



# Society for Creative Anachronism Ltd (Australia)

Website: <http://www.sca.org.au/board> 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 date: 13 March 2018

Category	Description	Action Required
Attending:	Michele Le Bas (Chair), Georgia Winter (Secretary), Ray Gleeson (Deputy Chair), Tim Liersch (Treasurer), Kate Turley, David Beresford, Clem Avenell.	
Observers:	Benjamin Smith	
Meeting Start:	7.30pm (AEDST)	
Apologies:	Simon Miller and Daniel Dunbar (Kingdom Seneschal).	7.30pm
Confirmation:	<b>Minutes of last meeting</b> Motion: That the minutes of the February 2018 meeting be accepted.	7.32pm Georgia to motion next Tuesday 20 <sup>th</sup> via email.
Notification:	<b>Conflict of Interest Disclosures</b>	7.35pm
Notification:	<b>Speaking as a Board Member / Environmental Scanning</b> David communicated with the seneschal of Innilgard with regard to VOAN – volunteer organisation authorisation number. Kate had a conversation about Board recruitment and the perception that the peers have about Board members, about whether the Board was picking too senior members to continue. Michele would like to announce that Ben will be joining us on the Board as of the coming AGM, and that we have two more vacancies to fill. Georgia had a conversation about events under a side event that wasn't being advertised as SCA. This has now been rectified, turned into an SCA event, and SCA insurance was able to be applied.	David will ask Angela to speak to Georgia for the Company number for registration.
Report:	<b>Chair</b> This month has flown by. We have AGM preparations underway including live streaming. Several policies have revisions completed or in progress, including the Code of Conduct that will be displayed at all events and meetings at the sign-in table. We have confirmed a new Board member to join us at the AGM and put out a call for the remaining two vacancies. David, Ray and myself will soon be completing our Board terms and I'm looking forward to seeing how next year's Board is forming, with three of the eight current members leaving.	

Category	Description	Action Required
Report:	<p><b>Secretary:</b>            Finally back in the hot seat – thanks to all who assisted while she was recuperating from her operation.            Last week Georgia attended a webinar about professional meetings and minutes. She notes that ‘motions’ and ‘second’ are now deemed to be very old fashioned, that it is preferred that the Board is seen as a whole unit and individual voices are of less import. Abstentions do not need to be noted either. This may be something to consider going forward as it would simplify our minutes and reporting, and the Board would appear as a unit rather than a series of individuals.</p>	<p>The Board <b>agreed</b> to adopt the new motioning conventions going forward.</p>
Correspondence:	<p><b>Secretary</b>            ASIC bill, post office bill, River Haven lease, Rowany Festival contract.            Director responsibilities regarding climate change.            Tim noted that leased properties may have some climate change impact, but we already comply with these in particular at Rowany Festival, where there are disaster management plans in place.</p>	<p>Georgia will reply to the Climate Change email, and Tim will review this.</p>
Report:	<p><b>Treasurer</b>            Recommendations:            That the Board <b>agree</b>:</p> <ul style="list-style-type: none"> <li>• To reimburse Robyn Boyer \$200 for postal stamps.</li> <li>• To pay Australia Post \$127 for continuing use of the Weston Creek ACT PO Box.</li> <li>• To pay ASIC \$126 for annual review and late fees.</li> <li>• pay the ATO \$1,627.00 in GST for the December Quarter 2017.</li> <li>• To authorise branches to test the use of the Square payment gateway and associated technology where this has the consent and oversight of the Treasurer.</li> <li>• To transfer \$225 to Aneala associated with an attendee paying money for their Autumn Gathering into the Corporate Account rather than the Aneala account.</li> </ul> <p>Additionally, due to incorrect legacy bookkeeping which has now been noticed and rectified, it is recommended that the Board <b>agree</b> to pay the ATO \$10,577.21 in GST, covering amendments for the 2015 and 2016 financial years, which arise from errors in the work of Carbon Bookkeeping on Xero package integration.</p>	<p>The Board <b>agreed</b>:</p> <ul style="list-style-type: none"> <li>• To reimburse Robyn Boyer \$200 for postal stamps.</li> <li>• To pay Australia Post \$127 for continuing use of the Weston Creek ACT PO Box.</li> <li>• To pay ASIC \$126 for annual review and late fees.</li> <li>• pay the ATO \$1,627.00 in GST for the December Quarter 2017.</li> <li>• To authorise branches to test the use of the Square payment gateway and associated technology where this has the consent and oversight of the Treasurer.</li> </ul>

There may be an option to consolidate the two Xero packages that we are currently using. This is to be considered as we pay for two sets of accounting fees.

