

WATER NEW ZEALAND
ANNUAL GENERAL MEETING
of the
NEW ZEALAND WATER AND WASTES ASSOCIATION INCORPORATED
DRAFT MINUTES

Wednesday 22 September 2010 at 5.30pm
Christchurch Convention Centre, Christchurch

PRESENT

In Attendance		Organisation
Gibb	Murray	Water New Zealand – Chief Executive
Smith	Hannah	Water New Zealand – Minute Secretary
Dawson	Hannah	Water New Zealand
Lang	Jan	Water New Zealand
Peddie	Susannah	Water New Zealand
Strange	Noeline	Water New Zealand
Whatmough	Linda	Water New Zealand - Scrutineer
Whitehouse	Peter	Water New Zealand

Members		Organisation
Bassett	Dave	Kapiti Coast District Council
Blackburn-Huettner	Dukessa	Rodney District Council
Blake-Mason	Hugh	Selwyn District Council
Blakemore	Rob	Opus International Consultants Limited
Bonny	Eric	Tararua District Council
Booth	Jeff	Jeff Booth Consulting Limited
Borrie	Neal	Aqualinc Research Limited
Bradley	Jim	MWH New Zealand Limited
Bresler	Andre	URS New Zealand Limited
Cathcart	Ian	United Water International Limited
Couper	Steve	AWT New Zealand Limited
Devlin	Margaret	Arrived 5:49pm
Evans	Martin	URS New Zealand Limited
Ewen	Matt	Filtration Technology Limited
Fletcher	Gerard	Hynds Limited
Fox	Rebecca	Water Industry Training
Freeman	Craig	Filtration Technology Limited
Garside	Ian	CH2M Beca
Gibson	Tim	City Care Limited
Gordon	Greg	Filtration Technology Limited
Grace	Stephen	Metro Water Limited
Gunn	Ian	
Harkness	Brendon	Waitakere City Council
Harper	Peter	City Care Limited

Hartwell	Sioban	URS New Zealand Limited
Healy	Kevin	Reliance Worldwide Limited
Hesford	Nigel	Water Industry Training
Hill	David	Capacity
Hodges	Jim	Watercare Services Limited
Jaduram	Raveen	Watercare Services Limited
Katavic	Mijo	Rotorua District Council
Kitto	James	Taranaki Regional Council
Lind	Myles	Watercare Services Limited
Macdonald	Garry	CH2M Beca
Mackie	John	Dunedin City Council
Manning	Brent	New Plymouth District Council
Meys	Luke	Opus International Consultants Limited
Milke	Mark	University Of Canterbury
Miller	Bruce	Osisoft Australia Limited
Mills	Craig	United Water International Limited
Mulder	Onno	City Care Limited
Murray	Alister	Invercargill City Council
Murray	Rod	Hynds Environmental
Pedley	Keith	Rangitikei District Council
Pinfold	Terry	Greater Wellington Regional Council
Pritchard	Peter	Veolia Water Solutions And Technology
Roos	Valitha	Opus International Consultants Limited
Rundle	Clive	CH2M Beca
Simpson	Martyn	Water Industry Training
Smith	Martin	GHD Limited
Solanki	Jayesh	Waitakere City Council
Stokes	Colin	Opus International Consultants
Sukias	James	Niwa
Thacker	Graeme	Filtration Technology Limited
Van Bussel	Andrew	Rangitikei District Council
Walmsley	Nick	GHD Limited
Ward	David	Aurecon New Zealand Limited
Watson	Andrew	CH2M Beca
Wilson	Anthony	New Plymouth District Council
Yeates	Annie	Water Industry Training
Young	Alison	Thermo Fisher Scientific New Zealand Limited

Non Member		Organisation
Climo	Jason	
Hillyard	David	
Mason	Katherine	
Raymond	Wayne	

1. WELCOME AND RECEIVING OF PROXY VOTES

President Martin Smith opened the Meeting, welcomed the members, fellow Board members, Chief Executive and staff of the Association. A special welcome was extended to all former Board members and office holders of the Association.

