



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 or secretary@sca.org.au

SCA Ltd Board Meeting: Minutes

Meeting held: 10 June 2019

Category	Description	Action Required
Attending:	Georgia Winter (Chair), Benjamin Smith (Treasurer), Cat Colwell (Secretary), Rob Aked (Deputy Chair), Simon Miller, and Lara Mucha.	
Observers:	Daniel Dunbar (Kingdom Seneschal),	
Meeting Start:		
Welcome and Apologies:	Apologies: Leave of Absence: Clem Avenell Acknowledgement of Country	
Confirmation:	Minutes of last meeting – CARRIED	
Action Items:		
Notification:	Conflict of Interest Disclosures Cat: Live streaming submission received from husband.	
Notification:	Speaking as a Board Member / Environmental Scanning Georgia: One approach from one interested party to join, other conversations that isn't appropriate for reporting at this time. Cat: Chat to Festival Steward re: possible fee adjustment, to ensure Festival doesn't accidentally skip any changes.	
Chair Report:	Firstly, a proper welcome to Lara. It's been fairly quiet this month – regular conversations with KS and other Board members, but nothing of note to report this month. Cat and I have worked on the next round of Board advertisements, to go out this week. We've also asked anyone who is interested in assisting to review policies to get in touch, as we may be able to pick up some 'Board Helpers' to share the review load. There's a lot to discuss, so that's it from me for now.	
Secretary Report and correspondence:	<ul style="list-style-type: none">• Insurance – renewal complete.• Legal consultation – second quote received.• Live streaming consultation – 6 submissions received• April minutes have been uploaded.	Cat to email Kingdom Seneschal a short summary of the grant issue

- Discussion threads to be left until next month.
- **Grant applications:** minor financial policy issue with a small grant application being lodged without the Board signing. Board will need to be the body completing the funding agreement should they be successful. Suggest adjustment to Financial Policy wording when reviewed.

MOTION: to approve the Shire of Strathcorbie's grant application to the City of Wagga Wagga – reference CP&P10 - and delegate the Secretary to sign funding agreement paperwork on behalf of the Board if it is successful.

Correspondence relating to:

- Insurance information and enquiries
- Grant application
- Legal consultation enquiries
- Registrar in relation to sanction records
- Live streaming consultations
- Emails to SCA NZ and SCA Inc re live streaming

Treasurer Report:

- March 2019 **BAS** submitted and paid
- **SCA Inc affiliation** fees for 2017 and 2018 paid
- **PayPal** primary authorised user update documents submitted again with the latest iteration of the process they've sent us. Has been rejected again.
- Not yet heard back from the auditor with the answers to the clarification questions around the 2018 financial statements- escalation.
- **Westpac** updates - with the banking motions at Item 4.0 all required changes should be able to be completed.
- **Share sales** - the broker contacted can no longer handle one-off trades, which seems to be an industry-wide move. The only option remaining seems to be to create a share trading account for the purposes of this one sale. Starting process with Westpac. Consider as part of financial policy review whether branches should be allowed to engage in shares, based on mundane law changes causing difficulties.

All board members will need Westpac IDs. Lara and Simon are the only two outstanding.

Simon and Lara to visit Westpac for 100 point ID check

- **Dropbox** pro account now owned by treasurer@sca.org.au and set up as an automatic annual payment from the Corporate PayPal account.
- **Outstanding Corporate liabilities:**
 - Insurance renewal invoices. *(now paid)*
 - Butler Settineri fee for preparation of 2018 financial statements. *(now paid)*

Kingdom Seneschal Report:	<p>Few items underway. Report time – taking a lot of time.</p> <p>Kingdom management system – will include sanctions database.</p> <p>Officer emails migrating to an official system.</p> <p>Document on sanctions will be shared and circulated.</p> <p>Talk and actions being taken in response of kingdom talk re sanctions, floats, etc.</p>	<p>Cat to provide feedback for sanctions doc to KS</p>
Item 1.0:	<p>Cat: Insurance and fees</p> <p>Insurance quotation process took longer because they were negotiating with multiple underwriters. Now lodged and paid for, we are officially insured under the new policy and should receive currency certificate any day now.</p> <p>While a member vote is not required for fee changes, consultation is appropriate on some of the different change options, especially that go beyond bringing the company out of deficit.</p>	<p>Ben to let the coordinator of the Board’s risk project know that we now have access to a risk consultant.</p> <p>Lara and Cat to draft survey in the next 2 weeks</p>
Item 2.0:	<p>Georgia: EGM & Constitution Review</p> <p>Changing our constitution requires a special resolution - 75% approval of member vote at an AGM/EGM. EGM requires 21 days’ notice.</p>	<p>Georgia to provide draft amendments for Board review in 2 weeks.</p>
Item 3.0:	<p>Cat: Legal Consultation</p> <p>Two quotes now received, for different types of review. Both also allows an account for general business</p> <p>Further discussed:</p> <ul style="list-style-type: none"> • That the Board preferred Board members to be doing the redrafting where possible; • That the impetus for this legal review had come out of questions regarding how to handle policy and legal issues to protect members; • That no specific budget had been considered; • The need for an ongoing inclusion in the corporate budget for professional consultation (and that this should be considered part of the “sales pitch”); • The overlap with the Risk Manager provided by the insurer. 	<p>Cat to write a Fighter Auction Tourney funding</p>

The Board concluded that the Pro Legis quotation is more application for up to suitable. Need to set some protections in place to avoid \$3.5k budget blow-out through scope creep; and to ensure that Board redrafting is then reviewed before implementation.

Item 4.0: **Ben: Banking motions**

MOTION:

That for the 28 bank accounts held with Westpac in the name of THE SOCIETY FOR CREATIVE ANACHRONISM LTD.:

- That the signatories to all of these accounts will be Benjamin Smith, Catherine Colwell and Georgia Winter.
- That all other signatories to all of these accounts are to be removed, other than the three named above.
- That the Westpac Online Administrators for this organisation are to be Benjamin Smith, Catherine Colwell, and Georgia Winter. All other Administrators are to be removed.
- That all of these accounts are to remain 2-to-sign, other than the account, which has a debit card attached and is to remain 1-to-sign.
- That for any of these accounts that has an active cheque writing facility, that said facility be cancelled.
- That the account (nickname: Abertridwr) is to be closed.
- That the account (nickname: Abertridwr - Pencampwr) is to be closed

CARRIED

Item 5.0: **Cat: Live Streaming**

Six submissions have been received, mixed in both directions. Similar pro and con points raised as from earlier Board discussions. Largest concern about its impact on behaviour/restrictions of behaviour at events. The Board discussed whether more consultation was necessary. SCANZ requires each instance of live streaming to be submitted to the Committee for approval.

Georgia to discuss operational considerations with Kingdom Seneschal.

Item 6.0: **Rob: Registry project**

Spoken to Peter Hyde who is currently travelling. Sit down with Jeremy re his thoughts. Talking to Kingdom Seneschal to get across the current registry setup, workflow, and priorities. Working on a summary document in collaboration with Kingdom Seneschal to be distributed.

Rob to send a summary doc to be distributed in 2 weeks

Item 7.0: **Other Board Business**

Facebook discussion threads to remain for an additional month – all should take time to engage with them.

Cat to provide meeting minutes to Ben by next Monday.

Minutes will need to be ready for printing for the bank, if not ratified.

