

**Rimstone Co-operative Ltd,
Minutes of the 2019 AGM**

Friday 20 September, 8pm, Flat 3 / 18 Fernhurst Grove, Kew.

Note: these minutes draft until ratified at the 2020 AGM

1. Meeting opened by Chairman, Darryl Pierce, at 8.15 PM

Present: Darryl Pierce, Nicholas White, Rhonwen Pierce, Rob Brian, Susan White, Miles Pierce, Roy Furness, Margaret James, Daryl Carr, Thomas Maggs, Peter Robertson, Gerhard Noss, Nigel Cooke, Gary Coleman, Neil Wilson, Paul Brooker, Sandra Brooker, Greg Leeder.

G Rhys Maddern-Wellington (not active at time of meeting).

Anisah Furness (visitor).

Apologies: Mark Tregellas, Brian Finlayson, John Webb, Peter & Margot Matthews, Glenn Baddeley, Sarah Baefel, Rudy Frank.

2. Minutes of AGM 2018

These were available on the web site (www.rimstone.org.au) for some months. these were also distributed in hard copy to all present at the meeting

Motion to accept the report: Miles Pierce Seconded: Margaret James

No discussion, the Motion was put and carried.

3. Reports

3.1 President -Darryl Pierce

In summing up 2018-19, it has been another good year for the co-operative. Slow and steady but successful is the order of the day.

We have completed a number of projects including the last of the fencing and installation of a water trough at Scrubby, replacement of the gable windows in the lounge room at Homeleigh and massive amounts of work both above and below the ground at M-3 to name but a few.

As a volunteer organisation with the majority of members based at least 4hrs away, I believe we have achieved a huge amount and continue to deliver a quality offering for our members and the greater caving community, friends and family.

The challenges of any volunteer group lays with being able to access enough assistance to not simply complete the mandatory tasks of governance but also be able to grow and develop. On this particular front I feel that 2018-19 was the best year of which I have been part of the director team and this is displayed not just in all the work that has been completed in Buchan but also behind the scenes at the director's meetings.

I wish to specifically thank (without naming names) all of the many people who have helped make Rimstone such a great organisation over the last year. Your efforts and time sacrifice are what makes all of what we represent possible, Thank You!

Motion to accept report: Darryl Pierce Seconded M James. The motion was put and carried.

3.2 Secretary – Nicholas White

A busy year for Rimstone. A lot of attention to maintenance and projects at all the properties.

We are undertaking a review of the Co-operatives Rules. These need some review and they need to comply with the National Co-operatives legislation. This is currently in process with assistance from Miles Pierce.

Risk management for our properties and operations is important. Currently we have insurance for third party liability issues including that for operations and caving in the caves on the Scrubby Creek property as well as for Shades of Death Cave. We are currently investigating the insurance cover of Homeleigh.

As mentioned in other reports and in the last Newsletter is progress made on the Scrubby Creek Tufa Terraces where the fencing and water trough are now complete. We are supported by the Latrobe University, School of Life Sciences which conducts a Field Course at Buchan which has as one of its components the study of the tufa terraces, the biota and its management and a practical conservation component which is weed control and this is blackberry control at the tufa terraces. We may do some additional fencing of the slope overlooking the cave and tufa which has a relict population of Australian Sorghum and experimental re-introduction plantings of the Austral Coneflower, which was described by Ferdinand von Mueller from rocky slopes at Murrindal in the 1860s but is now extinct in Victoria. The seedlings used were from seed collected in Queensland. The Shades of Death property has had considerable work on the generator, surface overgrowth of trees, the re-roofing of the cave entrance, refurbishment of the underground infrastructure. This work accords with our plans for the properties. Homeleigh work will be covered in Gary Coleman's report. Rudy Frank has put in a lot of work on sprinkler systems for Homeleigh should the property come under threat from bushfires or ember attack.

Separately, Homeleigh usage is mentioned. There has been continuing good usage of Homeleigh including some bookings from community groups such as for a wedding and the 2018 Snowy River Sprint which was based at Buchan.

