

DRAFT

Minutes of the NZNO 2020 Annual General Meeting

Held via online platform on Thursday, 17 September 2020

The Annual General Meeting (AGM) of the New Zealand Nurses Organisation (NZNO) 2020 was formally opened by the NZNO Kaumātua Keelan Ransfield at 9.32am. Instructions for use of the electronic voting were provided by the Kaumātua.

The Kaiwhakahaere Kerri Nuku thanked attendees for their presence online and welcomed everyone to the AGM. The Kaiwhakahaere advised that assistance would be available during the voting process. A PowerPoint display illustrated how voting would take place, with testing taking place for those placing votes.

ANNUAL GENERAL MEETING

Roll Call

The Tumu whakarae Titihuia Pakeho took the roll call and the following groups were represented.

- a) Regions: Bay of Plenty/Tairāwhiti, Canterbury/Waitaha, Central, Greater Auckland, Greater Wellington, Hawke's Bay/Te Matau a Maui, Midlands, Southern/Te Tai Tonga, Te Tai Tokerau, Top of the South
- b) National Student Unit
- c) Te Rūnanga o Aotearoa
- d) Colleges and Sections: Aotearoa College of Diabetes Nurses, Cancer Nurses College, College of Child and Youth Nurses Aotearoa, College of Critical Care Nurses, College of Emergency Nurses NZ, College of Primary Healthcare Nurses, College of Respiratory Nurses, College of Stomal Therapy Nursing, Enrolled Nurse Section, Gastroenterology Nurses College, Infection Prevention & Control Nurses College, Mental Health Nurses Section, Neonatal Nurses College Aotearoa, Nurse Managers' Section, Nursing Research Section, Pacific Nurses Section, Perioperative Nurses College, and Gerontology Section.

Apologies were received from West Coast/Te Tai Poutini, College of Air and Surface Transport Nurses and Women's Health College.

Kaiwhakahaere Kerri Nuku declared that there was a quorum for the AGM.

Appointment of Returning Officer and Scrutineer

It was moved that Michelle Evans (Personal Assistant to Chief Executive) be appointed as the Returning Officer and Christine Clapcott (National Office Administration Team Leader) as Scrutineer.

Moved:	Pacific Nursing Section
Seconded:	Respiratory Nurses
CARRIED	

Meeting Procedures

It was moved that the meeting procedures as previously circulated be adopted.

Moved:	Canterbury/Waitaha Regional Council
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Seconded:	Neonatal Nurses College Aotearoa
CARRIED	

Address from the Kaiwhakahaere – Kerri Nuku

The Kaiwhakahaere acknowledged some amazing nurses and some aspiring young taura who had passed since the last AGM and asked that AGM attendees take a few moments to reflect. The Kaiwhakahaere said it was an honour and a privilege to be at NZNO's AGM, acknowledging there had been challenging times. Speaking following being part of a panel discussion, the Kaiwhakahaere said the memorable moments are the things that connected our hearts, because whether you're a nurse or a midwife, working in Te Matau a Māui in Hawke's Bay or a nurse and a midwife working down South, those stories connect us. The power of those stories connect us and they're always in our hearts and in our minds. The important thing about this panel discussion was about acknowledging our whakapapa, our genealogy, our genesis as an organisation.

The Kaiwhakahaere welcomed and thanked the new Board members for putting themselves forward for the recent Board by-elections.

The Kaiwhakahaere introduced the incoming President, Heather Symes.

Address from the President – Heather Symes and introduction of the new Board

The President was presented with the Presidential chain by the Kaiwhakahaere, supported by the Kaumātua, Tumu whakarae, Vice President Tracey Morgan and the Chief Executive. A waiata of welcome was performed by the Kaiwhakahaere, the President, Tumu whakarae, Vice President and Chief Executive.

