

# Goolawah Co-operative

## General Meeting Minutes 01 May 2021

**Commenced:** 9.05am

**Minute Taker:** Jenny Skinner

**Chairperson:** Wayne Skinner

***Acknowledgement of Country Yahway - Barri Dhungatti***

**Housekeeping:** Reminder regarding meeting etiquette (Rule 49 Standing orders at GMs)

### **Attendees:**

Rob Hewitt, Petra Kuessler, Stephen Campbell, Alby Hunter, Larry Knight, Ralph V Hulst, Trinh Nguyen, Clint Campisi, Louise Roberts, Tony Roberts, Andrew Barson, Samantha Wong, Wayne Ellis, Bron Little, Jac Larsen, Ric Marie, Julica Jungehuelsing, Peter O'Hara, Denise Cobourn, Alan Blake, Alicia Fox, Leah Skinner, Shantelle Cvetkovski

### **Directors:**

Callum Lawson, Craig Singleman, Wayne Skinner

### **Apologies:**

Kevin Harper, Nick Reid, Anna Du Chesne, Bruce Hore, Adam Cvetkovski, Michael Clancy, Peter Horne, Marty Cole.

**Visitors:** Nikki (Trinh's woofa)

### **Proxies:**

Anthony Griffith (Griff), Rose Mahar, Ralph Erthel with Bron Little

Gerard Shea, Roger Ball, John Tennock with Wayne Skinner

Justine Shaw with Trinh Nguyen

Justin Fitzpatrick, Harvey Creswell, Nityama Martin with Petra Kuessler

Mark Green, David Van Mechelen, Michael Clancy with Steve Campbell

Kevin Harper with Craig Singleman

Nick Reid with Julica Jungehuelsing

Mark Doonan with Louise Roberts

Nicola Hore with Callum Lawson

Gordon Hook with Ralph V Hulst

Cindee Pascoe with Denise Cobourn

Dave Launt with Rob Hewitt

**Note:** A member must pay by the due date all accounts to establish active membership (Rule 10b). Inactive members are not permitted to vote at a General Meeting either in person or via a proxy (Rule 41a).

**Confirmation of previous minutes:** (Chairperson)

**PROPOSAL:** To accept the previous GM Minutes.

PROPOSED: Wayne Skinner

SECONDED: Julica Junghuelsing

CARRIED unanimously, 2 abstained

To be signed by Chairperson

### **Treasurer's Report & Work Claims: (John)**

**PROPOSAL:** To accept Treasurer's Report and Work Claims.

PROPOSED: Wayne Skinner

SECONDED: Tony Roberts.

CARRIED unanimously

### **Business arising:**

1. Local Land Services guest to talk about protecting Koalas (Craig.) Couldn't attend.

#### **2. Discussion on Secretary's Position**

Steve Campbell had responded today to the notices from the board of 7 December and 28 February.

Steve requested more time to prepare himself to put forward reasons why he should be reinstated in the Secretary's position.

The chair read to the community present the notice sent to Steve on 7 December stating the reasons for his removal and read Steve's response to the second notice of 28 February.

After the discussion and questions from the community it was decided that the board meet with Steve for him to put his case for reinstatement. It was noted that per the Goolawah Rule 34 and the CNL the Board is responsible for Secretary's position.

#### **3. Special Resolution**

**Amendment to Rule 33 (e) - Election of directors** (published on website 10.4.21)

##### **Current wording:**

Nominations for candidates to fill the vacant positions shall be sought during the meeting.

##### **Change to:**

Nominations for candidates to fill the vacant positions shall be submitted two weeks before the Annual General Meeting.

##### **Rationale:**

1. Submitting nominations two weeks prior to the AGM gives members the opportunity to consider the nomination in advance e.g. to have a chat with the member, why the member wants to be a Director, what the member brings to the position, etc.
2. If there are insufficient nominees to fill the positions, the remaining vacancies shall be sought during the meeting.

3. If the number of nominees exceeds the number of vacancies, the election of directors must be conducted at the meeting by a ballot. Knowing this prior to the AGM will allow the Secretary to prepare the ballot ready for the meeting. It also gives members an opportunity to submit a closed proxy.
4. If the number of nominees is seven, the nominees must be declared as elected at the AGM.

The community discussed the advantages and disadvantages of the change in the Rule after which the motion was called.

PROPOSED: Denise Cobourn

SECONDED: Wayne Skinner

*Carried*

*For 29                  Against 12          Abstain 2*

### **Director's meeting minutes:** (Wayne)

Available online.

