Supporters of Tiritiri Matangi Inc. (SoTM)
Minutes of Annual General Meeting
Held on 19 September, 2022 at the Fickling Convention Centre, 546 Mt Albert Road, Three Kings

Supporters were welcomed to the 34th SoTM Annual General Meeting by Carl Hayson, Chairperson. The meeting opened at 7.30 pm

1. **Apologies:**
   Val Smytheman, Val Lee, Carol Wildermoth, Vicky Young, Anne Rimmer, Ian Alexander, Jenny Gosse, Liz Maire, Olga Brochner, Kevin Barker, Sue and Mike Rowledge, Caroline Parker, Cecilia McCullough.

2. **Draft Minutes of the 2021 AGM were not read as they were on the website.**
   Moved by John Stewart and seconded by Malcolm de Raat that the AGM 2021 Minutes be approved. Carried.

3. **There were no matters arising from AGM 2021 minutes:**

4. **Chairperson's annual report was presented by Carl Hayson** (attached and available on the website)
   Moved by Carl Hayson and seconded by Guy Nash that the Chairperson's report be accepted. Carried.

   Some key points from Carl Hayson's report were:

- Due to Covid downturn in visitor numbers and shop income.
- Change of ferry operators in April 2022 from Fullers360 to Explore Group.
- Passing of Jim Eagles, Dawn Chorus Editor and Ian Haynes, Hon. Solicitor.
- Internal restructuring completed.
- Large increase in grants and donations.
- Birds on Beanies book. Thank you to Kay Milton for donating 90 books and to the team of knitters who give their time and donate the wool. $20,000 for this enterprise has gone into shop sales.
- Anne Rimmer's book has been reprinted and Anne has left right to reprint to SoTM for the future.

5. **Treasurer's report and Financial Statements presented by Peter Lee** (attached and available on the website)

   Peter Lee went through the financials and thanked all our generous sponsors. No questions were asked. Peter Lee then moved that his report be accepted which was seconded by Scott Camlin. Carried.

   Reappointment of auditors:
   Moved by Peter Lee and seconded by Simon Fordham that the Main Committee reappoint Hart & Co as auditors for 2022/2023. Carried.

6. **Setting of Annual Subscription for 2022/2023:**
   It was moved by Gloria Nash and seconded by Peter Lee that the subscriptions be set at:

Student with a NZ postal address $13; Individual, Family or Organisation with NZ postal address $25; Student, Individual, Family or Organisation with overseas postal address $30. Carried.

7. **Election of officers**
   - Carl Hayson (Chairman)
   - Peter Lee (Treasurer)
   - Gloria Nash (Secretary)

   All were elected unopposed.

8. **Committee**

   Carl Hayson moved and Peter Lee seconded that there be a maximum of 9 positions on the Committee which was carried. The following were elected:

   There were 10 nominations for the 9 positions and the following were elected:
   Stacey Balich
   Hester Cooper
   Malcolm de Raat
   Barry Fraser
   Rachel Goddard
   Val Lee
   Jane Thompson
   Ray Walter
   Michael Watson

9. **Nomination of new Life Member:**

   The Main Committee has given approval to Peter Lee being made a Life Member of the Supporters of Tiritiri Matangi. This recommendation was unanimously approved by the meeting and Peter Lee was given a round of applause.

10. **Motions for proposed changes to the Society's Rules:**

A That the part of Rule 4 from its commencement to the end of sub-paragraph (a) is revoked and replaced by the following provision:

Membership shall be open to all persons, families, groups, bodies corporate, and others who wish to support the objects of the Society. There will be two classes of members ('Members'):

(a) Ordinary membership

Any person or entity referred to above may apply to the Society for membership and, on such application being approved by the Committee, the applicant will become a Member of the Society, with membership benefits commencing immediately, apart from voting rights at a General Meeting which will not commence until two months after the date on which membership is approved. Membership will extend for 12 months from the date of approval.

