

**Minutes of the 2018 Annual General Meeting for RiskNZ Incorporated held on Thursday 31 May 2018 at 12.35 pm by audio-conference between venues at Auckland, Wellington and Christchurch with teleconference connection for Members in other centres.**

1. Welcome

The Chairman welcomed the Members to the RiskNZ Annual General Meeting and introduced the Management Board members to the meeting.

2. Establishing a quorum

A roll call by venue and those attending by telephone of those voting as Individual Members, Corporate Authorised Representatives, Life members and non-voting attendees.

**ROLL CALL AND ACCREDITATION OF VOTING MEMBERS TO ESTABLISH A QUORUM**

	Individual	Corporate	Non-voting
<b>Auckland</b>			
Nigel Toms		1	
Martyn Fair		1	
Jim Harknett	1		
Brain Potter	1		
Cameron Smith	1		
Brent Sutton	1		
Darroch Todd	1		
Ian Wood	1		
<b>Subtotal for Auckland</b>	<b>6</b>	<b>2</b>	<b>0</b>
<b>Wellington</b>			
Tracy Couchman			1
Miles Crawford (Student)	1		
Stephen Hunt		1	
Jane Rollin	1		
Carlton Ruffell	1		
Gary Taylor	1		
Sue Trezise	1		
Ray Willows		1	
<b>Subtotal for Wellington</b>	<b>5</b>	<b>2</b>	<b>1</b>
<b>Christchurch</b>			
Peter Kingsbury		1	
Kristen Hoskin	1		
<b>Subtotal for Christchurch</b>	<b>1</b>	<b>1</b>	<b>0</b>
<b>By telephone</b>			
Andy Miller		1	
Sally Pulley	1		
Geraint Bermingham			1
<b>Subtotal by telephone</b>	<b>1</b>	<b>1</b>	<b>1</b>
<b>TOTAL FOR MEETING</b>	<b>13</b>	<b>7</b>	<b>2</b>

A quorum was established.

3. Apologies (Item 1)

The apologies received from Members were: Sharyn Bramwell, Enid Davids, Carole McIntosh, Brendon Norrie, Karen Price, Ian Rich and Lesley Steeples.

The Chairman moved; Jim Harknett seconded that the apologies be received.

CARRIED

4. Minutes of the 2017 Annual General Meeting (Item 2)

The Chair advised that draft minutes from the 2017 AGM meetings AGM1, AGM2 and AGM3 had been circulated.

The Chair moved, Brian Potter seconded that the minutes of the 2017 AGM be confirmed as a true and correct record.

CARRIED

Matters arising:

The Chair advised that at the end of AGM3 the Management Board committed to publish the Business Plan on the website by mid October 2017. The Management Board resolved to approve the Business Plan on 2 November 2017, and it was then promoted to the website. On behalf of the Management Board the Chair apologised for that delay in its publication.

5. Receipt of the Chairman's Report (Item 3)

The Chair advised his report be taken as read and went on to highlight key areas. The Chair recounted that the previous EO had left RiskNZ in December 2017 and the AO left in April 2018. Nigel welcomed Sathya Mithra as the incoming Executive Officer.

Nigel welcomed Brent and Darroch as Board Members, thanked Sally Pulley for her contribution to the 2017 Conference, Editor of RiskPost and as Deputy Chair, thanked Jim as Secretary and acting EO/AO, and Jane and Stephen for their efforts in the EO recruitment process. Lastly Nigel thanked Brian Potter as out-going Deputy Chair and for taking on the Chair of the Professional Recognition Committee.

The Chair advised of a debt owed by the previous EO totalling \$840.95 and that the Management Board is working to resolve the issue.

The Chair moved; Cameron Smith seconded that the Chair's Report for 2018 as presented be received.

CARRIED

Ian Wood thanked the Board for their efforts.

6. Receipt of the Audited Financial Statements (Item 4)

Gary Taylor Treasurer moved, Darroch Todd seconded "That the Audited Financial Statements for 2018 and the Auditor's Report be received. "

Gary spoke to his report and advised that the surplus of \$13K was made up two main items. Firstly, the holding of a successful conference, where 100 people attended and he thanked the sponsors for cash sponsorship and also sponsorship as 'value in kind', and secondly that the Executive Officer had left during the year and so that the related expense was lower than forecast.

CARRIED

7. Receipt and approval of the Annual Business Plan and Budget for 2018-2019 (Item 5)

The Chair moved, Jim Harknett seconded that Annual Business Plan and Budget be received.

CARRIED

The Board Members provided a brief summary of items in the plan to be actioned.

A Member stated that the projected deficit of \$21K is quite a large amount for an organisation of our size and asked whether it was necessary to take this approach. In response Gary advised that the projected income was set at a conservative amount, and that being in a transition phase the Board and EO will look to increase revenue and reduce costs as a better understanding is developed over the next few months. Nigel advised the Board had debated the matter rigorously and believed the one-off costs of improving the website and addressing the Constitution would improve the position of RiskNZ going forward.

Another member asked whether the plan included promoting risk management as a profession engaging with post graduates and under graduates to develop an awareness

of the building blocks available to develop a career in risk management. In response Stephen said the budget did not tell the whole story and the management Board expected to increase the value proposition and sponsorship base. Darroch said the Board would reach out for ideas from Members.

The Chair moved, Cameron Smith seconded that the Annual Business Plan and Budget be approved.

CARRIED

8. Approval to fix membership fees (Item 6)

Gary Taylor moved, Darroch Todd seconded That the Membership fees for 2018 - 2019 be fixed as follows – Individual at \$220 including GST and Corporate at \$764.75 including GST.

Gary advised the fees were the same as the prior year.

CARRIED

9. Appointment of Auditor (Item 7)

Gary Taylor confirmed that Tawa Financial Services Ltd (TFS) has agreed to act as the Society's auditor for the 2018-19 year and that their performance has been satisfactory in the 2017-18 year.

Gary Taylor moved; Brian Potter seconded That Tawa Financial Services be re-appointed auditors for the 2018 -19 financial year.

CARRIED

10. Constitutional Review timetable and approach, for information

Jim Harknett advised that the Management Board proposes to engage Mark von Dadelszen QSM an expert in Incorporated Society Constitutions. Karen Price our Honorary Solicitor will be able to provide oversight and guidance but will not be involved in detailed drafting or research. We believe the most efficient and cost effective is to conduct a single revision to modernise the Constitution. The costs were estimated at \$4K and dependent on the number of iterations and his involvement.

11. General Business

There were no Matters of General Business.

12. Closing of the Meeting

The Chair closed the meeting and thanked the Members for their attendance and participation.

The meeting closed at 1.35pm.

Confirmed as a true and fair record.

Signed.....

Dated.....

DRAFT