MINUTES (in Review)

AGM 2026

Name:	NorthWest Country Incorporated
Date:	Tuesday, 13 October 2026
Time:	6:30 pm to 8:13 pm (NZDT)
Location:	The Riverhead, 33 York Terrace, Riverhead
Board Members:	Andrew Howard (Chair), Nicky Horsbrough (Chair), Andy Cummings, James Scott, Jane Clements, Diego Barrese, Christine Lischner, Malhar Panchwagh
Attendees:	Danielle Hancock, Rebecca Beavis
Apologies:	Robbie Hannon, Matt Ross
Members:	Geraldine Bayly, Holly Southernwood, Steven Law
Notes:	Geraldine Bayly is an Associate Member. Holly Southernwood and Steven Law are Full Members.

1. Opening Meeting

1.1 Welcome

Steven Law raised a point of order questioning the validity of the Chair's position as an Associate Member at the 2025 AGM.

The Chair clarified that under the Constitution, an associate member can be elected to the position of Chair as nominated by the Executive Committee.

Steven Law raised a point of order questioning the validity of the Chair's position as an Associate Member at the 2026 AGM.

The Chair clarified that he is a full member of the association, and that his position as Chair was legal and allowed under the Constitution. The Chair requested an action item to confirm the status of his position in the Constitution.

Confirmation of Chair Position

Steven Law to submit in writing his concerns regarding the position of Chair and what type of member can hold that position. The Executive Committee will commit to formally responding to the concern.

Due Date: 30 Nov 2026
Owner: Danielle Hancock

1.2 Quorum

Quorum

A quorum was reached consisting of a minimum of six full members.
Holly Southernwood - FIGG Helensville
Steven Law - Screaton Trust Helensville
Nicky Horsbrough - Harcourts The Difference Helensville
James Scott - Helensville District Health Trust Helensville

Christine Lischner - Kumeu Insurance Services Kumeu

Jane Clements - The Kaukapakapa General Store Kaukapakapa

Andrew Howard - Prime Strategies Helensville

Andy Cummings - The Original Kaipara Tavern Helensville

Additional Attendees: Geraldine Bayly, Rebecca Beavis, Malhar Panchwagh and Diego Barrese.

Decision Date: 13 Oct 2026
Mover: Andrew Howard
Outcome: Approved

Steven Law raised a point of order that Helensville District Health Trust (HDHT) was not legally a full member of the association as their organisation does not pay a BID targeted rate.

The Chair agreed that an action point be recorded to confirm the memership status of HDHT. It was further noted that should the HDHT be deemed an Associate Member, this would not change the quorum for the meeting and the meeting could continue.

Holly Southernwood requested confirmation of the membership category for Helensville District Health Trust.

Helensville District Health Trust Membership Status

The Executive Committee to confirm the membership status of Helensville District Health Trust.

Due Date: 30 Nov 2026
Owner: Danielle Hancock

1.3 Apologies

Apologies

Robbie Hannon, Matt Ross and Mark Dennis noted as absent.

Decision Date: 13 Oct 2026
Mover: Andrew Howard
Seconder: Nicky Horsbrough
Outcome: Approved

Steven Law and Holly Southernwood wish to be noted in the minutes as full members, not guests. Steven Law is dissatisfied that BoardPro does not allow members of the association to be classified as such but listed as guests of the committee.

Minutes to List Full Members

The General Manager to ensure that the minutes reflect Holly Southernwood and Steven Law as Full Members.

Due Date: 30 Nov 2026
Owner: Danielle Hancock

1.4 Interests Register

Definition of Interest

The General Manager shall provide a defintion of "Interest" to Steven Law as defined by the organisation.

Due Date: 30 Nov 2026
Owner: Danielle Hancock

Steven Law is uncertain what the definition of "Interest" is in relation to North West Country Incorporated and seeks a full definition. Concern is rasied that the Executive Committee does not know how to define and identify their own interests.

1.5 Confirmation of Minutes from 2025 AGM

AGM 2025 14 Oct 2025, the minutes were confirmed with the following changes:

Update status of Holly Southernwood and Steven Law as Full Members not Guests.

Challenge to Accuracy of Minutes

Steven Law moved that the AGM Minutes 2025 be disregarded in full due to its errors. No seconder was received.

Decision Date: 13 Oct 2026

Holly Southernwood is dissatisfied with the style of minutes. Holly Southernwood requests that full printed copies of the whole board pack be provided for her at each AGM.

Holly Southernwood declared that communication from the organisation is childish.

Amend previous minutes

Previous minutes to be amended to show that Holly Southernwood and Steven Law are full members.

Due Date: 17 Oct 2026
Owner: Danielle Hancock

Approval of Previous Minutes

The previous minutes are accepted as a true and accurate record of the AGM 2025 once the membership status of Holly Southernwood and Steven Law are confirmed as Full Members.

Decision Date: 13 Oct 2026
Mover: Andrew Howard
Seconder: Jane Clements
Outcome: Approved

2. Annual Reports and Decisions

2.1 Chair's Report

Chairs Report

That North West Country Incorporated accept the Chair's Report 2026.

