasmussen Marte Kinder Martin Schwarz Rick Gill Robin Macpherson Skye Fitzpatrick Suzie Helson Tania Morsman Trevor Pitt Apology from Lindy Hunt

<b>5</b>	<b><u>Confirmation of Previous Meeting Minutes</u></b>	<i>Procedural</i>
	Minutes from OC Meeting 21/10/2021	Moved: Tania Morsman Seconded: Deb Moerkerken PBC.
	<b><u>Matters Arising</u></b>	
	<b><u>Task Check List</u></b>	<i>Procedural</i>
	<p>Pay Storage King Invoice # 1015488 for \$170 for storage till 21/11/21 by bank transfer. Suzie Helson to action</p> <p>The OC investigates the domain name 'confest.community'. Not noted who was taking on this task.</p> <p>That John Reid be given the current password for the dte.coop server. - John Magor to task with John Reid in relation to the password</p> <p>That Trevor Pitt writes to the Board on behalf of the OC. To confirm that the OC is responsible for running the AGM and the Election. As per the DTE rules And thus the OC rejects the recent motions from the Board relating to the AGM and Election.</p>	<p>NO PROGRESS WORK IN PROGRESS COMPLETE NO LONGER RELEVANT TAKEN OVER BY ?</p>
<b>7</b>	<b><u>Correspondence / Payments</u></b>	<i>Procedural</i>
	<p>Storage King Invoice – previously dealt with at meeting on 21/10/21</p> <p>Direct debit authorisation for Xero payments to Ax3 instead of TBT</p> <p>Motions by Circular passed by the Board on 19/10/21:</p> <p><b>Motion 1:</b> Motion “that the registered office of the cooperative be changed to the office of Ax3 Accounting (ABN <a href="#">65612151498</a>) effective immediately, that being “Suite 201-203, Level 2, <a href="#">2 Queen Street, Melbourne VIC 3000</a>”, that the cooperative secretary be requested to immediately notify the registrar of this change, and that the monthly service fees quoted by Ax3 for such services (being \$110 per month inclusive of GST) be approved for payment.”</p> <p><b>Motion 2:</b> Motion “that the cooperative’s Xero accounting software subscription be transferred from TBT Accountants to Ax3 Accounting (ABN <a href="#">65612151498</a>) effective immediately, to be held in trust by Ax3 for the cooperative, and that the monthly service fees quoted by Ax3 for such services (being \$40.50 per month) be approved for payment.”</p> <p><b>Motion 3:</b> Motion “that any changes to the Xero accounting software subscription including changes to user access of Xero only be actioned by Ax3 Accounting on written instruction from the Board.”</p>	

*The Organising Committee failed to comply with DTE rules 41, specifically clause (1)(b)(iii) and clause (2), therefore the Board proposes to reschedule the AGM and commence the election process afresh including calling for director nominations according to the following schedule.*

	Ordinary Resolutions		Special Resolutions	
	Days.	Date	days	date
General Meeting Date		Tue 30/11/2021		Tue 30/11/2021
Notice Period Date	14	Tue 16/11/2021	21	Tue 09/11/2021
Mailout Date	1	Mon 15/11/2021	1	Mon 08/11/2021
Notice Draft Date (Resolution Submission Deadline)	3	Fri 12/11/2021	3	Fri 05/11/2021
Director Nominations Close	28	Tue 02/11/2021	28	Tue 02/11/2021
Director Nominations Open	42	Tue 19/10/2021	42	Tue 19/10/2021

**Motion 4:**

Motion “that the 2021 AGM be rescheduled for [7:30PM](#) (AEDT) [Tuesday 30 November 2021](#) and that director nominations be called for afresh.”

*This new AGM date will give Ax3 [until 15-Nov](#) to produce the annual report which is to be sent to members with AGM Notice of Meeting.*

**Motion 5:**

Motion “that the cooperative secretary is allocated the tasks of issuing all written communications to members, and all written communications must be approved by the Board before distribution.”

**Motion 6:**

Motion “that as per DTE rules 42 the Board directs that all future director elections will be held in the same manner as the 2020 AGM (i.e. using electronic voting with optional preferential voting tallied using the Single Transferable Vote [STV] method) and that the election be administered by the cooperative’s auditor acting as the returning officer, an electoral officer (assisting the returning officer) to be appointed by Board and two election scrutineers (observers), one to be nominated by the Board and another nominated by the Organising Committee or in default the Board, with the electronic postal ballot opening no less than 120 hours (5 days) prior to ballot closing time, and the ballot closing time to be 1 hour after the scheduled start time of the applicable General Meeting.”

