

**MINUTES OF THE  
27<sup>th</sup> ANNUAL GENERAL MEETING  
MITO NEW ZEALAND INCORPORATED  
HELD ON TUESDAY 16 JUNE 2020  
MITO NATIONAL OFFICE, LEVEL 3, 50 CUSTOMHOUSE QUAY, WELLINGTON  
AND  
VIA ZOOM VIDEO CONFERENCING  
COMMENCING AT 2:00PM**

**1.0 WELCOME**

Board Chair Andrew Clearwater opened the 27<sup>th</sup> Annual General Meeting of MITO New Zealand Incorporated and extended a warm welcome to those in attendance in the room and online.

**2.0 PRESENT**

Andrew Clearwater (Board Chair), Iain Haycock (Deputy Board Chair), George Hollinsworth (Board Director), Lyndon Leabourn (Board Director), Nick Leggett (Board Director), Sturrock Saunders (Board Director), Wayne Scott (Aggregate and Quarry Association of New Zealand), Craig Pomare (Motor Trade Association Inc), Len Richards (Norwood), Neil Pritchard (NZ Collision Repair Association Inc), Brian Bouzaid (The Institute of Quarrying New Zealand Inc), Deane McMillan (Vehicle Service Federation), Janet Lane (MITO), Wayne Cook (MITO), Janine James (MITO).

**3.0 APOLOGIES**

Bob Boniface (Board Director), Lance Anderson (Association of Australasian Diesel Specialists Inc), Bill Newson (E tū), Peter Hancock (Individual Member), David Crawford (Motor Industry Association Inc), Carol Curtis (Nelson Technical Institute Limited), Glenn Heybourn (NZ Log Transport Safety Council), Amanda Newport (Outdoor Fabric Products Association of New Zealand), Elizabeth Smith (Skills Update Training and Education Group), Neville Boyd (Vehicle Service Federation Inc).

**MOVED:**            ***“THAT the apologies be accepted.”***

**Moved:**            Neil Pritchard  
**Seconded:**        Deane McMillan  
**Carried**

**4.0 CONFIRMATION OF MEMBER REPRESENTATIVES**

MITO's Chief Executive, Janet Lane, confirmed the name of the Full Member representatives present and advised proxies assigned.

Aggregate and Quarry Association of New Zealand	Wayne Scott
Bus and Coach Association New Zealand Inc	Lyndon Leabourn
E tū	George Hollinsworth
Motor Trade Association Inc	<i>Proxy - Craig Pomare</i>
NZ Collision Repair Association Inc	Neil Pritchard
NZ Drillers Federation Inc	Iain Haycock
Outdoor Fabric Products Association of New Zealand	<i>Proxy – Andrew Clearwater</i>
Road Transport Forum New Zealand Inc	Nick Leggett
Straterra Inc	<i>Proxy – Wayne Scott</i>
The Institute of Quarrying New Zealand Inc	Brian Bouzaid

Janet confirmed that the quorum had been met and that those Members had speaking rights.

Andrew Clearwater reminded those in attendance that only Full Members, represented by their Member Representative, can vote at any Member Meeting (Rule 6.3) and each Member Representative has one vote (Rule 6.4).

## 5.0 MINUTES OF PREVIOUS MEETING

Andrew Clearwater tabled the minutes from the previous meeting.

**MOVED:** ***“THAT the minutes of the previous meeting held on 26 June 2019 are a true and correct record.”***

**Moved:** Wayne Scott  
**Seconded:** Iain Haycock  
**Carried**

## 6.0 MATTERS ARISING FROM THE MINUTES

There were no matters arising from the minutes.

## 7.0 JOINT BOARD CHAIR AND CHIEF EXECUTIVE’S REPORT

Andrew Clearwater tabled the joint Board Chair and Chief Executive’s report.

**MOVED:** ***“THAT the joint Board Chair and Chief Executive's report be adopted.”***

**Moved:** Deane McMillan  
**Seconded:** Lyndon Leabourn  
**Carried**

## 8.0 PRESENTATION OF ANNUAL REPORT AND FINANCIAL STATEMENTS

The Annual Report and Financial Statements were circulated to Members prior to the meeting.

MITO’s Group Manager - Corporate Services, Wayne Cook, advised that the Independent Auditor’s report, on page 45 of the Annual Report dated 18 May 2020, expressed an unqualified audit opinion on MITO’s financial statements for the year ended 31 December 2019. The auditor’s opinion does draw attention to the Notes to the Summary Financial Statements (page 43 of the Annual Report) on the basis of preparation of the financial statements, where the Directors have outlined the impact on MITO of the passing of the Education (Vocational Education and Training Reform) Amendment Bill, the actions they are intending to take, and the assumptions underpinning the adoption of the going concern basis of preparation. The auditor’s noted that there are material uncertainties arising regarding the outcome of these events that may cast significant doubt on the ability of MITO to continue as a going concern.

**MOVED:** ***“THAT the annual accounts for the financial year ended 31 December 2019, having been audited, be adopted.”***

**Moved:** Iain Haycock  
**Seconded:** George Hollinsworth  
**Carried**

## 9.0 RESOLUTIONS

### 9.1 RESOLUTION ONE

**MOVED:** ***“THAT, in accordance with Rule 7.2(d) of the Constitution, that the Full Members approve the appointment of PwC as Auditor for 2020.”***

**Moved:** Nick Leggett  
**Seconded:** Wayne Scott  
**Carried**

### 9.2 RESOLUTION TWO

**MOVED:** ***“THAT in accordance with Rule 10.8, the maximum length of service for Lyndon Leabourn as a Director is set aside to provide continuity and stability to the MITO Board during the period of disruption to the organisation due to the Reform of Vocational Education and the COVID-19 pandemic, and a waiver of Rules 10.6 and 10.9 is ratified.”***

**Moved:** Nick Leggett  
**Seconded:** Neil Pritchard  
**Carried**

## 10.0 CONFIRMATION OF DIRECTOR APPOINTMENTS

Andrew Clearwater advised that the Industry Council had approved the reappointment of Iain Haycock (1-year term) and Lyndon Leabourn (1-year term).

The MITO Board for 2020/2021 was confirmed: Bob Boniface, Iain Haycock, George Hollinsworth, Lyndon Leabourn, Nick Leggett, Sturrock Saunders and Andrew Clearwater.

## 11.0 GENERAL BUSINESS

Andrew Clearwater confirmed that there would be no increase in membership fees once again this year. He noted and applauded the Minister’s recent Budget announcements which will provide a range of financial incentives to support apprentices, trainees and employers. He also acknowledged that the last few months had been incredibly challenging with an unprecedented pandemic at the same time the organisation is navigating it’s way through the tertiary education reforms. The MITO team were acknowledged for their ongoing dedication and extraordinary professionalism. A vote of thanks and appreciation was also extended to the Board Directors for their commitment to the governance of the organisation.

## 12.0 CLOSE

Andrew Clearwater thanked the Members for their attendance and declared the 27<sup>th</sup> Annual General Meeting closed at 2:20pm.

Signed: \_\_\_\_\_  
Board Chair

Dated: \_\_\_\_\_