Riverhaven Lease is due, but seems to have an additional clause relating to 'rugby league sports'. This is a concern to be cleared up before we sign any new leases.

Kate noted that she had sent out the 2017 Audit Board qualification list. All members to review the qualification list and update their details. Could all members also please check through the minutes and double check which meetings they attended.

- To transfer \$225 to Aneala associated with an attendee paying money for their Autumn Gathering into the Corporate Account rather than the Aneala account.

The Board **agreed** to pay the ATO \$10,577.21 in GST, covering amendments for the 2015 and 2016 financial years.

Georgia to follow up on RH lease next week.

All members to review the 2017 Audit Board qualification list, and the 2017 minutes to determine which meetings they attended/did not attend.

Report: **Kingdom Seneschal**  
 Nil – Kingdom Seneschal was an apology.

Item: **Rowany Festival contract (Georgia)**  
 Ray is now Deputy Seneschal for Rowany, and was invited to the last Rowany Festival meeting. There will now be greater transparency going forward, and the Senate will now be made aware of Rowany Festival proceedings. The risk of signing or not signing the contract without greater Rowany being aware of the dates are unknown. It would be preferred if there was greater transparency going forward.  
 It is recommended that the Board sign under Seal the Rowany Festival contract with Camp Wombaroo for 2019-2024.

Georgia to follow up with Tony Podolsak. Some feedback has been received from Tony.

The Board **agreed** to sign under Seal the Rowany Festival contract with Camp Wombaroo for 2019-2024.

Item: **Background Check Procedures (David)**  
 David will progress this, and will be motioned in the next week.

Item: **AGM webcast, planning and communications (Ray / Simon)**  
 We have the link set up, and this is available. Do we want to field questions? This creates additional complications during the meeting and for the minutes.  
 Meeting etiquette will be publicised with the website, and the link to join the AGM.

Ray to write blurb regarding meeting and question etiquette. Kate will publish this for people joining.

With regard to Executive roles for next year, the Chair provided an update.

- Tim has mentioned that he does not want an executive role next year.
- Ben has indicated that he will nominate for Treasurer.
- Kate has indicated that she will nominate for Secretary.
- Clem has indicated that he is interested in being a Deputy Secretary.
- Georgia has expressed interest in the Chair role.
- Simon may also nominate for Chair or Deputy Chair.

Item: **Webpage Updates and Official Minutes (Kate / Michele)**

Kate has been working on uploading the required documents to the Website.

Ben will assist with reviewing the necessary financial documents.

The Chair wanted to mention that when minutes are finalised and motioned, that means the Board has reviewed the minutes to ensure that the intent and meaning has been correctly represented, and that they are a clear and accurate record of the meeting.

Item: **Recruitment for Board membership (Michele)**

There will be a 'meet the Board' afternoon tea at Congregatus Australis in March, but this will advantage future Board members, rather than the current set of vacancies.

Victoria and ACT have full representation, but all other states are open for applications.

Item: **General Business**

Kate will approach Masonry regarding the Discord trial in New Zealand, and report back to us.

Item: **Motions passed by email since last meeting** For noting only

Motion: That the Board accepts the nomination of Benjamin Smith of Victoria and invites him to join the Board of SCA Ltd, for a term commencing from the 2018 AGM on 20 April 2018 and ending at the SCA Ltd 2021 AGM.

Moved: Michele Le Bas Seconded: Georgia Winter

Carried: 11 March 2018

Motion: That the Board accepts the revised Code of Conduct Policy as reviewed on the 15th of November 2017.

Moved: Ray Gleeson Seconded: David Beresford

Carried: 28 February 2018

Motion: That the Board adopt the proposed Board Confidentiality Agreement, with all current and new Board members and Board meeting observers, when deemed appropriate by the Board, to be asked to sign and a register kept by the Board.

Moved: Michele Le Bas Seconded: Tim Liersch

Abstained: Ray Gleeson

Carried 25 February 2018

Motion: That the Board adopt the following Corporate Mission Statement, which is based on the Objectives in our Constitution: "To research and present in Australia, activities and events based on pre-17th century Western European Culture."

Moved: Michele Le Bas Seconded: Clem Avenell

Carried: 24 February 2018

Motion: To authorise the Barony of St Florian de la Riviere to acquire a shipping container as an asset at the cost of \$2,700 plus GST and Shipping.

Moved: Tim Liersch Seconded: Georgia Winter

Carried: 24 February 2018

Motion: That the Board accepts the revised Child Protection Policy as reviewed on the 1st of November 2017.

Motioned: David Beresford Seconded: Michele Le Bas

Carried: 22 February 2018

Next Meeting: Tuesday 10 April, 7.30pm AEST

Meeting Close: 9:15 (AEST)