



**Minutes of Triathlon New Zealand Incorporated
Annual General Meeting**

Date: 26 September 2013

Time: 6.00pm

Location: Triathlon New Zealand (Tri NZ) Offices
4 Clayton Street
Newmarket

Present: Lisa Greenaway, Marlene Lucas, Rachel Thorburn, Mallory Hunter, Tania Anderson, Ashleigh James, Brett Reid, Michael Jones, Craig Waugh, Peter Fitzsimmons OBE, Tony Sangster, Jo Tisch, Garry Boon, Shanelle Barrett, Lynley Twymon, Hamish Carter, Claire Jennings, Renee Hannah, Ben Eitelberg, Dave Beeche, Michelle Pepper, Andrew Matheson, Bruce Chambers ONZM, Andrew Dewhurst, Carmel Hanly, Arthur Klap, Paul Heron, Graeme Maw, Darragh Walshe, Helene Browne, Mark Cross

Apologies: Tom Pryde, John Hellemans and Terry Sheldrake (Life Member), Jon Brown, Tim Brazier, Greg Fraine, James Turner, Christopher Boyle, Helen O'Shaughnessy, Carolyn McKenzie, Brendon McDermott, Sir John Wells, Phil Briars, Dave Mee, Lauren Watson, Graham Park, Kevin Loft, Ross Capill, Garth Barfoot

Moved: Garry Boon
Seconded: Lisa Greenaway
Carried

Welcome: Garry Boon welcomed all in attendance and made a special welcome to Peter Fitzsimmons OBE (Patron & Life Member) and Bruce Chambers ONZM (Life Member). The meeting was called to order 6.05pm.

Confirmation of Minutes of the 2012 Annual General meeting	
Matters Arising	Moved that minutes be accepted Moved: Arthur Klap Seconded: Peter Fitzsimmons Carried
President Report	
Garry Boon	<ul style="list-style-type: none"> • Acknowledgement of new High Performance Director appointed Graeme Maw. • Congratulations to the High Performance team in London. • Auckland Barfoot & Thompson ITU World Tri champs 2012 and World Tri Series 2013 were outstanding events. • Thank you for the support from both ATEED, Sport NZ and Barfoot & Thompson. • The 2013 Tri Series was a great success with increased numbers and the 2013/14 Tri Series calendar is all ready to go. Well done team. • Garry acknowledged the outstanding contribution that Contact Energy has made to the sport of Triathlon over the past 7 years and thanked the company directors and managers for being an outstanding Partner. Dave Beeche was also acknowledged for his work in establishing our relationship with Contact. • Acknowledgement of the support received from SNZ and HPSNZ, at both financial and organisational levels. • Garry welcomed the two new members Jo Tisch and Carmel Hanly to the Tri NZ board and thanked outgoing members Christopher Boyle (6 years) and James Turner (2 years) for their respective contributions to the board. • Expressed thanks to Craig Waugh (CEO) for his efforts through a very tough year and noted that Craig had managed the organisation very astutely. • Thanked Patron Peter Fitzsimmons OBE for continued commitment to Tri NZ and in particular acknowledged Peter's work in setting up the Triathlon Youth Foundation of New Zealand. Peter was one of the founding Trustees of the original entity 12-13 years ago, along with Alan Nelson and Barry Larsen.

	<ul style="list-style-type: none"> Garry concluded by expressing thanks for all the support provided to the sport across New Zealand by, race marshalls, parents, technical officials, coaches, and the numerous other volunteers.
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CEO Report

