

**Connected Libraries
Board Meeting
Wednesday 26 November 2025
Minutes**

Online Meeting via Teams

Meeting started at 4.00pm

1. Present

Board Members:

*Penny Holloway (Chairperson), Helen Partridge, Keri New (City of Casey),
Steve Coldham (City of Casey) and Cr Scott Dowling.*

Officers:

Beth Luppino, Emily Ramaswamy, Koula Kalaitzoglou and Melinda Rogers (Secretariat).

Guests:

Eva Foster (City of Casey) and Emily Clarke (City of Casey)

2. Apologies

Board Members:

Nil

Officers:

Janine Galvin

3. Acknowledgement of the Traditional Owners

4. Declaration of Conflicts of Interest

Nil

5. Confirmation of the Minutes of the Casey-Cardinia Library Corporation, trading as Connected Libraries (CL) Board Meeting held on Wednesday 22 October 2025.

It was resolved that the minutes of the Board Meeting held on Wednesday 22 October 2025 be approved and adopted.

Moved Scott Dowling
Seconded Steve Coldham

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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

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.*

MINUTE 52

It was resolved:

- 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.*

Moved Helen Partridge

Seconded Scott Dowling

Carried

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

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.*

MINUTE 53

It was resolved:

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.*

Moved Helen Partridge
Seconded Steve Coldham

Carried

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.

Meeting closed at 4.12pm

Signed this 26th day of November 2025, as a summary of the proceedings.



PENNY HOLLOWAY

CHAIRPERSON