



T/17/04

MINUTES

ORDINARY MEETING OF TRUSTEES

Date: Tuesday, 23 May 2017
Time: 7.10pm
Place: Trust Office, Perry House, 360 Tristram Street, Hamilton

PRESENT: Trustees Ingle (Chair), Hamill, Isaac & Williams

IN ATTENDANCE: Trust Manager, Grants Manager & Trust Secretary

APOLOGIES: Trustees Chibnall & Harding

CONFLICT OF INTEREST DECLARATIONS: Nil (other than those declared in item T/17/04/4.3)

AGENDA ITEM

T/17/04/1.0 OTHER REPORTS

In preparation of item T/17/04/1.4, the Trust Manager gave an overview of the Oxford Impact Investment Course she attended from 27 March to 1 April and shared her presentation from the 2017 Philanthropy NZ Summit about Impact Investment.

T/17/04/1.1 Trustee Remuneration Review (Ref: 5/20/10)

A report from the Trust Manager dated 5 May 2017 was circulated.

MOVED: (Ingle/Williams) That:

1. The Trust adopts the recommendations of the independent review, ie, that the total value of honorariums be increased from \$188,825 to \$195,500.
2. Based on Trust policy that the Chair receives up to 150% and the Deputy Chair up to 125% of the median value of a Trustee:
 - The Chair's honoraria be increased to \$43,444 from \$40,243
 - The Deputy Chair's honoraria be increased to \$36,204 from \$33,270
 - The Trustees' honoraria be increased to \$28,963 from \$28,828 each

CARRIED

Vote recorded against: Trustee Hamill

T/17/04/1.2 WEL Networks Ltd – Review of Directors’ Fees (Ref: 45/33)

A report from the Trust Manager dated 18 May 2017 was circulated.

MOVED: (Ingle/Isaac) That the Trust endorses the recommendation to increase the pool for WEL Networks Directors to \$353,500.

CARRIED

Vote recorded against: Trustee Hamill

MOVED: (Ingle/Isaac) That the Trust does not endorse a separate, one-off payment of \$29,750 to the WEL Networks Board for the additional work undertaken in respect of Project Comet, and that a letter be sent to the Company thanking the Directors for their efforts in this regard.

CARRIED

T/17/04/1.3 Sub-Committee Structures (Ref: 15/2)

A report from the Trust Manager dated 4 May 2017 was circulated.

MOVED: (Williams/Isaac) That:

1. The standing Sub-Committees for Communications, Risk and Energy Efficiency be disbanded in favour of Sub-Committees to be formed for specific purposes, and disbanded as required.
2. The Finance Sub-Committee reviews its Terms of Reference to include aspects of risk.
3. Specific-purpose Sub-Committees operate under Terms of Reference, approved by the full Trust.
4. Formal Terms of Reference be developed for the Grants Sub-Committee and included in the Appendices of the Trust Governance Policies document.

CARRIED

T/17/04/1.4 Draft Social Impact Investment Strategy & Action Plan 2017/18 (Ref: 25/39)

A report from the Trust Manager dated 9 May 2017 was circulated.

MOVED: (Hamill/Ingle) That:

1. The report be received for information.
2. The Action Plan be adopted for implementation in 2017/18.

CARRIED

T/17/04/2.0 MANAGEMENT REPORTS

T/17/04/2.1 Resolution Schedule (Ref: 15/20/5)

The Resolution Schedule dated 17 May 2017 was circulated for noting.

MOVED: (Ingle/Hamill) That the Resolution Schedule be noted.

CARRIED

T/17/04/2.2 Trustee Meeting and Workshop Attendance (Ref: 15/2)

A report from the Trust Secretary dated 4 May 2017 was circulated for noting.

MOVED: (Ingle/Isaac) That the schedule of Trustee meeting attendance be noted.

CARRIED

T/17/04/2.3 Ongoing Projects Status Report (Ref: 15/20/5)

A report from the Grants Manager dated 18 May 2017 was circulated for noting.

MOVED: (Ingle/Williams) That the report be noted.