The President advised that he intended to group the constitutional motions received from member Jeff Booth with the constitutional motions put up by the Board. The motions from Jeff Booth relating to operational matters would be discussed separately.

General Business Items

The President called for items of general business interest.

Nil

2. APOLOGIES

Apologies		Organisation
Bryant	Kevin	Water Industry Training
Carne	Steve	GHD
Davis	Keith	
Fullerton	Rob	Beca Infrastructure
Glyn	Julian	
Hunt	Richard	Sigma Consultants Limited
Hynds	Adrian	Hynds
Littlefair	Charlie	Utility Services
McBride	Graham	NIWA
McLachlan	Michael	Sepa NZ Limited
Miller	Boyd	
Murray	Arch	Deeco Services
Tipler	Cliff	URS NZ Limited

Motion:

It was moved by Anthony Wilson and seconded by Onno Mulder

“That the apologies be received”

CARRIED

3. MINUTES OF PREVIOUS AGM OF 23 September 2009

Motion:

It was moved by Garry Macdonald and seconded David Ward

“That the minutes of the AGM held at the Energy Centre in Rotorua on Wednesday 23rd September 2009 be accepted as a true and correct record”.

CARRIED

4. MATTERS ARISING

The Chief Executive advised that pursuant to the 2009 AGM an Awards Committee had been established, and that an audit policy had been put in place.

5. PRESIDENT'S REPORT

The President advised that his report for the year ending 30 June 2010 had been posted on the Water New Zealand website on 7 September 2010 and members notified accordingly.

Motion:

It was moved by Sioban Hartwell and seconded by Steve Couper

"That the President's Report be received and accepted"

CARRIED

6. CHIEF EXECUTIVE'S REPORT

The Chief Executive advised that his report for the year ending 30 June 2010 had been posted on the Water New Zealand website on 7 September 2010 and members notified accordingly.

Motion:

It was moved by Brent Manning and seconded by Anthony Wilson

"That the Chief Executive's Report be received and accepted"

CARRIED

7. FINANCIAL REPORTS AND AUDITOR'S REPORT

The President advised that the reports for the year ending 30 June 2010 had been posted on the Water New Zealand website on 7 September 2010 and members notified accordingly. Graeme Thacker raised four matters. The Chief Executive responded to his queries.

Motion:

It was moved by Martin Smith and seconded by Graeme Thacker

"That the audited accounts for the financial year ending 30 June 2010 be accepted"

CARRIED

8. ANNOUNCEMENT OF WATER NEW ZEALAND BOARD 2010-2011

The President announced the Board for 2010/2011.

- Hugh Blake-Manson
- Rob Blakemore
- Mark Bourne
- Steve Couper
- Onno Mulder
- Clive Rundle

He congratulated Hugh Blake-Manson, Rob Blakemore and Mark Bourne for their successful election to the Board. He noted the high calibre of candidates and thanked Adrian Hynds, Ian Cathcart, Neill Raynor and Andrew van Bussel for standing for election. He noted that 2010 was the second year the election had been completed electronically. In doing so both time and money were saved for the Association. He congratulated the Water New Zealand Manager of Operations, Hannah Smith for running the election smoothly.

9. APPOINTMENT OF AUDITOR 2010-2011

Motion:

It was moved by Martin Smith and seconded by Clive Rundle

“That Grant Thornton, Auditor and Member of the NZ Society of Accountants, be appointed as auditor for the 2010-11 financial year”

CARRIED

10. CONSIDERATION OF NOTICES OF MOTION

a. Election of Life Member

Anthony Wilson read a citation supporting the election of Garry Macdonald to be a life member.

Motion:

It was proposed by Margaret Devlin and seconded by Martin Smith

“That Garry Macdonald be elected a life member”

CARRIED

By acclamation

Garry Macdonald abstained

b. Changes to Constitution

Member Jeff Booth queried whether signed, dated, moved and seconded notices of motion from the Board had been received. The President advised that minutes of Board meetings where constitutional changes had been proposed were dated and signed, and recorded the movers and seconders.