Rimstone is a larger entity now with the additional properties with caves. Their upkeep and management would not be possible without the significant number of members volunteering time on the many projects. Specifically, Paul Brooker and Roy Furness have been invaluable with many projects. A number of people with formal roles, support the operations. We thank those people: Daryl Carr (Shades of Death Property); Sandra Brooker (Homeleigh Supplies); Rob Brain (Website, Facebook and Newsletter).

Nicholas White spoke to the tabled report highlighting that the Co-operative was a bigger entity than in the past. That the Directors were examining governance and reviewing our Rules to ensure they comply with the Co-operatives National Law 2014. Insurance on the Homeleigh property was being reviewed. Risk management was an important component of the Directors' responsibility. Our insurance now covers the Co-operative from risks of members and Directors' from conducting cave tours as well as for recreational caving on our properties.

Motion to accept report: Nicholas White Seconded R. Pierce. The motion was put and carried.

3.3 Treasurer's Report (Nigel Cooke)

Income

Subscription income this year increased by approximately 40% from last year. Of 97 active shareholders, 59 paid subs and several members brought their arrears up to date. The significant rise in subs is due in part to the amount of arrears that were brought up to date and the addition of 4 new members since last year. The majority of the increase is due to many members paying the 2019 year's subs early. However, there was still \$3,000 in unpaid annual subs at the end to the financial year from 38 members. Since the close of the financial year many members have paid their subs and arrears. As of the AGM there are only 12 members left to pay subs to bring them up to date for this year.

Accommodation income increased by 11% from last year. Large groups staying at Homeleigh, such as La Trobe University, Defence and others, continue to keep accommodation income high.

Interest earned on our cash holding increased to \$145 from \$105 last year. The lease on the Scrubby Creek property contributed \$5,527 towards income. The Financial Statement shows a 14% decrease in income this year despite the increase in most income streams. The entirety of that decrease is due to the amount donated for the purchase of M3 Shades of Death. As expected, the rate of donations incoming is significantly lower. That trend is expected to continue in future years.

Expenditure

Expenditure increased by 8% on last year. Most areas increased slightly, although Light, Power and Gas decreased, as did Homeleigh maintenance. The main contributor of the increase was Rates and Taxes. This was due to the rates for Shades of Death. We paid two years rates on Shades of Death during the financial year due to the first years' rates being paid late. Accounting fees were more at \$1,770 compared with \$1,595 last year. Insurance cost on the three properties and liability insurance continues to be the biggest area of expenditure.

Liabilities

The balance sheet shows a liability carried forward of \$10,000, this being the remainder of the loan provided by the Australian Speleological Federation for the purchase of the M3 Shades of Death. The loan was paid down this year by \$10,000 and the remainder will be paid over the next 2 years at \$5,000 per year.

Projections

Restoration work continues at Homeleigh and will absorb a significant proportion of the accommodation income in the coming year. Projects to be completed include the restoration of rooms 8, 9 and 10, as well as completing the internal bathroom. The Scrubby Creek property will absorb part of the agistment income as we make repairs to fences and potentially fence off the currently unfenced Southern boundary. The Shades of Death property will continue to see a moderate redirection of expenditure towards upgrading the infrastructure in the cave. Major works are continuing on ladders and lighting to improve safety and reduce risks of falls. The expected decrease in donations means there will be a greater reliance on income from Homeleigh and Scrubby Creek to complete this work.

Cash Reserves

At the end of the financial year we had \$49,175 in the bank. The directors will retain \$15,000 in the high interest account to act as a buffer and contingency fund for all properties. Also, \$10,000 will be retained to cover the remaining ASF loan repayments as they become due. All other cash holding, not being used for the

normal running of the three properties, will be directed towards Homeleigh restoration and infrastructure works required at the Shades of Death property.

Result

The Profit and Loss Statement shows a net profit of \$17,603 (before the loan repayment) for this year. Although down 30% from last year it still shows a healthy profit. This, together with our current level of cash holdings, puts Rimstone in a good financial position for operations into the 2019-2020 year.

Audit

LSA Partners completed their review of our accounts for the 2019 financial year and sent the accounts for audit. The audit reports are tabled and available for review at the AGM. Rimstone thanks Siew-How Tai of LSA Partners for providing accountant services.

