



LEADING GOVERNANCE | Wednesday 2 April 2025

Institute of Directors Wellington Branch

35th Annual General Meeting Minutes

Institute of Directors (Inc.) Wellington Branch 35th Annual General Meeting Minutes

Held at KPMG, Level 6/44 Bowen Street, Wellington Central, Wellington 6011

Present

Wellington Branch Committee Members:

Rachel Farrant, Pania Gray, Kennie Tsui, Manea Sweeney

Member attendance:

54 members were in attendance.

Also in attendance:

Jill Dawson (Wellington Branch Manager)
Holly Pears (Wellington Branch Executive)
KP Patterson (IoD Chief Executive)
Guy Beatson (GM Governance Leadership Centre)
Bev-Anne Jennings (Membership Experience Manager)

Apologies

Apologies received from the following:

Lisa Tipping (MInstD)
Catriona McBean (CMInstD)
Jim Donovan (CFInstD)
Karen Thomas (CMInstD Retd)
Fleur Howard (MInstD)
Jonathan Rawiri (Associate)
Victoria Spackman (MInstD)
Anne Urlwin (Wellington Branch Committee Member)
Murray Sherwin (Wellington Branch Committee Member)
Nives Botica Redmayne (Wellington Branch Committee Member)
Herman Visagie (Wellington Branch Committee Member)
Suse Reynolds (Wellington Branch Committee Chair)

Welcome

Rachel Farrant, member of the Wellington Branch Committee, opened the meeting at 5:53pm, welcoming members, guests, speaker Jennifer Ward-Lealand, event host KPMG, and IoD sponsors ASB, HSE Global, Dentons, Brannigans, and Intepeople.

Rachel acknowledged her role stepping in for Chair Suse Reynolds. Health and safety protocols were noted.

Apologies were received from a number of members.

Motion: *That the apologies be accepted.*

Moved: Pania Gray

Seconded: Kennie Tsui

Carried

The minutes of the 34th AGM held on 4 April 2024 were taken as read, having been circulated via the branch newsletter and published on the website.

Motion: *That the minutes of the 4 April 2024 Wellington Branch AGM be accepted as a true and correct record.*

Moved: Boyd Scirkovich

Seconded: Dame Fran Wilde

Carried

Chair's Report

The Branch Chair's report for 2024 was taken as read, having been circulated prior to the meeting. Rachel Farrant presented highlights on behalf of Suse Reynolds, including:

- The Chair extended a warm welcome to all Wellington Branch members and noted Wellington as the second-largest branch nationwide. Expressed gratitude for members' ongoing support and interest in governance. Highlighted the collective power of governance: "None of us are as clever as all of us together."
- **Branch committee role and aspirations.** The committee connects IoD to local member interests, focusing on: governance-related activities; educational opportunities; networking to grow members' effectiveness; encouraged members to share feedback and seek committee support for connections and resources.
- **2025 goals and strategy.** Commitment to continue to deliver a series of engaging, well-marketed events. Integration of the Top 5 themes: return on capital; governance reform; climate as a competitive edge; quantum leaps ahead; the high-performing chair.
- Plans to grow engagement by: sourcing quality speakers through committee networks; refining event formats to create welcoming, engaging experiences; injecting fresh energy; and leveraging senior directors' experience.
- Underpinning all activities with:
 - Deep empathy for people and the planet
 - Strong partnership and respect for te ao Māori
- **Committee and branch leadership:** acknowledged the hands-on role of the branch committee in supporting Branch Manager Jill Dawson and Branch Executive Holly Pears.
- Aim to deliver events that challenge, inspire, and inform members.
- Intention to provide more operational governance insights and practical "how to" sessions.
- **Acknowledgements:** the Chair expressed gratitude to the dedicated branch committee: Anne Urlwin, Mike Devonshire, Nives Botica-Redmayne, Rachel Farrant, Jackie Lloyd, Brad Olsen, Pania Gray, Herman Visagie, Kenny Tsui, Garth Cowie, and Murray Sherwin.
- **Wellington branch update:** Membership update:
 - Year-end total: 2,255 members (below growth target of 1.55%)
 - Female members: 40.7% (up 1.7%)
 - Māori members: 12.2% (up 0.6%)
 - Event delivery: 36 events held in 2024 (target was 41) *Cancellations due to declining registrations, particularly in late 2024.*
- Highlighted event: Annual dinner featuring Brad Olsen, Sonya Williams (Sharesies), and Jessie Wong (Yu Mei), focusing on their business journeys and governance insights.
- **Distinguished Fellows:** congratulations to new Distinguished Fellows: Sam Robinson, Rodney Wong, Dame Fran Wilde, and Dame Diana Crossan.

- **Sponsorship:** Acknowledgement of sponsors and partners: ASB, Dentons, HSE Global, Brannigans, Intepeople, BDO Manawatū, PwC Hawke's Bay, and KPMG.
 - Recognition of sponsors' contributions beyond financial support, including: event hosting; active engagement with the committee and members; readiness to provide support and advice
- The Chair thanked all members and sponsors for their ongoing support.
- Called for acceptance of the chair's report.

Resolution:

Moved: Kennie Tsui

Seconded: Pania Gray

Carried

Election

In accordance with the Wellington Branch Constitution, one third of the Wellington Branch Committee retire by rotation each year but are eligible for re-election without nomination. Committee members Suse Reynolds, Mike Devonshire, and Nives Botica-Redmayne retire in rotation and are available for re-election. As we did not receive any further nominations by the closing date and we have no vacant spaces on the committee, an election will not be required tonight. Instead IoD members present were asked to accept the re-election of Suse Reynolds, Mike Devonshire, and Nives Botica-Redmayne.

Re-election of committee members approved by:

Moved: Pania Gray

Seconded: Manea Sweeney

Carried

2025 IoD Wellington Branch Committee as:

Suse Reynolds (Chair), Brad Olsen (Deputy Chair), Anne Urlwin, Mike Devonshire (Hawkes Bay sub-committee chair), Rachel Farrant, Dr Nives Botica-Redmayne (Manawatu sub-committee chair), Garth Cowie, Herman Visagie, Murray Sherwin, Pania Gray, Kennie Tsui and Jackie Lloyd (IoD President)

General Business

There being no further business noted, the meeting concluded at 6.05pm.

Chair

Date