

CONNECTED LIBRARIES

Ignite your imagination

AGENDA

Board Meeting

Wednesday 26 November 2025

4.00pm

Online meeting via Teams

1. **Present**
2. **Apologies**
3. **Acknowledgement of the Traditional Owners**
4. **Declaration of Conflicts of Interest**
5. **Confirmation of the Minutes of the Casey-Cardinia Library Corporation, trading as Connected Libraries (CL) Board Meeting held on Wednesday 22 October 2025.**
6. **Strategies/Plans**

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CL34/2025	Declaration of Solvency	3
CL35/2025	Members Voluntary Liquidation	4
7. **General Business**
8. **Next Meeting**

STRATEGIES/PLANS

CL34/2025 DECLARATION OF SOLVENCY

Report prepared by Penny Holloway

Purpose

To provide the Board with the statutory information and forms to support the next steps in the proposed member's voluntary winding up of the Casey Cardinia Library Corporation, following the transition of operations to Connected Libraries Ltd on 1 July 2025.

Library Plan 2025-2029 reference – 4.5

Background

Casey Cardinia Library Corporation (trading as Connected Libraries) must be voluntarily wound up by July 2030 in accordance with provisions of the Local Government Act 2020. Several steps are required by both Council and Connected Libraries to achieve this. The transition of business operations to Connected Libraries Ltd was completed on 1 July 2025.

The Member Council must appoint a Liquidator to complete the voluntary wind up of the Corporation. There are several statutory steps required in this process.

Discussion

The CCLC Board must consider the Corporation's current statement of assets and liabilities. Attached is a draft Declaration of Solvency (Form 520) and statement of current assets and liabilities of the Corporation.

The purpose of the attached is to enable the Board to consider and if thought fit, confirm that the Corporation will be able to pay its debts in full within 12 months of commencement of the proposed member's voluntary winding up.

A majority of Board members are required to sign the Declaration of Solvency (Form 520).

Upon signing the declaration, the Form 520 must be provided to the Minister for Local Government, and the Member Council. The Member Council must then meet to consider and appoint a Liquidator within five weeks of the Board signing the declaration.

Conclusion

Following the transition of business operations to Connected Libraries Ltd, CCLC will take all necessary steps to commence the wind up of the corporation in line with the Local Government and Corporations Acts.

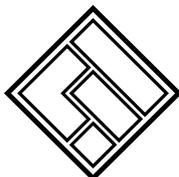
RECOMMENDATIONS

- 1. The Board agree that the Casey Cardinia Library Corporation will be able to pay its debts in full within 12 months of commencement of the proposed members' voluntary winding-up, having considered the statement of assets and liabilities.**
- 2. That the Board sign the Form 520 Declaration of Solvency and statement of assets and liabilities attached to it.**
- 3. That the Board authorises the CEO to provide the signed Form 520 Declaration of Solvency to the Minister for Local Government and the member Council.**

lodging party or agent name _____
 office, level, building name or PO Box no. _____
 street number and name _____
 suburb / city _____ state/territory _____ postcode _____
 telephone () _____
 facsimile () _____
 DX number _____ suburb / city _____



ASS. REQ-A
 CASH. REQ-P
 PROC.



Australian Securities & Investments Commission

Declaration of
solvency

form **520**

Corporations Act 2001
494(1) & (2)

company name **CASEY-CARDINIA LIBRARY CORPORATION**
 A.C.N. **38 577 892 449**

Declaration

The person(s) listed below
declare that

I/We constitute a majority of the directors of the company, and
 I/We have enquired into the affairs of the company.

At a meeting of directors, I/We have formed the opinion that the company will be able to
 pay its debts in full within 12 months of the commencement of winding up

A correct statement of the company's assets and liabilities as at the latest
 practicable date (specified on the statement) before the making up of this declaration is

- set out below
- set out in the annexure marked ().

