



Minutes of the Mangawhai Artists Incorporated Annual General Meeting 2021

The Mangawhai Artists Incorporated (MAI) Annual General Meeting was held on Sunday 13 June 2021 at the Citizens Hall, Fagan Place, Mangawhai Heads commencing at 3.10pm.

1 Opening and welcome

MAI chair Mary-Anne Boyd welcomed members to the meeting, extending a special welcome to MAI patrons Malcom and Joanna Roberts. Mary-Anne acknowledged members Diana Moore and friend John Charles who passed away during the year.

2 Present

Mary-Anne Boyd	Belinda Vernon	Janine Brougham
Wendy Leach	Clare Wells	Grace Cheng
Grant Mitchell	Raewyn Vague	Christine den Hartogh
Marion Bilton	Wendy Clifford	Ann Connew
Aaron McConchie	Howard Esler	Paul Kaiser
Deb Hunter-Whitlock	Bridget Mintoft	Elena Nikolaeva
Nicola Everett	Els Switser	Joanna Roberts
Malcolm Roberts	Chris Cowley Thomson	Philippa Murray- Aynsley
Alf Smith	Gayle Forster	Grant Crowe
Jean Fountain	Kay Airey	Linda Foster
Nina Gastreich		

3 Apologies

Mary-Anne asked for apologies and advised those received.

Sarah C	Jan Grover	Sheryl Jury
Geraldine Speed	Sherryl Mitchell	Rosina Kamphius
Julia Sutherland		

4 Constitutional requirements

Mary-Anne referred participants to the agenda, confirmed the meeting format and advised voting would be by a show of hands with scrutineers appointed should that be required. She advised constitutional requirements had been met with the quorum 20% current members achieved and noted committee nominations were uncontested.

5 Minutes

Mary-Anne referred members to the minutes of the 2020 annual general meeting.

It was moved:

That the minutes of the Mangawhai Artists Incorporated Annual General Meeting held on 20 June 2020 be accepted as a true and correct record.

Moved: Mary-Anne Boyd

Seconded: Belinda Vernon

CARRIED

There were no matters arising.

6 Annual report

Mary-Anne referred members to the annual report. She introduced the members of the committee and thanked them for their contribution to the governance and the day-to-day operation of the gallery and MAI activities. Mary-Anne expressed thanks to out-going committee members Wendy Leach, Grace Cheng and Christine Basham for their contribution to the committee. She acknowledged MAI as a volunteer organisation and thanked members for their support. Mary-Anne outlined the challenges and opportunities created by the COVID-19 pandemic, and highlighted achievements including:

- 8,581 visitors to 17 exhibitions during the year;
- the opening of the artists' workspace in December 2020, and blessing of the plaque honouring Lynn Middleton for her energy and commitment to realising the building of the workspace;
- presenting an on-line Youth Art Showcase with the support of Mangawhai Central and the French Art Shop;
- the Mangawhai Art Trail in February 2021 with 47 exhibitors across 22 venues;
- a number of learning opportunities offered to children and adults;
- the design of a new logo by Katherine Habershon, inspired by the Mangawhai shoreline;
- shifting accounting software to a new platform.

Mary-Anne presented the out-going members with flowers and a card of thanks. Mary-Anne advised she was stepping down from the committee and her role as chair, and concluded by saying *"Looking back on such a challenging year we can be confident MAI is well positioned for the future ... [and] continues to show it can be best in class as a small charitable entity with a big heart and an important role nurturing creativity, promoting art and artists, and contributing to well-being in this community."*

There were no questions received on the annual report.

It was moved:

That the Mangawhai Artists Incorporated Annual Report for the year to 31 March 2021 be received.

Moved: Mary-Anne Boyd

Seconded: Wendy Leach

CARRIED

7 Financial report

Mary-Anne invited Raewyn Vague to present the financial report. Raewyn noted the financial statements are on the MAI website and referred members to the summary report and profit and loss, highlighting:

- \$15,665 surplus generated for the year ended 31 March 2021, effectively representing sponsorship revenue unspent or spent on capital expenditure and not reflected in operating expenditure;
- fundraising for the workspace reduced from \$118,572 in 2020 to \$3,000 in 2021;
- \$25,000 sponsorship was received from Mangawhai Central.
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There were no questions received on the financial report.