The President advised she was deeply honoured and humbled to be the new President of NZNO and thanked those who had voted in the recent Board by-elections. The President advised that as she had been elected in a Board by-election, her term of office would be for one year. The President said she would be trying to reach as many members as possible and encouraged contact via her NZNO email address.

The President acknowledged te Tiriti o Waitangi as our founding document and said we were all on the same journey, we are all going in the same direction and we all had the same aim. The President promised honesty, to be collaborative and to work in union with Board members. The President said as the biggest health union in Aotearoa New Zealand, we have a voice for nursing and health services and members need to speak with one voice. The President acknowledged her support base in Canterbury.

The President said she was thrilled that Tracey Morgan was the Vice President and welcomed Board members Diane McCulloch, Noleen Dayal and Geraldine Kirkwood. The President thanked Board members Kerri Nuku, Andrew Cunningham, Simon Auty, Margaret Hand, Titihuia Pakeho, Anamaria Watene and Kaumātua Keelan Ransfield. The President also thanked staff for their hard mahi and said we couldn't achieve anything without them.

The President welcomed Vice President Tracey Morgan to make a speech.

Address from the Vice President – Tracey Morgan

The Vice President said it was an honour to be able to stand before everyone. The Vice President congratulated the President. The Vice President recalled that back in 2009 she had met the (now) President, thinking of her as a strong, passionate nurse with a vision. The Vice President said that same vision inspired her to want to represent the organisation.

The Vice President acknowledged the Kaiwhakahaere, the Board and the challenges of COVID-19. The Vice President said we are nurses, we care and so we would not allow the year's challenges to affect us moving forward. The Vice President said we are on this journey together – he waka eke noa, nō reira tēnā koutou, tēnā koutou, tēnā koutou.

Minutes of 2019 Annual General Meeting held on Tuesday 17 September 2019

Southern/Te Tai Tonga requested that a discussion take place prior to voting to approve the minutes of the 2019 AGM. In response, the Kaiwhakahaere provided brief information about how the chat room discussions function and announced there would be a 15 minute break-out to allow member groups to hold their discussions.

Member groups moved out of the chat room and re-joined the full AGM.

It was moved that the minutes of the Annual General Meeting held on Tuesday, 17 September 2019 be accepted.

Moved:	Canterbury/Waitaha Regional Council
Seconded:	Pacific Nursing Section
CARRIED	

The Kaiwhakahaere introduced the Chief Executive, Memo Musa.

Chief Executive's Report – Memo Musa

The Chief Executive welcomed attendees to the AGM. The Chief Executive said that due to the uncertainty of the COVID-19 alert levels in April 2020 when AGM & Conference planning was taking place, the format was changed from a kanohi ki te kanohi AGM & Conference to an online platform.

The Chief Executive welcomed and acknowledged the incoming President and Vice President as well as newly elected Board members Noleen Dayal, Geraldine Kirkwood and Diane McCulloch. The Chief Executive thanked all the candidates who stood for the Board by-election and the members who took the opportunity to vote.

The Chief Executive, reflecting on yesterday's Conference, said that nurses are everywhere in the health system and we must have a voice, we must take the opportunity to put our voice forward and we must command the value of nursing and work in solidarity. The Chief Executive said that public health should be the backbone of a health system, and public health nurses should be at the forefront, especially in a COVID-19 environment.

The Chief Executive advised that we had been doing many things for the health and wellbeing of New Zealanders, and our members, which was in keeping with the AGM & Conference theme of Community Wellbeing in Aotearoa. The Chief Executive said that our work is highlighted in the annual report 2019/20, acknowledging the mahi of Te Poari, the Membership Committee, the National Student Unit, Colleges & Sections and Regional Councils. The Chief Executive noted there had been growth in the numbers of members of Colleges & Sections. The Chief Executive spoke of the deficit, with the major contributor being the drop in the investment portfolio which related to the impact of COVID-19 on financial markets. The Chief Executive said that despite the deficit, the balance sheet was strong.

