



**Board Meeting MINUTES**  
**The Hut Community Centre Community Room**  
**Thursday 11 November 2021**  
**5:00-7:00pm**

**Attendees:** Loraine Scheide (Chair), Ann Croser, John Kemp, Jana Norman, Sylvia Pembroke (Zoom), David Rawnsley, Greg Stevens (Zoom), Greg Bussell, Sharon Maslen

**Apologies:** Fran Turner

**In attendance:** Deb Bates (EO)

### Minutes

1. **In-Camera Session** EO/CDM Salary review was held
2. **Meeting Opened at 5:08pm**
  - 2.1. Chair acknowledged the meeting on Aboriginal Land
  - 2.2. Apologies - F Turner
  - 2.3. There were no Conflicts of Interest raised
3. **Previous Meeting**
  - 3.1. The Board accepted the Minutes of meeting held 14<sup>th</sup> October as a true and accurate record of the meeting. **Moved:** A Croser **Seconded:** D Rawnsley
  - 3.2. The Board accepted the Minutes of meeting held 20<sup>th</sup> October as a true and accurate record of the meeting. **Moved:** A Croser **Seconded:** G Bussell
  - 3.3. All completed Action items ticked as completed in the Agenda are to be removed from the Action list **Moved:** J Norman **Seconded:** G Bussell
4. **Matters for Decision**
  - 4.1. **Constitution Review**

The Board considers this as a major review due to several areas that will need updating. Legal/specialist advice needs to be sought. This should be a well considered approach and input is needed from all board members as to where changes are to be considered. Board members agreed that an ideal time is over the December/January break between the December and February meeting reviewing the document. A working party will then be formed to progress the document.

**Action:** Send a copy of the Constitution to all Board members with the minutes of the November meeting to enable Board members time to review. Add to February Agenda  
**Action: EO**

**Action:** All Board members to review Constitution and come prepared at the February meeting to discuss  
**Action: ALL Board members**

## 4.2. AGM & Board Nominations

Board members considered all Board nominees and agreed that all would bring different skills and experience to the Board however, there is benefit to having Sharon complete her full six year term for continuity and for her skills and knowledge across many areas.

**Motion:** The Board does not, as a collective, announce a preferred candidate to Hut members prior to voting although it should be communicated that there is benefit to having Sharon complete her second term.

**Moved:**

**Seconded:**

**All in favour, carried**

## 4.3. Major Fundraiser Raffle

The Executive Officer gave a verbal update on the process for being granted a fundraising licence and coordinating this with the external online raffle platform. As this has taken a few weeks longer than expected, the Board agreed the raffle draw should be pushed back to the end of February to maximise promotions and sales.

**Motion:** The date of the raffle close and draw is moved from January 29<sup>th</sup> to February 25<sup>th</sup>.

**Moved:**

**Seconded:**

**All in favour, carried**

## 4.4. Financial Reports

4.4.1. Income Statement July – Sept 2021

4.4.2. Balance Sheet July – Sept 2021

4.4.3. Balance Sheet Sept against last year

4.4.4. Statement of Cash Flow

**Motion:** The financial reports as listed above are accepted.

**Moved:**

**Seconded:**

**All in favour, carried**

## 4.5. EO/CDM Salary review – held In Camera

## 5. Matters for Discussion

5.1. Nil

## 6. Matters for Noting

### 6.1. Chair Report

The Chair acknowledged the past few weeks had been difficult for many of the staff and Board in relation to the volunteer issue. It was suggested that the Board, with the EO, spend some time after the Board meeting to debrief and provide support to each other in light of recent events.

EO further advised that all staff (paid and volunteers) and Community Shed members have a standing offer of counselling if wanted. EO also advised that many of the Community Shed members and volunteers have offered their support and approval of the way both the EO and CDM managed the challenges that presented themselves over the past 20 months in dealing with the ongoing volunteer issues.

### 6.2. Treasurer's Report

### 6.3. Sub-Committee Reports

6.3.1. Executive Committee

Nil

6.3.2. Finance & Audit - minutes of meetings held

6.3.2.2 4 Nov 2021 DRAFT

Motion: Minutes of the meeting held 4 November be accepted

Moved:                      Seconded:                      All in favour, carried

6.3.3. Work Health & Safety - minutes of meetings held

6.3.3.2 2 Sept 2021

6.3.3.3 23 Sept 2021

6.3.3.4 28 October 2021 DRAFT

Motion: Minutes of the meeting held 2 September, 23 September and 28 October 2021 be accepted.

