

Z-NET Uralla General Meeting, Saturday 18 February 2017

held at the Uralla Community Centre, 9 Hill Street, commencing at 2.00pm

Facilitator: Peter Rasmussen

Present (15) (Members):

Sandra Eady (Convenor), Alan McKenzie (Secretary), Tom O'Connor (Treasurer), Stephanie McCaffrey, Teresa French, Peter Low, and Isabel Strutt (Committee Members), Patricia Rasmussen, Bob Crouch, Ray McNally, Hans Graser, Ian Beal, Margaret Beal, Adam Blakester and Kerri Clarke.

In Attendance (14) (General Public):

Peter Rasmussen, Nico Coblyn, Jim Nichols, Michael Walker, Francis Mudford, Malcolm Airs, Lyn Airs, Peter Kelly, Anne Kelly, Natasha Ledger, Marion Ryan, Matt Stewart, Patricia Stewart and Jill Middleton.

Apologies: Iain Mackintosh, John Kurko, Lynn Jarman and Leonie Kirwan.

Peter Rasmussen opened the meeting welcoming Members of the sub-association and other members of the public. Peter explained the purpose of the meeting was to vote on Z-NET Uralla becoming an independent incorporated association and explained how the voting process would be run. All current Members were eligible to vote on the incorporation decision, and if this passed all present at the meeting can vote to elect Office Bearers.

Peter invited Sandra Eady (Z-NET Uralla Convenor) to report of the activities of Z-NET Uralla in the last 12 months and to present the reasoning behind the proposal for incorporation.

1. Introduction

a. Sandra gave a brief outline of the project, activities and reasons for incorporation. Including:

- The capacity of Z-NET Uralla did not extend to running a standalone Association when activities commenced in March 2016, hence an auspice arrangement with an established organisation, Uralla Neighbourhood Centre Inc, was entered into.
- Since then community awareness and involvement in Z-NET Uralla has become wide spread, and there has been a great level of support, demonstrated by willingness of the community to become involved in projects – Home Energy Reviews, Business engagement, schools engagement and many others. This demonstrates that the role for Z-NET Uralla will have longevity in the community.
- Financial turn-over of Z-NET Uralla added to that of the Uralla Neighbourhood Centre, would move the overall incorporated association from Tier 2 to become a Tier 1 association with consequent increase in auditing costs. Uralla Neighbourhood Centre are keen to avoid this.
- Being a standalone organisation will allow Z-NET Uralla to match insurance to the types of activities being undertaken, and make financial arrangements to meet its needs.
- The Z-NET Uralla Executive Committee, recommended to the meeting that Z-NET Uralla moves to become an incorporated association.

b. Sandra concluded by expressing sincere thank-you to:

- Council, GM, Mayor, Councillors
- Deni and Louis for the Z1 and Z2 bikes.
- Street stall – many community members for cooking and hosting the stall.

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- Case Study Home Owners – 8 case study homes, 5 homes in the Sustainable Living Armidale tour
- Trish, Anne and Helen for work on Home Energy Review (HER).
- Wayne Howard – technical information and storage.
- Thunder Graphics.
- Jim Sinclair – first office and home.
- Jo Hull – on one of the videos.
- Peter Low – sensors, writing reports.
- Trish and Steve – best local business directory! Organising workshops, interface with OEH.
- Teresa – web, Facebook.
- Alan – secretarial support.
- Tom – finances.
- Isabell – community liaison.
- John Kurko – guidance and links to Griffith University.
- Stephanie – guidance.

Questions

Question from Natasha Ledger: What are the “cons” of moving to incorporation?

- Tom explained that original decision to be auspiced was in part due to the cost of covering insurance. Z-NET Uralla will now be responsible for paying for insurance and business registration fees, approximately \$2200 per year.
- As an independent Association the Board of Directors are legally responsible for delivery of contracted project milestones. This is risk that Z-NET Uralla may not have the capacity to do this. To mitigate this a risk management plan has been developed.

Question from Kerri Clarke: You can be incorporated and part of another organisation. Did we consider this?

Tom – yes, but this does get round the difficulties of the UNC auspicing a level of funds for Z-NET Uralla that pushes them above the \$250,000 turnover that triggers additional auditing.

2. Vote on Motion to Incorporate

Peter Rasmussen facilitated the voting whereby current Members of Z-NET Uralla were eligible to vote.

Motion: That members accept the proposal to incorporate Z-NET Uralla as an independent incorporated association separate to the Uralla Neighbourhood Centre.

Motion was carried unanimously.

3. Vote to Adopt the Model Constitution and Model Rules

Sandra explained that it is proposed that Z-NET Uralla adopt the Office of Fair Trading (OFT) model Constitution, with no changes. Advantages are that the model constitution is regularly updated, by OFT and special meetings are not required to accept changes. The Constitution has been reviewed and it is fit

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for purpose. The Z-NET Uralla Principals and Rules will sit behind this as more detailed a guide to the operation of the association.

All registered members had access to the background paper, model Constitution and Principles and Rules prior to the meeting.

Peter Rasmussen placed the recommendation to the meeting and facilitated the vote.

Motion: That the members move to adopt the model Constitution.

Motion was carried unanimously.

Question

Question from Adam Blakester: Does the Constitution/Principals and Rules allow for charitable status for donations?

This question was taken on notice and the Constitution will be checked for this.

4. Vote for Office Bearers

Nominations were called to fill the positions of Office Bearers.

i. President

Sandra Eady nominated for the position of President, seconded by Teresa French

There being no other nominations Sandra Eady was duly elected President.

ii. Vice President

Bob Crouch nominated by Alan McKenzie and accepted the nomination.

Seconded by Isabel Strutt

There being no other nominations Bob Crouch was duly elected Vice President.

iii. Secretary

Alan McKenzie nominated by Tom O'Connor and accepted nomination.

Seconded by Sandra Eady

There being no other nominations Alan McKenzie was duly elected Secretary.

iv. Treasurer

Tom O'Connor nominated by Sandra Eady and accepted the nomination.

Seconded by Teresa French.

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There being no other nominations Tom O'Connor was duly elected Treasurer.

v. General Committee members (3)

Everyone present was encouraged to nominate.

Nominations: Teresa French, Isabel Strutt, Peter Low, Stephanie McCaffery

There being more nominations than vacancies ballot papers were distributed with the Z-NET Uralla Coordinator, Steven Griffith, as the returning officer.

As a result of the vote, elected General Committee Members were Teresa French, Peter Low, Stephanie McCaffery. Sandra thanked Isabel Strutt for her contribution to Z-NET Uralla both as an Executive Committee Member and member of the original community reference group for the Z-NET Blueprint.

Questions

Question from Bob Crouch: who is the Public Officer?

Response: In Principals and Rules (Definitions) the Secretary is the Public Officer.

Question from Ian Beal: Will there be a meeting of the old organisation to transfer funds and records to the new organisation?

Envisage doing this in the next couple of weeks – once incorporated.

Question from Hans Graser. Will there be an AGM for the founding Z-NET Uralla organisation?

Following discussion it is agreed to hold an AGM of the 'old organisation'. There was a consensus in the meeting that an AGM should be held and the date of the meeting to transfer funds to the new incorporated association was set for 18 March 2017.

5. Closing

Sandra thanks the group for their participation.

There being no further business the meeting closed at 2.55 pm