The Chief Executive concluded by reminding everyone that united we stand, divided we fall; we are one profession with many different roles and many different voices; we are a collective and together we can make a massive influence.

The Chief Executive gave his sincere appreciation to all the delegates and members for the volunteer hours that are put into NZNO's work. The Chief Executive thanked the staff who engage with, and support members in their workplaces and advocate on many different industrial and professional issues.

The Kaiwhakahaere invited the Membership Committee Chair to make a report.

Membership Committee Report – Sandra Corbett, Chairperson

The Chair said she was privileged to present the Membership Committee report. The Chair said it had been a momentous year to which we were learning to adjust to the new norm, not only as health professionals but as whānau and communities and our wider networks offshore. The Chair acknowledged those who had lost loved ones.

The Chair said that the Membership Committee and the members they represent are keen to sharpen their focus in order that NZNO achieve its strategic gains. The Chair acknowledged outgoing members of the Membership Committee and acknowledged incoming members.

The Chair said that this year, two Colleges & Sections representatives were welcomed onto the Membership Committee. The Chair said that Committee members have shown a commitment to being involved and she thanked members of the existing Membership Committee along with the NZNO administrator who provides administration support.

The Chair spoke of the 2019 members' survey which had provided constructive feedback and themes i.e. accessibility, communications, delegates, education, fees, IT, marketing campaigns, social media and website support. The Chair acknowledged that the survey size was small and was not representative of overall members and therefore the survey had been sent out to the wider membership so that everyone could have a voice.

The Chair said that we must all reflect on our ability to be responsive, support each other as we build resilience and plan for the future – to do this, we must be able to respect diverse views. The Chair said that while understanding the imperative and value of consensus decision-making, it is vital we now move forward if we are to be a respected and professional organisation, one that is an essential resource for the health sector and the wellbeing of Aotearoa.

The Kaiwhakahaere thanked the past and present members of the Membership Committee.

Te Poari Report – Kerri Nuku

The Kaiwhakahaere acknowledged the mahi of Te Poari in advocating for whānau, hapū and iwi. The Kaiwhakahaere spoke of the mahi undertaken involving the Waitangi Tribunal Kaupapa Māori Services Inquiry, Oranga Tamariki, Mana Wahine Inquiry, the Ministry of Health and He Ara Oranga to name a few. The Kaiwhakahaere said that efforts must be made for Māori to have a voice in structures. The Kaiwhakahaere spoke of te Tiriti o Waitangi and the nursing workforce being a predominantly female occupation. The Kaiwhakahaere spoke of equity for Māori and shared aspirations.

The Kaiwhakahaere acknowledged the Kaumātua matua, Nola and Keelan Ransfield for their cultural guidance and strength. The Kaiwhakahaere thanked the Tumu whakarae for her tireless mahi and the balance she brings. The Kaiwhakahaere thanked Te Poari for continuing to be a voice for the members and for their presence. The Kaiwhakahaere thanked her former Personal Assistant, the Policy Advisor Māori, her current Personal Assistant and a National Office administrator for their support..

After a ten minute stretch/break, the Kaiwhakahaere welcomed back the AGM attendees. The Kaiwhakahaere referred to the earlier 15 minute break-out into chat rooms during which member groups discussed the 2019 AGM minutes. The Kaiwhakahaere outlined that the nominated spokesperson for each group would be asked to contribute any comments regarding the 2019 AGM minutes.

