

NOT FOR DISTRIBUTION TO THE MEDIA OR DISTRIBUTION OUTSIDE THE INDUSTRY

MINUTES OF NZKGI's ANNUAL GENERAL MEETING

Trustpower Bay Park
24th August 2022

Present: Mark Mayston (Chair), Colin Bond (CEO)

In Attendance: Tanya Vickers, Mike Murphy, Gavin Stagg, Di Holloway, Jacqui Craig, Georgia Monks, Neil Moge, Kathy Mason, Sue Groenewald, Helen Allen, Rory Bragg, Craig Wallis, Tim Mayston, John Bourke, John Cook, Kelly Seymour, Debbie Robinson, Stephen Butler, Amy Willoughby, Marty Blake, Andrew Dawson, David Tanner, Doug Brown, Lillianne ten Houten, Peter Blair, Nick Woolsey, Nathan Flowerday, Jens Liesebach, Tim Tietjen, Ruth Underwood, Mark Hudson, Monty Spencer, Mike Smith, Genevieve Griffin-George, Nick Kirton, Sam Coxhead, Ronnie Te Moana, Brad Ririnui, Kerry O'Neil, Linda Peacock, Yanika Reiter, Erin Lane, Michelle Dyer, Fiona Carrick, Erin Atkinson, Linda Flegg, Pip Allen, Don Kemp, John Scrimgeour, Boss Bawden, Craig Thompson, Braden Hungerford, Chris Anstis, John Knowles, Bruce Cameron, Tony Hawken, Haki McRoberts, Amy Tocker, Kevin Enoka Waiari, Rongo Puha, Ratahi Cross, Lee Williams, Paul Jones, Barry O'Neill, Austin Benn, Ann Benn, Karen Roche, Andy Roche, Time Davies, Florence Trout, Steven Thomas, Ian Greaves, Peter Ombler, Robert Humphries, Sally Gardiner, Sean Carnachan, Whetu Rolleston, Tammy Hill, Andrew Dunstan, Simon, Cook, Simon Bowker, Anil Govind, Alana Tierney

Apologies: Phil Jones, Julian Raine, Robbie Mayston, Nadine Tunley, Hugh Moore, Mark Gardiner, Aidan Bourke

Anaru opened the meeting with a Karakia

1. APOLOGIES, PREVIOUS MINUTES AND MATTERS ARISING

Resolution: The meeting accepted apologies from Phil Jones, Julian Raine, Robbie Mayston, Nadine Tunley, Hugh Moore, Mark Gardiner, Aidan Bourke

Moved: Whetu Rolleston/Ratahi Cross
Carried Unanimously

CONFIRMATION OF PREVIOUS MINUTES

Resolution: The minutes of the Annual General Meeting held on Wednesday 18th of August 2021 be approved as a true and correct record.

Moved: Sean Carnachan/Paul Jones
Carried by Majority 96.26%

Matters Arising

No matters arising

2. ANNUAL REPORT INCORPORATING THE CHAIRMAN AND CEO REPORTS

The reports circulated within the Annual Report were taken as read.

The Chairman then spoke to his report drawing attention to the following points:

- NZKGI has become stronger, punching above our weight
- Growers have done well navigating through COVID
- The organisation needs to be recognised for its work in performance monitoring and advocacy at government level in addition to our actions in the labour space
- A recent survey shows that Growers are generally happy with NZKGI

CEO Colin Bond then spoke to his report drawing attention to the following points

- A stronger NZKGI has emerged over the last year
- It is hoped our toughest seasons are behind us
- NZKGI fights for Growers' license to operate
- We will continue to monitor Zespri, including the innovation space
- Gisborne rates will seek leave for appeal

Resolution: That the Annual Report Incorporating the Chairman and Chief Executive Reports be approved.

Moved: Sally Gardiner/Tim Mayston
Carried by Majority 98.66%

3. FINANCIAL STATEMENTS

The previous financial year's statements included within the Annual Report were presented to the meeting by CEO Colin Bond.

- The organisation finished the year with a net operating surplus of over \$113,000. This was an extraordinary result against a revised budgeted loss of \$123,000. The surplus was generated from a lack of expenditure due to COVID across overheads and portfolios. For example, COVID resulted in staff working from home more and there were less costs accrued for travel. The surplus has been incorporated into retained earnings leaving the organization with just over \$1.5 million at the year end. NZKGI operates a retained earnings policy that aims to retain funding for up to 12 months of operating costs and we are still below this level. In addition, there is a budgeted loss of \$22,000 expected for the year we are now operating in.

Resolution: That NZKGI's Financial Statements for the period ending 31 December 2021 be approved.

Moved: Tammy Hill/Dave Tanner
Carried by Majority 98.21%

4. 2022 BUDGET

The 2021 budget circulated with the Annual Report was presented to the meeting by CEO Colin Bond as follows:

The income budget for the proposed 2023 year allows for an expenditure of \$2,064,059 and is based on fruit volume of 180 million trays and a levy of 1.1 cent. Please note there is a typo in the Explanatory information that should read that this is obviously the budget for the 2023 year, not the 2022 year.

However, with the income of 1.1 cent, you will see that an overall loss of \$2,059 is budgeted.

The 2023 budget has increased expenditure from 2022. The increased expenditure pertains primarily to project work in the Performance portfolio as well as increased expenses to reasons such as inflation. The 2022 budget also includes funding for continuation of the Labour Attraction Strategy which was also undertaken for this harvest. This is an investment of \$100,000 and is a significant project. Despite no increase in the levy proposed, we are seeing increasing requests for NZKGI involvement in performance analysis of industry as well as issues such as water management, HiCane and rates.