### **Secretary's Report:** (Wayne)

Correspondence has been received from our Lawyers, Traffic consultants, Traffic measurement contractors and other parties.

Governance Training - Sam Byrne from the Co-op Federation sent the presentation material which is now available on the web.

Share Certificates – new certificates printed ready for collection. Contact Secretary.Goolawah@gmail.com

### **Finance report:** (Wayne)

No questions arose from the report. Wayne requested the membership to read the financial report which contains our cash position and information on Overdue Charges and Misinformation. The report also details the plan to refine and simplify the Invoice/Receipt/Statements.

### **DA Report:** (Wayne)

Correspondence is continuing with Hones Lawyers. Peter and Wayne had a zoom conference with lawyers, Geraldine Haig (town planner) and Craig McLaren (traffic engineer). Traffic counters will be located at Illa Langi Road and Nevertire Road near Goolawah property line, registration of speed, direction, type of vehicle, time of day. Goolawah must complete a Stat Dec to say this is an honest traffic count and home occupation is a typical representation of the community. We can advise when there are extraordinary vehicles using the day. Geraldine will complete the DA Amendment documentation to be forwarded to council.

### **Proposal to add GST amount to previously approved McLaren Traffic Engineering funding.**

As Wayne missed the GST amount on the previously approved funding for McLaren Traffic Engineers. A proposal was put to the community to approve the GST amount additional to the approved Traffic Engineer's costs. This is \$1000 additional which will be added to the DA Traffic Engineering funding for the project.

CARRIED Unanimous.

### **Road Report:** (Callum)

Callum presented a map of the Roads indicating where they have deteriorated. Callum has spoken to George McKeon of GME – they are busy for a couple of months but will continue to follow up. Budget in previous years was \$40,000, last year the community used \$21,000.

Callum will assess the roads for better maintenance. Clay is starting to show through the gravel in a lot of places. Callum and George inspected the co-op roads before the floods.

Callum has a plan to utilise Nick Hobbs to grade the edges and use a Tip truck to collect grass from roadsides. Nick Hobbs would dispose of the grass for us. There is further work required on the pipes at Nevertire Road. We can do the potholes ourselves. GME \$1,300 a day.

**ACTION** - Callum and Wayne to prepare and submit s138 to Council for roadworks.

**ACTION** – Callum to send a phone tree message asking members not to drive down the grass patch of land in front of Ric & Jac's place and near the playground on Red Hill. The road crew will lay down some gravel, but do we want vehicles to use it anyway as a thoroughfare.

Opportunity may exist to obtain a grant for flood relief from Council/Federal Govt to help with road repairs.

**ACTION** – Directors to investigate the opportunity for grant funding.

The Gate at the end of Nevertire is now locked, so vehicles will have to use the cattle grid. The issue of heavy transport requiring to use the gate was discussed. A solution is necessary to enable Trucks to gain access.

Craig has the key for the lock.

**ACTION** - Craig and Rob to chat about solutions to the Gate problem.

**ACTION** - Callum to schedule a working bee to repair pot holes. Working bee on Tuesday 2pm.

Nevertire Road upgrade (Wayne) - On hold depending on progress with our Lawyers and Council.

**Complaints:** (Nick) one complaint raised – directors are investigating.

**Policy Report:** (Bruce)

Denise raised an issue of the lack of a policy report and the lack of progress on Complaint Management Policy.

Members were to provide contributions to Bruce, or Peter or Denise however none have been received by the committee. Bruce to provide the contribution he has to enable the team to update.

**Machinery Report:** (Kevin) Old tractor is up and working.

**Membership Report:** (Adam)

Shantelle presented a report on recommended changes to the Membership Policy to be put to the next GM. Policy is with the Membership Committee but the Policy committee can also assist with presentation.

**ACTION**- Adam or Shantelle to follow through.

**Suggested changes include:**

1. Creation of a Who's who list including Site no. name, contact details and a little bit about you.
2. Commit to meeting 30 members (currently 15 members, one from each site).
3. Commit to 2 social events and one working bee.

Other suggestions include add more resources eg additional to Diana Leafe Christian resource.

Hot shower install at camp kitchen?

Mission Statement development?

### **New prospective members:**

Family Andy Allen and Belinda Elliot are interested in becoming members. Their applications are on the Website under Membership.

**ACTION** - Adam to find a guide for them.

Shares available for sale: Zac (site 18), Ralph E (site 50) and Louise/Tony (site 57).

