



Minutes of Annual General Meeting 2022-2023

Date: 23 November 2023

Time: 5pm

Place: Te Takeretanga o Kura-hau-pō. Levin

Horowhenua New Zealand Trust Trustees present:

Antony Young (Chair)
Te-Aroha Jennings
Ron Turk
Joanna Mason
Stuart Pescini

In attendance: Sandy Chan (Secretary – HNZT), Catriona McKay (CE, The Horowhenua Company Limited), CR. David Allan, CR. Mike Barker, Justine Street, representatives from the Trust's accountants, Baker Tilly Staples Rodway, Mayor Bernie Wanden, staff from The Horowhenua Company Limited, and members of the public.

Annual General Meeting opened at: 5.05pm

Opening karakia: Hendrix Warren, The Horowhenua Company Limited.

Chairperson's report by Antony Young

A formal welcome and opening remarks were made by Horowhenua New Zealand Trust chair, Antony Young. The Chair welcomed council members and trustees and Chair acknowledged Stuart Pescini who had recently been appointed as a trustee.

5- year reflection

The Chair gave background of the establishment of the Trust, set up in 2018 and the ambitions of members of the business community in the Horowhenua. The Trust's focus is to advocate for economic development in the area.

A slide show was presented to highlight the achievements and initiatives since 2018. These included:

- The **Business Park**, which has encouraged businesses outside the district to set up in the Horowhenua.
- Advocated for **Ō2NL** (Ōtaki to North Levin) and the Build our Road campaign.
- **Get-Go** – conduit for connecting businesses to employees, creating pathways for supporting workforce development.
- Support for community through help with tornado in 2022. A \$50,000 pledge to the mayoral fund to assist those who could not claim for insurance support.
- **Hope Kete** – supporting the community with the purchase of a freezer and funds for a local food bank service.
- **BA5** (Business After 5) The Business After 5 are sponsored by Electra and, are continuing to grow in participation, and numbers have exceeded Kapiti Business Breakfasts. Networking,

sharing, and learning. These events have brought high-profile speakers, innovators, economists, and entrepreneurs to the Horowhenua District to inspire and connect our business sector.

Many of these activities are delivered by **The Horowhenua Company Limited (THCL)**, which has 4 independent, and one Trustee appointed Directors, and 6 staff. It has a mandate to undertake activities and community development projects that improve economic and social well-being for the Horowhenua. The current Directors of the Company Board are Brendan Duffy (chair), Sarah Everton, Philip Harper, Cam Lewis and Ron Turk.

An innovative and effective model

THCL is the economic development agency for Horowhenua. Antony highlighted how the model of the Trust and subsidiaries was effective in separating advocacy and distributions from service delivery and development and noted how this model enables strong relationships between THCL and businesses. Due to its independent set up, the company can be more efficient and has fewer regulatory restraints than Council-led economic development models.

Futures Day is an example of how THCL supports workforce development in the district. 350 Year 11 across 3 colleges attend Futures Day.

650 businesses engage with THCL. This includes two Foxton business breakfasts, and three women in business events throughout the year. 89% of those who had contact with THCL would recommend or refer THCL to other businesses.

CEDA – example of partnership opportunities. CEDA is the Regional Economic Agency for Manawatu and Palmerston North.. THCL negotiated with them to get a dedicated business growth advisor located in the Horowhenua to work with our small to medium sized businesses. THCL recruited locally and this role now sits within the THCL Economic Development team but is funded by MBIE through its contract with CEDA.

New opportunities include the establishment of Thermosash in the Horowhenua. THCL also provided Foxton company 26 Seasons support to secure funding through the Regional Strategic Partnership fund with Kānoa, the Regional Economic Development & investment Unit.

Presently, THCL is supporting Waka Kotahi with O2NL and engaging with businesses on the impacts of O2NL.

Highlights of 2023

Charitable Trust Status – The Chair thanked Trustee Te-Aroha Jennings on the help in setting up the Trust as a Charitable Trust under the Charities Act 2005. Te-Aroha worked with CS Law across the year to achieve this status.

Ō2NL – An important development for Horowhenua. This development has opportunity for businesses. The Trust will continue to advocate for the building of this road and to avoid delays in its build.

Palmerston North Hospital Foundation. Contributions from the Trust- \$50,000 towards the build of a Children's ED facility. This would mean those with young children will have access to Emergency Department specifically for Children and families. This signals to other donors from the wider region to support the initiative and they are close to getting the \$700,000+ needed to fund it.

Wahine Toa -providing support over a four year grant the women at Wahine Toa who run inspirational workshops for women affected by family harm.

Proposed **Durham St Health and Wellness hub** development. Nealy 8000 residents without a local doctor. Facility designed to bring in specialists. There is a need for the facility for the community.

Thank yous to outgoing trustees Sarah Ryan and Justine Street. Welcome to new Trustee Stuart Pescini, Trust Secretary Sandy Chan. Thank you to the previous chair of THCL- Malcom Alexander. Thank you to Accounting firm, Baker Tilly Staples Rodway (Fiona Welten and Lisa Heslop), and CS Law

Q and A session

A question was asked about which of the THCL directors was present at the AGM. The Chair advised that only Ron Turk was (in his capacity as a Trustee), but that the Trustees had met with the directors of THCL earlier in the day for the THCL AGM. It was noted that there was no expectation that THCL directors would attend the Trust AGM.

Written questions had been submitted to the Trust prior to the meeting. It was noted that the answers to those questions would be circulated to the party that had submitted those questions and attached to the minutes of the meeting. [See Additional Questions and Answers supplement].

