

**BOWER BOARD MEETING MINUTES  
WEDNESDAY 17 SEPTEMBER 2014**

**6.30pm Addison Road Community Centre office**

Present: Amanda Buckland (AB), Menaka Cooke (MC), Bruce Diekman (BD) (Chair), Mary Pianka (MP) (Minutes), Terry O'Donnell (TO)

In Attendance: Nancy Walker (NW), Guido Verbist (GV)

Documents tabled:

- a. draft minutes July meeting
- b. draft minutes August meeting
- c. Draft rules of Bower Co-operative and draft Conflict of Interest policy and register of interests
- d. Financial reports necessary for CNL and ACNC governance
- e. Bower Receivables reconciliation
- f. P&L statement July-Aug 2014
- g. Co-Op Manager's report July 2014
- h. Co-Op Manager's report August 2014
- i. Co-Op Manager's report on new members September 2014

**1. Attendance**

Apologies: Peter Carroll (PC), Trish Leen (TL)

**2. Chair**

Bruce was confirmed as Chair for this meeting

**3. Confirmation of deputies**

- 3.1 Re-confirmation of deputy: Amanda Buckland was confirmed as deputy in place of Robin Mead. Email was received by all on September 16 from Robin Mead concerning his intention to resign as Chair of the Board and take leave from his position as Director. RM's 2-year term ends at the 2014 AGM, and AB will sit as deputy director until that time.
- 3.2 Trish Leen was unable to attend this meeting and advised by email her nomination of Nancy Walker (NW) as her deputy for this meeting. Nancy was confirmed as deputy. Nancy's membership was confirmed and her deputy position ratified for this meeting.

**4. New members**

That five new members be tabled and confirmed.  
Moved: MC    Seconded: AB    Carried

**5. Correspondence**

- 5.1 Letter from Fair Work Australia (FWA) advising listing date for Newman v.

- Bower on 10.00am Thursday 2<sup>nd</sup> October 2014.
- 5.2 Letter from Jan Kelly Solicitor, dated 1 September 2014. Re: Curb Collective. AB has responded. See later for report.
- 5.3 Letter from GV to Board received by email 4 September 2014.

## **6. Ratification of Minutes**

- 6.1 July 2014 minutes were tabled. That the July minutes be accepted with some typo errors for correction. Moved: BD Seconded: MC Carried
- 6.2 August 2014 minutes were tabled. That the August minutes be accepted with some typo errors for correction.  
Moved: TO Seconded: MC Carried

## **7. Manager's report**

- ◆ The July and August Manager's reports were tabled.
- ◆ AB commented on the growth of RRS.
- ◆ TO query regarding new daily takings program software for electronic till. GV reported that another 3 weeks were required for further testing and refining of system.
- ◆ TO and GV have discussed Accountant vs Book-keeper with view to David Mansfield becoming unavailable in later September. Proposed budget for bookkeeper allows for 7 hours per fortnight plus 15 hours once a month for end of month procedures and reporting.

### Recommendations:

- ◆ That the AGM agenda include an item for ratification by members of the options for review or audit that best fit the organisation.
- ◆ MC to assist GV with wording for offer to applicants for admin position, so that this position can be covered on a casual basis while the moratorium remains on permanent position recruitment.
- ◆ Any queries on financial report to be directed to GV. AB suggested a column that includes budget in the P&L statement.
- ◆ Board to prepare a response to GV's letter to Board. BD suggests a response within the week. To be deferred to email forum.

## **8. Rules Review**

Several preliminary comments back from Board review of draft rules:

- ◆ Preamble regarding "member economic participation" does not apply to Bower.
- ◆ Para 59.3 relates to Trading Co-ops.
- ◆ Comments to be sent back to Rules Review Committee as well as the draft to members for comment.
- ◆ Needs to be ready for AGM so membership can vote on adoption.

## **9. FWA matter**

- ◆ Hearing set for 2 October
- ◆ GV to attend with TL and NW. NW can attend as a support but notes she is not a practising solicitor.

**10. Membership of Jobs/Legal help orgs**

Jobs Australia and other legal/employment services organisations discussed. To be deferred to email discussion. MP to investigate costs and report back.

That information on this be added to the Board induction pack

Moved: MC Seconded: TO Carried

**11. Curb Collective report**

AB reported that Jan Kelly Solicitor requires reply on Bower letterhead authorising AB to act on the Bower's behalf. AB to provide draft response and MC to edit. Deferred to email discussion.

**GV left the meeting at 9.10pm and the meeting moved in camera for further discussion.**

**11. Manager's performance review**

Progress report: TO and RM have commenced performance review. There has been one meeting and the next step is a 360 degree review. Discussion ensued on who would be part of this and how it would be conducted.

**12. Five-year Strategic Business Plan**

This was requested by members at the last AGM. We felt it was now too close to the 2014 AGM to commence this, but there were hopes that GV could soon begin a 1-2 year business plan instead. Discussion deferred to email as well.

**13. Other business**

A Board selection committee was established to find independent candidates for 2013 AGM. That the Board be responsible for nominations of Board director candidates and that the membership be canvassed regarding nomination and preparation for AGM.

Moved: MP Seconded: MC Carried unanimously

**14. Announcement**

15th Anniversary reminder for this Saturday September 20<sup>th</sup> 2014.

**15. Close of meeting:** 9.45pm.

**16. Next meeting:** 15<sup>th</sup> October 6.30pm.