Statement of assets and liabilities (show amounts to the nearest \$)

date of statement (d/m/y) **26 / 11 / 2025**

assets	estimated realisable values \$
cash at bank	\$56,355.72
cash on hand	\$0
marketable securities	\$0
bills receivable	\$0
trade debtors	\$0
loans and advances	\$0
unpaid calls	\$0
stock in trade	\$0
work in progress, as detailed in inventory	\$0
freehold property	\$0
leasehold property	\$0
plant and machinery	\$0
furniture, fittings, utensils, etc	\$0
patents, trade marks, etc	\$0
investments other than marketable securities	\$0
other property, as detailed in inventory	\$0
estimated realisable value of assets	56,355.72

Statement of assets and liabilities (show amounts to the nearest \$)

continued

liabilities	rank for payment \$
secured on specific assets	\$0
secured by floating charge(s)	\$0
estimated expenses of winding up	
other estimated expenses (including interest accruing until payment of debts in full)	\$12,000
unsecured creditors (amounts estimated to rank for payment)	\$0
trade accounts	\$0
bills payable	\$0
accrued expenses	\$0
other liabilities	\$0
contingent liabilities	
total of liabilities	\$12,000
estimated surplus after paying debts in full	\$44,355.72

Signatures

print name Penelope Jane Holloway

1 sign here _____ date

print name Steve Coldham

2 sign here _____ date

print name Keri Leanne New

3 sign here _____ date

print name Scott William Dowling

4 sign here _____ date

print name Helen Louise Partridge

5 sign here _____ date

print name _____

6 sign here _____ date

Small Business (less than 20 employees), please provide an estimate of the time taken to complete this form

Include

- The time actually spent reading the instructions, working on the question and obtaining the information
- The time spent by all employees in collecting and providing this information

hrs mins

Guide: Declaration of solvency

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 520. Information in this guide is intended as a guide only. Please consult your accountant or solicitor for further advice.

Signature	This form must be signed by a majority of the directors.
Lodging period	This form must be lodged prior to the issue of notices for the meeting of members to consider winding up the company.
Lodgement fee	Not applicable A receipt will not be issued unless requested.
Other forms to be completed	Nil.
Additional information	Nil.
Annexures	<p>To make any annexure conform to the regulations, you must</p> <ol style="list-style-type: none">1. use A4 size paper of white or light pastel colour with the margin of at least 10mm on all sides2. show the corporation name and ACN or ARBN3. number the pages consecutively4. print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied5. identify the annexure with a mark such as A, B, C, etc6. endorse the annexure with the words: <i>This is annexure (mark) of (number) pages referred to in form (form number and title)</i>7. sign and date the annexure <p>The annexure must be signed by the same person(s) who signed the form.</p>

Privacy The information provided to ASIC in this form may include personal information. Please refer to our privacy policy (www.asic.gov.au/privacy) for information about how we handle your personal information, your rights to seek access to and correct personal information, and to complain about breaches of your privacy.

Lodgement Send completed and signed forms to:
Australian Securities and Investments Commission,
PO Box 4000, Gippsland Mail Centre VIC 3841.

For more information
Web www.asic.gov.au
Need help? www.asic.gov.au/question
Telephone 1300 300 630



Account list

21 November 2025 09:23 AEDT

Office: Casey Cardinia Library Corporation

Group: All accounts

Group details as at: 20 November 2025

Account description	Account number	CCY	Closing balance at 20 November 2025	Current balance at 21 November 2025	Available balance at 21 November 2025
CIA	033341 551186	AUD	0.00	0.00	0.00
CORPORATE CHEQUE ACCOUNT	033341 551127	AUD	56,355.72+	56,355.72+	56,355.72+
CORPORATE CHEQUE ACCOUNT	033341 707363	AUD	0.00	0.00	0.00

*** END OF LIST ***

Westpac Banking Corporation ABN 33 007 457 141 AFSL and Australian credit licence 233714

CL35/2025 MEMBERS VOLUNTARY LIQUIDATION

Report prepared by Penny Holloway

Purpose

To provide the Board with the required information and forms to support the next steps in the proposed member's voluntary winding up of the Casey Cardinia Library Corporation, following the transition of operations to Connected Libraries Ltd on 1 July 2025.

