

Governance Training 24th April 2021

Sam Byrne from the Co-op Federation <https://fed.coop/> presented to a group of 25 members. The Co-op Federation, are themselves a co-operative, supporting, representing and promoting co-operatives. Goolawah became a Co-op Federation member last year. For me the training really highlighted the importance of members needing to be informed, educated and involved to make the right decisions for the co-op and the community.

Sam started with the big picture giving an overview of the values and principles of co-ops <https://www.ica.coop/en>

My Key Takeaways (perhaps others would like to add)

#1 Choosing Directors “we need women on the Board”

Diversity is important so include people of different ages, skills, genders and personal values. Our Co-op needs women's voices and opinions on the Board, and we should make a conscious decision to make this happen. Calling for nominations prior to the AGM is simply good practice, and we could consider remunerating our directors e.g. allowing Work Claims

#2 The Board “all members should support and respect our Directors”

Our rules and the Co-operative National Law (CNL) determine the directors' powers and duties. They have a legal duty to serve to the best of their ability, represent the interests of members impartially and put members' interests first, be accountable for financial management, and ensure members are informed while not disclosing confidential information. Portfolios are a great idea but all directors still have a collective responsibility.

#3 Meetings “our meeting structure needs review”

After the presentation some of us spoke to Sam about our meeting structure of 10 GMs, the AGM and Board meetings. This practice is not ideal. There is no need to have this many formal meetings. Three GMs, an AGM, and Special General and Board meetings as required is sufficient. Board meetings may be open to the membership and provide an excellent opportunity for learning to be a director, and could be a meeting for prospective members to attend as a requirement of the process. Adequate minutes are important for all meetings. Our practice of circulating minutes among the Board prior to distributing to members is viewed as good practice.

#4 Objectives, Rules, Policies “they are *friends* needing regular review”

Sam is able to provide advice on our Rules and policies. He has great depth of knowledge regarding the CNL and the Regulations, and can provide examples of policies working well in other land sharing co-operatives. Surely, it's time we acted on policy reviews we started some time ago!

Proxy voting can be limited to only closed proxies with known resolutions prior to GMs. Sam commented he would never give an open proxy.

Objectives is Rule 5 Objects in our Rules. We can tick off a. and b. which only leaves c. To preserve and protect flora and fauna on land acquired. This Rule definitely needs review!

#5 Conflict Resolution “good culture takes time to build but can be lost rapidly”

We were almost out of time when this session was introduced. A Code of Conduct is very important, and it is equally important to have consequences for members who breach the Code. Under the Law consequences may include a maximum fine of \$1,000, suspension of members, and in very serious cases expulsion.

I've started getting the Justice Connect newsletter - sounds boring I know (I also get the Sustainable Gardening newsletter). They are offering a free webinar 'Avoiding & Managing Disputes in Not-for-profit Organisations' Tuesday 8 June 12.45pm. It could help us with our policy and procedure.

<https://www.nfplaw.org.au/avoiding-managing-disputes-not-profit-organisations>

#6 Power and internet “group education, webinars, movies, video conferencing, communication”

While Sam was presenting the power kept switching off and stopping the data projector (a bit embarrassing really). I'd certainly support a proposal for a better community power system, and Camp Kitchen internet would open up so many opportunities for members.