



## Minutes of Annual General Meeting 10/11/2017

### 5:35 Opening (Candy) — 5 minutes

Meeting opened at 5.35pm with 88 in attendance

- Acknowledged traditional owners:
  - I would like to acknowledge that this meeting is being held on the traditional lands of the Dja Dja Wurrung people, and pay my respect to elders both past and present.*
- Acknowledged any special guests:
  - Our accountant Phillip Brown from PPT
  - Cardin Leorke from Powershop
  - Ex directors John Edgoose, Norm McMurray, David Wait, Koos Hulst,
- Welcomed members and guests to the AGM for the 2016/17 Financial Year.
- Declared a quorum was achieved (quorum is 30) we have 110 RSVPs.
- Introduced board.
- Outline of agenda/timing.
- Standing Orders as outlined in the rules apply to this meeting.
- Questions of directors after presentation of board and financial reports.
- Reminded members that no vote will occur as we had the same number of re-nominations as directorship vacancies.
- Candy stated that David will be the Chair of the AGM
- Candy to hand over to Kathy

### 5:40 Presentations 45 minutes including questions

- Kathy introduced Taryn Lane from Hepburn Wind to present findings of relevance to the Hepburn Shire for her Churchill Fellowship

Taryn undertook a Churchill Foundation Fellowship through May and June on zero-net energy villages and rural regions through Sweden, Austria, Denmark, Germany and the UK. The focus of the fellowship was on communities with a high level of community participation in the transition and a complexity of models and partnerships.

- Taryn Lane presented (15 minutes)
- Questions from members (5 minutes)
- Kathy introduce CEO of the Hepburn Shire Council to update members on the Shire's waste to energy project and plans for the towards zero transition.
- Aaron van Egmond presented (5 minutes)
- Kathy asked for questions and presented gift to Aaron
- Kathy handed over to David for formal proceedings.

## 6:25 Apologies (David) — 5 minutes

- Note to audience: Please speak up with your name when moving/seconding motions.
- Ask Taryn if any [apologies](#) have been received (32 received).
- Ask members for any apologies.
- Call for a mover for the following motion: *"That the apologies be received."*  
Moved Susan Davies                                  Seconded Niels Zahle

- Motion carried

## 6:30 Minutes Previous Meeting (David) — 5 minutes

- Ask members if there are any corrections needed to the minutes.
- Call for a mover for the following motion: *"That the minutes of the annual general meeting held on 11 November 2016 be confirmed as a true and correct record of the meeting and be duly signed by the Chairperson."*

Moved Ross Ulman                                  Seconded Mitch Watson

- Motion carried.
- David handed over to Mitch

## 6:35 Board and Financial Reports (Board) — 30 minutes

- David reminded members that the following reports were for the year ended 30 June 2017.
- David presented annual report summary (slides 1/2/3) then introduced Management Accountant Phillip Brown from PPT (finance slides 4/5/6/7/8/9, 10,11), Graham (operations slides 12,13,14,15 ) and Kathy (stakeholder management slides 16/17/18) and then David final slide 'Looking Forward'(19). 20 minutes
- David invited questions from the floor and asked questioners to state name and page number in report. (10 min)
- David called for a mover of the following motion: *"That the reports from the board and auditors on the affairs of the co-operative for the year ended 30 June 2017 be received."*

Moved David Wait                                  Seconded Peter Flanagan

- Motion carried.

## 7:05 Housekeeping and new director nominations (David) — 20 minutes

### Election of Directors - David handed over to Ross

- Ross stated that David Perry has renominated for another board cycle, Four other directors are leaving the Board: Kathy Richardson, Candy Broad, Bronwyn Baird, Mitch Watson - we are most grateful that Kathy Richardson and Mitch Watson will stay on working groups going forward.
- Nominations have been received from Geoff Gedge, Stuart Read, Paul Houghton and Linda Hancock
- Ross read out Linda Hancock's blurb as she is currently overseas

*Prof. Linda Hancock*

*Linda has had a long career in public policy and in particular the role of regulation and corporate social responsibility in social and environmental sustainability - as a researcher, practitioner and manager. Much of her work has been in the University sector and internationally, she has been an advisor to the Singapore Government, various Canadian provincial governments and was Director of Research for a national independent charity in the UK. She is Chief Investigator on an Australian Research Council Centre for Excellence in Electro Materials Science, collaborating nationally and internationally, conducting research on ethical supply chain of renewable energy materials as part of the Ethics, Policy and Public Engagement team. This includes circular economy, renewable energy and international regulation and research in Australia, India and Bolivia. Recent research focuses on disaster resilience, renewables materials and the UN Sustainable Development Goals. I would hope to contribute to overall good governance of the Board, community engagement, interface with government and policy makers and with business and the energy industry. Linda has been a resident of Daylesford since the 1980s and have long marvelled at the natural beauty of the Central Highlands region and our need to manage an ecologically fragile environment and to engage constructively as a community.*

- Ross introduced Geoff, Stuart and Paul and ask them to share a few words to the members
- Ross invited final words from Kathy, Candy, Bronwyn and Mitch (present gifts)
- Ross handed over to David

### Remuneration of Directors (David)

- The board recommends that that directors may receive remuneration for their services as a director for the coming year to be used for expenses such as travel.
- Call for a mover for the following motion: *"That directors may receive up to \$500 per director for remuneration for their expenses as a director for the coming year."*

Moved Tim Brady

Seconded Noel Will

- Invited questions from the floor (none)
- Put motion to the vote.
- Motion carried

## Declaration of dividends

- The board recommends that that no dividend, bonus shares or rebates be paid to members for the year ended 30 June 2017.
- Called for a mover for the following motion: *“That no dividend, bonus shares or rebates be paid to members for the year ended 30 June 2016.”*

Moved Noel Will

Seconded Chris Watson

Invited questions from the floor and asked members to state name clearly:

Questions:

Q Susie Davies: No benefit for non locals - no dividends?

A David Perry: Economies of scale

A Graham White: Political impact

A Bronwyn Baird: Accumulated losses need to be paid down first

Q Anthony Inglese: Has HW looked in to net-metering and setting prices

A Taryn Lane: Regulatory barriers make it not possible.

Q Peter Flanagan: How long are turbines useful/ asset life?

A Graham White: 25 years, option to re-power or de-commission.

Q Peter Flanagan: Do we have a land use contract/ when does it expire?

A Graham White: 2x15 years with option to extend 10 years, so 40 year option.

Q Susie Davies: Is the co-op exploring a PPA for fixed price?

A Taryn Lane: We are exploring, currently it is important that we take market price as we are recouping our accumulated losses.

- Motion carried

## 7:25 Closing remarks (David)

- Thank you to:
  - Directors, Taryn, Jess, Marie
  - Ron and Nathalie Liversidge
  - Powershop & Meridian
  - Bendigo and Adelaide Bank
  - Senvion
  - PPT accounting
  - Tim Button Electrical
  - Latitude
  - Melbourne University
  - Westgarth Corrs

- Cam Saunders for taking care of our sound
- Spade to Blade for the catering
- and of course our members
- Declare that as there is no further business, that the meeting is closed.

**7:30      Close**