The Kaiwhakahaere went through the roll call so that all groups present had an opportunity to speak, advising that ten minutes had been allocated for this process. The Kaiwhakahaere gave the call for each Region, National Student Unit, Te Rūnanga o Aotearoa and Colleges & Sections to speak. Southern/Te Tai Tonga raised concerns about the 2019 AGM minutes being a summary and said they were not a full account of the many speeches made at last year's AGM & Conference. Southern/Te Tai Tonga suggested that minutes of the AGM should be a fuller account as these become an official NZNO record of discussions held, and become part of NZNO history. The Kaiwhakahaere asked the Chief Executive to address this and to respond to the concern. The

Chief Executive said that traditionally, and as has happened for all previous AGMs, the decisions made at AGM are what is recorded in the draft minutes, not the detailed conversations or discussions leading up to those decisions. The Chief Executive advised that the draft 2019 AGM minutes had been sent to members on 19 July 2020 and had more notice been received, the minutes could have been amended to include more detail and another version sent out prior to AGM. The Chief Executive said a more full account of the minutes would be kept in mind for the future. Southern/Te Tai Tonga asked whether the recording of the AGM would be available to members. With regard to the recording, the Chief Executive said that he has, in the past, taken advice about privacy concerns raised and said everyone who participated in the AGM may need to provide their individual consent to have the recording released because they may be individually or personally identifiable. The Chief Executive also voiced concerns that some parts of the recording could be misused i.e. clips taken out of context of the fuller discussions. The Chief Executive said that the advice received from the Privacy Commissioner was to exercise caution because once the recording is out there, there is no longer control about how it may be used and could breach privacy of individuals.

The Kaiwhakahaere introduced David Woltman, Manager Corporate Services to speak to the Annual Report 2019/20 and Financial Statements.

Financial Statements – David Woltman, Manager, Corporate Services

The Manager Corporate Services spoke of the financial results, financial statement and audit report, some of which are detailed below.

- Membership numbers down 450 to 51,643.
- Net operating result for the year – deficit after tax of \$842,653 (budgeted surplus \$256,144).
- \$0.705m less revenue than budget.
- \$0.484m more expenditure than budget.
- Revaluation gain on investment portfolio \$125,139.
- Revaluation gain on Fifty-Seven Willis Street \$146,823.
- Colleges and sections funds grew \$3,261 to \$1.692m.
- Investments Portfolio increased \$0.229m to \$9.562m.
- Overall increase in cash for the year of \$386,450.
- The Deloitte audit opinion is on page 60-61 of the Annual Report

Also detailed by the Manager Corporate Services were the legal expenses, financial performance trends, Regional Council costs, Board governance costs, Standing Committee costs i.e. Te Poari and the Membership Committee, AGM and Hui ā tau costs. In response to a question about whether the President's costs were in a separate budget, the Manager Corporate Services advised these costs were included in the Board expenditure. In response to a question from Te Poari as to numbers of members on Te Poari and the Membership Committee, the Manager Corporate Services advised that there were about 17 people on each standing committee. The Manager Corporate Services clarified that the funds for Te Poari included Te Rūnanga. The Manager Corporate Services was asked by the Aotearoa College of Diabetes Nurses to explain the difference in expenditure associated with the Kaiwhakahaere which he said was due to honoraria, leave buy-out, travel costs (including local and international travel) and a number of events e.g. attendance at the United Nations Permanent Forum on Indigenous Issues in New York and attendance at the Global Nurses United meeting in the Dominican Republic.

In response to a question from Southern/Te Tai Tonga as to the new loan raised, the Manager Corporate Services said that there were borrowings in August 2019, the draw-down was for a set time and the funds were for an air-conditioning replacement project at National Office and due to disputes about building consent, there was a new contract in place. In response to a request for clarification from Top of the South as to the "notes of financial statement" on page 72 of the annual report, the Manager Corporate Services said that "Other Expenses" included financial statements e.g. bank transactional fees, the bulk of which (\$76K) relate to fees paid on the investment portfolio.

In response to a query from Greater Wellington Regional Council about consultancy costs, the Manager Corporate Services said these costs related to work on the Strategic Plan (\$16K), a job evaluation for the Management Team, DHB MECA (\$25K), DHB MECA reconciliation, Board elections (\$42K), AGM external project support, Visibility of Nursing (\$30K), CCDM (Care Capacity Demand Management), development of the business case for the digital membership database system (\$50K), fleet vehicles were renewed with a specialist consultant being utilised and some engineering valuation.

