



# Society for Creative Anachronism Ltd (Australia)

PO Box 4160, Weston Creek ACT 2611, Australia

ABN 13 117 403 648

Website: <http://www.sca.org.au> Email: [chair@sca.org.au](mailto:chair@sca.org.au) or [secretary@sca.org.au](mailto:secretary@sca.org.au)

## SCA Ltd Board Meeting: Minutes

Meeting held: 2 March 2015

Category	Description	Action Required
Attending:	Donna Page, Michele Le Bas, Jeff Nicholson, Sandra Watkins	
Observers:	Tina Bean, Ray Gleeson, David Beresford	
Meeting Started:	8:07pm (Sydney Local Time)	
Apologies:	None	
Confirmation:	<b>Minutes of last meeting</b>	
	Motion: That the minutes of the previous minutes be accepted, given spelling corrections.	Publication on website (Secretary)
	Moved: Michele	
	Seconded: Donna	
	Agreed: Sandra	
	Abstained: Jeff	
	Decision: CARRIED	
Notification:	<b>Speaking as a Board Member / Environmental Scanning</b>	
	<ul style="list-style-type: none"><li>Donna was asked a question regarding insurance. Replied with "if it looks like a duck ..."</li></ul>	
Report:	<b>Chair</b>	
	<ul style="list-style-type: none"><li>See attached</li></ul>	
Report:	<b>Secretary</b>	
	<ul style="list-style-type: none"><li>See attached</li></ul>	
Correspondence:	<ul style="list-style-type: none"><li>None to report that hasn't been forwarded to email</li></ul>	
Report:	<b>Treasurer</b>	
	<ul style="list-style-type: none"><li>See attached</li></ul>	
	Motion: The Board Authorises the Corporate share of payments for the Following to Kingdom	
	<ul style="list-style-type: none"><li>Server ex-gratia payment for August 2014 to William \$ 147.70</li><li>Website Hosting from November to May 2014 for \$ 300.15</li><li>Server ex-gratia payment for November 2013 \$ 416</li><li>Website Hosting Nov 2014 to May 2015 \$ 296.16</li></ul>	
	Motion: The board authorises a recurring transaction of \$74.99 starting on the 9th of May to fund the payment of Xero to Sandra Watkins	
	Motion: The board authorises \$18.84 payment to Sandra Watkins for Xero payment shortfall in April.	

Moved: Sandra (all)  
Seconded: Donna  
Agreed: Jeff, Michele  
Decision: CARRIED

Report:

**Kingdom Seneschal**

- Nothing much to report for now, because the KS report is being prepared – look out for it!
- Two groups suspended:
  - Burnfield (for less than 24 hours due to Seneschal resignation with no replacement), subsequently a seneschal has been appointed and they are no longer suspended.
  - Torlyon will be suspended as a result of not having a Reeve; extenuating circumstances have been exhausted so there isn't anything else that can be done until that gets resolved.
- Ex-Exchequer has submitted final report; new exchequer is doing well in the role

Item:

**New Board Applicants**

- Described the nature of the role, the duties required, and the time management involved; also discussed the way the Board has come to operate.
- David described his background and his reasons for wishing to serve on the board.
- Ray described his background and his reasons for wishing to serve on the board.
- Board to consider candidates via email

Item:

**Appeal against R&D**

- No reply to the invitation to appeal has been received. Tina will try to call if no reply received by tomorrow night
- Learning from this: 14 day appeal window, not announced by Crown until after that and not removing from OP until after announced by Crown, request read receipt for emails, and send post by registered mail.

Item:

Matter regarding another member discussed.

Tina to keep the Board appraised.

Item:

**Nominated Caregiver**

- Legal advice needs to be sought. The most cost-effective way to do this to be determined. Jeff to contact Rachel Horne for a suggestion

Item:

**Chirurgeonate**

- KS plans to make the role a deputy if it is removed from Corpora. The Board likes this plan.

Item:

**Stock Clerk**

- Waiting on a list of stock to determine what to do about it – put out to tender seems like the best idea, either that or an auction Sandra to follow up.

Item: **Bullying and Harassment** Michele to follow up  
• Questions added to the proposed document by Michele. with SCANZ

Notification: **Motions passed by email since last meeting**

Motion: The board accepts the following interim changes (attached) to financial policy until such time as they can be incorporated officially.

Moved: Sandra

Seconded: Michele

Decision: CARRIED UNANIMOUSLY

Motion: That SCA Ltd continues to pay annually for PO Box 4160 Weston Creek ACT 2611, and further pay for redirection to an address nominated by the elected Secretary for 12 months after each AGM.

Moved: Jeff

Seconded: Donna

Agreed: Sandra

Decision: CARRIED on 4 Feb 2015

Motion: The Board agrees to St Florians using Try Bookings for Great Northern war.

Moved: Sandra

Seconded: Jeff

Agreed: Michele

Decision: CARRIED on 5 Feb 2015

Motion: That the Agenda, Proxy Form and proposed constitutional changes for the 2015 AGM are accepted and approved by the SCA Ltd Board for distribution to members in accordance with the constitution of SCA Ltd.

