



SPECIAL RESOLUTION
for membership consideration at AGM #2
November 15 2019
Agenda Item #10

Membership fees and active requirements

Special Resolution – That Rules 5 & 7 be amended as drafted

Background:

The reasons for proposing this special resolution are to:

- refine and implement previous decisions at a general meeting
- clarify and strengthen the co-operative's active membership provisions while also providing a limited amount of flexibility for new growers and in exceptional circumstances such as crop failure
- ensure annual membership fees are simpler to administer and collect, with membership of the co-operative more clearly at risk if they remain unpaid.

The effect of this special resolution being passed will be that the rules of the co-operative are amended accordingly.

The Rules of the Co-op govern that membership dues are required to be paid annually and that members meet the active requirements of being a member of the Co-op.

In its establishment phase, the Board of Directors has recognised that there are issues surrounding the membership Rules of the Co-op that should be addressed and that, as a change to the Rules is required, the members need to consider the issues and vote on the proposed changes for addressing those issues.



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Special Resolution

Rule 7 - Membership renewal date and Part year membership

The Co-op Rules (7 Entry Fees and regular subscriptions) say that membership renewal dues are to be paid annually but does not specify a date for that renewal.

The Rules of the Co-op also require that to join the Co-op a person must, amongst other things, pay an application fee and an annual fee. Members of the Co-op should decide how a new member is treated when a person applies to join the Co-op part way through the annual cycle.

<i>The proposed changes are:</i>
7 Entry Fees and regular subscriptions
1. The entry fee for an application for membership is \$50, plus applicable taxes
2. Subject to subrule (4) the annual membership fee is \$100, plus applicable taxes
3. The membership period runs from November 1 st until October 31 st and the annual membership fee is to be paid by October 31 in advance.
4. A full annual membership fee must accompany any membership application unless the application is made between May 1 and October 31 inclusive when half the annual membership fee is required.
5. Members who do not pay the annual membership fee by November 30 will be inactive.

Rule 5 – Active membership requirement to provide the Co-op with 5kg of garlic the member has grown

The Co-op Rules (5 Active membership provisions) require a member to demonstrate they are being active within the context of the Co-op by supplying 5kg of garlic they have grown to the Co-op on an annual basis. This member contribution provides the Co-op with some funds that go toward administration of the Co-op and rent for office space etc.

<i>The proposed new active membership provision is:</i>
5 Active membership provisions
2) Active membership requirements
A member must:
<ul style="list-style-type: none">• provide to the co-operative 5 kilograms of garlic each full financial year of membership, or pay an amount in lieu of the garlic for each full financial year of membership (as determined by the board from time to time but no more than \$125); and• each full financial year of membership participate in a meeting or event of the co-operative or use a service of the co-operative; and• complete an annual questionnaire about their garlic production activities; and• pay the annual membership fee in accordance with rule 7
to establish and maintain active membership of the co-operative.
The board may waive the requirement to provide garlic for the first full financial year of membership or if there are exceptional circumstances.

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The Board recommends acceptance of the amendments as drafted in the Special Resolution.

If you are unable to attend the AGM please contact David Dawes
(david@owlfarmbraidwood.com.au) for a proxy voting form.