Minutes in Review

Waikato/ Bay of Plenty Division Annual General Meeting

24 September 2025

Name:	Annual General Meeting
Date:	Wednesday, 24 September 2025
Time:	1.00pm
Location:	Cancer Society's Lions Lodge, 115 Lake Road, Hamilton 3204
Board Members:	Matthew White (Chairman), Wayne Tainui (Vice Chair), Helen Carter (Chief Executive), Karen Bennett, Jaedyn Falwasser, Ellyn Proffit, Hugh Lees, Alan Pracy, Anthony Kinzett
Attendees:	Matthew White, Wayne Tainui, Helen Carter, Karen Bennett, Jaedyn Falwasser, Ellyn Proffit, Alan Pracy, Jill Rumney, Kylie Dyet, Heather Connolly Various staff members, volunteers and online guests
Apologies:	Hugh Lees, Anthony Kinzett, Jan Wright, Hera King, Justine James, Alison Bowker, Leona Spence

1 Executive summary

1.1 The 62nd AGM of the Cancer Society Waikato/Bay of Plenty was opened with mihi whakatau, karakia and waiata.

1.2 Matthew White, the Board Chair, confirmed meeting protocols (muted microphones, voting process for in-person and remote attendees) and recorded multiple member apologies.

1.3 AGM motions passed:

- Resolved to accept apologies.
- Resolved to accept minutes of the 2024 AGM.
- Resolved to adopt the Annual Report for the year ended 31 March 2025.
- Resolved to adopt the Audited Financial Statements for the year ended 31 March 2025.
- Resolved to re-elect Ellyn, Wayne and Jaedyn to the Board for 2025/2026.

- Resolved to retain the composition of the Board for 2025/2026.
- Resolved to adopt the amended rules as presented.
- Resolved to adopt the amended rules as the Society's Constitution.
- Resolved to re-register the Society under the Incorporated Societies Act 2022.
- Resolved that the Society's initial contact persons will be Helen Carter and Matthew White.
- Resolved to reappoint PKF Hamilton Audit Ltd as auditors for the 2026 financial year.

1.4 Performance highlights:

- Revenue of $7.1m against expenditure of $6.6m delivered a $0.5m surplus in a challenging economic climate.
- Significant operational outputs at the Lodge (43,000 meals; 17,000 bed nights).
- Government Lodge subsidy revenue increased to $2.2m (from $1.8m).

1.5 Strategic priorities:

- Sustain and grow funding to meet rising service demand.
- Progress development of a Tauranga facility; $5m ring-fenced in term deposit, with total project need estimated at $20–$25m.
- Strengthen federation collaboration and national advocacy; continued push through National Office representation.
- Organisational resilience via constitutional reform and dual-entity structure (operations focused society, plus asset-holding trust).

1.6 Governance outcomes:

- Re-election of Ellyn Proffit, Wayne Tainui and Jaedyn Falwasser.
- Confirmation of Board composition for 2025/2026

1.7 Structural reform:

- Formation and registration of the Waikato Bay of Plenty Cancer Support Trust (Charitable Trust Act 1957; Charities Act registration).
- Adoption of amended rules aligned to the Incorporated Societies Act 2022 and the dual-entity model, and adoption of those amended rules as the Society's Constitution.

- Resolution to re-register the Society under the 2022 Act; initial contact persons named as Helen Carter and Matthew White.

- Membership structure for the Division set at 12 (six appointed by Society Board; six by Trust Board) to maintain alignment via constitution and forthcoming Memorandum of Understanding.

1.8 PKF Hamilton reappointed as auditors for the 2026 financial year.

1.9 Closing remarks acknowledged staff and volunteers, reinforced the need for ongoing fundraising and advocacy, and recognised Helen Carter's leadership and contributions (including work with Daffodil Enterprises).

2 Key action items/commitments for the Board

2.1 Initial Contact Person for Incorporated Society

Matthew White was confirmed for this role alongside Helen Carter, following adoption of the amended constitution and resolution to re-register under the Incorporated Societies Act 2022.

2.2 Board Office Holders Appointment

Office holders to be appointed in accordance with rule 12.8 in the Board meeting immediately following the AGM.

2.3 Tauranga Facility – funding strategy and oversight

Continue governance oversight on funding plan, risk management and stakeholder engagement for Tauranga development (target raise $20–$25m; $5m currently reserved).

2.4 Trust and Society Alignment and MOU Finalisation

Ensure alignment mechanisms between the Division and the asset-holding Trust, including review/approval of a Memorandum of Understanding.

2.5 Federation/National Advocacy Support

The Board will continue its efforts to influence national priorities and government funding/advocacy.

3 Detailed breakdown of discussions

3.1 Meeting Protocols, Apologies and Voting

- Kylie Dyet outlined online participation and voting procedures (in-person by show of hands/voice; remote via chat; guests non-voting; meeting recorded).

- Apologies received: Hugh Lees, Tony Kinzett, Jan Wright, Hera King, Justine James, Alison Bowker, Leona Spence.
- **Decisions made:**
  - The motion to accept apologies was carried.