Moved: Jeff

Seconded: Donna

Agreed: Sandra, Michele

Decision: CARRIED on 9 Feb 2015

Motion: The Board approves costs associated with the couriering of Audit documents to Butler Settineri

Moved: Sandra

Seconded: Donna

Agreed: Jeff, Michele

Decision: CARRIED on 12 Feb 2015

Motion: that the Board agrees to propose the removal of the Stock Clerk office at the 2015 AGM and approves the replacement proxy form and constitutional changes documents (attached) for distribution to members.

Moved: Sorle

Seconded: Sandra

Agreed: Michele

Decision: CARRIED on 18 Feb 2015

Motion: that the constitutional amendments already carried by the Board are updated to include removing Stock Clerk from the Definitions in Section 1

of the Constitution.

Moved: Jeff  
Seconded: Donna  
Agreed: Michele  
Decision: CARRIED on 18 Feb 2015

Motion: That the Board invites Ray Gleeson (known in the Society as Gomez de Crecy) to attend the Board Meeting on 2 March 2015 to ask and answer questions regarding his nomination to join the Board of SCA Ltd.

Moved: Jeff  
Seconded: Sandra  
Agreed: Donna, Michele  
Decision: CARRIED on 23 Feb 2015

Motion: The Board invites David Beresford, known in the Society as David de Derlington, to the March meeting of the Board to consider accepting him onto the Board.

Moved: Jeff  
Seconded: Sandra  
Agreed: Michele, Donna  
Decision: CARRIED on 24 Feb 2015

Motion: That an advance of ~~\$187~~ \$200 be forward to the Chair Donna Page to cover some of the expected petrol expenses to attend festival 2015 as per the agreed reimbursements. With receipts for the total amount to be submitted immediately on return from Festival.

Moved: Donna, amended by Jeff: "to change the amount to \$200"  
Seconded: Jeff  
Agreed: Sandra, Michele  
Decision: CARRIED on 26 Feb 2015

Item: General Business  
Next Meeting: To be advised, probably at Festival  
Meeting Closed: 10:20pm (Sydney Local Time)

## **Attachments:**

### **Changes to Financial Policy**

Recently a request was received by a member queering if there was enough separation of function as per our financial policy if a reeve was responsible for collecting funds on sign in at an event. (ie acting as Constable). The auditor felt that that it was a good idea that Reeves were not the person acting in this role considering the wording of our financial policy. The SCA Ltd feels that in some circumstances – especially where the branch is small and has limited officers – this may not always be practical. As such our financial policy will be amended to change the wording to allow this to occur in some circumstances. This update as it is of a mundane nature and overwrites existing published policy effective immediately.

### **Collection of Funds at Events by Reeves**

- It is the Preference of the SCA Ltd that funds collected for events be collected via electronic transfer to the relevant account. This means of payment should be actively promoted across all branches.
- The SCA Ltd encourages Reeves not to act as constables or take cash at the gate for events or training.
- A Reeve may collect funds as constable for events under the following conditions
  - Receipts are issued for all funds (which should be happening anyway)
  - The receipt must be signed by the Reeve and the person making the payment
  - A cross-check of sign in sheets – booking sheets and receipts is conducted by another member on the day of the cash being taken. This person must be a member and may not:
    - ❖ be the seneschal
    - ❖ co- habitat with the Reeve
    - ❖ be under the age of 18

The Reeve and the person assigned to check the funds must sign the following form agreeing as to the amount collected and this must be uploaded to drop box with the event form.

Additionally the Exchequer will be required to cross check the form and the balance deposited match.

### **AGM Documents**

Final documents can be found at: <http://sca.org.au/board/2015AGM>

### **Reports**

#### **Chair**

Well it has been a month of putting things on the back burner for me as a result of the activities of the board.

It distresses me that members of this wonderful society have to be R&D's as a result of conduct that does not align with the policies of the group. I would like to go forward in a way that we can make it very, very clear to all that we have our guidelines for a reason, not just to be an annoyance to all. I would also like it understood that we are not a group unwilling to help. That, if personal circumstances are discussed and explained, we can come to helpful agreements on how to do things.

With the AGM coming up next month I want to say thank you to everyone now. It has been a somewhat trying year and it is very hard to believe that it has gone by already. We have worked pretty continuously to attempt to get things done. In the next few days I will be going through all our minutes and actually recording what we have achieved this year. It may not seem like much to some but I am pretty stoked with everyone's efforts. Especially Sandra, who has done amazing things with the Treasurers role and is very much respected by her "Crew". The Kingdom runs on its financial security and between our beloved Treasurer and the Reeves on this side of the ditch I think it is pretty darn safe.

I am looking forward to seeing the new financial policies disseminated and also making sure that we are on top of things where legislation and our policies are concerned. A more concerted effort in this area is needed to make sure we have everything in place so there can be no “Grey areas” in future.

## Secretary

- Computer problems, death in the family, and needing to stay out of some matters have made my role as Secretary so far this 2015 difficult. Glad to be passing on the role, as I don't think I'm doing a particularly good job – and the company deserves better.
- Pleased to have the AGM paperwork ready on time.
- Secretary role has taken all my SCA time, which means other tasks have fallen by the wayside – I plan to use my remaining year NOT Secretary to train Michele and catch up on other tasks.