Library Plan 2025-2029 reference – 4.5

Background

Casey Cardinia Library Corporation (trading as Connected Libraries) must be wound up by July 2030 in accordance with provisions of the Local Government Act 2020. Several steps are required by both Council and Connected Libraries to achieve this. The transition of operations to Connected Libraries Ltd occurred on 1 July 2025.

Council officers and CCLC sought initial advice from a potential Liquidator to determine the steps required for wind up. It has been identified that there are specific requirements for the wind up of CCLC to proceed and be valid.

Although operating as a Library Corporation under the Local Government Act, steps in the wind up must largely comply with wind up under the Australian Securities and Investment Commission (ASIC) via the Corporations Act 2001.

Discussion

In line with the requirements of the proposed Members Voluntary Liquidation of Casey Cardinia Library Corporation, attached is a Consent to Act and the Remuneration Approval Report from Gary Fettes of Rodgers Reidy.

In addition to the Declaration of Solvency, outlined on the previous report, the CCLC Board must formally resolve to put a series of Special and Ordinary resolutions to the Member Council in line with statutory requirements of the Corporations and Local Government Acts.

The Board must resolve to provide the Remuneration Approval Report, provided by Gary Fettes of Rogers and Reidy, to the Member Council for consideration.

Upon appointment of a Liquidator, the CCLC Board will step down and the Liquidator will take control of the activities of the Corporation as the first step in its wind up.

Given that Council must appoint the liquidator within five weeks of the Board resolving the previous report (Declaration of Solvency), the appointment will be made before any further scheduled meetings of the Corporation.

Therefore, this will be the final meeting of the Corporation, and a resolution is required to enable the Chair to sign the final minutes for the records.

Conclusion

Following the transition of business operations to Connected Libraries Ltd, CCLC will take all necessary steps to commence the wind up of the corporation in line with the Local Government and Corporations Acts.

RESOLUTIONS

- 1. That the Board agree that due to the voluntary winding up of the Corporation, the following resolutions be put to the member Council:**

SPECIAL RESOLUTIONS

- a. That the Corporation be wound up voluntarily by way of a members' voluntary winding up and that Gary Fettes of Rodgers Reidy be appointed Liquidator of the Corporation.*
- b. That the Liquidator is hereby authorised to distribute in specie such assets of the Corporation as they may deem fit.*
- c. That so far as is necessary for the beneficial winding up of the Corporation, the Liquidator is authorised to compromise any debt to the Corporation greater than the prescribed amount and to enter any agreement on the Corporation's behalf involving a term or obligations extending for more than three months.*

ORDINARY RESOLUTIONS

- d. That the future remuneration of the Liquidator for the period from appointment to the completion of the Liquidation, is determined at a sum equal to the cost of time spent by the Liquidator and his directors and staff, calculated at the hourly rates as detailed in the Remuneration Approval Report provided to members dated 9 September 2025, up to a capped amount of \$12,000, exclusive of GST, subject to the right of the Liquidator to seek further fee approval from the Members or the Court should the need arise, and that the Liquidator can draw the remuneration as incurred from available funds or as funds become available.*
- 2. That the CEO provides the Remuneration Approval Report to the member Council for tabling at the member meeting**
 - 3. That the Board agree that due to the voluntary winding up of the Corporation, this meeting held on Wednesday 26 November 2025 is the last scheduled meeting of the Board and authorises the Chair to duly sign the minutes of this meeting as a true record of proceedings.**

**Corporations Act
Section 532(9)**

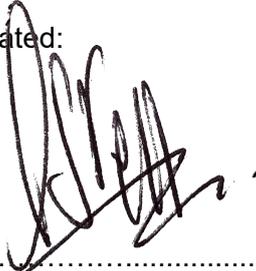
CONSENT TO ACT AS LIQUIDATOR

TO WHOM IT MAY CONCERN

I, GARY STEPHEN FETTES, a Registered Liquidator of Rodgers Reidy, Accountants, Level 11, 385 Bourke Street, Melbourne, hereby consent to act as Liquidator of CASEY CARDINIA LIBRARY CORPORATION (ABN: 38 577 892 449) if I am so appointed by its member(s).

