



**AGM MEETING Agenda: Tuesday, 05 November 2024, from 6:00pm to 8:00pm.**

**Location: 740 Sandringham Road, Wesley, Auckland 1041, New Zealand. Online alternative: [https://teams.microsoft.com/l/meetup-join/19%3ameeting\\_YjY0ZTg3NzAtZmM5Mi00NzI2LWFiMGMtNGQ1Yzk5ZDFiMTIz%40thread.v2/0?context=%7b%22Tid%22%3a%22668d5f44-e070-4ac1-9023-014c195a6339%22%2c%22Oid%22%3a%225374a90b-9409-4e66-8cbc-5b8915d8e8e2%22%7d](https://teams.microsoft.com/l/meetup-join/19%3ameeting_YjY0ZTg3NzAtZmM5Mi00NzI2LWFiMGMtNGQ1Yzk5ZDFiMTIz%40thread.v2/0?context=%7b%22Tid%22%3a%22668d5f44-e070-4ac1-9023-014c195a6339%22%2c%22Oid%22%3a%225374a90b-9409-4e66-8cbc-5b8915d8e8e2%22%7d)**

**Chaired by Andrew Barron (Deputy Chair) on behalf of Bernard Sama Nde (Chairperson) and Minutes by Jen Lander (and Bernard).**

**Attendance: overall about 100 people were physically present and 12 online on Teams, amongst whom were 17 members as per ARCI/ASST Constitution.**

	<b>ITEM</b>	<b>WHO</b>	<b>Deliberations</b>	<b>Minutes/Actions</b>	<b>TIMING</b>
1	Karakia	Dawit		Late start due to delay caused by technical issues with projectors, screens and Teams link audio not working.	6:20pm
2	Welcoming and introduction of our Guest speaker.	Dawit	Guest Speaker is Sarah Ward, MBIE	Sarah spoke well for 2-3 minutes, very positive about the work being done by ASST and our relationship with MBIE. “No complaints”.	6:22pm
3	Official AGM business begins: Apologies	Andrew		None. All Board members present – Bernard and Maithili via the Teams link.	6:26pm
4	Confirmation of last AGM Minutes	Andrew	Minutes of 2023 AGM was proposed by Andrew for amendment and adoption as correct recordings of the 2023 AGM proceedings.	Moved: Baptist Seconded: Judy	6:28pm
5	Adoption of the Annual Report	Andrew/ Baptist	<ol style="list-style-type: none"> <li>Annual Report proposed for adoption by Andrew.</li> <li>Finance report and statements proposed for adoption by Baptist as treasurer.</li> </ol>	Moved: Jen Seconded: Bella  Baptist spoke as to the finance report – report had been provided to everyone. He summarised the year from his written notes. Noted audited accounts not yet available but draft accounts have been sent out to everyone. Moved: Baptist Seconded: Andrew	6:30pm

6	Election of Executive Committee (Board members).	Andrew	Andrew presented the following members 11 nominated by the executive committee that is, the board which is stepping down for election as the new board members: 1. Dr Bernard Sama 2. Judy Wilford 3. Baptist Lobo 4. Bella Munro 5. Maithili Sreen 6. Andrew Barron 7. Jen Lander 8. Colin Jeffrey 9. Jane Smith 10. Dr Khurram Malik 11. Mohammad Nadir Shafa	Moved: Bella Seconded: Judy  Andrew greeted the 3 new board members (Khurram and Mohammad present in person and stood up for recognition, Jane had indicated that she would join online via Teams but was unavailable on Teams at the time). As noted earlier, we had technical issues with running Teams, projectors, and sound quality.	6:34pm
7	Election of office holders	Andrew	Andrew presented the following 4 members nominated by the board stepping down for election to office positions: 1. Chair: Bernard 2. Deputy Chair: Andrew 3. Secretary: Jen 4. Treasurer: Baptist	Moved: Bella Seconded: Judy	6:36pm
8	Appointment of finance auditor.	Baptist	Baptist proposed as that current auditor Mr Bhavik Khatri (B K Audit) be retained.	Moved: Baptist Seconded: Colin	6:37pm
9	Awards/Recognition	Andrew/ Dawit	<ul style="list-style-type: none"> <li>Andrew recognised and appreciated outgoing board members.</li> <li>Dawit recognised and appreciated his current team and acknowledge staff members who have left.</li> </ul>	Andrew mentioned the work of Hannah and Abdul and thanked them for their service (in absentia).  Dawit spoke briefly saying 'every success is a collective success'. Dawit introduced Shamus, Gina, Christina, Kidist, May, Vajeetha, Shilear, and Asif. Christina spoke briefly thanking her staff.	6:38pm
10	Any other business: Change from Incorporated Society to Charitable Trust.	Andrew	<b>AGM Decision on Proposed Change from Incorporated Society to Charitable Trust.</b>  <b>41 persons in the room plus 5 more on the Teams link voted by show of hands in approval of the change from Incorporated Society to Charitable</b>	Andrew briefly explained the proposed change as an overview had already been provided to members, the community and stakeholders via email and in the Annual Report. He read out the 4 resolutions	6:43pm