Recent changes announced by Government mean more changes are coming for growers and if NZKGI is to increase our involvement and support, then this will need to be funded. Rest assured; I remain focused on ensuring the best return on investment for grower levies.

Resolution: That NZKGI's Budget for the year ending 31 December 2023 be approved.

Moved: Robert Humphries/Andrew Dawson
Carried by Majority 93.52%

5. SET THE REMUNERATION OF REPRESENTATIVES

Report taken as read

John Bourke spoke

The Committee wishes to advise that it was pleased with the overall performance of NZKGI whilst encouraging continued efforts to add value for growers. It is essential that the operations of NZKGI need to give certainty that grower interests are never unduly compromised. Hi-Cane review, Labour issues, Government relationships, operational matters, supply and performance are all part of the workload and acknowledged. The dangers facing mental health and well-being amongst the growing community is an increasingly concerning development, which we are pleased that NZKGI are aware of and taking action.

The following recommendations were made:

The recommendations of the Remuneration Committee are as follows:

- The Chairman's fees be adjusted to the levels recommended by the Remuneration Committee of \$73,575.00 per annum.
- The Vice Chairman's fees be adjusted to \$37,985.00 per annum.

- The meeting fees be adjusted to the levels recommended by the Remuneration Committee of \$482.00 a day and \$250.00 per ½ day.
- The Executive Member fees be adjusted to \$14,000.00 per annum.
- The Special Allowance at the discretion of the Executive Committee be adjusted to \$15,000. All other fees remain the same as 2022.

Resolution: Pursuant to Rule 12 of the Rules, the NZKGI Forum moves that the recommendations of the Remuneration Committee be approved with effect from 1 January 2023.

Moved: John Bourke/Doug Brown
Carried by Majority 82.32%

6. AMENDMENTS TO RULE 8: NEW ZEALAND KIWIFRUIT GROWER FORUM MEMBERSHIP:

Resolution: That Rule 8.12 be amended to provide for by-elections where any vacancies of Regional Forum Members occur more than six months prior to each election.

Moved: Sean Carnachan/ Peter Blair
Carried by Majority 97.38%

7. NEW SUBCLAUSES INSERTED IN RULE 10 (THE EXECUTIVE COMMITTEE) AND 9 (MEETINGS OF FORUM MEMBERS):

That the following Rule amendments be made:

7.1 New Rule 10.5(g) inserted to allow the Executive Committee to refer, as it sees fit, any decision within the powers and functions of the Executive Committee (as set out in Rule 10.5) to the NZKGI Forum, except for the power to call meetings of the NZKGI Forum and meetings of the Members; and

7.2 as a consequence of Rule 10.5(g) (if passed), new Rule 9.4(e) be inserted so the functions and powers of the NZKGI Forum include making a decision on any matter referred to it by the Executive Committee under new Rule 10.5(g).

Moved: Whetu Rolleston/Monty Spencer
Carried by Majority 91.25%

8. AMENDMENTS TO SCHEDULE 1 RELATING TO THE ELECTIONS OF NZKGI REPRESENTATIVES ON INDUSTRY COMMITTEES:

That the following amendments be made to Schedule 1 of the Rules:

8.1 New Rule 3(c) inserted to set the number of NZKGI Representatives for the ISG, KPG, Hail Committee and Share Committee as set out in the table below, as this is currently not specified in the Rules;

Committee	No. of NZKGI elected representatives	Term of representatives	Rotations
IAC	3	2 years	2 retiring representatives every two years, other representative retires in alternate years
ISG	2	3 years	1 retiring representative every 18 months
KPG, Share Committee and Hail Committee	3	3 years	1 retiring representative every year

8.2 Rule 4(a) amended to establish timeframes for the election of NZKGI Representatives in accordance with the above table;

8.3 Rule 4(b) inserted to provide for the election of two IAC Representatives and a single NZKGI Representative on each of the ISG, KPG, Share Committee and Hail Committee on or as soon after 1 July 2023 as possible, to provide for a transition to the new rotation timetable;

8.4 Rule 5(a) amended to specify the terms of office of NZKGI Representatives on the IAC, ISG, KPG, Share Committee and Hail Committee in accordance with the above table; and

8.5 new Rules 5(b) and (c) inserted to provide for the transition of the term of office of existing representatives into the new rotation timetable, by allowing them to nominate their retirement or, failing that, for the NZKGI Forum to determine retirement dates.

Moved: Tammy Hill/John Bourke
Carried by Majority 95.34%

9. VARIOUS CONSEQUENTIAL AND MINOR CHANGES:

That the following Rule amendments be made:

9.1 New Rule 8(a) of Schedule 1 inserted to confirm that appointments made to the Remuneration Committee are to be made in accordance with the Terms of Reference for that Committee, approved by the NZKGI Forum, and that Committee will run in accordance with the Terms of Reference, as this is not currently specified in Schedule 1; and

Moved: Mark Mayston/John Knowles
Carried by Majority 97.76%

9.2 various amendments to the Rules and Schedule 1 be made as a consequence of the above changes and to improve clarity of the Rules

Moved: Mark Mayston/John Knowles
Carried by Majority 93.38%

10. MEMBER FORUM

Water

- We expect to see some water policy changes, NZKGI will be supporting Government to make these policies
- Water is a scarce commodity, and will come under pressure

- NZKGI are actively involved in Horticulture Water Strategy groups

The Chairman thanked attendees for attending the meeting.

The Meeting closed at 11.50am

Minutes Confirmed

Chairman

Date

DRAFT