

Minutes of the Annual General Meeting

Held on Thursday 12 October 2023 at 4.00pm
57 Kilmore Street, Christchurch



CANTERBURY
EMPLOYERS'
CHAMBER OF
COMMERCE

1 Welcome to Guests

Paul Deavoll welcomed everyone to the 2023 Annual General Meeting (AGM) of the Canterbury Employers' Chamber of Commerce, including Peter Townsend and Rod Carr, Chamber life members; fellow Board members; Chamber staff and most importantly members.

The Chamber's long-standing Principal Partner Westpac and Major Partners Orion and Enable were acknowledged along with local Ford dealers Avon City Ford and Team Hutchinson Ford for supporting us with the AGM, together with ElectionNZ for their ongoing support.

2 Apologies

21 apologies were received for the AGM and appended to the minutes.

3 Confirmation of the Minutes of the Annual General Meeting 2022

The minutes of the 2022 Annual General Meeting held on 27 October 2022, having been made available to the members present, were taken as read and signed as a true and correct record.

Moved: Andrew Dallison

Seconded: Glenn Hansen

Carried

There were no matters arising.

4 President's Key Comments

- There had been significant change for Canterbury businesses this year and The Chamber had played an important role in working alongside members as they faced inflationary pressure; rising interest rates; persistent labour market shortages and more recently, a reduction in demand.
- We had supported members, advocated strongly for policy that helped enable a better business environment, and navigated changes and opportunities which included growth through access to new markets, connection with other like-minded businesspeople and leaders, and access to government services and support.
- We had continued to leverage our shareholding in BusinessNZ, and worked alongside them to ensure they had a Canterbury lens in their advocacy.
- Some highlights from that collaboration, and advocacy:
 - Progress on the immigration system – initially a border exemption class for advanced manufacturing, then the addition of a huge number of roles to the green list.
 - Inclusion of a second and upgraded Ashburton bridge and a Woodend bypass being announced by both the current Government and the National Party.
 - We also got the Government across the line with the removal of the mandatory 7-day isolation period and got an extension to the Apprentice Boost Scheme.
- It had also been a year of change for The Chamber. We recognised that the workforce and challenges of today may not be the same in years to come. We have been working on what the next 164 years look like for our members and have embarked on a comprehensive transformation programme that aims to make Chamber membership more flexible and tailored to businesses needs so that we continue to be a valuable partner for business.
- Our performance has remained strong, and we are in a good position as we move forward. There had been significant investment to ensure our transformation was backed by appropriate technology and infrastructure. Much of this investment centred around the last financial year, with the final stages of implementation underway with our new membership model being rolled out from next month.

- Paul thanked the board for their time, and Leeann for the great job she did leading the team and organisation. He acknowledged and thanked retiring board members Charlotte Sullivan and Benjamin Badger, who had been influential members of the board over the last four and eight years respectively. Both Charlotte and Benjamin had made considerable contributions to The Chamber and had been advocates for our strategic direction and transformation programme.
- The President reflected on the recent passing of Life Member Allan Williams. He had devoted 70 years of his life to leadership and service in New Zealand's peak professional organisations, international and domestic trade, business enterprise, and in patronage of many voluntary organisations that had greatly enhanced the communities in which he lived. His service included two terms as president of the New Zealand Chamber of Commerce, Life Membership of the Canterbury Employers' Chamber of Commerce, and was recognised by way of several other fellowship and distinguished member honours in other organisations. Allan was greatly supportive of The Chamber and will be missed.
- Peter Townsend, former CEO and Chamber Life Member was acknowledged for his recent award of the NZCCI Life Membership.
- Members were thanked again for joining the meeting and ongoing support.

5 Adoption of Annual Report and Financial Statements

The motion to adopt the 2022/23 annual report and statement of accounts was carried without dissent.

Moved: Peter Townsend

Seconded: Tim Kerr

Carried

6 Appointment of the Auditors

The President thanked BDO for the 2022/2023 audit.

The motion for the appointment of the auditors to be delegated to the incoming 2023/24 Board was carried without dissent.

Moved: Craig Latimer

Seconded: Mark Forward

Carried

7 Chief Executive Key Comments – Leeann Watson

- Highlights from the previous year were outlined in the video.
- Canterbury and West Coast businesses had been supported for 164 years and the next evolution in how we continued to support members was being entered. Our purpose remained the same "to create a thriving business community".
- Leeann outlined some of the reasons for changing - world changing, change of pace, consumer expectations. The Chamber needed to remain relevant, to help navigate change and represent member interests by setting up for a long-term sustainable future. We had taken learnings from international Chambers; member insights and feedback to ensure members' needs were met. Members were thanked for engaging in the process.
- The new business model would be rolled out next month providing more choice that would be tailored to members' needs. The new website would include online platforms to enable more options, and early next year a new brand would be launched to help extend our reach, resonate with the wider business community, and allow our growth to continue. Whilst we would have a new look and a new name - we would continue to operate as a Chamber of Commerce.
- Leeann thanked the Board for being supportive, courageous and making bold decisions; Partners were acknowledged for their huge support; Executive team and wider staff were celebrated for all the background work done in relation to the transformation programme; Members were thanked for their ongoing commitment and loyalty. Leeann was proud and privileged to be leading the evolution and the next stage of our organisation. The team were excited about the future – we were being bold, courageous,

and were setting the organisation up for the next 160 years. The Chamber would be a constant - our members would continue to be at the heart of everything we did.