Mr Booth then challenged the legality of such receipt, pointing out that under Rule 12.4, motions were to be signed and dated by both the mover and seconder. He said that only his motions met the criteria and therefore the Board motions should be removed from the agenda.

The President called an adjournment.

The President reconvened the meeting. He advised that the motions put to members on behalf of the Board were proposed and seconded and agreed in a Board meeting, recorded in the minutes of the meeting, confirmed as a true and accurate record, and signed by the President.

Jeff Booth advised that there were no signatures or dates provided on the notices sent to members and therefore they were unconstitutional. He asked if the seconder of the motion to change the name of the Association had signed and dated such notice. The seconder, Graeme Thacker advised that he had not done so.

The President noted that he had been in telephone and email correspondence on several occasions with Graeme Thacker on this matter and at all times the latter had indicated his support for the motion.

Anthony Wilson spoke. He advised that it was quite clear to him as to the intent of the notices he had received. He noted that it would be an interesting point nowadays as to whether an email record met the requirements of the rule.

The President sought direction from members on the matter. He called on members to give direction by a 'show of hands' in favour or against proceeding with consideration of the motions as tabled. He noted that one member only was not in favour of continuing, and stated that it was clearly the mood of the meeting to proceed.

Motion:

That Rule 1 of the constitution be revised to read: "The name shall be Water New Zealand Incorporated hereinafter designated the Association"

Moved: Martin Smith, President

Seconded: Graeme Thacker

CARRIED

Motion:

That rules 7.2 and 7.3 of the constitution be revised to read:

"7.2 at least four (4) months and not more than eight (8) months prior to the expiry of the presidents' term of office the Board members elected pursuant to clause 7.1(a) shall elect one of their number as President-elect who shall assume office as President after the Annual General Meeting and preside over the Board meetings. At any time where the President is unavailable or unable to act the Board members elected pursuant to clause 7.1(a) shall elect an acting President.

7.3 The President shall hold office for a two year term."

Moved: Margaret Devlin, Board member

Seconded: Clive Rundle, Board member

CARRIED

Motion:

"That rule 8.1 of the constitution be revised to read:

Elected Board members are elected for a three year term except that the term of a Board member appointed as President-elect shall be extended until the end of his/her two year term as President and shall not require re-election during this term. Board members co-opted pursuant to clause 7.1(b) are co-opted for a one (1) year term. Board members, whether elected or co-opted, are eligible to be re-elected or re-co-opted for any number of consecutive terms."

Moved: Margaret Devlin, Board member

Seconded: Clive Rundle, Board member

CARRIED

The President then invited discussion on Jeff Booth's 3rd motion proposing amendments to the constitution.

Motion 3:

“Board

Delete paragraph 7.1(a) and replace with the following:

The elected Board shall comprise:

- (a) President*
- (b) One Vice President*
- (c) Immediate Past President*
- (d) Six Members of the Board”*

Paragraph 7.2 delete the following:

“The Board Members elected pursuant to clauses 7.1(a) and 8 shall elect one of their number as President who will preside over the Board meetings.”

Paragraph 7.3 delete the following:

“by the Board” and replace with “by the members of the Association”

Moved: Jeff Booth

Seconded: Joe Gielen

Jeff Booth advised he was now withdrawing this motion, as well as the two further motions he had given notice of, as mover, proposing changes to Rule 4 of the constitution.

Motion:

That rule 4.1(g) of the constitution be revised to read:

“4.1(g) Honorary Life Member

An Honorary Life Member shall be a person who has been an Individual Member or the representative of a Corporate Member, and who has made a sustained and significant contribution to the Association. Honorary Life Member shall be nominated by the Board and shall be elected by a majority vote at a General Meeting.”

Moved: Margaret Devlin, Board member

Seconded: Martin Smith, President

The President advised that the Awards Committee had made a recommendation regarding Rule 4.1(g). The Board's motion was based on the recommendation from the Awards Committee. The more common convention in the constitutions of membership organisations is to have 'honorary' and 'honorary life membership' categories of membership to recognise outstanding contributions from non-members and members respectively. The Board's motion amending Rule 4.1(g) recognises this.

