



ANNUAL GENERAL MEETING AGENDA

Date: Thursday 26 July 2018
Time: 11:00am
Venue: ASB Arena, 81 Truman Lane, Mount Maunganui

AGENDA ITEMS

- 1 Apologies, Approval of Previous Minutes and Matters Arising
- 2 Annual Report incorporating the Chairman and CEO Reports
- 3 Financial Statements
- 4 Budget
- 5 Rule Changes
- 6 Member Forum
 - Members to raise issues for discussion (no resolutions can be taken)

2018 RESOLUTIONS, NOTICE OF MOTION AND EXPLANATORY NOTES

1 Previous Minutes

That the minutes of the Annual General Meeting held on Thursday 24 August 2017 be approved as a true and accurate record.

Explanatory Information

The minutes are available on NZKGI's website www.nzkgi.org.nz or by contacting the NZKGI office on 0800 232 505 or info@nzkgi.org.nz.
The Chairman will invite members to discuss the content of the previous minutes and invite members to ask any questions. The Chairman will then put the above resolution to the meeting. The resolution requires 50 percent of the votes cast.

2 Annual Report

That the Annual Report incorporating the Chairman and Chief Executive Reports be approved.

Explanatory Information

The Annual Report has been distributed with the agenda papers.
The Chairman will invite members to discuss the content of this report and invite members to ask any questions. The Chairman will then put the above resolution to the meeting. The resolution requires 50 percent of the votes cast.

3 Financial Statements

That NZKGI's Financial Statements for the period ending 31 December 2017 be approved.

Explanatory Information

The summary financial statements have been distributed as part of the Annual Report.
*The full audited financial statements along with the auditor's opinion are available on NZKGI's website www.nzkgi.org.nz or by contacting the NZKGI office on 0800 232 505 or info@nzkgi.org.nz.
NZKGI's Executive Committee has reviewed the financial statements and recommends that members approve them.
*The Chairman will invite members to discuss the financial statements and invite members to ask any questions. The Chairman will then put the above resolution to the meeting. The resolution requires 50 percent of the votes cast.**

4 2019 Budget

That NZKGI's Budget for the year ending 31 December 2019 be approved.

Explanatory Information

The proposed 2019 Year budget allows for expenditure of \$1,496,022 against an expected income of \$1,486,300 (based on 1c/tray for 148 million trays) resulting in an operating deficit of \$9,722. The 2019 budget has increased expenditure from 2018 and a small deficit is expected which will be funded from retained earnings. NZKGI's Executive Committee and Forum have reviewed this budget and recommend that members approve it.
The Chairman will invite members to discuss the content of this report and invite members to ask any questions. The Chairman will then put the above resolution to the meeting. The resolution requires 50 percent of the votes cast.

5 Notice of Motion

Pursuant to Rules 12 and 17 of the Rules, the Executive Committee moves:

- a. That the Rules be amended as shown in the marked up copy of the Rules. (Full version available on the website or by request from the NZKGI office).
- b. That the registration of the amendments be put into effect by the registration of a complete new set of the Rules with the Registrar of Incorporated Societies.

Explanatory Information

NZKGI proposes to alter the Rules for the purposes of making them current, fixing errors, simplifying and improving them.

To achieve these purposes the Executive Committee of NZKGI proposes that the following key changes are made:

- Rule 4 & 9.4 - Removal of references to Collaborative Marketing.
- Rule 4 & 7.2 - Improving the definition of a 'Grower' to allow for Trustees and Directors who may not have a financial interest in the growing entity.
- Rule 4 & 8.5, 8.6 - Changing the voting basis where there is more than one regional representative to a preferential voting system so that Growers can vote for all vacancies rather than the current system which only allows a vote for only one vacancy.

- Rule 4 & 8.7 - Allows a group of Supply Entities to have representation where they collectively have greater than 4% supply.
- Rule 9.4 – Updated powers of the Forum to remove references to Collaborative Marketers and to allow the Forum to make recommendations to the Executive Committee.
- Rule 10.2 – Updated to remove inconsistency around the 2 year Executive Committee term (the term has not changed).
- Rule 10.6 – New rule providing the Executive Committee delegated authority for decisions which involve an increase or reduction of 10 cents or more in Grower return per tray without the requirement to consult with Forum. This is aligned with the delegated authority already provided to IAC and ISG representatives in Schedule 1.
- Rule 17 – Clarify the process for changing the rules.
- Schedule 3 - Removal of references to the appointment of KNZ Board members (Grower Directors are now appointed directly by Growers following changes to the Kiwifruit Regulations).
- Schedule 1 & 3 – Combined into one schedule to remove inconsistency and duplication. Updated to include all appointments made by Forum.
- Various rules – Allow for electronic means of communication and voting, removal of fax.
- Various rules – minor wording changes based on legal advice.

The rule changes have been approved by the NZKGI Forum. The Forum is of the opinion that the changes above are fair and reasonable to all Members and provide greater transparency around the operation of NZKGI. All changes proposed are available for Growers to view on the marked up copy of the Rules on the NZKGI website or on request from the NZKGI office.

The Chairman will invite members to discuss the proposed rule changes and invite members to ask any questions. The Chairman will then put the above resolution to the meeting. The resolution requires 50 percent of the votes cast.

6 Member Forum – No resolutions to be considered

The Member Forum is an open forum where any issue or question can be raised.