Rimstone audits are no longer required by Corporate Affairs Victoria. The Directors have continued to have the Rimstone accounts audited on an annual basis to safeguard the interests of members. However, given the significant cost involved in completing the audit, the need for continuing that practice will be reviewed.

Motion to accept report: Moved Nigel Cooke Seconded Paul Brooker

Discussion revolved around whether to have a formal audit or not. Paul Brooker felt that he was more comfortable with an audit. Susan White believed an independent accounting check could be performed. Marg James thought a formal audit every 2 or 3 years would suffice.

Miles Pierce put the position that our rules were registered under the 1996 Victorian Co-operatives Act 1996 and with the passing of the Co-operatives National Act 2014. Our rules were grandfathered with the National legislation and the thus as a Small (Non-trading) Co-operative having an audit or not was up to a decision of the Co-operative itself.

Gerhard Noss suggested his daughter was qualified to conduct a review of the accounts.

Rob Brain indicated that a formal audit provided the broader membership with confidence in the accounts.

Paul Brooker reiterated that it was convenient for the Directors' to have a formal audit.

Miles Pierce recommended the Directors' accept the varying points made.

The motion was put and accepted.

Profit and Loss

Rimstone Cooperative Ltd
For the year ended 30 June 2019

Trading Income	
Annual Subscriptions	6,050.00
Donations	5,200.00
Homeleigh - Accommodation	20,735.00
Interest Income	145.45
Scrubby Creek Lease	5,527.00
Total Trading Income	37,657.45
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Gross Profit	37,657.45
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Operating Expenses	
Accounting Fees	1,770.00
Bank Fees	2.50
Corporate Affairs Victoria	347.90
Homeleigh - Accommodation Support	300.00
Homeleigh - Council Rates	1,527.88
Homeleigh - Electricity	1,139.44
Homeleigh - Gas	2,105.26
Homeleigh - Maintenance	727.66
Homeleigh - Phone	355.57
Homeleigh - Supplies	263.03
Homeleigh - Water Rates	605.72
Scrubby Creek - Council Rates	1,136.31
Scrubby Creek - Maintenance	1,134.77
Shades of Death - Council Rates	1,098.80
Shades of Death - Maintenance	450.00
Insurance - 15 Genaltipy Road, Buchan	2,354.94
Insurance - 18C Slippery Pinch Road, Murrindal	937.91
Insurance - Liability	2,174.70
Post Office Box Rental	130.00
Subscriptions	50.00
Tools - Maintenance	300.70
Web hosting	105.00
Depreciation - Buildings	582.00
Depreciation - Plant & Equipment	393.00
Depreciation - Furniture & Fittings	61.00
Total Operating Expenses	20,054.09
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Net Profit	17,603.36

Balance Sheet

Rimstone Cooperative Ltd

As at 30 June 2019

Assets

Bank	
Business Online Saver	39,076.75
Business Transaction Account	10,098.85
Total Bank	49,175.60
Current Assets	
Other Debtors	3,000.00
Total Current Assets	3,000.00
Fixed Assets	
Buildings at Cost - Homeleigh	200,273.00
Freehold Land - 15 Gelantipt Rd, Buchan	41,000.00
Freehold Land - 1465 Gelantipy Rd, Murrindal	31,872.06
Freehold Land - 18C Slippery Pinch Road, Murrindal	165,000.00
Furniture & Fittings at Cost	11,328.00
Less Accumulated Depreciation on Buildings at Cost - Homeleigh	(1,748.00)
Less Accumulated Depreciation on Furniture & Fittings at Cost	(11,168.00)
Less Accumulated Depreciation on Plant & Equipment at Cost	(20,155.00)
Plant & Equipment at Cost	22,972.99
Total Fixed Assets	439,375.05
Total Assets	491,550.65

Liabilities

Non-current Liabilities	
Loan - Australian Speleological Federation	10,000.00
Total Non-current Liabilities	10,000.00
Total Liabilities	10,000.00

Net Assets	481,550.65
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Equity

Current Year Earnings	17,603.00
Forfeited Shares Reserve	12,150.00
Fully Paid Shares	25,500.00
Retained Earnings	234,897.66
Total Equity	290,150.66

4. Election of Office Bearers

Retiring Directors were Darryl Pierce; Nicholas White; Mark Tregellas.

