



ANNUAL GENERAL MEETING AGENDA

DATE 13 June 2015
VENUE Trevinos, Christchurch

1 The meeting opened at 09:30. The Meeting was Chaired by Robin McNeill, FMC President.

The following clubs were present with delegates as listed. Allocated proxy votes are also recorded.

CLUB	DELEGATE	PROXY
Alpine Sports Club	Lesley Topping (3)	
Auckland Catholic Tramping Club	Mike Sampson (1), Liz Sampson (1)	
Auckland Tramping Club	Tony Walton (3) Sally Johannesson (0)	
Breakaways Tramping Club	Charles Verry (1)	
Buller Tramping Club		Jan Finlayson
Howick Tramping Club		Sally Johannesson
Hutt Valley Tramping Club	Dennis Page(3)	
Kauaeranga Tramping Club	Greg Laslett (1)	
Kaumatua Tramping Club		Phil Glasson, Dennis Page
Manawatu Tramping and Skiing Club		Phil Glasson, Owen Cox (2)
Marlborough Tramping Club		Pat Holland, Jan Finlayson
Motueka Tramping Club		Pat Holland
Mt Somers Walkway Society	Barry Austin (1) David Howden (0)	
Nelson Tramping Club	Ian Morris (1) Pat Holland (0)	
New Zealand Alpine Club	Erik Bradshaw (3), Jan Finlayson (3), Robin McNeill (1)	
Otago Tramping and Mountaineering Club	David Barnes(1), Rob Mitchell (1)	
Over 40's Tramping Club	Ian Fussel (2), Ken Lavender (1), Howard Harvey (1)	
Parawai Tramping Club	Owen Cox (1), Phil Glasson (0)	
Peninsula Tramping Club	Brian Smith (1), Merv Meredith (1)	
Rangiora Tramping Club	Jill Spooner (1), Chris Martin (1)	
South Wairarapa Tramping Club		
Southland Tramping Club	Robin McNeill (1)	
Tararua Tramping Club	Alan Wright (3)	
Taupo Tramping Club		Robin McNeill
Upper Clutha Tramping Club		Peter Wilson
Victoria University Tramping Club	Kieran Paton(1)	
Waitaki Ski Club	Peter Wilson (1)	
Womens Outdoor Pursuits		Sally Johannesson

The following observers were present at the AGM with affiliation shown where known:

Arnold Heine	FMC Patron
Bill O'Leary	NZDA President
Robert Wynn Williams	Chair – Canterbury Aoraki Conservation Board
Mark Neeson	Chief Executive - Walking Access Commission
Megan Robertson	Trailfund NZ
David Round	Individual Supporter
Robin Muirson	Canterbury Mountaineering Club
Sam Newton	NZAC
Beryl Wilson	Rangiora Tramping Club
Jamie Stewart	FMC Administrator
Lizard Nada	FMC Individual Supporter
Chris Stewart	DOC
Lew Shaw	Mt Somers Walkway Society
Alison Pitman	CUTC
Hugh van Noorden	NZAC
Tania Seward	CUTC
Liz Stephenson	Peninsula Tramping Club
Simon Alefosio-Tuck	DOC
Stu McHugh	Over 40's TC
David Hodder	NZDA
Geoff Spearpoint	Peninsula Tramping Club, NZAC, HVTC
Matthew Walker	Tramper.NZ
Jan Heine	HVTC
Brian Stephenson	Alpine Sports Club, NZAC, HVTC
Helen Doig	Rangiora Tramping Club
Ewen Ireland	Rangiora Tramping Club
Enda Walsh	CUTC
Kate Wooton	CUTC
John Taylot	DOC
Neil Pilbrow	NZAC
Tom Hu	Christchurch Tramping Club, NZAC
Ron Pynenburg	HVTC
Bill Beavan	NZAC
Gaye Beavan	Observer
Ian Wightwick	DOC
Ted Brennan	DOC
Nina Dicherhof	NZAC
James Thornton	NZAC
Rod Thomson	Rangiora Tramping Club, NZAC
Glenn Johnson	Permolat
Dave Winterburn	DOC
Mick Abbott	NZAC
Kerry Clapham	CUTC