Decision Date: 13 Oct 2026
Mover: Andrew Howard
Seconder: James Scott
Outcome: Approved

2.2 Treasurer's Report

Treasurer's Report

That North West Country Incorporated accept Treasurer's Report 2026.

Seconded by Steven Law.

Decision Date: 13 Oct 2026
Mover: Andrew Howard
Outcome: Approved

Financial Data Transparency

All financial data for the organisation is to be placed onto the website alongisde the minutes of each meeting.

Due Date: 30 Nov 2026
Owner: Danielle Hancock

Holly Southernwood and Steven Law both raised concerns that budgets are being amended throughout the year and this information is not transparently communicated to members. Decisions around budget changes are not clear on the website.

There is a concern that draft budgets approved at AGMs are not being upheld unchanged during their financial year. It was clarified that draft AGM budgets are required to be updated prior to them becoming live as costs and situations change. Budgets are an indication of how the work programme will be implemented.

2.3 Approval of Audited Annual Financial Statements for Year End 30 June 2026

Approval of Audited Reports

That North West Country Incorporated receive and approve the Annual Financial Statements for the Financial Year 1 July 2025 to 30 June 2026.

Decision Date: 13 Oct 2026
Mover: Andrew Howard
Seconder: Jane Clements
Outcome: Approved

2.4 Manager's Report

Acceptance of Manager's Report

That North West Country Incorporated accept The Manager's Report 2026.

Decision Date: 13 Oct 2026
Mover: Andrew Howard
Seconder: Nicky Horsbrough
Outcome: Approved

2.5 Approval of Annual Budget for July 1st 2027 to 30 June 2028

Approval of Draft Budget 2027/2028

That North West Country Incorporated:

Move to approve the following financial year 2027/2028 draft budget which includes a BID targeted rate grant amount of $226,044 including a 5% increase or $10,764 for the 2027/2028 financial year. Further ask the Rodney Local Board recommend to the Governing Body the amount of $226,044 be included in the Auckland Council draft 2027/2028 annual budget consultation process.

Moved by Steven Law.

Decision Date: 13 Oct 2026
Seconder: Nicky Horsbrough
Outcome: Approved

The Approved Draft Budget 2027/2028 includes a Honorariums line item of $16,100 which is approved through this decision.

2.6 Approval of Draft Business Plan 2027-2028

Approval of Draft Business Plan 2027/2028

That North West Country Incorporated receive and approve the Draft Business Plan 2027-2028.

Seconded by Steven Law

Decision Date: 13 Oct 2026
Mover: Andrew Howard
Outcome: Approved

2.7 Appointment of Auditor for year-end 30th June 2027.

Approval of Auditor for 2026/2027 Financial Year

That North West Country Incorporated appoint Cornelius du Plessis of Murray Audit as Auditor for North West Country Incorporated for the 2026-2027 financial year.

Decision Date: 13 Oct 2026
Mover: Andrew Howard
Seconder: James Scott
Outcome: Approved

3. SPECIAL RESOLUTIONS

3.1 Honoraria

Steven Law raised a point of order that none of the Executive Committee could legally vote on the Honoraria Policy due to their conflict of interest as recipients of the honoraria.

The Chair ruled that the rules of the society allowed the Executive Committee to vote on this policy and the motion remained on the table.

Steven Law raised a point of order that the Executive Committee could not legally back date any honoraria payments within this financial year as the budget had not been approved at the previous AGM.

The Chair ruled that the rules of the society allowed the honoraria payments could be back dated within this financial year as the budgets made allowance for the payments.

Steven Law raised a point of order that the changes to the Constitution could not take effect until next financial year and as such the honoraria policy could not come into effect until that date.

The Chair ruled that the changes to the Constitution could be made within a financial year. Further, the Chair ruled that a full investigation would be undertaken about these points. The motion would continue and, if at a later date it was shown to be illegal, that the decision would be rescinded.

Steven Law asked whether Auckland Council was required to approve the motion to establish an honoraria policy. The General Manager confirmed that the draft agenda had been submitted to Auckland Council for approval which was received and approved for publication.

Honoraria Decision Rights

The General Manager is to confirm whether the Executive Committee members are legally prevented from voting in the Honoraria Policy due to their conflict of interest.

The General Manager is to confirm when the changes to the Constitution take legal effect and when the Honoraria Policy can legally come into effect.

The General Manager is to confirm whether the Honoraria payments can be backdated to 1 July 2026.

Should it be decided that the Executive Committee are prevented from voting on the Honoraria Policy, the decision of this item will be reversed.

Due Date: 30 Nov 2026
Owner: Danielle Hancock

Honorarium Programme Approval

That North West Country Incorporated approve the assignment of an Honorarium programme for Executive Committee members as per the BNW Honoraria Policy 2026.

Decision Date: 13 Oct 2026
Mover: Andrew Howard
Seconder: Nicky Horsbrough
Outcome: Approved

Backdating Honararia Payments

That North West Country Incorporated approve the assignment of an Honorarium programme for Executive Committee members as per the BNW Honoraria Policy 2026.

