

**Civil Contractors New Zealand
Minutes of the 75th Annual General Meeting
held on Friday, 2 August 2019 at Blue Baths, Queens Drive, Rotorua**

The meeting commenced at 2.32 pm.

Present:

Tim Ford	Fulton Hogan & CCNZ President & Chair
Robert Wood	Accurate Instruments
Bill Gyde	Accurate Instruments
Elle Archer	Accurate Instruments/NULCA NZ
Brett Ferguson	Clements Contractors
Peter Millar	Hirepool
Charlie Taylor	Taylor's Contracting Co Ltd & Life Member
Craig Stewart	Fulton Hogan Ltd
Glenn Carson	Higgins Contractors
Bart Mulder	Proarbore Ltd
Mike Wilson	Quality Roding & Services
Greg Lumsden	ATD Services Limited
Quintin Rolston	Isaac Construction
Benoit Midol	Downer NZ
Michael Buckland	McConnell Dowell Construction Ltd
Chris Osborne	Downer NZ
Reuben Butcher	Downer NZ
Jeremy Dixon	Isaac Construction Ltd
Dan Francis	Francis Ward Ltd and Road Metals Co Ltd
Harley Haywood	Utilities Infrastructure NZ Ltd
Murray Chambers	MecLand Roding
Denis Chambers	Chambers & Jackett Ltd
Regan McRandle	The Roding Company
Paula Cornille	Schick Civil
Cody Pepere	Multi Civil Contractors
John Bryant	Higgins
Jim Ginty	Multi Civil Contractors
Eddie Carson	E Carson & Sons Ltd
Rodney Grant	Evergreen Landcare Ltd
Tom Fisher	CB Civil & Drainage Ltd
Jamie Campbell	CB Civil & Drainage Ltd
Ben Lawlor	CB Civil & Drainage Ltd
Steve Bowling	Steve Bowling Contracting
Cameron Lornie	Steve Bowling Contracting
Derrick Adams	HEB
Don Tilbrook	BPC and Life Member
Brian Kirtlan	Fletcher Construction
Dave Jewell	Life Member
Peter Goldsmith	J & R Contracting
David Howard	Construction Contracts Ltd & CCNZ Exec Council
Bailey Gair	Gair Contracting & Exec Council
Colin Calteaux	Andrew Haulage Ltd & CCNZ Exec Council
Gary Richardson	Hirepool & CCNZ Exec Council
James Craw	JCL Asphalt & Exec Council Member

Tony Pike	CPB, Vice Chair & Exec Council Member
Brian Warren	Burnside Contractors & Past President
Paul Buetow	Kensington Swan

CCNZ employees in attendance:

Peter Silcock	CEO
James Corlett	Northern Regional Manager
Ross Leslie	Central Regional Manager
Fraser May	Communication Advisor
Stacy Goldsworthy	Technical Advisor

1. WELCOME

The President welcomed all to the Annual General Meeting.
The Executive Councillors introduced themselves to attendees.

2. APOLOGIES

Apologies were received from:

- Paul Bishop – Life Member
- Joe Edwards – Life Member
- Stephen Delaney – McConnell Dowell & Executive Council Member
- Fraser Wylie – McConnell Dowell
- Bryan Murray – Life Member
- Dave Connell – Connell Contractors & Life Member
- Margo Connell - Connell Contractors
- Cos Bruyn – Fulton Hogan & Life Member
- Ollie Turner – CCNZ Southern Region Manager
- Jim Juno – Juno Civil and Life Member

The President called for any further apologies – none received.

3. CONDOLENCES

The following condolences from the last year were noted:

- James Hardy – Life Member (President of Contractors' Federation 1986-1988)
- June Margan – Life Member, wife of Baldy Margan (President 1954-1957)
- John Stalker from Castlerock Contractors, Southland
- Workers Dudley Raroa, David Te Wira Eparaima, Haki Hiha and Joji Bilbo

Members were invited to record any further condolences – none received.

A minute's silence was observed to remember those who were no longer with us.

