

THE BOWER REUSE AND REPAIR CENTRE COOPERATIVE LIMITED
Board Meeting Minutes

Date:	21 st October, 2015	Time:	6 pm
Chair:	Gavin Hull	Minutes:	Peter Carroll
<p>Present: Board Directors - Gavin Hull (GH), Peter Carroll (PC), Amanda Buckland (AB), Ulrike Zimmermann (UZ), Terry O'Donnell (TOD) & Guido Verbist (GV Co-op Manager).</p> <p>Apologies: nil</p>			
1.	Welcome – Acknowledgement; apologies; declarations		
	<p>1) Opening of Meeting and Acknowledgement of Country and People: <i>We acknowledge the Gadigal people who are the traditional custodians of this land and pay respect to Elders past and present of the Eora nation and extend that respect to other Aboriginal people present.</i></p> <p>2) Declarations of interest: no change – see Register for existing details.</p>		
2	Auditor's Representatives Presentation		
	<p>Stewart Brown representatives Siobhan Simpson and Charlotte Henninger presented the Audit Completion and Financial Reports to the meeting and addressed the Board on the findings. Siobhan commented that “The Bower controls are very good”. The value of donated goods which The Bower does not currently bring to book led the Auditor to qualify their statement in relation to accounting practices.</p>		

Appointments

As Annette Mayne has accepted the CM's offer of the Communications and Publications position at The Bower her appointments to the role of Alternate Director and Bower Fund Committee require the Board's reconsideration.

Res 078/15

That Annette Mayne's appointment as Alternate Director to fill the current vacancy until the 2015 AGM and her nomination to the Bower Fund Committee be rescinded. Further the Board welcomes Annette to her new role at The Bower and notes her outstanding background and qualifications for the new the role in communications.

M: Peter Carroll

S: Terry O'Donnell

CARRIED

CM Performance Review

CM performance indicators to inform the PR next April that are in line with now accepted Strategic Plan for The Bower held over until November Board Meeting.

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CM Report

The CM tabled printed copies and on screen displays of the reports that had been circulated prior to the meeting by email consisting of:

P&Ls for MonthTD; Balance Sheet; Debtors Owing; Revised Budget with payroll issues addressed CM September -

Finance

Annette Mayne's appointment (1 year initially); \$3,000 surplus in Q1 FY16 creates buffer for budget (approved with \$5K deficit for full year). Budget revisions considered – payroll reporting now better controlled.

Res 079/15

That the Board ratifies the receipts and expenses for the period to end of September, 2015.

M: Peter Carroll

S: Terry O'Donnell

CARRIED

Governance

NSW Fair Trading has approved the New Rules of the Co-op and these are now being applied to the AGM process and other aspects as required. The Board considered new forms and procedures including Proxy Form, Nomination Form. A few minor amendments to layout and wording were agreed and will be implemented immediately.

Res 080/15

That the changes to the Proxy and Nomination Forms be accepted and posted to the website as soon as possible.

M: Terry O'Donnell

S: Amanda Buckland

CARRIED

New Members

Res 081/15

That Liam Noble (Newtown), Gillian Wright (Dulwich Hill), Lara Adlington (Ryde) and Jennifer Leary (Faulconbridge) be accepted as new members of the Co-operative. Further that Terry O'Donnell also be accepted as a new member and that his position as Independent Director be declared vacant effective at the end of this meeting. It is also noted that Terry will nominate for one of the vacancies for Member Director at the AGM.

M: Peter Carroll

S: Ulrike Zimmermann

CARRIED

Grants

Situation with 107 Redfern noted and AB has groups for Repair Café options. Strategic Plan for \$100K through NAB applied for; Westpac Catalyst program also noted. Problems with Work for the Dole, especially turnover of people, was noted but at least payment has now been received for current program.

Lease

The Bower lease (4 years) will end Jan 17, 2016 and negotiations with ARC Management are problematic.

Res 082/15

That the Board write to the ARC Board re: their letter of 21.9.15 concerning the new lease and related matters, expressing our concerns and seeking a Board Executive to Board Executive joint meeting.

M: Ulrike Zimmermann

S: Peter Carroll

CARRIED

Res 083/15

That the CM seek legal advice on the lease matter.

M: Amanda Buckland

S: Terry O'Donnell

CARRIED

Bower Fund

Res 084/15

That the Board accepts the Bower Fund Committee recommendation that the expenditures for the period be ratified and the sum of \$1608 from the Ian Potter grant be transferred to the trading account.

M: Terry O'Donnell

S: Peter Carroll

CARRIED

Repair Café Waiver

The CM Report contains an amended waiver/indemnity form that participants in the Repair Café workshops must read and sign prior to activities, following legal advice on the form. The Board discussed the matter and suggested amendments.

Noted: Held over to next meeting.

Consignment Agreement

The CM Report contained the new consignment agreement. The Board discussed and suggested amendments.

