

SUSTAINABLE BUSINESS NETWORK INCORPORATED

MINUTES OF THE 2026 ANNUAL GENERAL MEETING

Date: 22 July 2026

Time: 4.30 – 5.30pm

Venue: SBN Office, Level 5, 48 Emily Place, Auckland CBD, AUCKLAND

ATTENDANCE

Peter Fraher	Abilities Incorporated
Rachael Foard	Auckland Whale & Dolphin Safari
Amber Nicholson	AUT University
Andrew Charlesworth	Big Street Bikers
Holly Fleming	Big Street Bikers
Rohan MacMahon	Climate Venture Capital Fund
Robert Herbert	Echo
Yoshimi Brett	Emergently
Jon Brett	Emergently
Cerasela Stancu	EnviroStrat
Jason Conreen	Equal Build
Ian Mearns	Equal Group Limited
Peter Lee-Grey	Ethical Investing NZ
Michael Eaglen	EV Maritime
Rae Cadwallader	Fisheye IT
Maheshi Wadasinghe	Generate Zero
Tom Land	Geoexchange NZ
Nick Morrison	Go Well Consulting
Jo Patterson	GoodSense
Caleb Male	Kenai Limited
Sam Farid	PhaseFoam
Saskia Verraes	Proxima

Kate Butterfield	Southbase Construction
Jacqueline Farman	The Purpose Business
Tim Marshall	Wright Communications
Rob Fitzgerald	Wright Communications
Jo Bye	ZEN Energy

AGENDA

Chair: **Jacqueline Farman - SBN Chairperson**

- 4:15 pm Door registrations
- 4:30 pm Welcome, proxies, previous minutes 2025, conflicts of interest – Jacqueline Farman
- 4:35 pm Announce the National Board Candidates – Jacqueline Farman
- 4:40 pm Report from Board – Jacqueline Farman
- 4:45 pm Financial Statements section of the Annual Report 2025/26 - Theresa Gaire (Head of Finance)
Non-Financial section of the Annual Report 2025/2026 – Rachel Brown (SBN-CEO)
Appoint Auditor 2026/27 – Jacqueline Farman
- 5.00 pm Close off votes for National Board – Jacqueline Farman
- 5.05 pm National Report and Plans for 2026/27 from CEO – Rachel Brown and SBN staff
- 5:20 pm Confirmation of new National Board – Jacqueline Farman
- 5:25 pm General business
- 5:30 pm Close – Jacqueline Farman

MINUTES OF THE MEETING

1.	WELCOME	Christina van der Velde led with an opening karakia. Jacqueline opened the 23rd Annual AGM and welcomed everyone. SBN staff and board members performed the SBN waiata.
2.	PROXIES & CONFLICT OF INTEREST	Jacqueline advised the number of proxies received was 43. Motion: That the Proxies be accepted Accepted: Jacqueline Farman Seconded: Tom Land Carried