Southern Te Tai Tonga asked how much money had been saved by having the AGM & Conference via an online platform. The Manager Corporate Services said that all costs have not yet come in, however there was a significant saving compared to the budget for accommodation, catering, flights and venue costs.

Southern Te Tai Tonga asked what was the DHB reconciliation. In response, the Manager Corporate Services said that this came out of the 2018 DHB MECA Review Report and one of the recommendations required a reconciliation amongst staff. The Chief Executive advised that this was one of the recommendations from the Ross Wilson review report as to a restoration hui occurring.

Bay of Plenty/Tairāwhiti asked how the hardship fund was made up. In response, the Manager Corporate Services said Board had made a decision in 2018 to allocate \$100K which could be used for supporting members during strike action. The Manager Corporate Services advised that we had also received donations from the public, some of which was from members. The Manager Corporate Services said that some funds had been spent to support hardship applications resulting from the strikes associated with the DHB MECA bargaining.

It was moved that the New Zealand Nurses Organisation Annual Report 2019/20 and the audited financial statements be accepted.

Moved:	Canterbury/Waitaha Regional Council
Seconded:	Pacific Nursing Section
CARRIED	

Appointment of Auditor

It was moved that Deloitte be appointed External Auditors for the coming year.

Moved:	Primary Healthcare Nurses
Seconded:	Te Matau a Maui
CARRIED	

Board Policy and Strategy Decisions

It was moved that the Board policy and strategy decisions, as previously circulated be adopted.

Moved:	Neonatal Nurses College Aotearoa
Seconded:	Te Tai Tokerau
CARRIED	

Strategic Plan 2021-2025

The Kaiwhakahaere advised that member groups had been consulted regarding the Strategic Plan 2021-2025. The Kaiwhakahaere opened up the session for questions.

The College of Emergency Nurses New Zealand commented that there was no specific mention of the work on violence and aggression against nurses in the Strategic Plan and said they would like to see specific acknowledgement of the issues that membership are facing with regard to violence

and aggression in the workplace. The Chief Executive said this was correct and the intention of the Strategic Plan was to be a high level roadmap. The Chief Executive assured members that the important work which is happening around violence and aggression against nurses would be included in our work programmes and annual plans. The Chief Executive advised that the important work on violence and aggression was a three year programme of work and was already in our operational plans which would continue.

Southern/Te Tai Tonga requested that the fourth pillar on the Strategic Plan “effective and sustainable organisation” be moved to the first column because without this the other pillars cannot be attained.

The Chair of the Gerontology College of Nursing endorsed the comments made as to how important the violence and aggression work is to the nursing fraternity and asked if it could be included in the Strategic Plan at some point. The Kaiwhakahaere noted there was strong support for this on the Chat feed. The Chief Executive said that the Strategic Plan was the Board’s document and given the feedback and with the Board’s support, he was more than happy to include a reference to the work on violence and aggression against nurses and to look at shifting the “effective and sustainable organisation” pillar to become the first column.

The Kaiwhakahaere thanked everyone for their comments and said that the feedback would be included into the Strategic Plan 2021/2025.

It is moved that the Strategic Plan 2021-2025, as previously circulated, be endorsed.

Moved:	Canterbury/Waitaha Regional Council
Seconded:	Neonatal Nurses College Aotearoa
CARRIED	

Outcome of member vote – Constitutional and Policy remits

The Chief Executive advised that the remits had been circulated to member groups on Friday 19 July 2020 and voting had been undertaken via the one member one vote process. The Chief Executive outlined that the Voter Return was 6.32% being 3,185 votes received from 50,418 eligible voters of which 95.48% voted online and 4.52% voted by post.

The outcome or result of the one member one vote on each Constitution remit was presented to members as follows.

