

36th ANNUAL GENERAL MEETING OF THE NEW ZEALAND INSTITUTE OF BUILDING INC

6pm, Thursday, 22 August 2019
GRID AKL, 12 Madden Street, Wynyard Quarter, Auckland

Agenda

1. Apologies
2. Confirmation of the Minutes of the 2018 Annual General Meeting
3. Presentation of the Annual Reports by the National President and Chief Executive
4. Adoption of the 2018/2019 Financial Accounts (electronic versions provided with AGM Notice)
5. Appointment of Auditors
6. Notification of the 2019-2021 National Board
7. Resolution to amend Clause 15.5 of the Constitution (see Resolution provided with AGM Notice)
8. General Business

Present:

ATTENDEES

Graeme Birkhead	Ian Marshall
Graeme Earl	Terry Buchan
Hayley Groves	Jason Carnie
Matt McGuinness	Linda Kestle
Bruce Rogers	Mike Gibson
Malcolm Fleming	Taina Savage
Gina Jones	Simon Toon
Simon Barnes	W Bernadin Kurera
Paul Feltham	Phil Simpson
James Reed	Harinder Singh
Euan Whitaker	Michael van Luyt
Martin Fahey	Shrinivas Khedekar
Richard Joseph	Alan Stone
Kevin Judge	Richard Bate
Hayley Groves	Garyth Jones
Aaron Lindsay	Ben Hamilton
Paul Styles	Rukan Gounder
Greg Chawynski	Graeme Harvey
Craig Hopkins	David Devereux
Foti Kalogiannidis	Mike Going
Warwick Angus	Bill Porteous
Graeme Earl	Barry Nock
Steven van der Pol	John Jonassen
Grant Harris	Scott Williams

1. Apologies & Proxies:

APLOGIES

Bob Hall	Peter Kaye
Russell Hawken	Tim Williams
Trevor Griffiths	Matt McWilliams
Nigel Dong	Robyn Phipps
Kerry Newell	Herb Farrant
Daniel Fuemana	Nick Clayton

PROXIES

Member appointing a Proxy	Member carrying the Proxy
Gary Caulfield	Graeme Birkhead
Russell Hawken	George Kubicki
Nigel Dong	Malcolm Fleming

Confirmation of meeting quorum (15 financial members), and acknowledgement of apologies and proxies received.

Moved by: Graeme Earl
Carried.

Seconded by: Ian Marshall

2. Minutes of the 35th AGM held on 21st of June 2018 in Auckland.

It was asked that the 2018 National AGM Minutes as provided, be accepted as an accurate record of the previous AGM.

Moved by: Hayley Groves
Carried.

Seconded by: Samir Govind

3. Annual Reports

3.1. NATIONAL PRESIDENT'S REPORT

Why does the NZIOB exist, what is its purpose? Three things I believe:

1. A Forum to exchange views, to improve our industry, including a social aspect;
2. To train our younger members, and keep older members up to date; and
3. Celebrate success, to recognise the achievement of those that excel, and to lift the bar in NZ

So how are we doing on that?

Forum

We have a number of events and site visits around the country, and an area we have stepped up is our engagement with government on a number of issues; Review of the Training sector/BCITO's etc. Building Act, Construction Accord, amongst many.

Train

The Building Legends training program for younger members that focusses on the 25-35 year-olds, has been started. Last year with Warren Hollings we had a number of sessions focused on Construction Planning, that proved very popular.

This year it focusses on the EOT process. Many of you have told me the Builders are very average in their approach, but also the Professional Project Managers are unprofessional too. We need to lift our game.

We have pulled together some on the Industry Legends together to focus on that , The Founder of the largest Project Management company in NZ, the Commercial Manager of our largest contractor, a Partner in the major construction focused legal team to take us through how to avoid the scraps, how to present a bullet proof claim, if it is looking to go legal, what to watch out for.

Celebrate Success

Tomorrow the Building Awards focus on that. We have refreshed the entries, judging and function, entries are up 30% and it will be a great night. See you there.

Constitution

Lastly, if you are a sports team they say, get your back office sorted if you want to perform on the field. The long planned new constitution and rules and regulations have been sorted, so we are fit for the 21st century. You will see that tonight with the new board appointed.

Thanks to all those that have assisted in these projects over the past year.

Graeme Birkhead, National President

22 August 2019

3.2. CEO REPORT

With the moving of this year's AGM date to August, this year's report covers a 15-month period, one which has been a very busy time for the Institute.