4. VOTING & PROXIES

The CEO noted voting papers had been distributed, reminded members of how the voting process worked, and announced the following proxies had been received and confirmed:

Member Company	Proxy	Total
Paul Smith Contracting	Don Tilbrook	

Joe Edwards Life Member	Don Tilbrook	2
Mules Construction	Tim Ford	
Giles Civil	Tim Ford	2
Texco Excavating	Jeremy Dixon	1
HGM Construction	James Crow	
Westroads	James Crow	
South East Earthworks	James Crow	
Hunter Civil	James Crow	
Taggart Earthmoving	James Crow	
March Construction	James Crow	
BG Contracting	James Crow	
Earthworks Aoraki	James Crow	
Stuart Tabottom Contractors	James Crow	
Seipp Contracting	James Crow	10
K & B Reed Contracting	Colin Calteaux	
Hollands Excavation	Colin Calteaux	
South Roads	Colin Calteaux	3
Wilson Contracting	Regan McRandle	
AG Hoffman	Regan McRandle	
K2 Kontracting	Regan McRandle	
Doug Symons Contracting	Regan McRandle	4
ARC Projects	Dan Francis	
Greg Donaldson Contracting	Dan Francis	
Grant Hood Contracting	Dan Francis	
Dormer Construction	Dan Francis	
Maungatua Contracting	Dan Francis	
Ashburton Contracting	Dan Francis	
Johnston Civil	Dan Francis	
Apes Contracting	Dan Francis	8
Total		30

The President called for any questions – none received.

5. MINUTES OF PREVIOUS ANNUAL GENERAL MEETING

The minutes of the 2018 AGM had been circulated. All action items had been completed.

Motion: *That the minutes of the 74th AGM held in Hamilton on 3 August 2018 be confirmed as true and correct.*

Craig Stewart/Peter Goldsmith – Carried

6. ANNUAL REPORT & FINANCIAL STATEMENTS

The Annual Report and financial statements for the year ended 31 March 2019 had been circulated.

The President spoke briefly to the key achievements, noting considerable progress has been made on the strategic objectives that were signed off at last year's AGM. Work continues around the development of a Road Worker Safety Strategy following the death of four road workers. The President summarised his report by stating "we are batting well above our average at the moment and are in a good space."

The CEO gave an overview of the financial statements.

We had an overall surplus of \$75k, with the branches making a substantial surplus. End of year equity was \$2.5 million. The national office unfortunately incurred a deficit of \$25K due to a couple of one-off events including; a one off payment to Connexis related to Civil Trades of \$15k, a \$20k impairment related to design and consenting of work on Margan House that would not now proceed and the external fraud reported at last year's AGM \$15k. Subscription income increased by 6% and Civil Trades income was up. EPIC expenditure and income were both down as planned due to the higher costs of establishment in the 2017/18 year. Salaries showed an increase of \$63k, but the salaries for the year prior were artificially low due to staff changes.

The CEO asked for questions from the floor – none received.

Motion: *That the CCNZ Annual Report including the financial statements for the period ended 31 March 2019 be approved and adopted.*

Dan Francis/Harley Haywood – Carried

7. APPOINTMENT OF AUDITORS

Motion: *That BDO Wellington be appointed as CCNZ's auditor for the financial year ending 31 March 2020.*

Dave Jewell/Jeremy Dickson – Carried

8. ELECTION OF OFFICERS TO EXECUTIVE COUNCIL

Executive Councillors

The President advised the terms of office of Colin Calteaux, James Craw and Stephen Delaney expire at this AGM. Tommy Parker resigned from the Executive Council in March 2019 and his position is now vacant. This leaves four Executive Council positions available.

Six nominations had been received for the four positions available, being:

- John Burden – Downer NZ
- Colin Calteaux – Andrew Haulage
- James Craw – JCL Asphalt
- Stephen Delaney – McConnell Dowell
- Mark Evans – HEB
- Brian Kirtlan – Fletcher Construction

The CEO outlined the election process.

Motion: *To appoint James Corlett and Ross Leslie (Regional Managers at CCNZ) as scrutineers for the election.*

Cameron Lornie/Eddie Carson – Carried

The President called each nominee (in alphabetical order) to give a five-minute presentation to members, and then members were then invited to cast their votes.

Associate Councillor

The term of office of Associate Councillor Gary Richardson expires at this AGM. One nomination has been received for Gary Richardson of Hirepool.

The President announced the re-election of Gary Richardson to the position of Associate Councillor.

