

SUSTAINABLE BUSINESS NETWORK INCORPORATED

MINUTES OF THE 2024 ANNUAL GENERAL MEETING

Date: 25 July 2024

Time: 4.30 – 5.30pm

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

ATTENDANCE

Airways	Adam Weller
BCS BUILDING CLIMATE SOLUTIONS	Jonathon Ballard
BCS BUILDING CLIMATE SOLUTIONS	Paul Gilbert
BCS BUILDING CLIMATE SOLUTIONS	Adam Parkinson
Blackhawk Tracking Systems Limited	Jamie Armstrong
Eco Choice Aotearoa (The New Zealand Ecolabelling Trust)	Stella Jeon
Ethical Investing NZ	Peter Lee
EcoStock Supplies Limited	Andrew Fisher
Ecotricity NZ	Josephine Rudkin-Binks
Ecotricity NZ	Mark Yates
Fisher and Paykel Healthcare	Siena Thompson
GoodSense	Kath Dewar
Individual	Sean Kelly
Karma Cola Ltd	Chris Morrison
Mindful Money	Barry Coates
Paediatric Occupational Therapy Ltd	James Hamill
Pavilion Architecture	Hamish Grotrian
Pavilion Architecture	Mel Grotrian
Pest Free Kaipatiki	Annie Dignan

RankPower Ltd	Perry Bernard
Solar Hub NZ Ltd	Timer Zheng
Solar Hub NZ Ltd	Sahil Chand
Solar Hub NZ Ltd	Karan Soni
Solar Hub NZ Ltd	Asiri Wickramanayake
Solar Hub NZ Ltd	Yogesh Chand
The Purpose Business	Jacqueline Farman
University of Auckland	Amber Nicholson
Wilbest	Grace Yi
wilbest green tech	Mark chen
Zealafoam Holdings Ltd	Sarah Heine
Spacebar Design	Anson Kong

APOLOGIES

eCoach	Julian Ostling
Individual	Sophia Olo-Whaanga
Participatory Techniques Ltd	Michelle Rush
University of Waikato	Simon Lovatt
Wright Communications	Nikki Wright
Waka Kotahi	Lisa Rossiter
PeopleEX	Karen Meredith
Restaurant Brands	Alex Kabysh
Clevaco New Zealand	Andrew Minturn
Futureful	Carolyn Mortland
Life Health Foods NZ Ltd	Paul Johnston

AGENDA

Chair: Jacqueline Farman - SBN Chairperson

- 4:15 pm Door registrations
- 4:30 pm Welcome, proxies and apologies & Previous Minutes 2023 – 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 2023/24 - Theresa Gaire (Head of Finance)
Non-Financial section of the Annual Report 2023/2024 – Rachel Brown (CEO)
Appoint Auditor 2024/25 – Jacqueline Farman
- 4.55 pm Close off votes for National Board – Jacqueline Farman
- 5.00pm Recommended Rule (Constitution) Changes – Theresa Gaire and Jacqueline Farman
- 5.10 pm National Report and Plans for 2024/25 from CEO – Rachel Brown (Chief Executive) 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	Steph Vercoe led with an opening Karakia. Jacqueline opened the 21st Annual AGM and welcomed everyone. SBN staff and board members performed the SBN Waiata.
2.	PROXIES & APOLOGIES	Jacqueline noted we have received apologies (noted above), and also asked if there were other apologies from the floor. Jacqueline advised the number of proxies received 24. Motion: That the Apologies be accepted Accepted: Jacqueline Farman Seconded: Kath Dewar Carried

