



Board FULL Meeting MINUTES
The Hut Community Centre Community Room
Wednesday 21 Feb 2024
6.00 – 8.00pm

Attendees: David Rawnsley (Chair), Ann Croser, Greg Bussell, Deborah Turnbull, Pamela Patane, Sarah Moulds, Jenni Bottroff, Tony Rogers

Apologies: Geoff Keynes, Sharon Maslen

In attendance: Deb Bates (EO)

In-Camera Session

1. Meeting Opened 6:05pm

1.1. The Chair acknowledgment our meeting on Aboriginal Land and paid respects to elders, past, present and emerging

1.2. Apologies - Geoff Keynes

1.3. Conflict of Interest (COI):

- D Turnbull declared a potential COI as she is now an adjunct of UniSA and is a committee member for the Loneliness Project.
- S Moulds also declared a perceived COI as she is a UniSA employee although not involved within the Loneliness Project or Uni SA partnership.

1.4. **Presentation (20 mins):** Aldgate Valley resident, member of the Landcare group, Kelly Stocker addressed the Board to voice her concerns about the sale of the Aldgate Valley hall and the possible impact on the history of the region and the environment, in particular of the Bandicoot superhighway. Kelly attended as a concerned resident and not representing any local groups that she is affiliated with.

S Moulds and D Rawnsley advised Kelly that the decision to sell was due to the maintenance of the hall and property having become a financial and resource burden on The Hut's resources and, without significant investment this was not going to change. Kelly was advised that the decision to sell wasn't made lightly and that many alternatives to selling the property had been explored before landing on this pathway.

The Board thanked Kelly for her interest and her time and, a discussion of the board following Kelly's address determined that there was nothing significant that needs further investigation or that would negatively impact the sale from Board members' perspectives.

2. Previous Meeting

2.1. **Motion:** The Minutes of Meeting 7 Dec 2024 are accepted as a true and accurate record of the meeting.

Moved: A Croser

Seconded: D Turnbull

All in favour: Carried

2.2. Business arising from action items. The board approved the removal of completed items; identified with a tick.

3. Matters for Discussion / Decision

3.1. Sale of Aldgate Valley Community Hall (AVCH) was discussed further with the following points determined.

- There was nothing significant in Kelly's address that would impact The Hut's sale of AVCH.
- It is important to ensure we have adequately documented the process we went through and considerations taken into account prior to deciding to sell the property For historical purposes. **Action: EO**
- There is a need to communicate the sale with residents and other interested community members. Suggestion to put something in March's Hut Happenings newsletter to advise of the sale and to communicate: **Action: EO**
 - that the process took approx. two years of discussions,
 - that a lengthy process of brainstorming and then consideration of options for the site occurred prior to making a firm decision,
 - the rationale for the outcome of the decision.
- Preferred method of sale is Auction, as recommended by Josh B.
- It would be worth asking Josh Biggs if anything in the market has changed that might affect the asking price.
- The Board discussed Harris' marketing package and determined that it would be worth giving Harris the first option as we have a good relationship with Harris to go with Harris for the sale as this recognises Harris' years of sponsorship for the Stirling Christmas Pageant. It was however felt that there could be some goodwill provided by giving The Hut a reduction on their commission.
- The Board did not consider investigating the 'change of use' of the property with Council as being required. This would be something a prospective buyer could do.

Motion: the following five (5) steps are taken to progress the sale of the AVCH.

1. EO to seek a valuation and quote from another real estate agent.
2. EO to advise Josh B we have needed to do due diligence by getting a second appraisal and quote but it is our preference to use Harris due to their ongoing sponsorship of the Christmas pageant. EO to request a second valuation and a 'community discount' on commission rates from Josh B.
3. EO to update the Exec Committee with new information.
4. The Exec will come to a view as to their preferred real estate agent, considering the long standing Christmas pageant sponsorship from Harris, and will advise the Board via email on their recommendation re the sale.
5. Board members to respond to the recommendation (accept or not accept) within 48 hours by cc'ing all Board members.

Moved: J Bottroff

Seconded: A Croser

All in favour: Carried

Action: EO to contact Josh Biggs regarding the sale of Aldgate Valley Community Hall

Action: Add to next meeting Agenda for decision: What is our minimum asking price/what amount are we content with?

- 3.2. The Hut Seal was used on 18 January 2024 by the Board Chair and in the presence of Board member G Keynes and the CDM (as delegated by the EO).

Motion: The Board ratify the use of The Hut seal for the signing of the Woodside Cottage Under Lease Agreement.

Moved: G Bussell **Seconded:** P Patane **All in favour:** Carried

- 3.3. The WHS policy was approved via email on 14 December 2023.

Motion: The Board ratify decision made via email on 14th December 2023 to approve the Work, Health & Safety Policy.

Moved: D Turnbull **Seconded:** S Moulds **All in favour:** Carried

- 3.4. Approval for Grant Funding Applications was given by the Board via email on 1 Feb 2024.

Motion: The Board ratify the decision made by the Executive Committee on 1st February 2024 via email to approve the applications of two grant funding opportunities; one for The Hut and one for UniSA with The Hut as a project partner.