## Treasurer

### Completed

- The first ever consolidated P&L and Balance sheet for the SCA Ltd was pulled on the 15th of February at 20:41 Perth Time
- All documentation and access to Xero was provided to the Auditor on the 16th of February with a hard close being performed on the 22nd of February at the Auditors request.

### Achievements

- As Above!
- **Financial Policy:** I have started the update of the Financial Policy and tripled its size in 6 hours.

### Current Items

- **Audit:** In the hands of the Auditor we were a week late so I'm not sure how this affects the time table.

AUDIT CLIENT:	The Society for Creative Anachronism Ltd		
AUDIT AREA:	Audit timetable		
PREPARED BY:	JS	DATE:	31 Dec 2014

Key area	Target date	Person responsible
Bank audit confirmation	12 Jan 2015 (Sent to SCA)	NA
Review planning meeting	6 February 2015	JS, MVDM, NA
Review Requirements Listing to client	6 February 2015	NA
Reconciled information form SCA	13 February 2015	Sandra
Review Fieldwork	18 – 20 February 2015	NA
Clearing queries and other matters	25 February 2015	Butler Team
File Completion	26 February 2015	Butler Team
Audit Manager review	4 March 2015	JS
Partner review	11 March 2015	MVDM
Client and Audit sign off	20 March 2015	Butler Settineri; SCA

- **Financial Policy Review:** Has now commenced – including but not limited to –

- Incorporating the asset policy into the main financial policy
- Theft reporting requirement Society Seneschal handbook has some excellent clauses that can be incorporated in the SCA Ltd Financial Policy
- Fraud handling
- Cash Handling procedures need to be more specific – “adequate cash handling procedure” is not sufficient
- Reporting Deadlines need to change to match those required by the ATO for submission of BAS
- Clause related to security for Xero - Need for confidentiality agreements to be signed prior to access
- Clause’s to deal with what happens when a branch is suspended for non-reporting or lack of reeve – specifically access to funds by the branch
- Delegation of Authority to move funds – to enable the introduction of Tokens and the removal of the hard ceiling of \$1500 on transactions to and from the Westpac bank accounts.
- Rental and Lease clauses

Thomas and I will then need to ensure that the procedure side of things in the Reeve hand book is established to deliver this to the Reeves

- **Kingdom Law Change Request:** was sent to the Crown and Kingdom Seneschal to bring Kingdom Law into alignment with ATO reporting deadlines which will be included in the New Financial Policy. Indications so far are that they are happy to make this amendment.
- **ATO Fine:** We received a fine of \$850 for late lodgement of the June quarter and an additional fine of \$510 for late submission of the September BAS. We will get one for the December BAS to – I will be ringing the ATO this week to see if we can get the fines removed as per the advice I was given earlier in the year when we advised that we would not be lodging BAS till the end of the year.
- **December BAS:** Currently being performed – along with reconciliation to the branches and requests to cough up the money.
- **Clean up of Westpac Bank accounts:** some bank accounts need closing and new ones opened to fall under the SCA Ltd Company structure. Fun for Thomas and I.
- **Affiliation Fees:** Need to sort out for 2013 and 2014

#### **Pending**

- **Bank Account Opening Procedures:** Commented on by the board, notes kept in a safe spot for the moment a spare minute eventuates
- **Membership Forecasts and Impact of multiyear memberships:** Decision on how to fund the accounting packages will impact this
- **Rental and Lease Policy:** Tiffany to advise further details once volunteer has been sourced.

#### **Reimbursements /Payments requiring approval**

- **Motion:** The Board Authorises the Corporate share of payments for the Following to Kingdom
  - Server ex-gratia payment for August 2014 to William \$ 147.70
  - Website Hosting from November to May 2014 for \$ 300.15

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  - (which can only be paid by credit card – and we can't top up the prepaid card I got so we lost \$31.00 – I have the last \$250 on my card which I have \$131.14 left to spend which will cover of the \$74.99 due on the 9th of March and be short \$18.84 for the April payment)

## Corporate Account Health Check

P&L for January - Corporate

<b>Profit &amp; Loss</b>	
Society for Creative Anachronism Ltd	
Corporate	
1 January 2015 to 31 January 2015	
<a href="#">Add Summary</a>	
31 Jan 15	
<b>Income</b>	
Contributing Membership	54.55
Donations	36.00
Standard Memberships	2,445.21
<b>Total Income</b>	<b>2,535.76</b>
<b>Gross Profit</b>	<b>2,535.76</b>
<b>Less Operating Expenses</b>	
Accounting and Auditing Fees	68.17
Bank Fees and Charges	70.87
Pegasus Printing and Postage	127.27
Postage	329.65
Stationary - Printing - Newsletters	249.00
<b>Total Operating Expenses</b>	<b>844.96</b>
<b>Net Profit</b>	<b>1,690.80</b>

Corporate Account Balance:     \$ 38944.98  
 Donations Account Balance:     \$ 587.72  
 Pay Pal account                     \$ 9928.39