Prospective members in progress:  
Patrick Indo & Kylie Reavely

Eligible for membership:  
Michelle Nguyen & Logan Christensen

### **Fire and Flood Report:** (Craig)

Continuing with previous work on plans.

Opportunity to burn off now while it is cool.

### **Social Committee Report:** (Craig)

Clint is arranging a concert at Gold Mine Hill next weekend 8<sup>th</sup> or 15<sup>th</sup> May?

G week for 21<sup>st</sup> birthday.

Romeo and Juliet play is on 22 May.

### **General Business:**

#### **1. Meetings** (Denise)

#### **Frequency of General Meetings**

The community discussed and considered the suggestion to put a proposal to revert to the previous practice of Quarterly General Meetings, with Special General Meetings called as required.

Monthly General Meetings have been in place since mid-2018. There has been member feedback to consider reverting to the previous practice of quarterly General meetings, as formal monthly General Meetings are too onerous on Directors and members. Special General Meetings may be called to address any necessary business outside of scheduled GMs. Sam Byrne from the Co-op Federation said monthly GMs were unnecessary and that a number of co-ops only have an AGM, calling Special General Meetings as required.

The discussion leaned towards having GMs every second month. With an AGM in August, this would mean GMs in October, December, February, April and June.

**Action: A Special Resolution will be presented at the next GM to amend Rule 45 (d).**

Change From:

Rule 45 (d) The board may, whenever it considers appropriate, call a special general meeting of the cooperative, outside of the scheduled monthly general meeting.

Amend To:

Rule 45 (d) The board may, whenever it considers appropriate, call a special general meeting of the cooperative, outside of the general meetings.

## **Board Meetings**

The community discussed board meetings.

Board Meetings (BM) take place according to the Co-op Rules Board Meetings (Rules 51 to 55). BM are held as often as may be necessary and must be held at least every 3 months. A least 48 hours' notice shall be given to all directors, except in special circumstances.

There is an option to have open Board Meetings, meaning members would be notified when Board Meetings are scheduled, allowing members to attend as observers. This practice would provide regular governance training for members interested in becoming a Director. It would allow members to become familiar with of the role, duties and responsibilities of a being Director before deciding to nominate.

## **Annual General Meeting**

The community discussed the proposal to change the AGM from October to August (raised in previous meetings).

Given we no longer require an external auditor, it makes sense to bring the AGM closer to the end of the financial year, allowing the community to align spending with the yearly budget.

**PROPOSAL:** To hold the AGM in August.

PROPOSED: Denise Cobourn

SECONDED: Jac Larsen

CARRIED

## **Meeting day**

The community discussed a proposal to hold General Meetings on the second Saturday of the month.

The second Saturday gives members an extra week to make sure they are financial before GMs and the AGM.

**PROPOSAL:** To hold the GM on the second Saturday instead of the first Saturday of the month commencing in July 2021.

PROPOSED: Peter O'Hara

SECONDED: Jac Larsen

CARRIED

## **2. Rule updates**

Following the Governance Training on 24 April and a Teleconference with Justice Connect on 16 April, Denise, Peter and Wayne are currently taking advice regarding some possible changes to our rules to ensure the co-op is complying with CNL. This will be discussed at the next meeting.

## **3. Project updates**

a) Camp Kitchen Accessible Toilet (Wayne) - ongoing.

b) Red Hill Last Resort (Sattwa) - Not present to discuss.

## **3. G week (Alby)**

Alby briefed the community on a planned Goolawah Co-op art exhibition in Gladstone, October 12 – 25.

Suggestion to perform a 'trial' exhibition at Camp Kitchen.

Costs \$160 a week to exhibit displays. Needs to be manned in opening hours. At Macleay Valley Art Gallery in Gladstone. Notice is on the Camp Kitchen board.

PROPOSAL: the Co-op fund \$500 towards the cost of hiring the hall and other expenses.

PROPOSED: Wayne Skinner

SECONDED: Alicia Fox

CARRIED.

#### **4. Working Bees (Julica)**

Lots of work to be done on Co-op land.

Suggested a Working bee at the end of the month with Co-op Landcare Group to organise (29 May)

Also more notice to be given when a working bee is called so that people can participate.

Burn piles to be done as well to limit the fire danger of members lots.

**Meeting closed:** 12.25pm

**Next meeting:** Saturday 5 June 2021 Camp Kitchen 9am