To the best of my knowledge, I confirm that I am not disqualified from acting as Liquidator of the Corporation by reason of the provisions of Section 532 of the Corporations Act.

Dated:



.....
GARY STEPHEN FETTES
Registered Liquidator



9 September 2025

Remuneration Approval Report

CASEY CARDINIA LIBRARY CORPORATION

ABN: 38 577 892 449 (“the Corporation”)

This remuneration report provides you with the information you need to be able to make an informed decision regarding the approval of my remuneration for undertaking the members’ voluntary liquidation of the Corporation.

This report has the following information included:

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Part 1: Declaration

I have undertaken a proper assessment of this remuneration claim for my proposed appointment as Liquidator of the Company in accordance with the law and applicable professional standards.

I am satisfied that the remuneration claimed is in respect of necessary work, properly performed, or to be properly performed in the conduct of the Liquidation.

Part 2: Remuneration Methods

There are four basic methods that can be used to calculate the remuneration charged by an insolvency practitioner. They are:

- a) **Time based / hourly rates:** This is the most common method. The total fee charged is based on the hourly rate charged for each person who carried out the work multiplied by the number of hours spent by each person on each of the tasks performed.
- b) **Fixed Fee:** The total fee charged is normally quoted at the commencement of the administration and is the total cost for the administration. Sometimes a practitioner will finalise an administration for a fixed fee.
- c) **Percentage:** The total fee charged is based on a percentage of a particular variable, such as the gross proceeds of assets realisations.
- d) **Contingency:** The practitioner's fee is structured to be contingent on a particular outcome being achieved.

My remuneration will be calculated on a time based / hourly rates method.

The total remuneration for this appointment is estimated to be \$15,000 to \$20,000 exclusive of GST, however I have agreed to cap my fees at \$12,000 exclusive of GST subject to my right to seek further fee approval should circumstances arise that are not known to me at the date of signing this report.

Part 3: Remuneration

In preparing this remuneration approval report, I have made my best estimate at what I believe the Liquidation will cost to complete and I do not anticipate that I will have to ask members to approve any further remuneration. However, should the Liquidation not proceed as expected, I will advise members and I may seek approval of further remuneration and provide details on why the remuneration has changed.

3.1 Remuneration Claim

I will be seeking approval of the following resolution to approve my remuneration. Details to support this resolution is included in the following pages and in the attached Schedule.

Resolution 1 – Liquidators’ Prospective (Future) Fees

“That the future remuneration of the Liquidator for the period from appointment to the completion of the Liquidation, is determined at a sum equal to the cost of time spent by the Liquidator and his directors and staff, calculated at the hourly rates as detailed in the Remuneration Approval Report provided to members dated 9 September 2025, up to a capped amount of \$12,000, exclusive of GST, subject to the right of the Liquidator to seek further fee approval should the need arise, and that the Liquidator can draw the remuneration as incurred from available funds or as funds become available.”

The basis of calculating the remuneration claim is summarised in the following pages and the details of the major tasks to be performed and the costs associated with each of those major tasks are contained in Schedule 1.

3.2 Likely impact on dividends

Under law I am also required to report on the likely impact of my remuneration on dividends to creditors – on which there is no impact. As this is a solvent Liquidation, any creditors of the Corporation will be paid in full.

Resolution 1 - Liquidator's Prospective (Future) Fees

The below table sets out the expected costs for the major tasks likely to be performed by the Liquidator and his fellow directors and staff from appointment to the completion the of the Liquidation. More detailed descriptions of the tasks likely to be performed within each task area, matching the amounts below, are contained in Schedule 1.

