

## MINUTES OF THE OTAGO SOUTHLAND BRANCH 2024 ANNUAL GENERAL MEETING

**Date:** Wednesday 28 April 2024  
**Time:** 12:15pm  
**Location:** The Dunedin Club, 33 Melville Street, Dunedin

### Members Present

Trish Oakley, Scott Mason, Sarah Ottrey, Rei Ishikawa, Jeffrey Broughton, Jeffrey Grant, Rowena Davenport, Jamie Adamson, Fraser Goldsmith, Tim Loan, Wade Pearson, Dean Delaney, Robbie Burnside, Sarah Simmers, John Farrow, John Anderson, Anne McLeod, Gerold Borrmann, Darryl McKenzie, Helen Paterson, Matthew Holdridge, Miranda Miroso, Libby Harrison

### Non-Members Present

Sophan Pearson

### Apologies

**Apologies Received:** Duncan Fea, Jon Foote, Geoff Thomas, Giselle McLachlan, Steve Brocklebank, John Gallaher, Stephen Higgs, Kate Keddell, Pat Heslin, Richard Barker, Dawn Sangster, Paul Moodie, Vivienne Seaton, Sharon Knowles & Anderson Lloyd Partners

**MOVED** from the Chair that apologies received be accepted

**Seconder:** Jeff Broughton

**Outcome: Apologies approved**

### Confirmation of Minutes of Previous AGM (tabled in OS Branch webpage)

**MOVED** from the Chair the adoption of the minutes of 2023 Branch AGM as being a true and correct record:

**Seconder:** Rei Ishikawa

**Outcome: Minutes approved**

### Chair's Report

Tēnā koutou katoa. On behalf of the Institute of Directors Otago Southland Branch committee, it is my pleasure to report on the 2023 year, my sixth year as chair.

The Institute of Directors is the professional body for directors. It continues to be at the heart of Aotearoa's governance community. We support and enable directors to add value to their organisations.

The IoD in New Zealand began over 40 years ago as a division of the Institute of Directors in the UK. In 1989, the Institute of Directors in New Zealand (Inc) adopted its own constitution and became a separate legal entity. Today, we have more than 10,500 members connected through our regional branch network and national office.

The governance of the Institute is overseen by a Board who have the responsibility to appoint the CEO and monitor the Institute's performance. I'm honoured to be on both the Board and, along with fellow committee member, Scott Mason, who represents the Otago Branch, alongside other regional representatives from our eight branches, sit on the Institute's National Council. The Council remains the guardian of the Institute, keeping members' interests at the centre of all that we do.

The Otago Southland branch is in good shape and had a successful year overall. We have been able to maintain our membership with modest growth resulting in a year end number of 738 members. We continue to sit above the national average in the number of activated members and tenure rate.

We welcomed a new Distinguished Fellow and two new Chartered Fellows during the year. Congratulations to Distinguished Fellow Geoff Thomas, and Chartered Fellows Scott Mason and Chris Dennison. Geoff brings our Distinguished Fellow total to 11 and nationally we have 67. We have 44 Chartered Fellows in our region. Congratulations also goes to those in our region who became Chartered members during the year.

A particular focus for our branch is to provide events that our members' value and one way we measure this is through attendance at events. Within the region, our engagement level exceeds the national average. The Otago Southland branch delivered 28 events in total and increase from 21 in 2022. Event revenue was up 51% from the previous year. Attendances at events over the last 12 months saw 659 attendees compared with 433 in 2022.

Highlights include our 2021 Distinguished Fellow presentation to Acton Smith in Wānaka where Chartered Fellow Martin Dippie spoke and our 2022 Distinguished Fellow presentation to John Ward where Joe O'Connell spoke. These celebrations were carried over to the 2023 year due to availability of the recipients.

A topical event on building better financial outcomes for women saw a panel comprised of Ana-Marie Lockyer, Mary Lewis, Sarah Ottrey and John Gallaher. Famous, far-reaching and fifty-something: The Dunedin Study's Next era with chair Laura Black provided insights into this iconic research. Finally our national top 5 issue, Shared Value, saw NZRU board members Dame Farah Palmer, Catherine Savage and Rowena Davenport look at the spirit of the game and the nation.

Our usual branch practice saw us make donations to various charities in lieu of speaker fees. These charities included Hospice Southland, Foster Hope, Graeme Dingle Foundation, Little Miracles Trust, SPCA, Dunedin Community Mediation.

