

**MINUTES OF THE HORTICULTURE NEW ZEALAND INC
15TH ANNUAL GENERAL MEETING
HELD VIA ZOOM
ON FRIDAY 25 SEPTEMBER 2020 AT 1.00 P.M.**

Present:	Barry O'Neil	President/Chair
	Bernadine Guilleux	Vice-President
	Bruce Campbell	
	Bruce Wills	
	Brydon Nisbet	Future Director
	Hugh Ritchie	
	Kathryn de Bruin	
	Leon Stallard	
	Mike Smith	
	Tony Howey	
A list of registered attendees is attached		

All directors were present via Zoom.

In Attendance:	Mike Chapman	CEO
	Kerry Norman	Board Secretary
	Leanne Stewart	Deputy CEO

1 WELCOME FROM PRESIDENT AND APOLOGIES

Horticulture New Zealand (HortNZ) President and Chair, Barry O'Neil, welcomed members, life members, guests and staff to the 15th AGM of Horticulture New Zealand Inc.

The Chair acknowledged HortNZ's Directors and thanked them for the contribution, support and commitment to horticulture in New Zealand over the year.

The Chief Executive advised attendees of the meeting conduct and confirmed the meeting had reached a quorum. The Chair then declared the meeting open.

Apologies were noted and additional apologies were noted from:

Tim Jones, Chair, Summerfruit NZ

Anthony Rakich, Chair Strawberry Growers of New Zealand

2 VOTING AND PROXIES

The HortNZ Chief Executive advised that 50 proxies had been received (both directed and undirected), and were allocated to:

The Chair	49
Tony Howey	1

No proxies were invalid.

Those members holding proxies were present and online.

3 OBITUARIES

A moment of silence was observed in remembrance of:

- Ann Gargiulo
- H Wensley Jackson
- John Seymour
- Lex Wilcox
- Rene Ruf

4 MINUTES OF 14TH AGM

There were no amendments to the minutes.

RESOLVED (LEON STALLARD / TRUDI WEBB)

“THAT the minutes of the 14th AGM of Horticulture New Zealand, held on 1 August 2019 at Mystery Creek be taken as read and confirmed as a true and correct record of that meeting.”

The majority of members voted (by proxy and by voting polls) in favour of this motion.

5 PRESIDENT & CEO'S REPORT

The President referred members to the President's and CEO's reports from the Annual Report. A copy of the slides for the President and Chief Executive are available on request. The President highlighted the following key points:

- We have finished the financial year in very unusual times.
- There are challenging times ahead and HortNZ recognises the immediate challenges of labour and disruption to the supply chain and that some effects will only become known in time as the effects of Covid-19 make themselves known in the year ahead.
- Working together the horticulture industry can achieve much more.
- The President wrote in the annual report about the Primary Sector Council's report "Fit for a Better World". He told the AGM that in challenging times the industry needs to be able to differentiate its products to the consumers and ensure they are produced in an environmentally sustainable and socially acceptable manner. This has to be a major focus going forward.

- He thanked those involved in the development of the new HortNZ strategy. This strategy helped focus HortNZ in those areas that will make the greatest difference for our growers.
- The Board undertook an Institute of Directors (IoD) review during the year. This showed that HortNZ Board of Directors was operating effectively and was a high performing board.

Jen Scoular, Chief Executive of NZ Avocado asked if the IoD review was an internal review or a review that sought views from others. The Chief Executive advised it was an internal review.

The Chief Executive then outlined the operational work of HortNZ in 2019/2020 highlighting the following:

- He reported on the Key Performance Indicators (KPIs) that were based on the new HortNZ strategy. An article in the Grower and Orchardist Magazines would provide more detail around the KPIs.
- He updated members on the recent grower survey which indicated the priority areas for HortNZ to focus on were Biosecurity, Environment and Labour. The three biggest challenges facing growers after the Covid lockdown were identified as: access to seasonal labour; adapting business practices; and, Export supply chain disruption.
- The CEO acknowledged the work of the product groups in meeting in the Covid challenge in particular NZKGI, Summerfruit NZ and NZ Apples & Pears as they were core to making the gains and changes on the labour (seasonal worker) issue.

The President also thanked the CEO and staff of HortNZ for their remarkable contribution and efforts in challenging times. He said he was delighted to see the industry working together, and acknowledged the facilitation by HortNZ at times in making that possible.

RESOLVED (MIKE SMITH / EMMA CLARKE)

“THAT the President’s & CEO’s Report for the financial year ending 31 March 2020, as published in the Annual Report, be taken as read and adopted.”

6 FINANCIAL STATEMENTS

The CEO presented the audited Financial Statements for the year ended 31 March 2020 and explained the variances. These slides are available on request.

The CEO acknowledged the Charitable Fruitgrowers Trust for it's ongoing support of the scholarship and leadership programmes and the Provincial Growth Fund which supported the Career Progression Manager network.

The Auditors issued an unqualified audit opinion.