9. STRATEGIC PLAN 2018-2022

The President noted the updated Strategic Plan had been circulated to members.

The CEO reported the Executive Council had reviewed the Plan, and outlined changes made to the strategic objectives. Additions included 3.7 relating to a specific strategic objective around the roadworks site safety strategy and 4.4 regrading sustainability initiatives. Only minor amendments had been made to the other objectives.

The key strategic priorities that CCNZ is focusing on for the 2019/20 year are:

- 1 - Strong representation and advocacy
- 2.3 - Enhance member value to recruit and retain members
- 3.1 - Embed Civil Trades into industry
- 3.4 - Promote EPIC Work/Careers in infrastructure
- 3.5 - Develop and promote our training and people development offering
- 3.7 - Work with partners to implement the road work site health and safety strategy
- 4.1 - Manage industry self-regulation to enhance industry professionalism

A question was raised about CCNZ's stance on the possible legalisation of cannabis. The CEO noted our current position, where the industry supports the need for people who are not impaired. The industry concerns had come through strongly in the recent Teletrac Navman survey. CCNZ would reflect the views of the membership in the upcoming debate.

The President called for any further questions – none received.

Motion: *That the updated Strategic Plan for the period 2018 to 2022 be approved.*

Dan Francis/Don Tilbrook – Carried

10. CONSTITUTIONAL CHANGES

The President advised that the Executive Council was requested at last year's AGM to review the size and composition of the Executive Council, CCNZ's succession planning and the timing of proxies. As a result, the Executive Council is proposing changes to the CCNZ Rules to reflect a more ordered approach to the timings for elections and AGMs. A full explanation of the changes was circulated to members prior to the AGM and is attached to the AGM papers.

The CEO advised the proposed changes would enable us to send any motions and a full list of nominations received with the Notice of the AGM, achieved by implementation of the following schedule of dates:

Step	Description	Prior to AGM	Approx. Date based on early August AGM
1	Advise the date of the AGM and call for motions and nominations	2 months	Early June
2	Nominations and motions close	4 weeks	Early July
3	Send out Notice of AGM including nominations and motions received and proxy forms	21 days	Mid July
4	Proxies close	5 days	Late July/early August
5	AGM	-	Early August

In answer to a question relating to the review of the number of Executive Councillors, the CEO advised it was felt there was no strong reason to change the status quo.

One member noted the need to ensure countrywide representation, especially in relation to company size, and having a succession plan into the President's role. The CEO explained that the Executive Council agreed with those views but felt that we currently have

good representation geographically, and in relation to company size and different aspects of the industry.

In answer to a query regarding the purpose of the Large Contractor CEO Meetings, the President advised the purpose to ensure the Executive Council is informed about the issues facing the large companies and the reports from the meeting go back to the Executive Council, and he was happy to circulate those meeting minutes to members if required. The CEO noted the role of the 'Large Contractor CEO Forum' is to act in an advisory capacity to the Executive Council.

Members were advised a two-thirds majority was required for a rule change resolution to be passed as per Rule 16 of the Constitution.

Motion: *That (subject to acceptance for registration by the Registrar of Incorporated Societies) the existing Rules of Civil Contractors New Zealand Incorporated be amended in the following manner:*

- a *Rule 12.3(a)(iii) be amended by changing the date that nominations for Executive Councillors must be lodged from 3 business days prior to a General Meeting to 4 weeks prior. Accordingly, the new rule is to read:*

*...lodged with the Chief Executive no less than ~~three (3) Business Days~~ **four (4) weeks** prior to a General Meeting.*

- Rule 12.3A(a)(iii) be amended by changing the date that nominations for Associate Executive Councillors must be lodged from 3 business days prior to a General Meeting to 4 weeks prior. Accordingly, the new rule is to read:*

*...lodged with the Chief Executive no less than ~~three (3) Business Days~~ **four (4) weeks** prior to a General Meeting and ratified by the Executive Council.*

- b *Rule 16.4 be amended by changing the date that notice of intention to hold a General Meeting to consider a change of the Rules is given from 10 days prior to the meeting to 21 days prior. Accordingly, the new rule is to read:*

*At least ~~ten (10)~~ **twenty-one (21)** days' notice of the intention to hold a General Meeting to consider an alteration, amendment, addition or deletion of these Rules, must be given to each Member stating each change to be considered.*