The following observers attended later sessions, with affiliation shown where known:

Honora Renwick	PTC, CTC, Permolat
Frank King	PTC, CTC, Permolat
Ainslie Talbot	Peninsula Tramping Club
Julia Bradshaw	Individual Supporter
Eddie Newman	Individual Supporter
Craig Benbow	NZDA
Aaron Field	DOC
John Montgomerie	Heretaunga Tramping Club
Derek Field	Ex NZFS Deer Cullers
Lou Sanson	Director General – DOC
Hugh Logan	Canterbury Mountaineering Club, NZAC
Mike Daisley	General Manager – Mountain Safety Council
Nathan Watson	Mountain Safety Council
Richard Davies	DOC
Andy Thompson	DOC
Andrew Buglass	Permolat

2	Apologies	Allan Evans	Patron
		Maggie Barry	Minister of Conservation
		John Simpson	Maerewhenua Trust
		Graham Lythgoe	Past Treasurer
		Rob Brown	Executive
		Nick Plimmer	Executive
		Laura King	Executive

3 **Confirmation of Minutes of 83rd AGM held 14th June 2014 in Wellington**

AGREED That the minutes, having been circulated be taken as read.

MOTION: THAT the minutes of the 83rd AGM as circulated held 14/6/2014 be confirmed

Moved from the Chair: CARRIED

4 **Adoption of the 83rd Annual Report**

Robin McNeil spoke to the published Annual Report. Thanks were given to the FMC staff members: Gail Abel, Beverley Holder and Jamie Stewart, but emphasized that the strength of FMC was the wide volunteer contribution from the 'FMC Whanui', The major highlight identified for the year was the undertaking as part of the Outdoor Recreation Consortium a successful application to DOC's Community Conservation Partnerships fund which has re-energised club commitments to maintain and enhance backcountry huts.

AGREED That the Annual report having been circulated be taken as read

MOTION THAT the 83rd Annual report as circulated be adopted

Robin McNeill /Owen Cox CARRIED

5 **Adoption of the Annual Accounts for year ending 28/2/2014**

AGREED That the Annual Accounts having been circulated be taken as read.

MOTION THAT the Annual Accounts for year ending 28/2/2014 be confirmed.

Robin McNeill/Owen Cox CARRIED

6 **FMC Executive Election**

There was one nomination for both President (Robin McNeill) and Vice President (David Barnes). There were also nominations for eleven of thirteen Executive positions: Lesley Topping, Charles Verry, Rob Mitchell, Phil Glasson, Owen Cox, Pat Holland, Laura King, Jan Finlayson, Erik Bradshaw, Nick Plimmer and Peter Wilson.

MOTION THAT the nominees be declared elected

Moved from the Chair CARRIED

7 **Constitutional Amendments**

Phil Glasson spoke to the proposed constitutional changes which had been circulated to Clubs. These are attached as Appendix 1 to this document. It was emphasized that the intention of removing the requirement

of an Annual General Meeting was intended to free resources to organize meetings or conferences when they were best to be organized to address issues or provide the opportunities to celebrate achievements, not when dictated by AGM requirements.

Phil Glasson also asked for leave from the meeting to correct a date in the proposed process for 'Change to Method of Electing the Executive'. It was asked that the date in clause (l) by which results were to be announced be changed from 31st of April until the 31st of May. Leave was granted by the meeting for this correction.

MOTION THAT the constitutional changes as circulated be approved

Owen Cox/Sally Johannesson CARRIED

10 Adoption of new Trust Deed

All clubs were sent a circular describing the purpose behind the updating of the Forest and Mountain Trust Deed.

MOTION: THAT the FMC Mountain & Forest Trust Deed dated 14/4/1985 and the amendments dated 5/4/1990 and 18/12/1997 be replaced by the new Deed as approved by the FMC Executive on 2 May 2014.

Stu Gray/Brian Stephenson CARRIED

11 General Business

No motions from clubs had been received.

A delegate registered concern on behalf of North Otago Tramping and Mountaineering Club over the reduced presence of outdoor recreationalists, including FMC, on Conservation Boards. Robin McNeill recognized this concern and described actions that FMC had taken to mitigate this. It was accepted however that the concern was valid.