RESOLVED (TONY HOWEY / MIKE ARNOLD)

“THAT the audited financial statements for the year ended 31 March 2020 be adopted.”

7 LEVY RATE

There was no change proposed for the 2020 / 2021 levy.

RESOLVED (BERNADINE GUILLEUX / JULIAN RAINE)

“THAT the 2021 year levy rate for the purposes of the Commodity Levies (Vegetables and Fruit) Order 2019 remain and be set for domestic sales at 0.14% of the price received at the first point of sale, for export sales remain and be set at 0.14% of the price received after the deduction of all offshore costs and for processed sales remain and be set at 0.14% of the notional process value..”

8 DIRECTOR REMUNERATION

As there was no change to the Directors remuneration being proposed there was no motion put forward. The Chair advised that the HortNZ directors (and the CEO) had requested a 20% reduction to their fees for the six months from 1 July 2020 to December 2020. The directors took this position in recognition of the effect that Covid would likely have on members.

9 2020/2021 BUDGET

The CEO presented the 2020/2021 Budget which had been circulated to members.

The budget was based on HortNZ's performance over the past year. The CEO noted the reduced income was due to there being no income from conference this year and magazines did not publish for three months. In addition to this there was an expected reduction in the levy collection this year due to Covid.

HortNZ was forecasting income of \$5,575,838 and expenditure of \$5,784,973.

Overall HortNZ was estimating a loss of \$209,135. This will be covered by the 2019/2020 financial year surplus.

The CEO told the AGM that some funding in the budget was being redirected to enable the provision of services to growers such as employment of a people manager and also to expand the environment team with the addition of a Bay of Plenty-based environment advisor.

RESOLVED (KATHRYN DE BRUIN / LOUISE PETERS)

“That the Budget for the year ending 31 March 2021 be endorsed.”

Jen Scoular recommended that in future the previous year's budget figures be provided to allow for a comparison. This was agreed. The CEO noted that \$1.5 had been stripped out of the budget, a result of there being no conference and magazines were not published for three months during Covid. He added there were no areas of the budget with major increases. The comparative information is available in the Horticulture New Zealand Annual Report.

10 APPOINTMENT OF AUDITOR

There were no comments about the appointment of the auditor.

RESOLVED (HUGH RITCHIE / STUART DAVIS)

“That BDO Wellington Incorporated, be appointed auditors for the year ended 31 March 2021.”

11 GENERAL BUSINESS

- i. A question was raised “Should Director Voting be for the position and not the highest polling across all vacancies?”**

The CEO asked growers and product groups to provide their comments by email or at forums throughout the year on this issue. It will be discussed at the next AGM.

12 RESULTS OF 2020 DIRECTOR ELECTIONS AND ANNOUNCEMENT OF APPOINTED DIRECTOR

The President congratulated Tony Howey and Hugh Ritchie who were re-elected to the Horticulture New Zealand Board of Directors. He announced that Kate Truffitt had been elected by growers to the Board for a term of three years. Kate was the Board's first Associate Director in 2019.

The Chair thanked the other candidates who stood for the 2020 election.

The Chair was also delighted to welcome Murray Denyer as its appointed director.

13 OUTGOING DIRECTORS

The Chair acknowledged Leon Stallard who was retiring as Director. Leon joined the Board in 2014 and has made a significant contribution over this time. Leon is an active supporter of the Young Grower competitions in the Hawke's Bay and Gisborne and was part of the Hawkes Bay Fruit Growers Association.

Bruce Wills, appointed director, was also standing down. Bruce joined the Board in 2016 and brought much governance knowledge and experience from the primary sector.

The Chair thanked both outgoing directors and advised that they would be attending the Horticulture Industry Forum in December where they would be formally acknowledged.

14 CLOSING

The Chair thanked members for their attendance.

The meeting was closed at 1.28pm.

Read, approved as a true and correct record

This day of 2021

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List of Attendees (via Zoom)

Warwick Simpson
Peter Landon-Lane
Susannah Roelofs
Garry
Hugh Ritchie
Beverley & Russell
Omer Zehavi
Arie
Jen Scoular
Matt Gallagher
Mike Arnold
Sally Anderson
Mark Casey
Mike Parker
Kate Trufitt
MG Marketing
Trudi Webb
Bernadine Guilleux
Anthony Tringham
Leanne Stewart
Andrew Hutchinson
Richard Palmer
Julian Raine
Bruce Campbell
Antony Heywood
Nick P
Sue Wheeler
Rajpreet Singh
Brydon Nisbet
Eseta & Reupena Kovati
Barry O'Neil
Tony Howey
Leon Stallard
Michael Breitmeyer
Bruce Wills
Pierre Gargiulo
NZAPI Boardroom
Peter Ensor
Michael Ahern
Sharleen Gargiulo
Robyn Wickenden
Helen Barnes TomatoesNZ
Kathryn de Bruin
Mike Smith
Henk van Zyl
Karen Orr
David Hadfield
Ailsa Robertson

Malcolm Pook
Ben Smith
Rick Larsen