    Moved by Heather Connolly | Seconded by Wayne Tainui.

3.2 Adoption of Minutes from the 2024 AGM

- Minutes were posted on the website; taken as read; no matters arising.
- **Decisions made:**
  - Motion to adopt minutes as true and correct was carried.

    Moved by Wayne Tainui | Seconded by Karen Bennett.

3.3 Annual Report and Financial Statements for the year ended 31 March 2025

- Chair reflected on challenging economic conditions (investment markets, interest rates, cost-of-living pressures) alongside rising demand for services.
- Strategic focus:
  - invest in team capability; and
  - broaden funding sources; and
  - better utilise assets; and
  - maintain long-term sustainability.
- Operational performance:
  - Revenue $7.1m; expenditure $6.6m; surplus $0.5m.
  - Government lodge subsidy increased to $2.2m (from $1.8m).
  - Lodge outputs: 43,000 meals; 17,000 bed nights; movement to seven-day operations; faster room turnarounds.
- Acknowledgement of staff and volunteers (approx. 10 volunteers per staff member) enabling community impact.
- **Action items:**
  - Continue fundraising and business development efforts to reduce reliance on bequests.

- **Decisions made:**
    - Motion to adopt the Annual Report for the year ended 31 March 2025 was carried.

      Moved by Matthew White | Seconded by Alan Pracy.
    - Motion to adopt the Audited Financial Statements for the year ended 31 March 2025 was carried.

      Moved by Matthew White | Seconded by Heather Connolly.

3.4 Tauranga Development

- Identified gap in regional services; intent to develop Tauranga facility similar to the Lodge in Hamilton.
- **Action items:**
    - stakeholder engagement with influencers; and
    - site search (leveraging Alan Pracy's real estate connections); and
    - investment readiness with $5m set aside; total raise estimated at $20–$25m.

3.5 Federation Collaboration and National Advocacy

- Aim to work more effectively across the national federation; advocate for government funding of appropriate services; strengthen National Office capabilities.
- Recognition of Karen Bennett's efforts at National Office.

3.6 Governance – Board Elections and Composition

- Constitution (current) requires one-third rotation; longest-serving since last election stood: Ellyn, Wayne, Jaedyn; all offered themselves for re-election.
- Four vacant positions had no nominations in advance.
- Board composition for 2025/2026 confirmed.
- Office holders to be appointed at subsequent board meeting per rule 12.8.
- **Decisions made:**
    - Re-election of Ellyn Proffit, Wayne Tainui and Jaedyn Falwasser carried

      Moved by Matthew White | Seconded by Karen Bennett.

    - Board composition for 2025/2026 approved: Matthew White (Chair), Wayne Tainui, Alan Pracy, Ellyn Proffit, Jaedyn Falwasser, Tony Kinzett, Hugh Lees, Karen Bennett and Helen Carter.

      Moved by Matthew White | Seconded by Jill Rumney.

3.7 Entity Restructure and Constitutional Amendments

- Need to re-register under the Incorporated Societies Act 2022.
- Establishment of Waikato Bay of Plenty Cancer Support Trust (incorporated under Charitable Trusts Act 1957; Charities Act registered).
- Dual-entity structure:
    - Trust to hold/manage assets for enduring local ownership and sustainability; and
    - Society to focus on operations and service delivery; and
    - Trust and Society alignment via amended constitution and developing Memorandum of Understanding; and
    - Society membership to consist of 12 members – 6 appointed by the Society Board and 6 appointed by Trust Board.
- **Action items:**
    - Submit application for Society re-registration under the 2022 Act.
    - Finalise and execute Memorandum of Understanding between Society and Trust.
    - Appoint Society members.
- **Decisions made:**
    - Motion to adopt the amended Rules as presented was carried.

      Moved by Matthew White | Seconded by Wayne Tainui.
    - Motion to adopt the amended Rules as the Constitution of the Waikato/Bay of Plenty Division of the Cancer Society of New Zealand was carried.

      Moved by Matthew White | Seconded by Ellyn Proffit.
    - Motion to re-register the Society under the Incorporated Societies Act 2022 was carried.

      Moved by Matthew White | Seconded by Heather Connolly.

  - Motion that the initial contact persons for the Society be Helen Carter (CE) and Matthew White (Chair) was carried.

    Moved by Ellyn Proffit | Seconded by Alan Pracy.

3.8 Auditor Appointment

- PKF Hamilton performed well in the prior year; recommendation to reappoint for FY2026.
- **Decisions made:**
  - Motion to reappoint PKF Hamilton Audit Ltd as divisional auditors for the 2026 financial year was carried.

    Moved by Kylie Dyet | Seconded by Jill Rumney.

3.9 General Business

- No general business submitted in advance; invitation to discuss post-meeting.
- Acknowledgements of staff and volunteers; emphasis on ongoing fundraising and support for whānau amid economic pressures.
- Recognition to Helen Carter for leadership, investment decisions during tough times and for her contributions to Daffodil Enterprises and national engagement.

3.10 AGM Close

- The meeting was closed at 1:31pm.