- c *At Appendix 1, a new Rule 5aa be inserted prior to the existing Rule 5a to provide for an early notice to be provided to Members of the date of a proposed Annual General Meeting and calling for nominations and motions. Accordingly, the new rule 5aa is to read as follows:*

aa. Not less than 2 months prior to the proposed date of an Annual General Meeting notice shall be sent to Members advising of the proposed date of the meeting, and calling for nominations for the position of Executive Councillor or (as the case may be) Associate Executive Councillor together with any other motions that Members may wish to be considered, and which Members are entitled to have considered, at the relevant meeting. All such nominations or proposed motions must be delivered to the Chief Executive not later than four (4) weeks prior to the proposed date of the relevant meeting.

- d *Appendix 1, Rule 5(a) be amended by changing the date that the Notice of Meeting must be sent to members from 10 days prior to a General Meeting to 21 days prior. The notice requirement for Branch Annual General Meetings will not be affected. Accordingly, the new rule is to read:*

At least ~~40~~ **21** days' notice of General Meetings and **10 days' notice** of Branch Annual General Meetings shall be given to Members or Branch Members (as appropriate) and that notice shall state the business to be considered at the Meeting.

- e Appendix 1, Rule 6(a)(ii) be amended by providing that notice of proposed motions is given 4 weeks prior to the Annual General Meeting. Accordingly, the new rule is to read:

... the consideration of all resolutions, and other matters specified in the notice of Meeting and all matters of which prior written notice has been given by a Branch to the Executive Council for consideration by Members at the Annual General Meeting **not less than four (4) weeks prior to the Annual General Meeting.**

- f Appendix 1, Rule 13.1 by changing the deadline for the lodgement of proxies from 3 days to 5 days prior to a General Meeting. Accordingly, the new rule is to read:

Proxy Voting: Any eligible Members may be represented by any nominated person authorised in writing, on the prescribed proxy form. To be valid, this proxy form must be properly completed and received by the Chief Executive no later than ~~three (3)~~ **five (5)** Business Days before the date of commencement of a General Meeting. No person is able to represent more than ten (10) Members by proxy.

Jim Ginty/Craig Stewart – Carried
The motion was passed unanimously

11. GENERAL BUSINESS

11.1 Civil Construction Industry Survey

The CEO gave an overview of survey results for the questions about CCNZ.

11.2 2020 Conference

- The date and venue of next year's conference were still to be confirmed.
- The President encouraged branches to provide suggestions regarding appropriate venues, and the CEO agreed to provide branches with requirements in terms of venue size and accommodation.
- A booking has been made with the new Convention Centre in Christchurch for our 2021 conference, however costs need to be negotiated further.
- A suggestion was made that the conference date be moved to the second or third week of the month. The CEO agreed to consider this but noted the need for us to be mindful of possible date clashes with other organisations' conferences which occur around the same time (Quarry Conference and Infrastructure NZ).

11.3 National Utility Locating Contractors Association (NULCA)

Elle Archer introduced herself as a representative of NULCA, which was created to support and grow the capabilities of individuals and organisations involved in locating, tracing and mapping underground services. NULCA's main objectives focus on protecting people, damage prevention, skill development and improving plans. Members were welcome to contact Elle at elle@nulca.co.nz for further information.

11.4 Executive Council Election Results

The CEO declared the following candidates as elected:

- John Burden
- Colin Calteaux
- James Craw
- Stephen Delaney

The Chair congratulated the successful candidate and thanked Mark Evans and Brian Kirtlan for putting their names forward

Motion: *That the voting papers be destroyed.*

Dan Francis/Rodney Grant – Carried

There being no further business, the President thanked everyone for their attendance and declared the meeting closed.

The meeting concluded at 3.54 pm.

Minutes Confirmed by: _____

Date: _____

ACTION LIST AGM 2019 MEETING

No.	Ref	Action	By Whom	Status
1	10	Lodge constitutional changes with the Registrar of Incorporated Societies	Chief Executive	Completed
2	11.2	Provide conference venue and accommodation requirements to branches	Membership and Events Manager	Completed
3	11.2	Consider moving the timing of conference to the second or third week of the month	Membership and Events Manager	Not possible for 2021 due to venue availability