Constitution Remit 1: Received from the Membership Committee

Clause 11: Board Powers

AGREE: 2,464 DISAGREE: 481

The majority 77.36% voted AGREE. The Returning Officer declared the remit CARRIED.

Constitution Remit 2: Received from the Board Of Directors

Clause 20, sub clause 20.1: Chief Executive Officer

AGREE: 2,096 DISAGREE: 832

The majority 65.81% voted AGREE. The Returning Officer declared the remit CARRIED.

Constitution Remit 3: Received from the Board Of Directors

Clause 25 AGM, Clause 29 Voting for Constitutional and Policy Remits and Clause 31 Alterations to the Constitution and Policy Remits

AGREE: 2,314 DISAGREE: 572

The majority 72.65% voted AGREE. The Returning Officer declared the remit CARRIED.

Constitution Remit 4: Received from the Membership Committee

Schedule One, sub clause 6.3: Membership and Bargaining

AGREE: 2,780 DISAGREE: 147

The majority 87.28% voted AGREE. The Returning Officer declared the remit CARRIED.

Constitution Remit 5: Te Tai Tonga/Southern Regional Council
Schedule Three, sub clause 5.1: Election of Board Members
AGREE: 2,648 DISAGREE: 260
The majority 83.14% voted AGREE. The Returning Officer declared the remit CARRIED.

Constitution Remit 6: Received from the Membership Committee
Schedule Seven, sub clause 3.1.5: NZNO Structure
AGREE: 2,697 DISAGREE: 181
The majority 84.68% voted AGREE. The Returning Officer declared the remit CARRIED.

Constitution Remit 7: Received from the Membership Committee
Schedule Seven, sub clause 3.2.1: NZNO Structure
AGREE: 2,689 DISAGREE: 194
The majority 84.43% voted AGREE. The Returning Officer declared the remit CARRIED.

The outcome or result of the one member one vote on each Policy remit was presented to the AGM as follows.

Policy Remit 1: Received from the Board Of Directors
Review of NZNO strategies for Safe Staffing
AGREE: 2,783 DISAGREE: 148
The majority 87.38% voted AGREE. The Returning Officer declared the remit CARRIED.

Policy Remit 2: Received from the Mental Health Nurses Section and the Cancer Nurses College
Review of Constitution
AGREE: 2,694 DISAGREE: 227
The majority 84.58% voted AGREE. The Returning Officer declared the remit CARRIED.

The Chief Executive advised that all Constitution and Policy remits had been declared as carried.

Terms of Reference for Constitution Review

The Chief Executive advised that given the policy remit received from the Mental Health Nurses Section and the Cancer Nurses College had been carried, he advised that at this point in time there was no need to vote on the endorsement of the Terms of Reference for a review of the Constitution, as these had been superseded with the policy remit being passed. The Chief Executive advised that the Board would be moving forward with the review of the Constitution as set out in the policy remit seeking a review of the Constitution.

Other Business

The Kaiwhakahaere invited AGM attendees to raise other matters of business. No other matters of business were raised.

The Kaiwhakahaere advised that there being no other business, the Award winners would be announced.

CLOSE OF AGM

The Kaiwhakahaere drew the official business of the 2020 AGM to a close at 12.54pm.

Announcement of Award Winners

The Tumu whakarae advised that five awards would be presented and she announced the first Services to NZNO recipient. The Vice President announced the second Services to NZNO recipient and the President announced the third Services to NZNO recipient.

Services to NZNO

1. Mike McNabb (absent)
2. Bridget Richards (brief speech)
3. Ann Simmons (absent)

The President announced the Services to Nursing/Midwifery recipient.

Services to Nursing/Midwifery

4. Bronwyn Kavalinovich (absent)

The Kaiwhakahaere announced the Young Nurse of the Year recipient.

Young Nurse of the Year Award

5. Kelly Talbot (brief speech)

The Kaumātua closed the AGM at 1.05pm with a waiata.

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