Employee	Position	\$/hour (ex GST)	Total actual hours	Total (\$)	Task Area					
					Assets		Dividend		Administration	
					hrs	\$	hrs	\$	hrs	\$
Gary Fettes	Appointee	725.00	1.0	725.00	0.5	362.50	0.5	362.50	0	0.00
David Holton	Director	725.00	2.5	1,812.50	1	725.00	1	725.00	0.5	362.50
Alex Mendez	Associate Director	700.00	5.0	3,500.00	2	1,400.00	2	1,400.00	1	700.00
Henry Chi	Manager 1	610.00	9.0	5,490.00	3	1,830.00	4	2,440.00	2	1,220.00
Jessica Carroll	Senior Client Admin & Treasury	400.00	3.0	1,200.00	0	0.00	0	0.00	3	1,200.00
Aidan Slaviero-Pascoe	Intermediate 2	330.00	15.0	4,950.00	4	1,320.00	8	2,640.00	3	990.00
TOTAL			35.5	17,677.50	10.5	5,637.50	15.5	7,567.50	9.5	4,472.50
ADJUSTED TO \$12,000 AS AGREED				12,000.00						
GST				1,200.00						
TOTAL (including GST)				13,200.00						
Average hourly rate				338	537		488		471	

Part 4: Disbursements

Disbursements are divided into three types:

- **Externally provided professional services** - these are recovered at cost. An example of an externally provided professional service disbursement is legal fees.
- **Externally provided non-professional costs** - these are recovered at cost. Examples of externally provided non-professional costs are travel, accommodation and search fees.
- **Internal disbursements** - such as photocopying, printing and postage. I will not be separately recovering these costs.

I estimate that my internal, at cost disbursements will be \$100.

Part 5: Queries

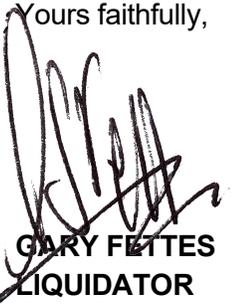
Members should feel free to contact my office to seek further information concerning the remuneration claims if they so need.

You can also access information which may assist you on the following websites:

- ARITA at www.arita.com.au/creditors
- ASIC at www.asic.gov.au (search for "insolvency information sheets").

Should you have any queries, please do not hesitate to contact me or Alex Mendez of this office at (03) 8679 2311 or amendez@rodgersreidy.com.au.

Yours faithfully,



GARY FETTES
LIQUIDATOR

Encl.

Schedule 1 – Resolution 1: Table of major tasks for remuneration

The table below provides a description of the work to be undertaken in each major task area for the period of appointment to the completion of the Liquidation.

Task Area	General Description	Includes
Assets 10.5 Hours \$5,637.50	Preparing and realising assets for distribution to members	Reviewing balance sheets Taking control of cash at bank Determining assets to be distributed in accordance with the Regional Library Agreement
Dividend 15.5 Hours \$7,567.50	Distribution to members	Determine distribution to members Preparation of correspondence and other documentation to members regarding distribution Attend to in-specie distribution of assets
Administration 9.5 Hours \$4,472.50	Correspondence	Corresponding with Members, accountants and tax agents
	Document maintenance/file review/checklist	First month, then six monthly administration reviews Filing of documents Updating checklists
	Insurance	Identification and arranging initial and ongoing insurance requirements
	Bank account administration	Preparing correspondence opening and closing accounts Requesting bank statements Bank account reconciliations Correspondence with bank regarding specific transfers
	ASIC returns and other lodgements	Preparing and lodging statutory forms with the Office of the Minister for Local Government including 505, 5011, 5602, 5603 etc
	ATO and other statutory reporting	Notification of appointment Preparing BAS Completing final tax return Seeking taxation clearance
	Finalisation	Notifying ATO of finalisation Cancelling ABN / GST / PAYG registration
	Planning / Review	Discussions regarding status of administration
	Books and records / storage	Dealing with records in storage Destruction of books and records
Total 35.5 Hours \$17,677.50		
BUT ADJUSTED TO \$12,000 (EXCL. GST) AS AGREED		

GENERAL BUSINESS

NEXT MEETING

Wednesday 26 November 2025 is the last scheduled meeting of the Corporation. As such, there is no further scheduled meetings of the Corporation.