66th Annual General Meeting – Thursday 13 September 2012

Our vision is to advance the quality of and access to podiatry

Annual General Meeting Minutes

President Bruce Baxter declared the meeting open at 5.35 pm

President Bruce Baxter welcome members to the 66th AGM and said that the meeting had been called in accordance with the requirements of the incorporated societies Act.

He invited members to participate in discussion and to join him at the conference cocktail party of the conference following the meeting.

Attendance, Apologies and Proxies


Apologies: Anne Dallas, James Barnes

Proxies: no proxies

Address by President – Bruce Baxter

Bruce Baxter indicated that his written report had already been tabled and would not be read. The tabled report:

It has been a year of many changes for PodiatryNZ. Wayne Tucker who had held the position of Executive Officer since I began my Presidency in 2007, left us early in 2012. Wayne had the drive and motivation to move us from being a volunteer run organisation to having a paid secretariat. His enthusiasm and passion for our profession helped us to consolidate our association. Wayne and his family decided to relocate to China to pursue other business interests. I admire his sense of adventure and expect he is taking to his new challenge with the same eagerness that he gave to his role at PodiatryNZ.

On the administrative front our Treasurer and database manager Amy Leask retired at the financial year-end in 2011. Amy undertook this role for a number of years and diligently maintained our records and financial records. We thank her and wish her well in retirement.

With every change, new opportunities are created and the Executive considered many options when thinking about the best way to resource PodiatryNZ. Weighing up those options, it was an easy decision to appoint Jennifer Pelvin as our Chief Executive and her company ButlerPelvin & Associates to provide financial and administrative services.

Jennifer assisted us previously with governance training and we were very pleased she agreed to join us. She has considerable experience working with membership-based organisations and being based in Wellington provides a much needed communication link to the various government agencies and other organisations that PodiatryNZ needs to liaise with.

I believe that as a professional association, we have evolved. We are now more strategic in our focus. We have adopted policy governance and have a strong platform from which to move our profession forward. Our membership is more cohesive, we have established educational opportunities and pathways and we have been blessed with fantastic support from our corporate partners ASICS and Foot Science International.

I’m proud of the member services we have introduced. Our insurance scheme is providing members with professional security and the new website will help raise the profile and status of Podiatrists with the public.
I cannot thank enough, members who have served on the Executive during my time as President. There are too many to mention by name but it goes without saying that they have been instrumental in our development.

The Executive is involved in a great deal of work behind the scenes and I know they will continue to make sure the needs and concerns of our profession are heard in the right quarters.

I made a decision not to stand again for President this year, 5 years has been long enough and I feel its also time for a change. I wish Michele Garrett all the very best as she takes on the role of President. She brings a wealth of experience and involvement in many facets of the profession and I know you will give her the same support I experienced during my time as President.

Confirmation of Previous Minutes

The motion was put by Bruce Baxter/ seconded by Nick Haley

“That the minutes for the 65th Annual General Meeting be accepted as true and correct”.

There were no questions in respect of the minutes

The motion was carried

Confirmation of Annual Accounts

Jennifer Pelvin tabled the 2012 Annual Accounts containing the Directors’ Report, the Financial Statements. She stated that copies had been made available to members. She explained that at the time of printing of the Annual Report, the audited accounts were not quite finalised even though PodiatryNZ had provided the end of year financial information to our Auditors in July. WHK provided accounts for review at 11.30 a.m. on 11 September 2012. Given that the Executive is required to review and sign the accounts, it was felt there was insufficient time for this to occur prior to the AGM. For this reason the unaudited end of year financial statements were included in this report. On acceptance and signing by the Executive, the final audited accounts will be made available on the PodiatryNZ website. We do not expect any changes to the accounts as presented here.

It was noted that our net surplus for the year was $18,695. In the previous year profit of over $51,000 was recorded, this was due to the surplus income from the 2010 conference being recorded. The total equity of our organisation is now just over $84,000, an increase of just under $20,000.

With regard to the fixed assets, the Executive decided to write off all development of previous websites and databases which where recorded as assets. With the introduction of the new website, a management fee is now paid to Butler Pelvin & Associates for website and database management, rather than PodiatryNZ being the developers IT systems.

Confirmation of Financial Statements

The motion was put by Carleen Gibbons/ seconded by Merron Wilkes

“That the financial statements be accepted as presented and that the audited accounts be presented to members for approval by circular email motion within 4 weeks of the closing of this meeting”.

There were no questions in respect of the minutes

The motion was carried

Circular Motion – conducted by email 17 October. Voting closed 25 October

As the Annual General Meeting of PodiatryNZ was adjourned to allow for the tabling of the audited financial accounts, the audited accounts were presented for consideration by the meeting by email on 17 October.

The motion was moved by Bruce Baxter, seconded Ben Lamb

“That the audited accounts as presented be accepted” (in putting this motion, it should be noted that these accounts do not vary from the accounts presented at the annual general meeting held on 13 September.)

The motion was carried.

(of the 91 attendees, 56 voted in favour – 62%. There were 35 abstentions)

Consideration of the appointment of an Auditor (Ordinary Resolution)

Jennifer Pelvin reported that the Rules require that PodiatryNZ must at each annual general meeting, appoint a member of the Institute of Chartered Accountants of New Zealand as auditor.
The current Auditors are WHK in Lower Hutt. They have been our Auditors since 2008 when the previous Auditors Sherwin Chan & Welsh merged with WHK. She explained that the Executive had determined that it is time to undertake a cost benefit of having an audit, in part this is because the audit fee has increased by over 16% since 2009. An alternate to the audit is a financial review, which has different features. The Executive proposed that PodiatryNZ consider this in conjunction with a review of the Rules. Alternatives to the financial review process to be considered with the Rules being amended to either appoint an appropriately qualified third party accountant to review the accounts or if it was decided to retain the Audit, to seek proposals from appropriate Auditors to undertake our future Audits.

**Appointment of Auditor**

The following motions were put by Bruce Baxter/ seconded by Simon Speight

“that the appointment of an auditor be delayed and made by the Executive committee prior to end of the next financial year.”

There were no questions

“that the Rules be reviewed within 6 months of the date of this AGM and that revised Rules be put to the members at the next AGM”.

There were no questions

The motions were carried.

**General Business**

Bruce explained that this year we had entered into new arrangements with two providers to enhance the benefits we provide to members. These being BizCover who provide members with professional indemnity insurance and GSB a group buying program that provide a range of discounts on business products.

A number of questions and comments were taken from the floor. These related to suggestions about member fees, insurance requirements and aspects of the Rules.

Bruce indicated that the Executive were happy to engage in reviews and to consider alternate options relating to membership and insurance in particular. Regarding the governance and constitutional matters, he indicated that a full review would be undertaken within the next six months and members would be able to participate in this and make recommendations.

**Close**

There being no further business, Bruce Baxter thanked members for their attendance, declared the meeting closed and invited everyone to attend the cocktail function and join in some further discussion.