Decision Date: 13 Oct 2026
Mover: Andrew Howard
Seconder: Jane Clements
Outcome: Approved

3.2 Update to Constitution

Approval of Amendments to Constitution

That North West Country Incorporated adopt the North West Country Incorporated Constitution 2026 including amendments and updates relating to the inclusion of the provision of honoraria for officers.

Summary of Proposed Amendments:

- Rule 4.2.1 pay the costs and expenses of the Association including the payment of honoraria to officers; and
- Rule 13.2.3 the Association may pay reasonable remuneration or honoraria to any officer or servant of the Association in accordance with Rule 20.
- Rule 20

HONORARIA

20.1. The Society may pay honoraria to Officers and Committee Members in recognition of the time, responsibility, and services provided to the Society.

20.2. The total annual budget for honoraria shall be approved by Members at the Annual General Meeting as part of the annual budget process.

20.3. The Committee may determine the allocation of approved honoraria, provided that:

20.3.1. Any honorarium must be reasonable and consistent with the Society's objects;

20.3.2. The recipient does not participate in the decision relating to the payment;

20.3.3. All honoraria paid shall be disclosed in the Society's annual financial statements and annual report; and

20.3.4. Nothing in this clause prevents reimbursement of actual and reasonable expenses incurred on behalf of the Society.

- Rule 24.5 Any five voting members of the Executive Committee constitute a quorum for the transaction of the business of a meeting of the Executive Committee, however three must be full members.

Decision Date: 13 Oct 2026
Mover: Andrew Howard
Seconder: Nicky Horsbrough
Outcome: Approved

4. Election of Committee Members

4.1 Election of Executive Committee Members

Election of Committee Members

Malhar Panchwagh and Christine Lischner are hereby elected to the North West Country Incorporated Executive Committee.

Seconded by Steven Law.

Decision Date: 13 Oct 2026
Mover: Andrew Howard
Outcome: Approved

Holly Southernwood nominated Steven Law to the position of Parakai Representative. Steven Law declined the nomination.

Holly Southernwood moved a point of order that Steven Law was not duly elected as represenative of Parakai.

The Chair clarified that Steven Law declined the nomination and that the nomination was illegal in that a Parakai full member must nominate Steven Law as their representative and submit the nomination.

Steve Law sought clarification as to the definitions of "retired" and "resigned".

The Chair clarified that three members of the board resigned throughout the year, not retired as declared in the agenda. The intention behind Clause 15.5.1 of the Constitution is to encourage board turn over, therefore any board members that resign throughout the year will reduce the number of board members that must retire at an AGM.

4.2 Election of Chair

Election of Chair

Andrew Howard is hereby elected as Chair of Business North West Executive Committee.

Decision Date:	13 Oct 2026
Mover:	Nicky Horsbrough
Seconder:	Andy Cummings
Outcome:	Approved

4.3 Election of Tourism North West Sub-Committee members

Steven Law raised a point of order that sub-committees could not be elected at an AGM as the Constitution only allowed for sub-committees to be nominated by the Executive Committee at a general meeting.

The Chair advised members of the establishment of the Tourism North West Sub-Committee and invited members and other interested persons to submit nominations or expressions of interest for consideration by the Executive Committee.

Membership of Tourism North West Sub-committee

The Business North West Executive Committee accepts all nominations to fill the positions of Tourism North West sub-committee.

Nominations have been received by:

- Elle Armon-Jones of The Big Foodie, Waimauku
- Lynn Robinson of Tātaki Auckland Unlimited, Auckland
- Geraldine Bayly of Kaipara Coast Sculpture Gardens, Kaukapakapa
- Mark Dennis of Kaipatiki Hot Springs, Parakai
- Paige Thorpe of SkyDive Auckland, Parakai
- Jasmin Kemp Nicholson of Entertainment Group, Auckland
- Peter-John Engelbrecht of Coast to Coast Tours, Huapai
- Danielle Hancock of North West Country Incorporated, Helensville

Decision Date:	13 Oct 2026
Mover:	Andrew Howard
Seconder:	Nicky Horsbrough
Outcome:	Approved

5. Close Meeting

5.1 Close the meeting

Next meeting: Executive Committee Meeting - 10 Nov 2026, 6:30 pm

New Actions raised in this meeting

Item	Action Title	Owner(s)
1.1	Confirmation of Chair Position **Due Date:** 30 Nov 2026	Danielle Hancock
1.2	Helensville District Health Trust Membership Status **Due Date:** 30 Nov 2026	Danielle Hancock
1.3	Minutes to List Full Members **Due Date:** 30 Nov 2026	Danielle Hancock
1.4	Definition of Interest **Due Date:** 30 Nov 2026	Danielle Hancock
1.5	Amend previous minutes **Due Date:** 17 Oct 2026	Danielle Hancock
2.2	Financial Data Transparency **Due Date:** 30 Nov 2026	Danielle Hancock
3.1	Honoraria Decision Rights **Due Date:** 30 Nov 2026	Danielle Hancock

Signature:_____ **Date:**_____