Craig Waugh	<p>Update on last 12 months</p> <ul style="list-style-type: none"> Barfoot & Thompson ITU World Championship October 2012 was a fantastic event for Tri NZ. Thanks to Dave & Michelle who will be delivering the ITU event from 2013-16. Challenges will be in participation. High Performance last year did not deliver against medal targets. New 2020 High Performance strategy was implemented. The intention was to retain targeted High Performance status with a Long term 2020 goal. Youth is important for driving this. Brett & Graeme will be holding 3 camps this year, one in Cambridge, Wellington and Christchurch. Goal is in excess of 50 athletes. With a view on Rio and Tokyo, the 2020 restructure of High Performance is to be centralised in Cambridge. Standards have risen and the expectations of squad members. Sport Services strategic plan has been developed over the past 12 month with the help of ex-board members; Paul Gunn, Alan Pattle, James Turner, Christopher Boyle. Significant event during the year was the loss of the Contact Energy contract. It is acknowledged that the support given to Tri NZ over the years and the impact their funds made to sport in general was great. As a result of losing Contact it has created pressure, along with opportunities. Well done on Contract Tri Series numbers, they were up 14% on the prior year. Financial side was well managed by Lisa Greenaway, results for the year reported overall surplus of \$527,046 for the Group. This was made up from, a deficit in High Performance of \$47,075 and a surplus in Sports Services of \$574,121. Included in the Sports Services surplus is Triathlon World Championships surplus of \$572,782 and helped Tri NZ as a whole considerably. Thanks to the team for the effort put in by being 'sensible' and striving to maintain their budgets. High Performance deficit was planned as an Olympic year <p>Next 12 months</p> <ul style="list-style-type: none"> Internal resources have changed with the hiring of two new staff members in the marketing team and one yet to be hired as administration assistant for the finance team. High Performance strategy (Graeme) will be rolled out in a staged approach, which will be measured by HPSNZ. Strategic Plan – Events will be outsourced. Community influence. Key influence is on building strong partnerships. Digital platform – new person in marketing to take it to the next level. Club review and improved communication.
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	<p>Moved that read and accepted</p> <p>Moved: Dave Beeche Seconded: Darragh Walshe Carried</p>
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Consideration of Finance Report to June 2013

	<p>Moved that read and accepted</p> <p>Moved: Tony Sangster Seconded: Bruce Chambers Carried</p>
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Appointment of Auditor

	<p>Board to decide on whether to keep or move to different auditors.</p> <p>Moved that the board be authorised to select and appoint the auditor as it sees fit.</p> <p>Moved: Garry Boon Seconded: Bruce Chambers Carried</p>
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Appointment of Honorary Solicitor	
	<p>Garry Boon thanked Honorary Solicitor Tom Pryde for his continued commitment to Tri NZ.</p> <p>Moved that Tom Pryde is re-appointed as Tri NZ's Honorary Solicitor for 2013/2014</p> <p>Moved: Garry Boon Seconded: Dave Beeche Carried</p>
Appointment of Patron	
	<p>Garry Boon thanked Patron, Peter Fitzsimmons OBE for his continued commitment to Tri NZ. Moved that Peter Fitzsimmons OBE is re-appointed as Tri NZ's Patron for 2013/2014.</p> <p>Moved: Garry Boon Seconded: Tony Sangster Carried</p>
Election of Officers	
	<p><i>Peter Fitzsimmons OBE explained the format of the Tri NZ Board and announced the Part A and the Part B appointments for 2012/13.</i></p> <p><i>Part A – 4 members, 2 positions available in 2013, Garry Boon and James Turner up for re-election.</i></p> <p><i>Part B – 2 members, 1 position available in 2013, Christopher Boyle up for re-appointment.</i></p> <p>Part A Members (elected) Garry Boon (re-elected) Jo Tisch</p> <p>Part B Members (appointed) Carmel Hanly.</p> <p>Peter advised that he facilitated a secret ballot amongst board members to elect the President and Vice President and the results are:</p> <p>President: Garry Boon Vice President: Arthur Klap</p>
Constitution Changes – Proposed Amendments to Constitution:	
	<p><u>Motion 1 (Proposed by Wellington Triathlon Club and supported by the Tri NZ board)</u></p> <p>That Rule 4.41(f) requiring that all affiliated clubs must hold their Annual General Meeting (AGM) after Tri NZ's AGM each year be deleted.</p> <p><u>Rationale:</u> The difficulty for clubs to hold their AGM and elect incoming committee members so late in the year when planning for the up and coming season.</p> <p><u>Change to the constitution is as follows:</u> Agree to hold club Special General Meeting at any time that the Board of Tri NZ may require the Club to vote on the endorsement of any Tri NZ proposal.</p> <p>4.4.2 The Board may in exceptional circumstances grant dispensation from the provisions of Rules 4.4.1(a) or (b).</p> <p>Moved: Garry Boon Seconded: Claire Jenkins Carried</p>

Motion 2

That a new Rule be adopted requiring all affiliated clubs to hold a Special General Meeting (GM) of members if the Board of Tri NZ ever required the club to vote on the endorsement of any Tri NZ proposal.

Rationale:

That if there are any matters arising from Tri NZ's AGM that require club action (such as corresponding amendment to Club Constitution) each affiliated club will hold a Special GM to implement these.