Graeme Thacker advised that he did not attend the meeting of the Awards Committee when the recommendation to change Rule 4.1 (g) was discussed. He was against the proposed change.

In a vote of Members the majority voted against the motion.

LOST

c. Consideration of motions from member Jeff Booth regarding the Annual Conference and Expo.

The President advised that the Water New Zealand Board did not support the motions submitted by Mr Booth concerning the Annual Conference and Expo. He said that if passed they would be meaningless as the Board was not subject to specific direction from the Annual General Meeting on what amounted to operational matters. The AGM could only give broad direction to the Board within the scope of the Purpose and the Objects of the Association.

Motion:

“The Board is directed to ensure the Water New Zealand staff and the Annual Conference organisers change the timing of the Annual Conference from Wednesday, Thursday and Friday to Tuesday, Wednesday and Thursday starting with the 2011 Conference.”

Moved: Jeff Booth, Association member

Seconded: Joe Gielen, Association member

Jeff Booth advised that he had brought this matter, and other concerns relating to the Annual Conference and Expo, to the AGM out of frustration. Over a number of years he had raised these matters with Avenues, staff and Board members but nothing had been done.

He said he felt that the Board and Conference organisers were not listening to the concerns that had been raised year on year by the Exhibitors and felt the only option for redress was to take these motions to the AGM for an airing.

The President advised that his concerns would be taken to the next meeting of the Steering Committee for discussion. Member Garry Macdonald asked the Board to consider changing the makeup of the Steering Committee to include Exhibitors other than Premier Sponsors.

In a vote of Members the majority voted against the motion.

LOST

Motion:

“The Board is directed to ensure the Water New Zealand staff and the Annual Conference organisers change the timing of the President’s shout normally on the Friday lunchtime to Thursday afternoon directly after the afternoon tea break starting with the 2011 Annual Conference.”

Moved: Jeff Booth, Association member

Seconded: Joe Gielen, Association member

In a vote of Members the majority voted against the motion.

LOST

Motion:

“The Board is directed to ensure the Water New Zealand staff and the Annual Conference organisers ensure that there are no field trips organised during the Exhibition sessions starting with the 2011 Annual Conference.”

Moved: Jeff Booth, Association member

Seconded: Joe Gielen, Association member

In a vote of Members the majority voted against the motion.

LOST

The President then invited Jeff Booth to withdraw the five remaining notices relating to the Annual Conference, subject to a review of the makeup of the Steering Committee, consideration of the matters raised in the notices, and subsequent feedback from the Committee.

Jeff Booth advised he was happy with that and agreed to withdraw the remaining notices he had moved relating to the Annual Conference.

11. DETERMINATION OF SUBSCRIPTION RATES

Motion:

It was proposed by Margaret Devlin and seconded by Onno Mulder

“That the Association’s subscriptions be increased by 3% (rounded up to the nearest \$5) from 1 October 2009 excluding GST”

CARRIED

12. GENERAL BUSINESS

In closing the President thanked the members for their support during the year and in particular the SIGs and the Board who give their time voluntarily for the benefit of the association.

Motion:

It was proposed from the Chair

“That a vote of thanks be recorded to the Chairs and Management Committees of all the Association SIG’s, the WSMG and to the Chair of the Senior Executives’ Forum, the Service Provider’s Forum, to the Regional Representatives, the Conference Technical Committee and to all those members who willingly shoulder various tasks that are essential to the well-being of the Association.”

**CARRIED
With acclamation**

The President recorded his thanks to retiring Board members, Steve Carne and David Ward for their contribution to governance of the Association during their term of office.

Motion:

It was proposed by Anthony Wilson and seconded by Clive Rundle

“That a vote of thanks be recorded to Martin Smith for his outstanding contribution to the association and in particular his positive contribution as the Association President”

**CARRIED
With acclamation**

There being no further business, the President declared the meeting closed at 6:55pm.

Signed as a true and correct record

Date

.....
President

.....
Chief Executive