

A proposal for ArchiTeam to sponsor InDetail Podcast was received by the CEO. CEO distributed the proposal to the Board members Delia Teschendorff, Sonia Sarangi, Jamie Sormann and Kaliopi Vakras. Warwick Mihaly was excluded from the discussion due to the conflict of interest with him being a co-presenter of InDetail with Mick Moloney and Kate Fitzgerald.

Delia Teschendorff, Sonia Sarangi, Jamie Sormann and Kaliopi Vakras agreed in-camera that this partnership would be beneficial to ArchiTeam and accepted and approved the proposal to sponsor 10 episodes of Season 2 - \$2,500 + GST.

At the June Director's Meeting Delia Teschendorff, Sonia Sarangi, Jamie Sormann and Kaliopi Vakras formally approved the proposal to sponsor the InDetail podcast season 2.

The following item from the ArchiTeam Rules is acknowledged.

#### **66 Personal Interests in Contracts**

66.1 A Director who is in any way (whether directly or indirectly) interested personally in a contract (or proposed contract) with the Co-operative, must declare the nature and extent of the interest to the Board and the Board must record it in the Board minutes.

66.2 In the case of a proposed contract, the declaration must be made:

- (a) at the meeting of the Board at which the question of entering into the contract is first considered; or
- (b) if the Director was not at that time interest in the proposed contract – at the next meeting of the Board held after the Director becomes interested in the proposed contract.

66.3 If a Director becomes interested in a contract with the Co-operative after it is made, the declaration must be made at the next meeting of the Board held after the Director becomes interested in the contract.

66.4 A Director who holds office or has an interest in property whereby, whether directly or indirectly, duties or interests might be created that could conflict with the Director's duties or interests as a Director must declare at a meeting of the Board the fact and the nature, character and extent of the conflict. The declaration must be recorded in the Board minutes.

66.5 A declaration required under **Rule 66.4** in relation to holding office or having an interest in property must be made by a person:

- (a) if the person holds the office or has the interest in the property when he or she becomes a Director of the Co-operative – at the first meeting of the Board held after whichever is the later of the following:
  - i. the person becomes a Director;
  - ii. the relevant facts as to holding the office or having the interest in the property come to the person's knowledge; or
- (b) if the person starts to hold the office or acquires the interest in the property after the person becomes a Director of the Co-operative – at the first meeting of the Board held after the relevant facts as to holding office or having the interest in the property come to the person's knowledge.

66.6 If a Director has made a declaration under this Rule, then unless the Board determines otherwise, the Director cannot:

- (a) be present during any deliberation of the Board in relation to the matter; or
- (b) take part in any decision of the Board in relation to the matter.

66.7 For the purposes of the making of a determination of the Board, the Director cannot:

- (a) be present during any deliberation of the Board for the purpose of making the determination; or
- (b) take part in the making by the Board of the determination

66.8 A Director is not required to declare his or her interest in a contract or proposed contract if he or she has an interest in any contract listed in section 211 of the Law.