		Jacqueline noted that under the Incorporated Societies Act 2022, we're required to report to the AGM any Conflicts of Interest raised over the past financial year. This year, no matters met the Act's threshold for a Conflict of Interest under our policy. Some Board members raised personal or professional interests during the year, which we recorded in our Interests Register as good practice, but none involved a financial benefit to a Board member from an SBN matter, so none required disclosure.														
3.	MINUTES OF THE PREVIOUS 2025 ANNUAL GENERAL MEETING	Jacqueline stated that the minutes of the 2025 AGM held on 23 July 2025 were posted on the SBN website and that members were made aware of this via email and this evening. Motion: That the Minutes of the previous AGM held on 23 July 2025 be accepted as a true and correct record. Accepted: Jacqueline Farman Seconded: Yoshimi Brett Carried														
4.	MATTERS ARISING FROM THE 2025 MINUTES	Jacqueline asked the meeting if there were any matters arising from last year's minutes. None														
5.	NATIONAL BOARD CANDIDATES FOR THE 2026 YEAR	Jacqueline stated that Nine (9) nominations were received to fill Four (4) positions on the National Board. <table><tr><td>Céline Louche</td><td>Waikato Management School - University of Waikato</td></tr><tr><td>Kate Gislason</td><td>Without Waste</td></tr><tr><td>Peter Lee-Grey</td><td>Ethical Investing NZ</td></tr><tr><td>Katherine (Kath) Dewar</td><td>GoodSense</td></tr><tr><td>Susan Livengood</td><td>Electric Autobus</td></tr><tr><td>Dawn Baggaley</td><td>Rewiring Aotearoa</td></tr><tr><td>Jacqueline Farman</td><td>The Purpose Business</td></tr></table>	Céline Louche	Waikato Management School - University of Waikato	Kate Gislason	Without Waste	Peter Lee-Grey	Ethical Investing NZ	Katherine (Kath) Dewar	GoodSense	Susan Livengood	Electric Autobus	Dawn Baggaley	Rewiring Aotearoa	Jacqueline Farman	The Purpose Business
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		<table><tr><td>Kate Mary Butterfield</td><td>Southbase Construction</td></tr><tr><td>Kate Ellmers</td><td>Individual Impact Investor</td></tr></table> Jacqueline asked members, who were given a Voting Paper when they arrived, to tick no more than 4 boxes for their preferred candidates as previously distributed by email. If they had previously voted by email, then the votes would have already been counted. Jacqueline reminded the meeting that voting would be closed following the Annual Report presentation by Theresa Gaire and Rachel Brown. She asked members to pass their votes to the SBN staff and reminded them that the votes would be checked against the current financial membership list by our Returning Officer Jenny Zhou.	Kate Mary Butterfield	Southbase Construction	Kate Ellmers	Individual Impact Investor
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6.	NATIONAL BOARD REPORT FROM THE CHAIR	Jacqueline summarised the foreword from the Chair and Chief Executive Officer from SBN’s Annual Report covering the 2025/26 year.				
7.	2025/26 ANNUAL REPORT	Theresa Gaire (Head of Finance) and Rachel Brown (CEO) presented the Annual Report ending 31 March 2026 which was made available online and was made available at the meeting. Motion: The SBN Annual Report 2025/2026 be accepted. Accepted: Jacqueline Farman Seconded: Michael Eaglen Carried				
8.	APPOINTMENT OF AUDITOR	Jacqueline thanked the team from William Buck (NZ) Ltd for doing a great job auditing this year’s accounts. Motion: That William Buck (NZ) Ltd be appointed as Auditor for the next financial year. Accepted: Jacqueline Farman Seconded: Peter Lee-Grey Carried				
9.	CLOSE OF VOTING					

10.	2026/2027 ANNUAL PLAN SUMMARY FROM THE CHIEF EXECUTIVE AND TEAM	Rachel and the SBN team presented SBN's Annual Plan Summary to the Annual General Meeting. The report outlined the key activities planned for the 2026/27 year. Motion: That the 2026/2027 Annual Plan be accepted. Accepted: Jacqueline Farman Seconded: Rachael Foard Carried
11.	CONFIRMING ELECTION OF NATIONAL BOARD FOR THE 2026/27 YEAR	Jacqueline stated that Nine (9) nominations were received to fill Four (4) vacant positions on the National Board. Jacqueline thanked all the nominees. Rachel announced the successful candidate elected to the Board were: - Peter Lee-Grey - Susan Livengood - Dawn Baggaley - Jacqueline Farman Jacqueline congratulated the successful candidates and thanked the other candidates for standing. Motion: The new National Board for 2026 is accepted. Accepted: Jacqueline Farman Seconded: Michael Eaglen Carried Jacqueline moved that the voting papers be destroyed. Accepted: Jacqueline Farman Seconded: Michael Eaglen Carried
12.	GENERAL	Jacqueline asked if there was any general business and there was none.

	BUSINESS	Jacqueline thanked all who attended the AGM as well as those who weren't able to be here but sent in their proxy votes. Jacqueline thanked Rachel Brown (who has led this organisation well for the past 24 years) and the staff of SBN who have successfully navigated this past year. Jacqueline thanked all the SBN Impact Investors for continuing to support SBN as it endeavours to make the world a better place, through business, starting here in Aotearoa New Zealand. Rachel thanked the SBN Board for their strategic insight and support of the SBN broadly. She then thanked the Chairperson Jacqueline Farman and head of Audit & Risk Sean Kelly for the significant time and effort they give to SBN.
13.	CLOSING OF THE AGM	Jacqueline declared the 23rd AGM of the Sustainable Business Network closed.
14.	CLOSING KARAKIA	Christina van der Velde led the closing Karakia.