

Waikato Environment Centre Trust
SPECIAL GENERAL MEETING
FOLLOWED BY
ANNUAL GENERAL MEETING

Tuesday 21 October 2014
5.30pm at the Waikato Environment Centre,
242 Peachgrove Road, Hamilton

SPECIAL GENERAL MEETING

A Special General Meeting is being called to pass proposed changes to the Trust Deed prior to the AGM so that the changes can be implemented at the AGM. Please see the next page for the detailed proposed changes.

ANNUAL GENERAL MEETING

Agenda:

1. Welcome
2. Receive minutes from previous meeting
3. Receive the Trust's Statement of Accounts for the preceding year
4. Receive Chairperson's report
5. Elect members of the Board
6. Fix the subscription
 - Unwaged Individuals \$15 (inc GST)
 - Waged Individuals \$35 (inc GST)
 - Groups \$80 (inc GST)
 - Corporate \$230 (incl GST)
7. Other matters

Speaker: Robert Moore

Robert will reflect on his recent Te Araroa 3,000km Walkway Experience.

Drinks and nibbles provided.

For nomination forms or more information contact
ruth@envirocentre.org.nz, phone 07 839 4452

Please RSVP by 17 October 2014

SPECIAL GENERAL MEETING

PROPOSED TRUST DEED CHANGES:

It is proposed that clauses 6.3, 6.3.1, and 6.3.2 be deleted from the Trust Deed and the following clauses 6.4-6.7 be renumbered accordingly.

Current wording:-

6. MEMBERS OF THE BOARD

6.1 Numbers

The Board shall consist of not less than seven nor more than ten members.

6.2 Membership of Board

New Board members will be elected at the annual general meeting. They will be elected for a three year term, after which period they will need to be re-nominated and re-elected.

6.3 Representation of Hamilton City Council as a founding member and significant funder

6.3.1 The Hamilton City Council as a major funding provider shall be entitled to nominate one member of the Trust Board at any time after the date of this deed whether at an annual general meeting or otherwise and such nomination may be changed from time to time by notice in writing from the Hamilton City Council after consultation with the Trust Board. It shall be sufficient for the purposes of the Trust Board if a letter signed by the Chief Executive Officer of the Hamilton City Council or his delegate shall specify the officer or person representing the Hamilton City Council on the Trust Board.

6.3.2 Any person nominated to the Trust Board under clause 6.3.1 shall become a member of the Trust Board upon such nomination (whether or not the Board has its full number of members) without election and shall not retire under clause 6.5 but shall remain a member of the Trust Board until:

- (a) that member resigns;
- (b) the Hamilton City Council which nominated such person nominates another person to be a member of the Trust Board or notifies the Trust Board that the nominated member is no longer the representative of that party;

PROVIDED however that if the Hamilton City Council shall cease or suspend the provision of funds to or for the benefit of the Trust then the Hamilton City Council shall have no right to nominate a representative to the Trust Board until such party resumes the provision of funding and in such circumstances the

nominated member representing that party shall retire at the annual general meeting under clause 6.5.

6.4 Retirement of Board

Board members who have finished their three year term shall retire at each annual general meeting, but (subject to the provisions of this Trust Deed) shall be eligible for re-election at the same and subsequent meetings.

6.5 Nomination to Board

Nomination for a position on the Board shall be by way of notice of nomination in writing endorsed with the consent of the nominee and given to the secretary not less than twenty four hours before the time fixed for the annual general meeting. If there are insufficient nominations to fill the vacant positions on the Board, oral nominations may be received at the annual general meeting provided that no member shall be elected who has not consented to being nominated'.

6.6 Vacancies

Subject to the provisions of this Deed, the Board shall have the power to co-opt further members on the Board and to fill any casual vacancy on the Board until the next annual general meeting.

The office of a member of the Trust Board becomes vacant if the member is absent without leave of the Trust Board for 3 consecutive ordinary meetings of the Trust Board unless the Trust Board expressly resolves otherwise in any particular case.

6.7 Name of Board

The name of the Board shall be the "Waikato Environment Centre Trust Board".

Proposed new wording:

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