Discussion:

After discussion, the meeting agreed that such amendment was not required as under the Incorporated Societies Act, clubs are required to hold an AGM, therefore any actions arising out of the Tri NZ AGM would be handled by clubs at their following AGM. In any case, it was acknowledged that Tri NZ would be liaising with clubs well in advance of matters holding such significance. The meeting agreed that the Motion should be put as originally scripted.

Moved: Garry Boon

Seconded: Peter Fitzsimmons OBE

Not Carried

Motion 3

That minor changes be made to Rules 5.4.2 and 5.5.3 providing for a more appropriate timing and procedure for the release of the Board Appointment Panel's report each year.

Rationale:

To enable the outcome of the Board election and appointment process and the result of the ballot for President and Vice President to be advised in the final report of the Board Appointment Panel as soon as it is completed. At present the 'confidentiality' requirement until the AGM, prevents communication to members and staff of Tri NZ prior to the AGM and consequently inhibits preparation for the ensuing year.

Change to the constitution is as follows:

5.4.2 The Board Appointments Panel shall interview candidates for Part B vacancies, scrutinise their references, and acting with professionalism and independence, appoint high calibre candidates to such vacant Part B Board member seats as then exist. Such appointments shall be made (except in the case of casual Part B seat vacancies under Rule 5.5.2, where any appointment must be made as soon as reasonably practicable) prior to the relevant AGM (but following receiving the confidential advice from the auditors as to the outcome of the election of Part A Board members under rule 5.3.6), to enable any newly appointed Part B Board member to be announced to the members in the Panel's final report.

5.5.3 As soon as possible after the Board Appointments Panel has received from the auditors the results of the election, and made its decisions on the Part B Board appointments, and before the forthcoming AGM, the following shall take place. The Board Appointments Panel shall contact all members of the incoming Board, advise them of the names of the new Board, and arrange and supervise a secret ballot between them whereby they will elect from within their ranks a President and Vice President for the forthcoming year. The members shall be required to maintain a confidentiality as to the names of the successful candidates for the Board, and the names of the new President and Vice President, until the release of the Panel's final report

Moved: Peter Fitzsimmons

Seconded: Bruce Chambers

Carried

Acknowledgments

- Garry Boon as President.
- Arthur Klap as Vice President.
- Welcome to two new board members Carmel Hanly and Jo Tisch.
- Congratulations to Dave Beeche (CEO Barfoot & Thompson ITU World Triathlon) and the Tri NZ team for winning the Sport NZ Excellence award for Event Management. Garry presented Dave with the Sport NZ Trophy.

Peter Fitzsimmons OBE and Terry Sheldrake – for promoting the Triathlon World Championships idea. Dave noted that the Tri NZ board had accepted a significant amount of risk when agreeing to proceed with this World Championships project.

- Peter Cox for Sport NZ's support of the event.

Fixing of Subscription

Moved: Tri NZ Membership Subscription Fee for the 2013/14 season remains at \$0 for all members (juniors and seniors, direct and club members). Club Affiliation fees to stay at \$100 plus GST.

Moved: Garry Boon

Seconded: Arthur Klap

Carried

Fixing of Honoraria	
	Maximum – none has been proposed.
General Business	
	<ul style="list-style-type: none"> • 2020 Strategy document is to be read. • Ben Eitelberg – Accredited Coach (Tri NZ) Strategy plan to be implemented sooner rather than later. Ben Eitelberg stated that he represents a lot of coaches with no affiliation to Clubs. Suggestion made by Ben is to affiliate members to Tri NZ (not Clubs). This way increasing members of Tri NZ. Craig Waugh commented that Tri NZ is looking at the market place and agrees it needs to evolve. Auckland City Triathlon and President of Wellington Triathlon club (Karen Brown) questioned what value this would provide to clubs and what impact the scheme could have on Clubs? Club representatives noted that clubs could perish if this was implemented and that Coaches have a financial interest in pursuing this idea while, clubs are not for profit. • A comment was made that Elite athletes need to attend clubs as role models and to push interest in the sport. <p>Garry Boon closed discussion and noted that the board will consider this matter closely and will engage with Clubs along the way during the process of discussion.</p>
Meeting Closed:	
	The President Garry Boon thanked all those present for attending.
	There being no further business the meeting closed at: 7.05pm.

Garry Boon
President
Triathlon New Zealand