		<p><b>Trust. Amongst these 64 persons only 14 were eligible to vote as per ARCI/ASST Constitution, because they have made a monetary contribution to ARCI/ASST in 2024. All the 14 (considered as members of ARCI/ASST) voted in approval of the change. As ARCI/ASST Constitution only requires a quorum of 10 members for the AGM to hold and a 75% affirmative vote from the members present for a successful resolution on dissolution of ARCI/ASST, the resolution for a change of legal structure from Incorporated Society to Charitable Trust was therefore passed unanimously.</b></p> <p><b>This resolution confirms the resolution by the 2023 AGM.</b></p>	<p>displayed on the big screen, as sent out to everyone with Annual Report.</p> <ul style="list-style-type: none"> <li>• To change the legal structure of ARCI from an incorporated society to a charitable trust.</li> <li>• To authorise ARCI's Board to finalise the form and content of the charitable trust deed and do all things necessary to establish the trust.</li> <li>• To transfer ARCI's assets, liabilities, and undertakings and obligations from the incorporated society to the new charitable trust in accordance with clause 23 of the society's constitution.</li> <li>• Once the transfer is complete, to dissolve ARCI in accordance with clause 23 of the society's constitution.</li> </ul> <p>Andrew asked for voting by a show of hands in favour of all four resolutions, from the whole audience.</p> <p><b>Andrew counted about 41 in the room plus 5 more on the Teams link.</b></p> <p>No votes against. But a question came in from a community member online about what the change means for the organisation.</p> <p>Andrew said practically it does not mean anything – ASST will continue the same work.</p> <p>Handed over to Jen who said:</p> <ul style="list-style-type: none"> <li>- Change was approved by members at last year's AGM. The Board has been working to implement the change this year.</li> <li>- Law changes meant ASST would have had to amend its constitution anyway, which instigated the discussion by the board of whether our structure was appropriate.</li> <li>- Incorporated Societies are more suited to sports clubs and residents'</li> </ul>	
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				<p>associations where there is a membership fee, and decision-making process is limited to members who are also involved in running the organisation for the benefit of members.</p> <ul style="list-style-type: none"> <li>- That's not the case with ASST where we are run by the board and the staff, and the community is free to benefit from the services without having to run it.</li> <li>- We do not want to continue with this current legal structure as an Incorporated Society where membership of the organisation is limited to persons who have paid a membership fee, and only these members can be in the decision-making process.</li> <li>- ASST purpose will not change under a Charitable Trust.</li> </ul> <p>No further comment was heard (or viewed online).</p> <p>Moved: Andrew Seconded: Baptist.</p>	
11	Closing remarks and Karakia	Andrew/ Dawit		<p>Andrew closed the meeting thanking our supporters, donors, and funders.</p> <p>Dr Malik closed with a prayer in Te Reo.</p>	6:50pm

**Date**              08 November 2024  

**Signature**     

**Name**             Bernard Sama Nde  

**Position**         President