**Motion 7:**

Motion “that the Board appoints Grant Waldram to be the Board nominated electoral officer and Elisa Brock as the Board nominated scrutineer for the 2021 AGM director election.”

*Note, all parties appointed within motion 7 have agreed to be nominated for the role.*

**Motion 8:**

Motion “that instructions to the co-operative’s accountants and auditors may only be issued:

- a. by the Board, in writing, or;
- b. by those explicitly appointed by the Board from time to time for specific purposes, by written advice of such delegated authority to the relevant accountants and/or auditors.”

	<p>Directors please indicate your support, abstention or rejection of all motion presented using 'Reply All' to this email.</p> <p>Kind Regards,</p> <p>Troy Reid Director &amp; Secretary – Down To Earth (Victoria) Co-operative Society Limited</p> <p>Red Energy Invoice \$272.50 for Bylands</p> <p>Requirement by NSW Water to have water meters installed by 1<sup>st</sup> December 2021 on two of our water pumps, one at Woorooma and one at Bylands.</p> <p>Correspondence from Trevor Pitt on behalf of the OC to the Board</p>	
<b>8</b>	<b><u>WH&amp;S</u></b>	<i>Procedural</i>
<b>9</b>	<b>Agenda Item - 13540</b>	
	<p>Agenda item: <b>SGM 22 November</b></p> <p>Agenda details:</p> <p>Motion: We schedule an SGM for 22 November 2021</p> <p>Item by: Kathy Ernst</p>	<p><i>Moved: Kathy Ernst Seconded Ian Hales PBC</i></p>
	<b>Agenda Item - 13536</b>	
	<p>Agenda item: <b>Red Energy Invoice</b></p> <p>Agenda details: That the OC approves the payment of the Bylands Red Energy Invoice for \$272.50</p> <p>Motion: That the OC approves the payment of the Bylands Red Energy Invoice for \$272.50</p> <p>Item by: Suzie Helson</p>	<p><i>Moved: Suzie Helson Seconded Mark Rasmussen PBC.</i></p>
	<b>Agenda Item - 13535</b>	
	<p>Agenda item: <b>Budget Application for Repairs to Toyota Hi Ace</b></p> <p>Agenda details: Budget request for White Toyota Hiace 1QG1AY (Ambulance). Needs maintenance – (starter motor, possibly 2 new batteries also fuel to move stock from storage to Denise Banville's.</p> <p>Motion: For \$1,000 to be put on Gary Lasky's Bendigo bank account for White Toyota Hiace 1QG1AY (Ambulance) repairs. Starter</p>	<p><i>Moved: Suzie Helson Seconded Malcolm Matthews PBC</i></p>

	<p>motor, possibly 2 new batteries also fuel to move stock from storage to Denise Banville's.</p> <p>Item by: Suzie Helson</p>	
<b>Agenda Item – 13537 for discussion</b>		
	<p><b>Agenda item: The Role of the Organising committee:</b></p> <p>Agenda details: The Role of the Organising committee: The following is a list of function that have been delegated by the Board to the OC by reference to the DTE rules.</p> <p>Motion: for discussion Link  <a href="https://drive.google.com/drive/folders/1lHC_Vzfe0rR_pINXOQNFi_eLt6DfVQPnk">https://drive.google.com/drive/folders/1lHC_Vzfe0rR_pINXOQNFi_eLt6DfVQPnk</a></p> <p>Item by: Malcolm</p>	
<b><u>Carried Resolutions</u></b>		<i>Procedural</i>
	<p>Item 13540 : We schedule an SGM for 22 November 2021</p> <p>Item 13536 : That the OC approves the payment of the Bylands Red Energy Invoice for \$272.50. Actioned by Suzie Helson</p> <p>Item 13535 : For \$1,000 to be put on Gary Lasky's Bendigo bank account for White Toyota Hiace 1QG1AY (Ambulance) repairs. Starter motor, possibly 2 new batteries also fuel to move stock from storage to Denise Banville's. Actioned by Suzie Helson.</p>	
<b><u>Next Meeting Date &amp; Time Confirmation</u></b>		<i>Procedural</i>
	Thursday 25/11/2021 7.30pm	
<b><u>Meeting Ended</u></b>		<i>Procedural</i>
	10.54PM	