Moved: P Patane **Seconded:** A Croser **All in favour:** Carried

4. Matters for Discussion

4.1. Income Generation

4.1.1. Income Generation Working Party - The EO and D Rawnsley gave an overview of the two Income Generation strategy meetings that have been held to date identifying the overall strategy and focus initially on acknowledging our existing business supporters.

4.1.2. Business Supporters Thank You Event – verbal report provided.

Board members were encouraged to attend the *Drinks and Nibbles* business supporters thank you event. The EO has invited employees who will also attend where possible. This event and the role of the Board will be discussed further at the next Board meeting.

4.2. EO Report was tabled.

The Council has developed a new Facilities Management Agreement which is a blanket agreement and not workable for our situation as it currently stands. A Croser has agreed to review it with the EO and meet with Council to discuss our concerns. This meeting will take place during March.

Proposed: The Board approves the acceptance of the two Facilities Management Agreements with a five-year term, once they have been agreed between the EO and Council, and delegates the negotiation and signing of the Agreements (using The Hut seal) by the EO and one Board member.

Motion: The Board agree to the five-year lease once the Agreement is satisfactory and delegates the signing of the Agreement using The Hut seal to the EO and one Board member.

Moved: A Croser

Seconded: G Bussell

5. Matters for Noting

- 5.1. Chairs Report (Verbal) – nothing new to report

- 5.2. Treasurer's Report (Verbal) – tracking well against the budget with some additional expenditure to come in the latter half of the year.
- 5.3. Sub-Committee Reports
 - 5.3.1. Executive Committee – no report tabled
 - 5.3.2. The following Finance & Audit minutes and Q2 financial statements were tabled.
 - 5.3.2.1. Minutes of meeting held 25 Jan 2024 (Chair Approved)
 - 5.3.2.2. Income Statement July-December 2023
 - 5.3.2.3. Statement of financial position July-December 2023
 - 5.3.2.4. Statement of Financial position (Last Yr Analysis) Dec 2023
 - 5.3.2.5. Cash Flow Statement July-December 2023

Motion: The tabled finance reports are accepted.

Moved: A Croser **Seconded:** J Bottroff **All in favour:** Carried

5.3.3. Work Health & Safety

- 5.3.3.1. Minutes of meeting held 25 Jan 2024 (Chair Approved) were tabled.

Motion: The tabled Work health and Safety minutes are accepted.

Moved: D Turnbull **Seconded:** G Bussell **All in favour:** Carried

5.3.4. Human Resources – none held

5.3.5. Strategy & Financial Sustainability – none held

6. Organisational & Risk

- 6.1. Adelaide Hills Council Facilities Management Agreements (See EO Report).
- 6.2. The Board were comfortable that the WHS Meetings are to be held bi-monthly for a trial period with the expectation that a meeting would be called in between scheduled dates if an incident were to occur. EO to keep the Board apprised.

7. AOB

7.1 RaboBank Request for Information

Rabobank has requested proof of identification from all Ultimate Beneficial Owners; an individual who ultimately owns or controls (directly or indirectly) the entity.

Rabobank have requested information and proof of ID of all Board members and EO. This meets their obligations to protect their customers, themselves as a Financial Institution and the industry as a whole against financial and economic crimes.

This includes ensuring their customers identities, knowledge of the nature and purposes of the business relationship and in the case of non-individual clients, identifying the entity, its structure, key individuals and activities.

EO will send through the phone numbers of all Board members. Peter, or someone else from the KYC analysis team at Rabo Bank will then contact all Board members via a phone call to verify their details over the phone. If preferred, Board members can have their documents verified by the EO, photocopied and posted to RaboBank. Please advise the EO if this is the preferred method.

8. Correspondence

8.1. Nil

Next Meeting –Strategy meeting on Wednesday 20 March 2024

Meeting Closed: 8pm

<p>Accepted as an accurate record of proceedings:</p> <p><i>[Signature]</i></p> <p>.....</p> <p>Chair – on behalf of Members</p> <p>Date <u>20</u> / <u>3</u> / <u>2024</u></p>

Action Items

Date	Item #	Action	Due	Resp	Status	Completed	Remove
14/09/2023	3.2	Develop Wills & Bequests program		EO	On hold until needed		
6/12/2023	4.2.6	Meet with clients 1:1 to discuss Wills & Bequests David to speak to finances and the 'friends of...' program at the volunteer breakfast, inviting volunteers to participate in the co-design process.		DT			
21/2/2024	3.1	For historical purposes, document process of AVCH sale incl considerations taken into account prior to deciding to sell the property	March 2024	EO			
21/2/2024	3.1	Communicate the sale of AVCH (rationale, length of time etc) through March's Hut Happenings newsletter	March 2024	EO			
21/2/2024	3.1	EO to contact Josh Biggs regarding the sale of Aldgate Valley Community Hall and negotiate commission	1/3/2024	EO			
21/2/2024	3.1	Add to next meeting Agenda for decision: What is our minimum asking price/what amount are we content with?	March 2024	EO			
21/2/2024	7.1	EO to provide Board member's phone numbers to Rabo Bank	1/3/2024	EO			