

**SUSTAINABLE BUSINESS NETWORK INCORPORATED**

**MINUTES OF THE 2025 ANNUAL GENERAL MEETING**

**Date:** 23 July 2025

**Time:** 4.30 – 5.30pm

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

**ATTENDANCE**

Rachael Foard	Auckland Whale & Dolphin Safari
Carl Storm	Balers NZ Ltd
Ryan Philp	Daikin
Josephine Rudkin-Binks	Ecotricity NZ
Mark Yates	Ecotricity NZ
Therese Ireland	Emerge Aotearoa Ltd, The Generator
Peter Lee	Ethical Investing NZ Ltd
Michael Eaglen	EV Maritime
Rae Cadwallader	Fisheye IT
Jeremy Hunt	Fisheye IT
Michael Basagre	Hi-Tech Packaging
Sean Kelly	Individual
Klaudia Matyjas	Watersmart
Bella Sigley	Milford Asset Management
Barry Coates	Mindful Money
Katie Lee	Paradigm
Hamish Grotrian	Pavilion Architecture Ltd
Jess Lawson	PeopleEX
Michelle Pongia	PeopleEX
Stefan Rüegg	Proxima
Jacqueline Farman	The Purpose Business
Mark Chen	Wilbest Green Tech
Carolyn Mortland	Futureful

## AGENDA

**Chair: Jacqueline Farman - SBN Chairperson**

- 4:15 pm Door registrations
- 4:30 pm Welcome, proxies, previous minutes 2024, 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 2024/25 - Theresa Gaire (Head of Finance)  
Non-Financial section of the Annual Report 2024/2025 – Rachel Brown (SBN-CEO)  
Appoint Auditor 2025/26 – Jacqueline Farman
- 5.00 pm Close off votes for National Board – Jacqueline Farman
- 5.05 pm National Report and Plans for 2025/26 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.	<b>WELCOME</b>	Rosie Sommerville and Nayesha Mulholland led with an opening Karakia. Jacqueline opened the 22nd Annual AGM and welcomed everyone. SBN staff and board members performed the SBN Waiata.
2.	<b>PROXIES &amp; CONFLICT OF INTEREST</b>	<p>Jacqueline advised the number of proxies received 36.</p> <p><b>Motion:</b> That the Proxies be accepted</p> <p>Accepted: Jacqueline Farman Seconded: Mark Yates</p> <p><b>Carried</b></p> <p>Jacqueline noted that under the Incorporated Societies Act 2022, there is a requirement to bring to the AGM any Conflicts of Interest raised throughout the past financial year. She stated that for this past year there have been no Conflicts of Interest as per SBN's Conflicts of Interest policy which is modelled on the requirements of the new Act.</p>

3.	<b>MINUTES OF THE PREVIOUS 2024 ANNUAL GENERAL MEETING</b>	<p>Jacqueline stated that the minutes of the 2024 AGM held on 25 July 2024 were posted on the SBN website and that members were made aware of this via email and this evening.</p> <p><b>Motion:</b> That the Minutes of the previous AGM held on 25 July 2024 be accepted as a true and correct record.</p> <p>Accepted: Jacqueline Farman Seconded: Barry Coates</p> <p><b>Carried</b></p>						
4.	<b>MATTERS ARISING FROM THE 2024 MINUTES</b>	<p>Jacqueline asked the meeting if there were any matters arising from last year's minutes.</p> <p>None</p>						
5.	<b>NATIONAL BOARD CANDIDATES FOR THE 2025 YEAR</b>	<p>Jacqueline stated that Three (3) nominations were received to fill One (1) position on the National Board.</p> <table border="1" data-bbox="505 926 1442 1150"> <tr> <td data-bbox="505 926 911 999">Michael Basagre</td> <td data-bbox="911 926 1442 999">Hi-Tech Packaging Ltd</td> </tr> <tr> <td data-bbox="505 999 911 1073">Michael Perrett</td> <td data-bbox="911 999 1442 1073">Green School New Zealand Ltd</td> </tr> <tr> <td data-bbox="505 1073 911 1150">Sean Kelly</td> <td data-bbox="911 1073 1442 1150">Individual</td> </tr> </table> <p>Jacqueline asked members who were given a Voting Paper when they arrived, to tick no more than 1 box 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>	Michael Basagre	Hi-Tech Packaging Ltd	Michael Perrett	Green School New Zealand Ltd	Sean Kelly	Individual
Michael Basagre	Hi-Tech Packaging Ltd							
Michael Perrett	Green School New Zealand Ltd							
Sean Kelly	Individual							
6.	<b>NATIONAL BOARD REPORT FROM THE CHAIR</b>	<p>Jacqueline summarised the foreword from the Chair and Chief Executive Officer from SBN's Annual Report covering the 2024/25 year.</p>						
7.	<b>2024/25 ANNUAL REPORT</b>	<p>Theresa Gaire (Head of Finance) and Rachel Brown (CEO) presented the Annual Report ending 31 March 2025 which was made available online</p>						

		<p>and was made available at the meeting.</p> <p><b>Motion:</b> The SBN Annual Report 2024/2025 be accepted.</p> <p>Accepted: Jacqueline Farman Seconded: Josephine Rudkin-Binks</p> <p><b>Carried</b></p>
8.	<b>APPOINTMENT OF AUDITOR</b>	<p>Jacqueline thanked the team from William Buck (NZ) Ltd for doing a great job auditing this year's accounts.</p> <p><b>Motion:</b> That William Buck (NZ) Ltd be appointed as Auditor for the next financial year.</p> <p>Approved: Jacqueline Farman Seconded: Michael Eaglen</p> <p><b>Carried</b></p>
9.	<b>CLOSE OF VOTING</b>	
10.	<b>2025/2026 ANNUAL PLAN SUMMARY FROM THE CHIEF EXECUTIVE AND TEAM</b>	<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 2025/26 year.</p> <p><b>Motion:</b> That the 2025/2026 Annual Plan be accepted.</p> <p>Accepted: Jacqueline Farman Seconded: Carolyn Mortland</p> <p><b>Carried</b></p>
11.	<b>CONFIRMING ELECTION OF NATIONAL BOARD FOR THE 2025/26 YEAR</b>	<p>Jacqueline stated that Three (3) nominations were received to fill One (1) vacant position on the National Board.</p> <p>Jacqueline thanked all the nominees.</p> <p>The successful candidate elected to the Board was:</p> <ul style="list-style-type: none"> <li>- Sean Kelly</li> </ul> <p>Jacqueline congratulated the successful candidate and thanked the other candidates for standing.</p>

		<p><b>Motion:</b> The new National Board for 2025 is accepted.</p> <p>Accepted: Jacqueline Farman Seconded: Mark Yates</p> <p><b>Carried</b></p> <p>Jacqueline moved that the voting papers be destroyed.</p> <p>Accepted: Jacqueline Farman Seconded: Mark Yates</p> <p><b>Carried</b></p>
<b>12.</b>	<b>GENERAL BUSINESS</b>	<p>Jacqueline asked if there was any general business and there was none.</p> <p>Mark Yates from Ecotricity wanted to acknowledge Rachel for her continued leadership and vision with running SBN.</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 23 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 &amp; Risk Sean Kelly for the significant time and effort they give to SBN and presented them with a gift.</p>
<b>13.</b>	<b>CLOSING OF THE AGM</b>	Jacqueline declared the 22nd AGM of the Sustainable Business Network closed.
<b>14.</b>	<b>CLOSING KARAKIA</b>	Rosie Sommerville and Nayesha Mulholland led the closing Karakia.