Financially we have concluded a four-year period of balance-sheet building, which has seen us: develop a strong National Sponsor base, increase our event and membership income, and develop the Building Legends workshops. All of this means that in a conference year, which we are in at present, the NZIOB is a \$1M pa revenue operation.

This period of financial focus has resulted in the Institute reaching a point where we have an agreed level of reserves invested with a funds-manager, which provides the current Council, and incoming National Board with the ability to invest surplus operating profits into initiatives that either: grow our capability, increase our membership base, enhance our membership services, or broaden our industry influence. This is new territory for the NZIOB.

Highlights since the June 2018 AGM very much include those that Graeme has covered: the refreshing of the NZIOB's annual awards programme, the creation of the Building Legends workshops, and the ratification of the Institute's new Constitution. All very important milestones. Outside of those, the following stood out for me:

- The BIMinNZ Conference in May 2019. This was a large project, made manageable by an energetic conference committee that was pan-industry, led by NZIOB Fellow, Dennis Burns. 234 paying attendees made the event a triumph for the Institute; not only financially, but more importantly as a profiler for the NZIOB;
- The Young Professional Advisor (YPA) group that are attached to both the National Council and the Chapter Boards. We are failing to convert our large student membership Base to fee paying members. The YPAs will help us develop

strategies to not only address this poor conversion rate, but also help us to create events that are compelling to those 20 somethings who are starting out on their building industry careers. If the sell-out event in Wellington last week is any indicator, the NZIOB is going to flourish from this new generation of thinking and action; and

- Our engagement with Government has grown exponentially this year on two fronts:
 1. We have received invitations (as one of a small number of associations) to meet with officials to provide feedback to Government on key issues. We met with Treasury to convey the industry's views on NZS 3910 contracts, and with MBIE on the new Government Procurement Guidelines for Construction; and
 2. We made recently made submissions for the Minister of Education's Reform of Vocational Education (RoVE) and on MBIE's Building Regulatory Reform proposals.

IN SUMMARY

It has been a rewarding period for the NZIOB since the June 2018 AGM. With the financial position and new Constitution, we have the foundations set for the NZIOB to achieve some very positive progress over the next twelve months. With Graeme transitioning from President of the outgoing Council, to Chair of the incoming Board, we have good continuity and leadership in place to deliver on that promise.

Malcolm Fleming, CEO
22 August 2019

3.3. MATTERS ARISING FROM THE CEO AND NATIONAL PRESIDENT REPORTS

4. Annual Accounts

4.1. NZIOB 2018/2019 FINANCIAL REPORT SUMMARY

STATEMENT OF FINANCIAL PERFORMANCE

The Net Profit for 2018/2019 was \$36,564
The Budgeted Net Profit was \$20,873

In comparison: The 2017/2018 Net Profit was \$13,365.

Main contributors to the 2018/2019 result:

- Building Legends, which produced a \$20K Net Profit;
- Lifting the Awards return by \$10K; and

- The contribution of the unbundled National Sponsor agreements, with two of the four transitioning to the new agreements in 2018/2019.

It was a very positive result for a year in which we did not hold a conference.

STATEMENT OF FINANCIAL POSITION

Net Assets increased from \$249,049 to \$287,663. Comprised of:

- Working Capital (CA-CL) of \$64,019 (\$113,662 in 2017/2018)
- Investments of \$197,260 (\$90,568 in 2017/2018)
- Fixed Assets of \$26,383 (\$44,819 in 2017/2018)

Total Liabilities increased from \$43,034 to \$205,244, the main contributor being \$158,834 of Payments in Advance. This was predominantly BIMinNZ ticket sales and sponsorship, with that event occurring in May 2019.

Those prepayments will flow through as assets in the 2019/2020 Financial Position, with \$60,000 already being added to the NZIOB's, Milford Managed Investment Fund since 1 April 2019. This reflects a higher than budgeted return on the BIMinNZ Conference, which we will report on next year.

Request that the NZIOB's Audited Accounts for the 2018/2019 year be accepted.

Moved by: Gina Jones
Carried.

Seconded by: Martin Fahey

4.2. NZIOB CHARITABLE TRUST 2018/2019 FINANCIAL REPORT SUMMARY

OVERVIEW

Over the 2018/2019 financial year, the NZIOB Charitable Trust made two scholarship distributions. This comprised two \$10,000 payments to the following two recipients:

- Emma Fehl; and
- Mikayla Heesterman.

The NZIOB Charitable Trust had two events that fell into the 2018/2019 financial year, being the Rugby Lunch fundraiser in Wellington in June 2018 and the Auckland Night at the Trots in September 2018. Those events provided Net Profits of \$28,000 and \$21,000 respectively, with a donation of \$20,000 also being received.

