

**MINUTES OF ANNUAL GENERAL MEETING OF
THE OUTWARD BOUND TRUST OF NEW ZEALAND
HELD AT SIMPSON GRIERSON, 88 SHORTLAND STREET, AUCKLAND ON
SATURDAY, 27 OCTOBER 2018 AT 8.45AM**

The President, Glenys Coughlan, welcomed everyone to the 2018 Annual General Meeting and thanked everyone for making the journey to Auckland.

Present:

Anne Beex, Bonnie Bolton-Roger, Brandon McCarthy, Claire Anderson, Dick Hubbard, Gerald Lanning, Glenys Coughlan, Grant Faber, Helen Fletcher, Hilary Sumpter, Howie Barnes, John Patterson, Lloyd East, Marg Robinson, Marina Adams, Mark Porath, Sharon McLeod, Shelley Clark, Tim Watts, Tracey Hancock

Staff: V Klap (CEO) T van Dijk (Commercial Manager)

Apologies:

Alister Scott, Andrew Smith, Archie Park, Brien Mahoney, Dave Tibby, David Montgomerie, Elaine Lunken, Fiona Mackenzie, Ivan Emirali, Keith Douglas Hitchon, Mike Harding, Paul Wymer, Paul Chapman, Rachael Cassaidy, Richard Fraser Ross Bishop, Richard Worth, Russell Leonard Garland, Steve Cole, William Day.

The apologies be accepted.

Moved: C Anderson / Seconded: G Lanning
Carried

Confirmation of the minutes of the last meeting on 28 October 2017:

The minutes of the meeting of 29 October 2016 be accepted as a true and correct record of the proceedings.

Moved: G Faber / Seconded: T Watts
Carried.

Presidents Report:

The President addressed the AGM. G Coughlan noted 2018 has been a busy year and the management team and staff have been performing at a high level. Again, it has been a challenging year however the team have created a stable financial situation over 2018. G Coughlan thanked the management team and staff.

G Coughlan thanked all board members for their engagement and support during the year. In particular she noted thanks to D Hubbard for chairing Project Refresh Anakiwa; G Faber for leading the governance review supported by T Watts, D Hubbard and S Cole; T Watts for chairing the finance committee; and D Hubbard for chairing ESAC.

G Coughlan noted that in the last 6 months the board has been involved in developing the strategy for 2020 and beyond. This strategy is based on the shared belief that Outward Bound is as relevant in society today as it always has been, but it has become increasingly difficult to get cut through with busier lifestyles and a fragmented media environment. G Coughlan advised that a brief presentation of the draft strategy would be provided during the Member's Council meeting.

Finally, G Coughlan thanked C Anderson and G Lanning for their role as Chair and Deputy Chair of the members council.

CEO Report:

V Klap addressed the meeting. He noted it is a privilege to be CEO of Outward Bound and today to be with many of those people who have been involved with the organisation for many years.

V Klap noted the first two years of strategic plan the organisation had outperformed expectations. The 2017/18 year was an excellent year for Outward Bound with operating deficit of \$250k which was \$150k better than budget. The 2019 year is shaping up to be more difficult to grow revenue, maintain expenditure levels and deal with increased screening requirements due to the higher incidence of mental health challenges in youth today. The management team are ever vigilant of the financial situation.

V Klap stated that he remained positive and optimistic about the future of Outward Bound, noting the challenge of improving levels of understanding of the depth and breadth of what we provide at the school. A number of trial courses have been undertaken during 2018 including the seven-day explorer course for 14 and 15 year old's, women in leadership and wellbeing course. While youth will remain the focus, every New Zealander has opportunity to attend Outward Bound and part of our goal is telling the story about the breadth of our offerings.

Since joining the organisation Victor noted that has met a number of very humble and generous people who are prepared to give some of their wealth to Outward Bound. He reinforced the extent to which we are reliant on donors, trusts and foundations to support the activities and capital requirements of Outward Bound. Some of these generous donors attended the new watch houses function in September and he thanked Andrew and Jenny Smith for their generous donation to get the watch house built.

V Klap updated the meeting on the strategy planning process noting he had asked board to lead and own the process. He said it was fantastic to have the board take on this opportunity as it has and that the board are fully engaged in this process.

Adoption of the Annual Report:

That the 2018 Annual Report be accepted.

Moved: H Fletcher / H Sumpter Seconded:
Carried.

Adoption of 2018 Financial Statements with the Auditor's Report:

That the 2018 Financial Statements with the Auditor's Report be accepted.

Moved: T Watts / G Faber Seconded:
Carried.

Confirmation of Auditor:

That Grant Thornton be reappointed for the 2019 year.

Moved: H Sumpter / D Hubbard Seconded:
Carried.

Special Business

Appointment of Councilors:

That the following are appointed to the Members Council: Anne Beex, Bonnie Bolton-Roger, Brandon McCarthy, Claire Anderson, David Montgomerie, Gerald Lanning, Grant Faber, Howie Barnes, Marina Adams, Rachel Cassaidy, Tim Watts, Tracey Hancock, William Day

Moved: J Patterson /M Robinson Seconded:
Carried.

It was confirmed they are all financial members of the Trust in accordance with the Trust Deed. The Chairperson congratulated those that had been appointed to Members Council.

Other Business:

Governance Review:

G Faber spoke to the governance process that has been ongoing for six months. The two main recommendations from the consultation was that the members council be reformed as an alumni group noting there was a desire to maintain the involvement of committed and experienced members. The other recommendation was to form a group of guardians who would uphold the ethos of Outward Bound. Both those proposals were accepted at mid-year member's council meeting. G Faber then requested John Patterson to rewrite the constitution.

John Patterson spoke to the changes he has made to the draft constitution. These include recognising the alumni body, the composition of the guardians council and the election process, and the nominating procedure for board.

The next steps in the review process is to circulate widely the draft constitution and discussion paper including to past presidents, members and member's council. Feedback will be required by 31 January. G Faber hoped to have a final constitution to be confirmed at the mid-year council meeting, or if the work was completed earlier and it made sense to advance things more quickly, a special general meeting would be called.

Project Refresh Anakiwa

D Hubbard updated group on Project Refresh Anakiwa noting that \$3m had been raised. With the completion of the new watch house, the next project will be staff accommodation block. M Robinson noted it was more cost efficient to build new staff accommodation than refurbish current buildings because of the compliance codes for buildings and fire.

The group formally thanked D Hubbard for role played in getting Project Refresh underway.

Meeting closed at 9.50am.

CERTIFIED AS BEING A TRUE AND CORRECT RECORD.

CHAIRPERSON

DATE