Annual Report-In addition to being published on the THCL website (together with copies of the draft minutes from last year's AGM), copies of the Annual Report were available for attendees..

Apologies

Apologies were received from Larry Ellison (Trustee, The Horowhenua New Zealand Trust), Monique Davidson (CE, Horowhenua District Council), Di Rump (Muaūpoko Tribal Authority), Sam Jennings (CR, Horowhenua District Council).

RESOLUTION: That the apologies to The Horowhenua New Zealand Trust 2022-2023 Annual General Meeting be accepted.

MOVED – Te-Aroha Jennings

SECONDED: Jo Mason

CARRIED

Minutes of the 2021-2022 Annual General Meeting

The draft minutes of the 2021-2022 Annual General were made available for review prior to the Annual General Meeting.

RESOLUTION: That the minutes of the AGM dated 24 November 2022 be accepted as a true and accurate record.

MOVED: Ron Turk

SECONDED: Te-Aroha Jennings

CARRIED

The meeting was closed with a karakia from Hendrix Warren from The Horowhenua Company Limited.

Meeting closed 5.36pm

Additional Questions & Answers Supplement

1	The 2022-2023 HNZN Annual Report states the trust now has charitable status but underneath the heading 'How we are structured (on page 7 of the pdf file) it states that HNZN is an independent not-for-profit trust. Please clarify.
	<i>We are a not for profit trust, that has registered charitable status. This report covers FY 22-23. Charitable status was received for the 23-24 FY going forward</i>
2.	How are beneficiaries of the trust expected to know what's "sustainable", and what's "reliable" without any access to the financial position or activities of THCL and Horowhenua Developments Ltd?
	<i>The beneficiaries have access to the financial statement of the Trust. That is all that is available and required by our Trust Deed. Both THCL and HDL have independent directors who govern the activities of these companies, and who have responsibilities under the Companies Act about conduct of those organisations</i>
3.	Where does the money come from to pay the wages and salaries of seven THCL employees and where were their roles advertised?
	<i>THCL operates as a commercial entity and as such, its financial & operating matters are commercial in confidence.</i>
4.	How much is the wage's bill annually?
	<i>THCL operates as a commercial entity and as such, its financial & operating matters are commercial in confidence.</i>
5.	Can you please explain the anomaly between 2022 and 2023 Service Fees? In 2022 service fees were \$104,200. In 2023 they are \$7,200.
	<i>The service fee in 2022 was for THCL to provide services relating to a contract held by the Trust. That contract with the Trust ended in 2022, so the THCL services relating to that contract were not required. The services provided in 2023 related to administrative and communications support provided by THCL to HNZN.</i>
6.	There's also a vast difference in AGM and Annual Report costs between 2022 and 2023. In 2022 they were \$10,768 and in 2023 they are \$3497. Please explain this large variation?
	<i>In 2022, the AGM and Annual Report was managed by a third party company, and a video was produced. In 2023, we were able to make savings, by undertaking most of the work in house.</i>
7.	Why isn't the Pathways income received reflected in the expenditure?
	<i>There was no Pathways income or expenditure in the period covered by this report. The Pathways income contract was novated to THCL in November 2021, so no income or expenses for the Trust after that date.</i>
8.	Why is there such a big difference between the total expenditure of \$226,006 in 2022 compared with this year's expenditure of \$42,752?
	<i>This expenditure relates to the Pathways Expenditure, service fees paid to the Horowhenua Company and some savings were able to make in other cost areas.</i>
9.	Why aren't exceptions explained by a note included with the financial accounts much like the council does to explain exceptions?
	<i>Accounts are prepared by Chartered Accountants and audited by an Independent Auditor – all required notes are in accounts.</i>
9.A	On page 9 of the report it states that in the 2023 financial year HNZN earned dividends from The Horowhenua Company Limited and were able to make "several" notable

	distributions back to the community. But this isn't correct. Trustees only approved grants to the two organisations - one of them Palmerston North based.
	<i>Several in this case means two.</i>
10.	Justifications aside, how do you think people will feel about the trust giving health services based in Palmerston North seed funding instead of Horowhenua health service organisations?
	<i>The Horowhenua residents that have children or grandchildren who have to attend the ED will be appreciative of it.</i>
10.A	According to distributions made to the community since HNZT was established five years ago only \$75,00 has been directly returned to the Horowhenua community. If we include the donation to Palmerston North Hospital that figure increases to \$125,000.
	<i>Yes correct. We are proud that our Trust was able to receive a dividend in our third year of operation. Our goal is to distribute all funds to the community, less expenses.</i>
11.	Some would call that a paltry figure compared with the sums of money that must be being generated as a result of THCL and Horowhenua Developments Ltd activities - especially in land and development. It's not much, is it? Does the trust think this "return" reflects a commitment to the trust or does it indicate more of a commitment to the companies established by the trust?
	<i>Our community contribution includes community development initiatives such as the health and wellness hub, advocacy, and Get-Go as well as distributions.</i>
12.	Why can't the trust stump up the \$25,000 required to have the Xmas parade canned by the council?
	<i>This is not the purpose of the Trust.</i>
13.	In updated terms of the trust deed why did trustees want to exempt themselves from clauses including general duty of care, duty to invest prudently, duty not to exercise power for own benefit, duty to consider exercise of power, duty of trustees not to bind or commit trustees to future exercise of discretion, duty to avoid conflict of interest, duty of impartiality, duty not to profit and the duty to act for no reward? Once again this isn't very reassuring to the average Horowhenua beneficiary either, is it?
	<i>As part of the Charitable Status application, lawyers advised of exemptions from new Trustee requirements that are standard for community owned Trusts and these were adopted.</i>