Chris Lynch was recognised for his videography.

8 Election of the Board of Directors 2023/22

Leeann Watson advised there were fewer nominees than available seats on the Board, so no election had been necessary.

The Board of Directors for 2023/2024 were: initial by surname

- Paul Deavoll, Orion New Zealand Ltd
- Oliver Hunt, Medsalv
- Andrew Dallison, Oxygen8
- Mark Allan, Eliot Sinclair & Partners Ltd
- Erin Black, Connect Consultancy
- Jenni Callaghan, EY
- Andrew Logie, Andrew Logie Ltd
- Glenn Hansen, Vortex Engineering
- Grant Walker, 2BConnected

Leeann thanked Board members for their support and looked forward to working with them on the exciting journey ahead.

9 General Business - Constitution

- Paul wanted to personally thank Andrew Logie for his assistance in this matter.
- As The Chamber shifted its membership model to better meet member needs now and, in the future, changes to our governance structure were proposed, to ensure we had the right governance skills, experience, diversity, and representation to support the future direction of our organisation through and beyond our transformation. The proposed changes were fully supported by the Chamber Board and had been circulated to members.
- The proposed changes to the Constitution fell into two categories:
 - 1) Modernising the document to ensure it adhered to the new Incorporated Societies Act 2022; and
 - 2) Reflecting the proposed changes to our Governance structure.
- Changing our Constitution would ensure that:
 - The organisation, its governance structure and operation would be aligned with best governance practice.
 - It was fit for purpose for the changing nature of the organisation, and the future.
 - We would have the ability to maximise the skills, experience, diversity, and member representation across our governance; and
 - The Board was best suited to support the CEO and executive in creating the future for The Chamber.
- The changes had been summarised in a high-level overview but were summarised as:
 - The size of the Board – reducing from 12 to 8 Board Members;
 - The make-up of the Board was a mix of member elected and appointed Board Members, noting that that the majority of Board Members would comprise Members or representatives of body corporates that were Members (clause 8.1.b);
 - The updated appointment and election process for Board Members, whereby up to 4 Board Members were elected by the Membership at an AGM, and those Elected Board Members then appointed up to 4 Board Members (clause 8.2);
 - Elected Board Members would be appointed based on filling skills gaps to meet the requirements best suited to the organisation's strategy and needs;

- Tenure of Board Member roles - the maximum term of Board Members (being 4 terms of 2 years or 8 years unless a longer term was unanimously approved by the Board) and the maximum term of Chairs (being 3 terms of 2 years or 6 years) (clause 8.9);
- An additional change to provide further clarity, was signed off by the Chamber Board on 25 September, to Clause 8.8 (d). This referred to a maximum Board Member term limit of 8 years (or four terms).
- A new clause had been introduced to set out the process for proposing and approving any remuneration of Board Members. Under the new clause, the Board may present a remuneration proposal at an AGM. If approved by the Members, the proposed Board remuneration would apply from the date of that AGM. If no remuneration was approved at an AGM, then no remuneration would be payable from that AGM onwards i.e. Board remuneration needed to be explicitly approved each year by the membership. If not, any remuneration approved at a previous AGM would stop.
- An Appendix had been included for the transition process of the 2024 elected Board considering the new Rules.

Voting took place and BDO counted the votes: 37 for 0 against.

Moved: Peter Morrison
Seconded: Charlotte Sullivan
Carried unanimously

There being no further business, the meeting closed at 4.43pm.

Read and confirmed:



Date: 24 October 2024

APPENDIX 1

AGM Apologies : 12 October 2023

1. Mark Allan, Eliot Sinclair & Partners Ltd
2. Grant Walker, 2B Connected Ltd
3. Oliver Hunt, Medsalv
4. Michael Greene, Chamber Life Member
5. Richard Ballantyne, Chamber Life Member
6. David Halstead, Chamber Life Member
7. Mayor Marie Black, Hurunui District Council
8. Mayor Phil Mauger, Christchurch City Council
9. Alison Adams, ChristchurchNZ
10. Peter Conley, ANZCO Food Ltd
11. Johnathan Eele, Enable Networks Ltd
12. Lee Robinson, Saunders Robinson Brown
13. Richard Umbers, Ryman Healthcare
14. Richard Wyeth, Westland Dairy Company Ltd
15. Andrew Brown, Crombie Lockwood
16. Hamish Riach, Ashburton District Council
17. Edwin Boyce, The Anglican Centre
18. Simone Pickard, Air New Zealand Cargo
19. Emma Crump, 2B Connected
20. Craig Marshall, Complete Asbestos Solutions
21. Lucie Masselink, Complete Asbestos Solutions

