



Society for Creative Anachronism Ltd (Australia)

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SCA Ltd Board Meeting: PUBLIC Minutes

Meeting held: 13 January 2020

Category	Description	Action Required
Attending:	Georgia Winter (Chair), Rob Aked (Deputy Chair), Cat Colwell (Secretary), Benjamin Smith (Treasurer), Paul Adams and Lara Mucha.	
Observers:	Penny Wright	
Meeting Start:	7:30pm	
Welcome and Apologies:	Apologies: Daniel Dunbar (Kingdom Seneschal) Acknowledgement of Country	
1.0 Notification:	Conflict of Interest Disclosures: None. Cat registered conflict of interest regarding asset policy issue.	
2.1 In Camera		
	Penny Wright left the meeting.	
2.2 In Camera	Motion: To announce Rebecca Garnsey for commentary for appointment to the SCA Ltd Board Carried	Cat to announce Rebecca Garnsey for commentary.
3.0 AGM	The Board discussed the tasks needed to be done in the lead up to the AGM in relation to the publication deadline of Friday 27 March, and agreed to hold a meeting on April 6 to resolve any final AGM preparations. The Chair raised earlier drafted Constitution updates, and noted the need for member commentary no later than early February.	All interested to provide candidate statements for Executive positions Georgia to resend draft for comments

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4.0 Code of Conduct Commentary	<p>The Board discussed commentary received on proposed Code of Conduct updates, noting that the feedback received had been mostly very positive.</p> <p>The Secretary noted specifically the suggestions to:</p> <ul style="list-style-type: none"> • add an explicit reference regarding sexual misconduct; • change "revocation and denial of membership" to "revocation of membership and denial of participation" • consider clarification needed on "respecting personal privacy", conflict of interest issues • consider concerns re the requirement for reporting <p>The Board agreed that pending updates to finalise the Code of Conduct revision at the February meeting.</p>	<p>Cat to update based on commentary, and Georgia and Lara to make final changes.</p>
5.0 Chair's Report	<p>Chair's report:</p> <p>Happy new year all.</p> <p>I know it's the thirteenth, but better late than never. My end of year was smoky, hot, smoky, hot, and smoky - pretty much in that order. Twelfth Night has come and gone, and I was thrilled to attend the Coronation of their Majesties Theuderic and Engelin, who I'd like to welcome to the meeting today.</p> <p>My term is winding down, and I'm hopeful of spending my last few months reviewing policies and leaving the Board in a good governance position for the future - it's been a wild few years.</p> <p>In reflection, the 2019 calendar year involved: 11 meetings, at least four extra-ordinary meetings, an estimation of several hundred hours of messenger chats, phone calls and emails, three retirements and three appointments.</p> <p>From me, going forward - thank you for your service.</p>	
6.0 Secretary's Report	<p>The Secretary spoke to her report, noting that:</p> <ul style="list-style-type: none"> • The significant item to report is in regards to the Code of Conduct review commentary. Some very good feedback that we will need to engage with. Suggest that this involve someone a little less closely involved with the writing of the initial draft. • As discussed online, attempt to re-sign and ratify the Riverhaven lease was frustrated by a current moratorium on NSW Justices of the Peace signing QLD Land Title Documents. The lease, and the company seal, was sent via registered post to Paul Adams to ratify with a QLD witness. • Have not yet commenced work on the insurance/risk consultation, however will endeavour to do so before the February meeting. • Correspondence regarding reciprocal memberships prompted a revisit to conversation about how this information is reported to our insurers. Discussions with Treasurer suggested that quarter 1 2020 would be a better time to start this reporting process – this will need to be communicated to Reeves, Seneschals and Stewards. 	<p>Paul to execute and ratify the Riverhaven lease.</p> <p>Cat to discuss risk consultation with David Hurst.</p>

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	<ul style="list-style-type: none"> Application for 30-day Officeworks account has been lodged, should hear soon. I've requested and received Xero access as per Financial Policy, to work on some budget project templates. <p>MOTION: To reimburse Jeremy Gregson \$117.49 for Registrar Expenses. Carried</p> <p>MOTION: To give Ynys Fawr approval to submit the grant application to Metro Tasmania for \$250 for archery equipment. Carried</p>	
7.0 Treasurer's Report	<p>The Treasurer spoke to his report, noting that the SCA Ltd's 2019 financial year ended on 31/12/2019.</p> <ul style="list-style-type: none"> The changes to Square fees raised in August have come in to effect from 1 Jan 2020. Branches will be notified at the end of each quarter what they owe Corporate for Square at the same time as they get notified of GST/EI/KL amounts owed. Outstanding invoice from Prolegis received finally, so paid in the same financial year as work undertaken. The Deputy Exchequer for Australia role changes hands at 12th Night. First steps of the 2019 financial review - bank confirmations are due to be sent out by 13 Jan 2020. The trial balance is due to be submitted to Butler Settineri by 17 Feb 2020. Affiliation fees payable to SCA Inc for 2019 due 30 August 2020. The amount payable to SCA Inc will be (1172 adults) * (US\$3.00 per adult) = US\$3516. Based on the exchange rate at the time of writing this report, that will be approximately AU\$5059, but this may vary slightly between now and when payment is made. Audit – the auditors will need to be given direct access to bank and Xero. 	
8.0 Kingdom Seneschal's Report	<p>The Kingdom Seneschal provided a verbal report, providing updates on:</p> <ul style="list-style-type: none"> the testing of a Sanctions database which is underway; this will allow local seneschals to access whether an administrative sanction may apply; current sanction/investigation processes; progress with incipient groups; the need for clarification and education regarding minors and deputy officer roles; the need for further review by the Board on the requirements for events and activities in relation to insurance requirements 	
9.1 Speaking as a Board Member		
9.2 Environmental Scanning	<p>The Board noted significant bushfire risk to the Rowany Festival site, and also the May Crown site.</p>	
10.0 Minutes of last meeting	<p>MOTION: that the minutes of the previous meeting be accepted as true and correct. Carried</p>	
11.0 Action Items	<p>Action items reviewed.</p>	

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12.0 Other Board Business	The Board followed up on a Branch issue regarding asset purchases.	
13.0 Correspondence	<p>Relating to:</p> <ul style="list-style-type: none"> • Code of Conduct commentary; • Kingdom Seneschal application commentary; • Prolegis Invoice; • Reciprocal memberships; • Website content. 	
14.0 Motions passed since last meeting	<p>MOTION: to reimburse Jeremy Gregson \$178.46 for Registrar expenses. Carried</p> <p>MOTION: To reimburse Cat Colwell \$16.90 for Board-related postage expenses. Carried</p> <p>MOTION: To reimburse Jeremy Gregson \$19.95 for Registrar expenses. Carried</p> <p>MOTION: To pay Prolegis invoice 7642 for \$3359.86 (GST inclusive) for legal consultation undertaken in August 2019, and then request reimbursement from Rowany FAT. Carried</p> <p>MOTION: To authorise Paul Adams to sign the Riverhaven lease documents on behalf of the SCA Ltd, including the use of the SCA Ltd Company Seal.</p> <p>MOTION: Following recent Square fee changes, to transfer \$840 from the Corporate bank account to the Corporate Debit Mastercard account for 3 months of Square location fees (estimated) in advance of branch reimbursement. Carried</p>	Ben to contact Rowany regarding reimbursement of Prolegis expense.
Next Meeting:	Monday, 10 February 7:30 (Sydney Local Time).	
Meeting Close	09:02pm.	