The meeting closed at 10:10am

Appendix 1

FEDERATED MOUNTAIN CLUBS (NZ (Inc)**NOTICE TO ALL CLUBS****Rule Changes for 2015 AGM**

The Executive is recommending changes to our Rules. The intention to make change along these lines was notified to all member clubs in 2014 and after considering the comments received from clubs the Executive has decided to proceed with the changes.

The main effect of the changes is:

- A To change the present method of electing the Executive at the AGM to one of an election conducted by a ballot of all clubs conducted by mail / email. The time frame is unchanged and the allocation of votes to clubs based on financial membership is unchanged.
- B To remove the need to hold a formal AGM each year and to place on the Executive a requirement to produce an Annual Report and Annual Accounts and to circulate these to member clubs
- C While changes were being considered it was considered appropriate to make some machinery changes so that the Rules better reflect reality

The changes are listed below as 7 motions A1, B1, B2, B3, C1, C2, C3. At the AGM the Chair will be guided by the meeting as to whether any or all of the motions can be put to the meeting as a group or separately.

Because Rule changes have to be notified to member clubs 5 weeks before the AGM it will not be possible to consider amendments to the Rule changes proposed.

The motions to change the Rules will be Moved and Seconded by members of the Executive

Where possible the significant changes are in *bold italics* in the text below:

Change to method of electing the Executive

A1 THAT the present rule 6 Executive be deleted and replaced by

- (a) The officers of the Federation shall be:

President
Immediate Past President

One Vice President
Up to thirteen Executive Members

- (b) During the year next succeeding his period of office as President each retiring President shall hold office as Immediate Past President of the Federation ex officio.
- (c) The terms of office for the President and Vice President and all Executive Members shall be for a period of one (1) year.
- (d) The President, Vice President and up to thirteen (13) Executive members shall be elected **by a postal / electronic ballot of member clubs before 30 April each year**
- (e) Any vacancy on the Executive may be filled by an appointment by the Executive for the balance of the term for which the office would normally have been held.
- (f) **The Executive will, before the last day of January appoint a Returning Officer to conduct all elections in the following financial year.**
- (g) **The Returning Officer will, before the last day of February :**
 - (i) **Call for nominations for President, Vice President and the Executive**
 - (ii) **Set the closing date for nominations which will be not earlier than 8 April**
 - (iii) **Advise member clubs of the closing date for polling associated with any elections to be held in the following financial year. The closing date for polling will be not earlier than 10th of May**
- (h) Any Club which is a member of the Federation may propose candidates for any office or for membership of the Executive by giving the **Returning Officer notice of such nomination not later than the closing date for nominations as announced by the Returning Officer.** All nominations shall have the written consent of the nominee.
- (i) Candidates shall be financial members of Clubs which are members of the Federation.
- (j) The number of votes which a member Club may exercise in an election shall be determined on the basis of one (1) vote per hundred (100) or part of a hundred members as declared by the club as at the first day of March of the year of the election or, in the case of a club that has joined the Federation since that date, as declared upon joining.
- (k) The offices of President and Vice President may not be held by any one person for more than three (3) consecutive **terms. Where a person is appointed to the position of President or Vice President under Rule 6(e) then the period from the date of appointment to the close of polling for the next election of President / Vice President shall not count as part of the 3 consecutive terms.**
- (l) **The returning officer will announce the results of polling not later than 31st May.**
- (m) **The elected office holders and executive will take office from the day after the Returning Officer announces the results of the polling.**

Changes to remove references to Annual General Meeting and to insert rules requiring that an Annual Report and Annual Accounts be prepared and circulated to members

B1. THAT the present rule 8 General Meetings be deleted and replaced by:

8 General Meetings

- (a)** General Meetings may be convened from time to time as the Executive sees fit, or shall be convened on a requisition in writing, stating particulars of business to be brought forward, from not fewer than three (3) Member Clubs, not less than one (1) month after receipt of such requisition. Notice of such meeting giving particulars of business shall be given to Member Clubs and Associate organisations within ten days of the receipt of the requisition. At any such meeting the business to be transacted shall be consideration of, and if necessary taking action with reference to, the matters referred to expressly or by necessary implication in any such requisition as aforesaid.
- (b)** Each Member Club may be represented at all general meetings of the Federation. Member Clubs may be represented by one (1) or more delegates and Associate organisations may be represented by one (1) or more observers.
- (c)(i)** For any General Meeting held between 1 March **and the 31 May** the number of votes which a member club may exercise shall be determined on the basis of one (1) vote per hundred (100) or part of a hundred members as declared by the club as at 1 March of the year of the meeting or, in the case of a club that has joined the Federation since that date, as declared upon joining.
- (c)(ii)** For any General Meeting held **on or after 1 June** and before the last day of February of the following year the number of votes which a member club may exercise shall be determined on the basis of one (1) vote per hundred (100) or part of a hundred members as declared by the club in the current year
- (c)(iii)** At any General Meeting no delegate shall be permitted to exercise more than three (3) votes of the clubs he or she represents. Proxy votes are also permitted, and a delegate may in addition also exercise up to two (2) proxy votes **for club(s) that they are not themselves a member of.**
- (d)** Member Clubs shall be given notice in writing of the number of votes available to them prior to the meeting and must inform the Secretary of the name of the delegate or delegates appointed to represent that Club and the number of votes each delegate will exercise prior to the start of any meeting of the Federation. Delegates need not be a member of the Club which they represent, but must be members of a Member Club.
- (e)** The quorum at any General Meeting of the Federation shall consist of delegates representing not less than **thirty (30)** votes or voting representing ten percent (10%) of the **total membership of all clubs**, whichever is the lesser. **Provided that those delegates must also represent not less than eight (8) clubs or represent at least 10 percent (10%) of the number of member clubs, whichever is the lesser.**

Annual Accounts

B2: THAT the following words be added to Rule 10 Funds (b)

The Annual Accounts and the Financial Review report will be made available to all members

This rule will now read:

- 10(b) The Executive will arrange for a financial review of the annual accounts each year unless in the opinion of the Executive a full audit is warranted. **The Annual Accounts and the Financial Review report will be made available to all members**

Annual Report

B3: That a new clause be added to rule 7 Management

- (h) The Executive will prepare, no later than 30 April, a report covering the activities of the Federation in the previous financial year and this report will be made available to all members

Note a machinery change proposed will remove present clauses (h) & (j) in this rule

Consequential Changes:

B4. That the words "Annual or Special" be deleted from Rule 12.

Rule 12 will then read.

Any General Meeting of the Federation as hereinbefore provided shall have the power by a simple majority to rescind, alter, or add to existing rules of the Federation, provided that five (5) weeks written notice of such amendment shall be posted to all Clubs prior to such a meeting.

No addition or alteration or recession of the rules shall be approved if it affects the charitable objects, Rule 10 Funds or Rule 14 Winding up.

B5. That the reference to clause 8(f) and 8(g) in rule Rule 13(a) be replaced by a reference to rule 8(c) and 8(d)

Machinery Changes

C1. THAT Rule 7(j) be deleted

(Present Rule 7(j) is an exact repeat of Rule 10(b) so is redundant- Rule 10 is the "Funds Rule")

C2. That Rules 7(h) and 7 (i) be deleted.

These two clauses give the Executive the authority to employ a Treasurer and a Secretary if the Executive wishes to. These clauses are redundant being covered by the existing clause 7(g) which reads:

The Executive may employ such persons as may be necessary to achieve the Federation's objectives.

- C3. That Rule 11 Common Seal be amended by replacing the word “Secretary” in first sentence with “*by a person nominated by the Executive from time to time*” and replacing the word Secretary in the second sentence with the words “*President or Vice President*”**

Rule 11 Common Seal will then read:

The Common Seal of the Federation shall be kept by ***a person nominated by the Executive from time to time*** and shall be affixed to any document, instrument, deed, writing paper, or otherwise only pursuant to a resolution duly passed by the Executive. The Common Seal shall be affixed by the ***President or Vice President*** in the presence of two (2) other members of the Executive, all of whom shall sign their names as witnesses to the affixing of the Common Seal.