



T/17/07

MINUTES

ORDINARY MEETING OF TRUSTEES

Date: Tuesday, 25 July 2017
Time: 7.00pm
Place: Trust Office, Perry House, 360 Tristram Street, Hamilton

PRESENT: Trustees Ingle (Chair), Harding, Isaac, Rolton, Stephen & Williams

IN ATTENDANCE: Trust Manager, Grants Manager & Trust Secretary

APOLOGY: Trustee Hamill

CONFLICT OF INTEREST DECLARATIONS: Nil

AGENDA ITEM

T/17/07/1.0 DISTRIBUTIONS

T/17/07/1.1 Grants Committee – Terms of Reference (Ref: 60/5)

A report from the Grants Manager dated 5 July 2017 was circulated.

MOVED: (Isaac/Harding) That the Grants Committee Terms of Reference be adopted and included in the Appendices of the Trust Governance Policies document.

CARRIED

T/17/07/1.2 June 2017 Quick Response Grants Round (Ref: 60/4/2017)

A report from the Grants Manager dated 18 July 2017 was circulated.

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

CARRIED

T/17/07/1.3 Participatory Grantmaking (Ref: 60/4/2017)

A report from the Grants Manager dated 19 July 2017 was circulated.

Trustee Ingle gave some background about how the Trust has been looking at different ways to move towards participatory grantmaking, alongside other funders. There was some discussion and brainstorming on this topic, particularly around the potential end users/beneficiaries, collaborators, methodologies, scenarios, objectives and outcomes, and how the Trust can play a part by initially developing a small pilot using a 'do no harm' model, so as not to disadvantage any particular community groups.

For the benefit of the new Trustees, Trustee Ingle described the Trust's current funding structure.

The Grants Manager was thanked for his well-considered report.

MOVED: (Harding/Williams) That the report be noted and that Trust staff be authorised to further investigate possible initiatives with a view to identifying and implementing a small-scale, specific project as a next step, using a participatory grantmaking approach.

CARRIED

T/17/07/2.0 OTHER REPORTS

T/17/07/2.1 Finance, Audit and Risk Sub-Committee – Terms of Reference (Ref: 25/30)

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

Trustee Ingle clarified the role and proposed configuration of the Finance, Audit and Risk Sub-Committee, and explained that additional members would be recruited on an as-needs basis for specific projects and/or meetings.

Trustee Ingle also explained the Risk and Company Quarterly reporting processes to Trustees Rolton and Stephen.

MOVED: (Williams/Rolton) That:

1. The Finance, Audit and Risk (FAR) Sub-Committee Terms of Reference be adopted and included in the Appendices of the Trust Governance Policies document, subject to the addition of the following responsibility:
 - To prompt an annual discussion with the Company with regard to the appointment of Auditors
2. Trustee Stephen be appointed as Chair of the Finance, Audit and Risk Sub-Committee for the 12 months ending July 2018.
3. Trustee Ingle be appointed as member of the Finance, Audit and Risk Sub-Committee for the 12 months ending July 2018.

CARRIED

T/17/07/2.2 Guidelines on Apologies and Leave of Absence (Ref: 10/3)

A report from the Trust Manager dated 14 July 2017 was circulated.

MOVED: (Harding/Rolton) That the definitions and guidelines in the report be adopted and included in the Trust Governance Policies document, subject to the word quorum being changed to 'aggregate' throughout, and as a consequence of the adoption, the Apology segment at the beginning of future Trust meetings be altered to read 'Apology Request(s)' .

CARRIED

T/17/07/2.3 Philanthropy NZ Sector Leaders Group Participation (Ref: 5/30/27)

A report from the Trust Manager dated 3 July 2017 was circulated.

The Trust Manager was congratulated on her invitation to join the Philanthropy NZ Sector Leaders Group, and Trustee Ingle informed Trustees Rolton and Stephen as to the Trust's ongoing involvement in the philanthropic sector.

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

CARRIED

T/17/07/3.0 MANAGEMENT REPORTS

T/17/07/3.1 Resolution Schedule (Ref: 15/20/5)

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

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

CARRIED

T/17/07/3.2 Trustee Meeting and Workshop Attendance (Ref: 15/2)

A report from the Trust Secretary dated 17 July 2017 was circulated for noting.

MOVED: (Harding/Williams) That the schedule of Trustee meeting attendance be noted.

CARRIED

T/17/07/3.3 Ongoing Projects Status Report (Ref: 15/20/5)

A report from the Grants Manager dated 20 July 2017 was circulated for noting.

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

CARRIED

T/17/07/3.4 Financial & Budget Report (Ref: 20/10)

A report from the Financial Administrator for the month of June 2017 was circulated.

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

CARRIED

Trustee Stephen suggested that any reports received from Russell Investments be circulated to all Trustees for their information, and so they might become familiar with the financial terminology, methodology, benchmarking and referencing used.

T/17/07/3.5 Energy Trusts of New Zealand (Ref: 5/30/15)

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

MOVED: (Ingle/Williams) That:

1. Trustee Stephen and, depending on availability, either Trustee Rolton or Trustee Harding, attend the ETNZ Spring Conference to be held in Westport from 12 to 13 October.
2. Trustees attending the Conference be given delegated authority to decide at the Conference any matters requiring a vote.
3. Decisions made at the Conference be determined on a simple majority vote of those in attendance and eligible to vote.

CARRIED

T/17/07/3.6 Industry & Trust Activity Updates

The Grants Manager and Trustee Harding reported on an event they attended on 6 July at Wintec which focused on impact hubs and social enterprise.

The Grants Manager also identified the two participants supported by the Trust to attend the next Community & Enterprise Leadership Foundation programme. He then reported briefly on the June 2017 Community Support round.

Trustees Isaac and Williams reported on community events recently attended.

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

CARRIED

T/17/07/4.0 CONFIRMATION OF MINUTES

T/17/07/4.1 Minutes of Ordinary Meeting T/17/05 dated 27 June 2017

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

CARRIED

T/17/07/4.2 Minutes of Special Meeting T/17/06 dated 11 July 2017

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

CARRIED

T/17/07/5.0 EXCLUSION OF PUBLIC

MOVED: (Ingle/Rolton) 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/17/07/6.1	Legal Opinion on Trust Income & Capital Distribution	Definitions 1 & 2 above
T/17/07/7.1	Company Strategic Directions Document	Definitions 1 & 2 above
T/17/07/8.1	Trust Manager's Report	Definitions 1 & 2 above
T/17/07/8.2	Risk Management Report	Definitions 1 & 2 above
T/17/07/8.3	Resolution Schedule	Definitions 1 & 2 above
T/17/07/9.1	Confirmation of Minutes	Definitions 1 & 2 above

The meeting concluded at 8.34pm.

Confirmed at T/17/09 on 22 August 2017 as a true and correct record.

.....
CHAIR