Moved:                      Seconded:                      All in favour, carried

6.3.4. Human Resources

Nil

6.3.5. Strategy & Financial Sustainability - minutes of meetings held

6.3.5.1 2 Sept 2021

Motion: Minutes of the meeting held 4 November be accepted

Moved:                      Seconded:                      All in favour, carried

**7. Organisational & Risk**

**7.1** EO Report

**7.2** Update on Woodside Book Shed

Building has been purchased, we are waiting for the Lease to be drafted by the land owners.

David Rawnsley, John Kemp, Neil Wickens and EO have joined together to form a working party to progress this, any other Board members are welcome to join.

Site has been visited and John is currently drawing up plans to assist with Council approval. John has spoken with Snr Council Planning team and they have given a name and contact details (Doug) to seek additional information from regarding building application.

Sylvia and Ann indicated a need to have the Lease registered on the title.

**Action:** EO to contact Doug at Adelaide Hills Council and arrange a meeting on site with working party members

**Action:** EO to follow up status of the Lease with requirements of the Lease being registered on the Title

**8. AOB**

**8.1.** Chair reminded Board of the AGM November 25<sup>th</sup> 6pm at Aldgate Village Well (Church of Christ)

**8.2.** Fran indicated her interest for the CBB/VUCA offer of Board training through the e-learning tool. It was preferred that a current Board member undertake this. EO also expressed an interest with the board being supportive of this.

**Motion:** The EO apply for the CBB/VUCA Board e-learning opportunity with the intention of communicating relevant information to board members where appropriate.

**Action:** EO to apply for the online CBB/VUCA Board & Director e-learning tool and apply for the \$7,500 Board Governance support grant

**9. Correspondence**

Nil to report


**10. Meeting Finalisation**

**10.1.** Actions to be Taken were reviewed

**10.2.** Meeting Evaluation

**10.3.** Next board meeting is a Strategy meeting on **Thursday December 9<sup>th</sup> 2021 5.00pm**

**10.4.** The meeting was closed at 6:02pm

Accepted as an accurate record of proceedings:  .....
Chair – on behalf of Members
Date <u>10</u> / <u>2</u> / <u>2022</u>

MEETING PAPERS FOR THURSDAY 11<sup>th</sup> November 2021

**Action Items**

<b>Date</b>	<b>Item #</b>	<b>Action</b>	<b>Due</b>	<b>Resp</b>	<b>Status</b>	<b>Completed</b>	<b>Remove</b>
12/08/2021	3.2.5	EO and Fran to explore pro bono Share Point possibility through Technology Hub.		EO, Fran		✓	✓
12/08/2021	3.2.6	EO to add Constitution review to October agenda	October meeting	EO		✓	✓
12/08/2021	3.2.6 a	Copy of Constitution and relevant section of July 2020 minutes to be sent with September agenda to consider composition, election process & term.	September agenda	EO		✓	✓
12/08.2021	4.2	EO to contact Martin at Stirling Proactive to progress CoVid lockdown supplement.				✓	✓
12/08/2021	4.2	EO will forward financial reports to Stirling Proactive in preparation for Auditor				✓	✓
12/08.2021	5.1.3	EO to add 'Emergency Assistance internal audit procedure' to F&AC agenda	F&AC agenda Nov 2021	EO		✓	✓
12/08/2021	7.1.2	Insurance certificate of currency to Board Portal.		EO		✓	✓
12/08/2021	7.2	Chair to consider adequacy of insurance cover		Chair			
12/08/2021	7.2	Loraine to add information re Directors' Liability to Board induction documents	October AGM	Chair			
12/08/2021	8.4	Board members to complete Hut membership form, as sent by email or via website if not already completed.		Board		✓	✓
8.7.21		EO to develop and present operational plan and budget at the Sept Board meeting	Sept 2021 meeting	EO		✓	✓
3.2		Develop Wills & Bequests program		EO			in progress
6.1		Complete a cost benefit analysis of AVH		EO			On hold until needed