

**MINUTES OF THE HORTICULTURE NEW ZEALAND INC  
10<sup>TH</sup> ANNUAL GENERAL MEETING  
HELD AT THE ENERGY EVENTS CENTRE, ROTORUA  
ON TUESDAY 28 JULY 2015 AT 4.30 P.M.**

**Present:** Julian Raine President/Chair  
Tony Howey Vice-President  
Andrew Fenton  
Barry O'Neil  
David Kelly  
John Allen  
Leon Stallard  
Mike Arnold  
Approximately 65 growers and other industry participants

**In Attendance:** Shona Roberts Board Secretary

**1 WELCOME FROM PRESIDENT**

HortNZ President and Chair, Julian Raine, welcomed members, guests and staff to the 10<sup>th</sup> AGM of Horticulture New Zealand and declared the meeting open.

Directors were introduced.

**2 APOLOGIES**

Apologies were received from:

Alan Noble  
Alan Wilcox  
Basil Goodman  
Brian Nicklin  
Jeff Wilson  
Jen Scoular  
Norm Speers  
Ted Hill  
Tony Reynolds  
Wensley Jackson

**RESOLVED (ANDREW FENTON/HUGH MOORE)**

**“THAT the apologies be sustained.”**

**3 VOTING AND PROXIES**

Members noted that 37 proxies had been received (both directed and undirected), allocated to:

President/Chair	33
Brian Gargiulo	1
David Kelly	2
Hugh Moore	1
John Murphy	1

All members holding proxies were present and voting cards for undirected proxies were distributed. Voting would be by a show of hands and passed by majority.

#### **4 OBITUARIES**

One minute's silence was observed in remembrance of:

AF Baars  
Bruce Allen  
Geoff McFadden  
Graeme Ross  
Henry Person  
Jack Sowerby  
John Marris  
Jeff van Rijen  
Michael Wainwright  
Murray Reid  
P Woolley  
Paul Gorringe  
Peter Williams  
Ralph Ballinger  
Rex Flanders

#### **5 PRESIDENT & CEO'S REPORT**

The Chair referred members to his report. He commented that HortNZ had had a positive and productive year and was making good progress in a number of the critical focus areas.

##### **RESOLVED (PRESIDENT/BRIAN GARGIULO)**

**“THAT the President & CEO's Report for the financial year ending 31 March 2015, as published in the Annual Report, be taken as read and adopted.”**

#### **6 FINANCIAL STATEMENTS**

The Chair presented the audited Financial Statements for the year ended 31 March 2015.

Post finalisation of the financials, HortNZ identified that \$54K of levy income had not been transferred to Tomatoes NZ due to a levy calculation error. This had been remedied and an explanation would be included in the 2015/2016 Annual Report.

##### **RESOLVED (PRESIDENT/ASHBY WHITEHEAD)**

**“THAT the audited financial statements for the year ended 31 March 2015 are approved.”**

Discussion & Answers to Questions

- Income for the NZ Grower Magazine had increased due to improved advertising sales and subscriptions. The Orchardist magazine worked in a more competitive environment.

#### **7 APPOINTMENT OF AUDITOR**

##### **RESOLVED (ANDREW FENTON/NEIL TREBILCO)**

**“THAT Grant Thornton be re-appointed auditors for the year ended 31 March 2016.”**

## **8 DIRECTOR REMUNERATION**

The Chair explained the purpose and makeup of the Independent Director Remuneration Committee and invited John Bourke, Chair of the Committee to speak their recommendation.

John Bourke provided detail on the independent committee's recommendation to increase director remuneration to:

Director	\$ 28,000	(currently \$ 20,000)
Vice-President	\$ 35,000	(currently \$ 22,000)
President	\$ 76,000	(currently \$ 70,000)

It was noted that the fees were all inclusive.

### **RESOLVED (JOHN BOURKE/HUGH MOORE)**

**“THAT the AGM approves the recommendations of the independent committee reviewing director remuneration.”**

Three members voted against the motion.

## **9 2015/2016 BUDGET**

The Chair presented the 2015/2016 Budget which had been pre-circulated to members. Key activity for HortNZ's portfolios was presented.

Members noted the overall themes for the next 12 months:

- being more open, transparent and collaborative (1 + 1 = 5);
- continuing to build a positive industry image (by telling good stories); and
- engaging in solution based advocacy on behalf of members in the key areas of biosecurity, natural resources and environment, people development and grower representation.

The Chair reported that HortNZ had implemented an annual scorecard and presented the findings.

### **RESOLVED (BEN SMITH/BRIAN GARGIULO)**

**‘THAT the 2015/2016 Budget is approved.’**

Discussion & Answers to Questions

- Changes to director remuneration were not included in the budget presented.
- Levy income was conservative given projections from the kiwifruit industry.

## **10 MINUTES OF 9<sup>TH</sup> AGM**

### **RESOLVED (HUGH MOORE/BRIAN GARGIULO)**

**“THAT the minutes of the 9<sup>th</sup> AGM of Horticulture New Zealand, held on 24 June 2014 be taken as read and confirmed as a true and correct record of that meeting.”**

## **11 RESULTS OF DIRECTOR ELECTIONS**

The Chair announced the results of the 2015 director elections. The successful candidates were:

John Cook  
Mike Smith

John and Mike made a short address to the meeting.

Departing Directors, Andrew Fenton and John Allen were acknowledged for the contribution they had made over past 10 years. Brian Gargiulo who stepped down from the Board in December 2014 was also acknowledged.

## **12 GENERAL BUSINESS**

A view from the floor was that HortNZ could have taken a better leadership role in GIA to consider options for Product Group representation to avoid having to become their own legal entities.

It was noted that originally HortNZ was not able to sign a GIA on behalf of Product Groups. MPI had now reassessed this. HortNZ was investigating options on representation.

## **13 CLOSING**

The Chair thanked members for their attendance and input. There had been good debate and a diversity of views. He thanked his fellow Directors and staff of HortNZ.

The meeting closed 5.20pm.