With generous support from the Otago Community Trust and the Community Trust South we delivered 5 not for profit governance essentials courses in Wānaka, Dunedin and Invercargill during 2023. This full day course enabled us to support and enhance governance capabilities for nearly 130 individuals serving on NFP boards in our region.

The branch continues to support both the Emerging Director and Mentoring for diversity development programmes and we were delighted to announce Jo Hay as our 2023 Emerging Director Award winner and runner up Gerold Borrmann. Included in the award benefits, both Jo and Gerold will receive mentorship from local senior directors. We combined the presentation of our Emerging Director awards with our branch Christmas gathering, creating a wonderful celebration of emerging and distinguished talent. This also provided us an opportunity to publicly

celebrate Distinguished Fellow Geoff Thomas by presenting him with his certificate. Our guest speaker for the evening was IoD Board chair, Ross Buckley.

We were delighted to see local Dunedin director Barb Long successfully awarded placement in the national Mentoring for Diversity programme. Through this programme, I have seen mentees understand better their value as a director, where to focus their governance learning to better prepare them for future roles and even understand if governance is the right pathway for them.

Nationally the IoD continues grow in both its capability and the breadth of offerings provided. In 2023, we introduced an updated board evaluation offering in addition to our scholarship fund. This year's scholarship provided support for IoD members who are directors in the not-for-profit sector, providing places on our Company Directors' Course and Essentials courses. We welcome the opportunity to engage with individuals and organisations who may wish to contribute to the scholarship fund.

The Governance Leadership Team provided the updated Top 5 Issues for 2024 being, Climate Leadership, Future-ready succession, Harnessing AI, Enabling productivity and the Value-adding board. We will look to weave these issues into branch events during the 2024 year.

Of course, our activity would not be possible without the support of our sponsors – Anderson Lloyd, ASB, Deloitte, Marsh and Platinum Recruitment. I would like to thank and acknowledge them for their commitment to helping raise the standards of governance in our region by supporting the activities that our local branch offers. I'd also like to express appreciation to Sally Rae and the Otago Daily Times team for their active involvement in our governance-focused content, contributing insightful articles about our speakers and profiling our events.

I extend gratitude to the branch committee for their camaraderie and proactive efforts in leveraging their networks to bring in speakers and for their support generally. They are Jeff Broughton, Rowena Davenport, Duncan Fea, Jon Foote, Jeff Grant, Rei Ishikawa, Scott Mason and Sarah Ottrey. Thank you, I value your support and personally thank and acknowledge you for sharing your governance skills and perspectives with our committee.

A heartfelt thank you to Michelle Henderson, who concluded her committee tenure at the close of 2023. Your contributions and regional connections were valued by both the committee and our members. I also acknowledge the work and commitment of our branch manager Michelle Branford. Her tireless efforts make all that I have spoken of, and much more besides, possible for our members. I know they also appreciate the individual guidance and support they receive.

In conclusion, the Otago Southland branch is in good heart and we look forward to continuing to engage with you in 2024. On behalf of the committee I thank you for your continued support and participation. We welcome your feedback at any time.

Trish Oakley

Otago Southland Branch Chair (END)

**MOVED** from the Chair the adoption of Branch Chair's Annual Report for 2023

**Seconder:** Claire Austin

**Outcome: Branch Chair's Annual Report for 2023 approved**

Claire Austin proposed a special vote of thanks to Trish Oakley for her outstanding service to the Otago Southland Branch as Chair for the past 6 years.

### **Election of Branch Committee**

- Under our branch constitution, one third of our branch committee retire by rotation each year and are eligible for re-election if they choose to stand for another term.
- The current committee comprises of Trish Oakley (Chair), Jeffrey Broughton, Rowena Davenport, Duncan Fea, Jon Foote, Jeff Grant, Rei Ishikawa, Scott Mason and Sarah Ottrey.
- This year Sarah Ottrey, Rei Ishikawa and Scott Mason retire in rotation and are available for re-election. Michelle Henderson stepped down at the end of 2023.
- No other nominations have been received and no nominations will be taken from the floor and therefore no election is required. The current committee as just noted is confirmed and
- Committee profiles are available on the IOD website.

### **General Business**

Geoff Thomas proposed a vote of thanks to the branch committee for their hard work, support and commitment also noting Trish Oakley's 6 year tenure as branch chair and service on the IOD's Board and National Council and thanked her for fulfilling all three roles during the year.

No other general business.

### **Closure**

The AGM closed at 12.45 pm and the guest speaker Andy Symons spoke to the attendees.