3.	MINUTES OF THE PREVIOUS 2023 ANNUAL GENERAL MEETING	<p>Jacqueline stated that the minutes of the 2023 AGM held on 18 July 2023 were posted on the SBN website and that members were made aware of this via email and this evening.</p> <p>Motion: That the Minutes of the previous AGM held on 18 July 2023 be accepted as a true and correct record.</p> <p>Accepted: Jacqueline Farman Seconded: Barry Coates</p> <p>Carried</p>														
4.	MATTERS ARISING FROM THE 2023 MINUTES	<p>Jacqueline asked the meeting if there were any matters arising from last year's minutes.</p> <p>None</p>														
5.	NATIONAL BOARD CANDIDATES FOR THE 2024 YEAR	<p>Jacqueline stated that Seven (7) nominations were received to fill Four (4) positions on the National Board.</p> <table border="1" data-bbox="505 886 1442 1411"> <tr> <td data-bbox="505 886 911 961">Andrew Minturn</td> <td data-bbox="911 886 1442 961">Clevaco New Zealand Limited</td> </tr> <tr> <td data-bbox="505 961 911 1037">Celine Louche</td> <td data-bbox="911 961 1442 1037">University of Waikato</td> </tr> <tr> <td data-bbox="505 1037 911 1113">Dawn Baggaley</td> <td data-bbox="911 1037 1442 1113">NZ Post</td> </tr> <tr> <td data-bbox="505 1113 911 1188">Jacqueline Farman</td> <td data-bbox="911 1113 1442 1188">The Purpose Business</td> </tr> <tr> <td data-bbox="505 1188 911 1264">Katherine Dewar</td> <td data-bbox="911 1188 1442 1264">GoodSense</td> </tr> <tr> <td data-bbox="505 1264 911 1339">Mariann Matai</td> <td data-bbox="911 1264 1442 1339">Individual</td> </tr> <tr> <td data-bbox="505 1339 911 1411">Merrin Pearse</td> <td data-bbox="911 1339 1442 1411">Coordinate4u Limited</td> </tr> </table> <p>Jacqueline asked members who were given a Voting Paper when they arrived, to tick no more than 4 boxes for their preferred candidate as previously distributed by email. If they had previously voted by email, then the votes would have already been counted.</p> <p>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.</p>	Andrew Minturn	Clevaco New Zealand Limited	Celine Louche	University of Waikato	Dawn Baggaley	NZ Post	Jacqueline Farman	The Purpose Business	Katherine Dewar	GoodSense	Mariann Matai	Individual	Merrin Pearse	Coordinate4u Limited
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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 2023/24 year, especially acknowledging the devastating loss of SBN's dear friend and colleague Rod Oram, who died in March this year.
7.	2023/24 ANNUAL REPORT	<p>Theresa Gaire (Head of Finance) and Rachel Brown (CEO) presented the Annual Report ending 31 March 2024 which was made available online and was made available at the meeting.</p> <p>Motion: The SBN Annual Report 2023/2024 be accepted.</p> <p>Accepted: Jacqueline Farman Seconded: Adam Weller</p> <p>Carried</p>
8.	APPOINTMENT OF AUDITOR	<p>Jacqueline thanked the team from William Buck (NZ) Ltd for doing a great job auditing this year's accounts.</p> <p>Motion: That William Buck (NZ) Ltd be appointed as Auditor for the next financial year.</p> <p>Approved: Jacqueline Farman Seconded: Mark Yates</p> <p>Carried</p>
9.	CLOSE OF VOTING	
10.	RECOMMENDED RULE (CONSTITUTION) CHANGES	<p>Jacqueline stated that a key outcome of the AGM this year is to approve a number of Rule changes as required under the new Incorporated Societies Act of 2022.</p> <p>Theresa ran through why the Rule changes were being made and the process that had been gone through to present them to the members at this AGM.</p> <p>She also noted that SBN staff, the National Board, the Board Finance Committee and lawyers ParryField had all been involved in the process and that the recommended changes had been on the website for members to view.</p> <p>Motion: That the Rule changes be approved.</p> <p>Approved: Jacqueline Farman Seconded: Kath Dewar</p>

<p>11.</p>	<p>2024/2025 ANNUAL PLAN SUMMARY FROM THE CHIEF EXECUTIVE AND TEAM</p>	<p>Carried</p> <p>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 2024/25 year.</p> <p>Motion: That the 2024/2025 Annual Plan be accepted.</p> <p>Accepted: Jacqueline Farman Seconded: Mark Yates</p> <p>Carried</p>
<p>12.</p>	<p>CONFIRMING ELECTION OF NATIONAL BOARD FOR THE 2024/25 YEAR</p>	<p>Jacqueline stated that Seven (7) nominations were received to fill Four (4) vacant positions on the National Board.</p> <p>Jacqueline thanked all the nominees.</p> <p>The successful candidates elected to the Board were:</p> <ul style="list-style-type: none"> - Jacqueline Farman - Dawn Baggaley - Katherine Dewar - Celine Louche <p>Jacqueline congratulated the successful candidate and thanked the other candidates for standing.</p> <p>Motion: The new National Board for 2024 is accepted.</p> <p>Accepted: Jacqueline Farman Seconded: Chris Morrison</p> <p>Carried</p> <p>Jacqueline moved that the voting papers be destroyed.</p> <p>Accepted: Jacqueline Farman Seconded: Chris Morrison</p> <p>Carried</p>
<p>13.</p>	<p>GENERAL BUSINESS</p>	<p>Jacqueline asked if there was any general business and there was none.</p>

		<p>Jacqueline thanked all who attended the AGM as well as those who weren't able to be here but sent in their proxy votes.</p> <p>Jacqueline thanked Rachel Brown (who has led this organisation well for the past 22 years) and the staff of SBN who have successfully navigated this past year.</p> <p>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.</p> <p>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 and presented them with a gift.</p>
14.	CLOSING OF THE AGM	Jacqueline declared the 21st AGM of the Sustainable Business Network closed.
15.	CLOSING KARAKIA	Steph Vercoe led the closing Karakia.