There was some discussion and Alan McCullough moved an amendment which was seconded by Malcolm de Raat that the words "two months" be replaced with the words "eight weeks".

It was then moved by Carl Hayson and seconded by Karen Gouldstone that this motion be approved with the amendment. Carried.

B That Rule 7(c) is revoked and replaced by the following:

(c) Notice of a General Meeting may, if desired, be published in the Member Newsletter and the Member Newsletter must then be posted or emailed to Members at least 21 days prior to the date of such meeting. The notice must specify the date, time and place of the meeting, the type of meeting, and the business to be discussed. Notice of the meeting must also be posted on the Society's website.

It was moved by Carl Hayson and seconded by John Stewart that this motion be approved. Carried.

C That Rule 7(d) is revoked and replaced by the following:

(d) A General Meeting may be held by a quorum of Members;
- *(i) Being assembled together at the time and place appointed for the meeting;*
- *(ii) Participating in the meeting by means of audio, audio and visual, or electronic communication; or*
- *(iii) By a combination of both of the methods set out above.*

30 Members constitute a quorum at a General Meeting.

It was moved by Carl Hayson and seconded by Simon Fordham that this motion be approved. Carried.

D That Rule 7(f) is revoked and replaced by the following provision:

(f) Voting shall be on a show of hands unless a ballot is called for by at least three Members. Where a vote is for the contested election of Officers, this shall be by ballot. On any vote in the case of family membership, where there are two or more adults on the membership, two adults of that family shall be entitled to one vote each. Where a family membership comprises only one adult, the members of that family shall be entitled to one vote only. A Member may exercise a proxy vote through another Member, or through the chairperson and in either case the proxy in writing must be received by the Secretary not less than 24 hours before the date of commencement of the meeting.

Neil Davies read out Anne Rimmer's explanation as to why she would like to see two adults of a family being entitled to one vote each.

There was much discussion in opposition to the motion. One member said we should look at increasing our subscriptions. A vote was taken and the motion was defeated.

E That Rule 9(a) is revoked and replaced by the following provision:

(a) The Rules of the Society may be altered, added to, or rescinded at any general meeting, provided always that such changes do not affect the exclusively charitable nature of the Society, nor give power to extend its operations beyond New Zealand. Notice setting out such alteration, addition, or rescission shall be given to Members in accordance with the provisions of Rule 9A of these Rules.

It was moved by Carl Hayson and seconded by Peter Lee that this motion be approved. Carried.

F That the following new Rule is added:

9A

(a) Every member must inform the Society of the Member's postal address and also, when a Member has one, of the Member's email address. The Member must also inform the Society of any change in the Member's addresses.
(b) Any notice required to be given by the Society under these Rules may be given to a Member by post or by email to the postal or email address that the Member has provided to the Society, or, if desired in the case of General Meetings, in the manner set out in Rule 7(c) of these Rules.
(c) The accidental omission to give notice of a meeting to, or non-receipt of notice of a meeting by, any Member shall not invalidate the proceedings of the meeting concerned.

After discussion Carl Hayson moved and Simon Fordham seconded that clause (a) of this motion be removed and clauses (b) and (c) be renamed (a) and (b) respectively. With this amendment the motion was approved. Carried.

9. Notices:

- Condolences on the passing of Dorothy Miskelly, Elizabeth Morton and John Elliott.
- Dawn Chorus trip 1st October 2022.
- Half price trip to Tiritiri available until 30th September 2022.
- 6th October 2022 Malcolm Clarke doing story time in the Visitor Centre.

10. General Business:

- Chris Thompson suggested that we consider placing a device in the Visitor Centre where visitors could give a donation by tapping their credit card. Juliet Hawkeswood said this has been looked at but there is quite a lot of upfront cost and the internet connection is intermittent, however it is something to keep an eye on.

The AGM concluded at 8:55pm

Following the AGM Carl Hayson gave a presentation on the proposed Field Centre with costings and the 3 options for consideration. There was much discussion and on a show of hands the preferred option was Option 2. A survey will be sent out to members for further feedback.