

MINUTES OF THE OTAGO SOUTHLAND BRANCH 2020 ANNUAL GENERAL MEETING

Date: Thursday 25 March 2021
Time: 12.30pm
Location: The Dunedin Club, Melville Street, Dunedin

Members Present

John Anderson, David Bainbridge-Zafar, Alex Black, Steve Brocklebank, Colin Brown, Dean Delaney, Jon Foote, Daniel Harmes, Michelle Henderson, Blair Hesp, Rei Ishikawa, Noel Johnston, Warwick McArthur, Knowell Madambi, Sarah Middleton, Philippa Murrell, Gillian Musaka, Trish Oakley, Virginia Nicholls, Stephanie Pettigrew, Mark Shirley, Mark Smith, Amelia Steel, Geoff Thomas

Non-Members in Attendance

Nadia McKenzie, Robin Mitchell, Grace Pennell, Dr Inga Smith, Associate Professor Sara Walton

Apologies

Apologies were recorded from:

Jenny McMahon, Vivienne Seaton, Sarah Ottrey, Kathy Grant, Susie Johnstone, Duncan Fea, Peter Heenan, Barbara Bridger, Steve Vandenberg, Kyle Cameron, Scott Mason

It was moved (Trish Oakley, seconded Rei Ishikawa) to accept the apologies received. Carried.

Confirmation of Minutes of Previous AGM (tabled)

It was moved (Trish Oakley, seconded Jon Foote) to confirm the minutes of the AGM held on 12 March 2020 as a true and correct record. Carried.

Chair Report

Despite the challenges of Covid-19, Trish Oakley reported on another successful year for the Otago Southland Branch of the Institute of Directors. Across the region, the branch represents the interests of 678 members who hold a variety of governance roles across commercial and not for profit organisations.

Within the membership, we have nine Distinguished Fellows, 42 Chartered Fellows and 80 Chartered Members.

Across the year we presented to our membership online and in Dunedin, Invercargill, Queenstown and Wanaka, on a range of governance matters relating to Covid-19, climate change, data and privacy considerations, gaming, reputation risk and board leadership to name but a few.

Supporting those in the not for profit sector, the Institute of Directors delivered a NFP Hub on its website with a variety of resources and locally Trish acknowledged that with the support of Anderson Lloyd and Barbara Bridger from the Otago Community Trust the branch ran events on the Privacy Act and Trust Act changes. Trish specially thanked Jessica Palmer and Stephanie Pettigrew, the branch 2020 Emerging Director Award and runner up recipients who delivered the Trust Act event.

Another IoD development programme, Mentoring for Diversity, saw Tania Dickie participate and is designed to link participants with mentors who are leading and established chairs or directors from large NZX companies.

The branch programme of activity continues to support those at the early to mid-stage of their careers with the Director Dialogue series run in conjunction with branch sponsors Anderson Lloyd and Deloitte. These popular early morning sessions provide the opportunity to discuss governance matters in an informal setting, alongside creating networking opportunities. Trish expressed her personal thanks to and acknowledged the support of Beccs Kilpatrick at Anderson Lloyd and Claire Williams at Deloitte with this programme.

This support was extended further to this group in 2020 with the introduction of Ask Me Anything events held at IoD's national partner ASB's premises. The opportunity to put questions to an experienced panel of directors has been well received and Trish acknowledged the support of Jeremy Anderson from ASB for his engagement with this initiative.

For our local membership generally, the speaker series provides access to topical issues. From local to national speakers, commissioners to treasury representatives, economists to veteran directors, the focus has been to help keep members informed of contemporary governance considerations alongside legislative change and sharing knowledge and experiences for the benefit of the organisations we serve.

The annual dinner for chartered members and chartered fellows presented the opportunity for thought leadership presentations and fellowship in each of Dunedin, Invercargill and Queenstown.

Our approach with thanking speakers for their presentations by making a donation to a charity of their choice continued in 2020 and resulted in contributions to local and national organisations including Cure Kids, Chat Bus Dunedin, Otago Hospice and Voices of Hope.

The list of activities is extensive and Trish thanked the committee for their willingness to engage their contacts and bring presenters to the region and in particular, she wanted to acknowledge the tireless work and commitment of Otago Southland branch manager Philippa Murrell who covers the region and connects members to the various activities of the Institute.

Outside of events, the programme of in person professional development via courses was of course affected by the restrictions imposed by the Covid-19 lockdown however, the essentials suite of courses were delivered in early March in Dunedin and the Company Director's Course ran seven times in Queenstown. Like many businesses, transition to online was required and a number of national webinars and online training events occurred throughout the year. The popular Finance and Governance essentials are now available online and we will continue to explore further digital training opportunities over time.

Finally, the National Leadership Conference was cancelled in 2020, however, will be held in 2021 on May 5 and 6 with a great line up of speakers both in person and online from overseas. This is a great opportunity to challenge thinking and hear fresh perspectives.

The branch activity would not be possible without the support of the sponsors – Anderson Lloyd, ASB, Deloitte and Marsh. Trish thanked and acknowledged them and their commitment to continuous education of governance matters. Trish also acknowledged Matthew Holdridge from the Otago Daily Times for its engagement on governance material through the regular column and interviews with speakers.

The branch activity is supported also by the work of the committee and Trish acknowledged Tony Allison, Kathryn Ball and Alan McKenzie who stood down during the year. She thanked them for the work they did on behalf of the Institute and for sharing their knowledge and contacts to help engage the membership. Trish welcomed the opportunity to have Michelle Henderson and Scott Mason step in during the year and the committee is enjoying the perspectives they bring.

In closing, heading into 2021, the IoD Governance Leadership Centre has identified five areas that should be top of mind for directors – revival: rethink and re-design, climate urgency, adaptive boards, prioritising people and cyber resilience. These important issues will be kept firmly in mind whilst planning the 2021 programme.

Election of Branch Committee

In accordance with the 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), Duncan Fea, Kathy Grant, Peter Heenan, Michelle Henderson, Rei Ishikawa, Susie Johnstone, Scott Mason and Sarah

Ottrey. This year Kathy Grant retires in rotation and is available for re-election; Michelle Henderson and Scott Mason were co-opted to the committee and have been nominated for election. No other nominations were received and no nominations were taken from the floor.

General Business

Geoff Thomas proposed a vote of thanks to the branch committee for their hard work, support and commitment also noting that Trish Oakley serves on the IoD's National Council and thanked her for fulfilling that role during the year. Michelle Henderson proposed a vote of thanks to Trish Oakley for her hard work as Chair of the Branch.

Closure

The meeting closed at 12.45 pm and the guest speakers Dr Inga Smith and Associate Professor spoke to the attendees.