CARRIED

T/17/04/2.4 Financial & Budget Report (Ref: 20/10)

A report from the Financial Administrator for the month of April 2017 was circulated. Trustee Ingle spoke to the report in Trustee Chibnall's absence.

MOVED: (Ingle/Hamill) That the financial and budget report to 30 April 2017 be adopted.

CARRIED

T/17/04/2.5 Energy Trusts of New Zealand (Ref: 5/30/15)

A report from the Trust Secretary for the month of May 2017 was circulated.

MOVED: (Ingle/Hamill) That the report be noted.

CARRIED

T/17/04/2.6 Industry & Trust Activity Updates

Trustee Hamill reported on recent industry items of interest.

The Grants Manager reported on a request received on 22 May from the Whaingaroa Environment Centre concerning a change of purpose for the grant it received in the September 2016 Community Support grants round.

MOVED: (Isaac/Williams) That a change of purpose for the grant to Whaingaroa Environment Centre be approved in order for the funds to be spent on Energy Efficiency initiatives.

CARRIED

The Grants Manager, Trust Manager, and Trustees Ingle, Isaac and Williams reported briefly on the 2017 Philanthropy NZ Summit recently attended, with Trustee Ingle also providing feedback received from Trustee Harding.

Trustees Williams reported on community events recently attended.

MOVED: (Ingle/Isaac) That the verbal reports be received.

CARRIED

T/17/04/3.0 CONFIRMATION OF MINUTES

T/17/04/3.1 Minutes of Ordinary Meeting T/17/03 dated 26 April 2017

MOVED: (Ingle/Hamill) That the Minutes as circulated be confirmed as a true and correct record.

CARRIED

T/17/04/4.0 DISTRIBUTIONS

T/17/04/4.1 March 2016 Community Support Multi-Year Grant (Waikato Environment Centre) – Approval for Year Two Payment (Ref: 60/4/2017)

A report from the Grants Manager dated 1 May 2017 was circulated.

MOVED: (Ingle/Williams) That the Waikato Environment Centre, having submitted an application to the March 2016 Community Support grants round and subsequently approved to receive a multi-year grant, be confirmed to receive the second year instalment of \$25,000.

CARRIED

T/17/04/4.2 April 2017 Quick Response Grants Round (Ref: 60/4/2017)

A report from the Grants Manager dated 9 May 2017 was circulated.

MOVED: (Ingle/Williams) That the report be received for information.

CARRIED

T/17/04/4.3 March 2017 Community Support Grants Round (Ref: 60/4/2017)

The meeting was adjourned at 9:10pm and resumed at 9:15pm.

A report from the Grants Manager dated 18 May 2017 was circulated. A spreadsheet listing the 47 applications to be considered, rankings and variance details was circulated separately.

Disclosure of Interests

The Chair drew Trustees' attention to the following Trust policy:

Governance Process Policies – Conflicts of Interest (point 8)

“Trustees who have declared an interest in an organisation who has applied for funding shall not rank, vote or participate in the discussion about that organisation’s application at the funding decision making meeting.”

The following Declarations of Interest were noted:

- Trustee Chibnall – St Mary’s Convent Chapel Charitable Trust (Member)
- Trustee Hamill – Perry Outdoor Education Trust (Trustee)
- Trustee Isaac – The One Victoria Trust Board Inc (Trustee)
- Trust Manager – Community & Enterprise Leadership Foundation

Trustees Harding, Ingle and Williams had no interests to declare.

Trustees considered the 47 applications on the ranked order list (highest to lowest ranking).

MOVED: (Ingle/Hamill) That the following grants be confirmed:

Appl #	Organisation	Amount
CS431	Raglan Community Arts Council	\$35,000
CS485	Te Whakaruruhau 2013 Inc	\$60,000
CS443	Xtreme Zero Waste	\$25,000
CS470	Community & Enterprise Leadership Foundation <i>(The Trust Manager did not take part in discussion of this item)</i>	\$25,000
CS482	Perry Outdoor Education Trust <i>(Trustee Hamill did not take part in voting or discussion of this item)</i>	\$18,000
CS487	City Hope Charities Trust	\$12,500
CS435	Twin Rivers Community Art Centre	\$17,500
CS445	Ngaruawahia Community House Inc	\$25,000
CS469	Waikato District Council	\$40,000
CS429	National Wetland Trust of New Zealand	\$15,000
CS432	Young Workers' Resource Centre	\$10,000
CS454	The Salvation Army Hamilton Community Ministries	\$0
CS486	The One Victoria Trust Board Inc <i>(Trustee Isaac did not take part in voting or discussion of this item)</i>	\$20,000
CS444	Families Autism Support Trust	\$12,500
CS492	Te Kauwhata & Districts Information & Support Centre Inc	\$12,000
CS458	The Order of St John Central Region Trust Board	\$5,000
CS462	Rauawaawa Kaumātua Charitable Trust	\$50,000
CS475	Neurogenesis Trust	\$8,500
CS452	Epilepsy Waikato Charitable Trust	\$12,500
CS495	Endometriosis Waikato	\$9,000
CS433	North Waikato Transport Trust	\$10,000
CS463	Waikato Basketball Council Inc	\$12,500
CS438	Hamilton Operatic Society Inc	\$5,000
CS440	Hamilton Koinonia Community Trust	\$0
CS456	Hamilton Science Awards Trust	\$5,000
CS461	Performing Arts Community Trust	\$10,000
CS471	Hamilton Christian Schools Inc	\$10,000
CS479	StarJam Charitable Trust	\$0
CS441	Hamilton and Waikato Tourism	\$20,000
CS473	Theatre of the Impossible Charitable Trust	\$25,000
CS478	Waikato Community Hospice Trust	\$0
CS436	Community Link Trust	\$5,000
CS453	English Language Partners NZ Trust (Waikato)	\$0
CS430	Parkinson's Waikato	\$0
CS483	Laura Fergusson Trust Inc	\$0
CS457	Waikato Refugee Forum	\$0
CS476	Career Moves Trust	\$0
CS449	Surfside Christian Life Centre	\$5,000
CS467	GraceWay Church (operating as Promoting Mental Wellness)	\$0
CS466	St Mary's Convent Chapel Charitable Trust <i>(Trustee Chibnall did not take part in the ranking of this item)</i>	\$5,000
CS472	SPCA Waikato	\$0
CS474	Waikare Golf Club Te Kauwhata Inc	\$0
CS451	Epilepsy Association of New Zealand Inc	\$0
CS437	Children's Bible Ministries Inc	\$0
CS481	Beerescourt Tennis Club Inc	\$0
CS459	Hukanui Golf Club Inc	\$0
CS490	Lions Club of Dinsdale	\$0

CARRIED

The total grants funding for the March 2017 Community Support round was allocated at \$525,000 to 30 successful grant applications.

T/17/04/5.0 EXCLUSION OF PUBLIC

MOVED: (Ingle/Isaac) That the public be excluded from the following parts of the proceedings of this meeting under Section 48(1) of the Local Government Official Information and Meetings Act 1987, for reasons relating to third party commercial sensitivity, on the following grounds:

1. To enable the Trust to carry out, without prejudice or disadvantage, negotiations (including commercial or industrial negotiations).
2. To protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person/organisation who supplied or who is the subject of the information.

Agenda Item	General subject matter to be considered	Grounds for passing this resolution
T/17/04/6.1	Community Loan Application	Definitions 1 & 2 above
T/17/04/6.2	Russell Investments Performance Report	Definitions 1 & 2 above
T/17/04/7.1	Company Valuation	Definition 2 above
T/17/04/7.2	Draft Strategic Direction Document	Definitions 1 & 2 above
T/17/04/7.3	Company Quarterly Report	Definition 2 above
T/17/04/7.4	2017 Director Appointments	Definitions 1 & 2 above
T/17/04/8.1	Trust Manager's Report	Definitions 1 & 2 above
T/17/04/8.2	Risk Management Report	Definitions 1 & 2 above
T/17/04/8.3	Resolution Schedule	Definitions 1 & 2 above
T/17/04/9.1	Confirmation of Minutes	Definitions 1 & 2 above

The meeting concluded at 10.10pm.

Confirmed at T/17/05 on 27 June 2017 as a true and correct record.

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TRUSTEE ISAAC