MOVEMENT OF TRUSTEES

Outgoing

Gina Jones

Incoming

Sean McGuinness

CHANGE OF CHAIR

In August 2018, Graham Stange replaced Gina Jones as the Chair of the NZIOB Charitable Trust

FINANCIALS

Statement of Financial Performance

The NZIOB Charitable Trust recorded a \$47,550 Net Profit for the 2018/2019 year vs. a \$2,695 Net Profit for the 2017/2018 year. There is no tax to pay as the NZIOB Charitable Trust is a Registered Charity.

Statement of Financial Position

Net Assets increased from \$105,972 to \$157,848. Comprised of:

- Working Capital (CA-CL) of \$45,485 (\$48,662 in 2017/2018); and
- Investments (Milford) of \$112,363 (was \$57,310 in 2017/20187).

Request that the NZIOB Charitable Trust's accounts for the 2018/2019 year be accepted.

Moved by: Samir Govind
Carried.

Seconded by: Grant Harris

5. Appointment of Auditors for NZIOB Accounts

Proposal that Browne's Chartered Accountants be reappointed as the Institute's auditors for 2019/2020.

Moved by: Gina Jones
Carried.

Seconded by: Samir Govind

6. National Board for 2019 to 2021

As circulated to members following the NZIOB's first elections for the NZIOB Board and Regional Committees, the makeup of the 2019 to 2021 National Board is as follows:

<u>Chair</u>	Graeme Birkhead
<u>Board Members</u>	Graeme Earl (Regional rep) Hayley Groves (Membership rep) Matt McGuinness (Membership rep) Nigel Dong (Regional rep) Sonia Barker (Membership rep)

The first meeting of the National Board occurs on Thursday the 17th of October. One of the early tasks for the new Board to consider, is to appoint a Deputy Chair, and to consider the appointments of Co-opt Board members to fill any need that the Board has identified. Under the new Constitution, the Board can appoint up to two co-opted members.

Comment from floor, Gina Jones: good to see female representation on the new board.

7. Resolution

It is proposed that the hierarchy of Board positions used for election nominations under Rule 15.5 of the Constitution be changed. Following the first running of the election nomination process under the new Constitution, it is considered preferable to elevate Regional Board member over Membership Board member. Doing so would prioritise connections between the National Board and the Regional Committees, which are considered important.

Rule 15.5 in its **current form**

15.1. In the event a Member is nominated for more than one position on the Board, that person may stand for election for each position for which they are nominated but the following hierarchy of positions shall apply on the completion of the elections or for the purposes of clauses 15.1.6 and 15.1.7:

- 15.5.1. Chair;
- 15.5.2. Membership Board Member positions; and
- 15.5.3. Regional Board Member positions.

To illustrate, if an Eligible Member is elected as Chair, they shall not hold office as a Membership or Regional Board Member, and if an Eligible Member is elected as Membership Board Member, they shall not hold office as a Regional Board Member (assuming they are nominated for all three positions).

Rule 15.5 as proposed

15.1. In the event a Member is nominated for more than one position on the Board, that Person may stand for election for each position for which they are nominated but the following hierarchy of positions shall apply on the completion of the elections or for the purposes of clauses 15.1.6 and 15.1.7:

15.5.1. Chair;

15.5.2. Regional Board Member positions; and

15.5.3. Membership Board Member positions.

To illustrate, if an Eligible Member is elected as Chair, they shall not hold office as a Regional or Membership Board Member, and if an Eligible Member is elected as Regional Board Member, they shall not hold office as a Membership Board Member (assuming they are nominated for all three positions).

Moved by: Gina Jones

Seconded by: Ian Marshall

Carried.

8. General Business

8.1. Deaths of NZIOB members

The Institute wishes to recognise the passing of two of its members since the 2018 AGM:

- Bruce Connor, a retired Fellow of the Institute. Bruce was an important industry figure, particularly well known here in Auckland; and
- Peter Angus, MNZIOB. Wellington based Peter was a member of the Angus Construction family, and MD of Kensway Property Group.

The Institute was also saddened to hear of the passing of Peter Beddek. Though no longer a member of the Institute, Peter was the NZIOB National President for the period 1987 to 1989.

Likewise, the Institute was saddened to hear of the passing of former member, Paddy Molloy (NC).

9.2. Presentation of Fellow certificate and NC Appreciation Award

- Award of Fellow to Graeme Birkhead; and
- Presentation of Northern Chapter Achievement Award to Ian Marshall.

AGM finished: 6.30pm