Nominations were received by the closing date of 28 August 2019 from Darryl Pierce; Nicholas White and Neil Wilson.

Those nominated were therefore elected and Mark Tregellas thanked for his term of office some 4 years.

5. Homeleigh Booking Officer's Report

Homeleigh has had average use during the last year. There were 47 bookings, occupied for 153 nights by 391 individual users for 1,318 bed nights. The Military (RAAF & Signals) used Homeleigh on 5 occasions with large groups and Latrobe University also had a large Field Course for a week in December that will be repeated yearly. These uses were during the week when we have little use of the premises. Once again they always leave the place extremely tidy and clean. We supported guests for a local wedding; the Snowy River Sprint volunteers and a Security Company which had staff working when the Timbarra Bushfire operations were located on the Recreational Reserve.

Booking figures may not correspond with actual usage that is reflected in the Treasurer's income figures. We continue to provide free accommodation for members involved in working bees.

The standard booking system is via email by preference. This works by contacting the Booking Officer preferably through email using Rimstone Bookings accomm@rimstone.org.au I am supported by Susan White and Nigel Cooke when I am away.

From figures to hand the last eight years are given in the table below.

Year	Number of Bookings	Nights occupied	Number of Individuals	Bed Nights
2011-12	43	106	285	700
2012-13	52	170	571	1,454
2013-14	44	193	409	1,138
2014-15	45	143	491	1,454
2015-16	36	126	338	997
2016-17	49	134	488	1,538
2017-18	44	114	407	1,233
2018-19	47	153	391	1,318

6. Maintenance reports

6.1 Homeleigh

A working bee was held in November 2018 and this completed the cement sheet weatherboard replacement program and did a first coat painting of them.

Rudy Frank has installed a fire sprinkler system to protect in case of ember attack as well as instructions for what to do in case of a fire threat.

Ground maintenance has been done by numerous volunteers. The ride-on-mower despite a new motor gives upkeep problems and may need replacement at some stage.

The Directors' are looking at re-instating the inside toilet and shower off the Lounge Room; continuing the Bedroom refurbishment and wall insulation program and installation of solar electric panels.

6.2 Scrubby Creek Property

See the Secretary's report.

6.3 Shades of Death Property, M-3 1918-19 Year Daryl Carr

Work has continued throughout the last year at M-3. There was no single major working bee organised, but a series of smaller working bees and cave related activities are happening.

A major win has been the replacement of the entry shelter roof. The new roofing iron was mostly generously donated by Greg Brick of Buchan, and re-roofing was done by Gary Coleman and his roofing mate Sam Derwent.

The tidy-up work of the above ground area continues. The driveway from the main road to the cave property has been cleaned up and kept mowed. To date approximately 26 trailer loads of rubbish and off cuts have been sent to the Buchan rubbish tip. Underground, restoration of the walkway hand rails and fencing is mostly completed up to the bottom of the last set of iron steps. Some more work is planned at the end of the "Skywalk". Necessary maintenance has been commenced on upper sections of the walkway.

The resurvey of M-3 has started under the leadership of Nigel Cooke. VSA DistoX laser units are used for the survey data recording. The M-3 survey is valuable in both training VSA club members in cave survey and learning about the structure and conservation of the M-3 cave. The original M-3 survey by John and Kim Van Dyke is used for base information.

Imaging of the M-3 main chambers directed by Rudy Frank is an ongoing project. Copies of images are available for the cost of printing.

An open day at Shades is scheduled for Saturday 2nd November 2019. (Melbourne Cup Weekend)

7. General Business

- Shades Open Day request for volunteers for jobs.
- Daryl Carr was preparing a rotating slide show for the Homeleigh BBQ
- Peter Robertson showed examples of plant information brochures we might use for the Scrubby Creek property
- Paul Brooker reiterated the extreme drought still in East Gippsland which meant Rimstone property could be at risk. That fire prevention work should be undertaken now and not left to January. Fire restrictions start 23rd September this year.

Darryl & Katrin were thanked for having the meeting at their home.

Miles Pierce moved vote of thanks to Directors'

Gary Coleman remarked on the unique situation of what the Co-operative has achieved.

Meeting closed 9.25 PM.