It was moved:

That the Mangawhai Artists Incorporated Annual Statements of Financial Performance and Financial Position for the year to 31 March 2021 be accepted.

Moved: Raewyn Vague

Seconded: Grant Mitchell

CARRIED

8 Financial reviewer

Mary-Anne advised the meeting of the MAI constitutional requirement to confirm a financial auditor or reviewer at the AGM. Given the small size of the organisation MAI engages a reviewer, noting that an auditor could be engaged should audited accounts be needed for any reason.

It was moved:

That John Webby be appointed financial reviewer for the Mangawhai Artists Incorporated 2021/2022 financial year.

Moved: Belinda Vernon

Seconded: Raewyn Vague

CARRIED

9 Patrons

Mary-Anne invited Joanna Roberts to say a few words. Joanna reflected on the successes of MAI - the 'wonderful workspace', stunning exhibitions and exciting learning opportunities offered. She observed "*the gallery could be anywhere in the world*" and commended MAI and its members for creating a 'vibrant arts scene' in Mangawhai. Mary-Anne thanked Joanna and Malcolm and presented flowers.

10 Notices of motion

Mary-Anne referred the meeting the notices of motion to change the rules of the society proposed by the MAI committee and explained the rationale for each motion. Mary-Anne proposed the motions be moved as a block unless there were objections.

There being no objections **it was moved by Mary-Anne Boyd:**

That the following motions to change the rules of the society are moved on block.

Amend clause 6 (a) – Subscriptions **to read**

6 (a) The annual subscription for Members shall be fixed each year at the Annual General Meeting of the Society for the following financial year and subscriptions shall be due and payable within one (1) calendar month from the date of the issue of subscription invoice. The subscription year commences on the 1st day of April in each year and concludes on the 31st day of March of the following year.

Seconded: Clare Wells

CARRIED

Amend clause 14 (d) – General Meetings **to read**

(d) Electing of a Patron or Patrons

Seconded: Chris den Hartogh

CARRIED

Amend clauses 8 (d) and 10 and 14 (e) **to read**

8 (d) An Honorary Independent Reviewer or Auditor shall also be elected at each Annual General Meeting. Such Reviewer or Auditor shall be a responsible and suitably qualified person,

10 financial position of the Society (duly reviewed by the Honorary Reviewer or Auditor) and a record of the receipts ...

14 (e) Electing an Honorary Reviewer or Auditor.

Seconded: Wendy Leach

CARRIED

Amend clause 16 (b) - quorum **to read**

No business shall be transacted at any General Meeting of the Society unless a quorum is present at the time when the meeting proceeds to business. The quorum for any General Meeting of the Society shall be 20% or twenty (20) financial Members whichever is the lesser at the time of the General Meeting of the Society.

Seconded: Paul Kaiser

CARRIED

Amend clause 23 - Committee Meetings **to read** 22 (a)

Seconded: Grant Mitchell

CARRIED

11 Mangawhai Community Art Centre

Mary-Anne presented the background to the proposed Mangawhai Community Art Centre development in the Mangawhai Community Park briefly explaining the historical context and relationship between the current gallery and workspace and the community park. Mary-Anne and Grant Mitchell explained the design brief (2011), tracking through developments to 2019 where a new concept emerged. Mary-Anne explained the membership of the Friends of Managwhai Community Park, the Managwhai Community Park Governance committee, and referenced the 2019 drawings developed by David Wingate and more recent concept drawings by Peter Panyoczki which were presented to the meeting. Mary-Anne invited discussion which related to:

- continued use of the current workspace and gallery;
- feasibility study: what is included, covering costs, timeframe;
- the risks for MAI and community – what are we signing up to;
- the position, design and construction of the new building; concern the concept design may be 'locked in';
- availability of car parking and protection of the wetland;
- funding: retaining balance from \$30,000 from KDC for feasibility study; the intention to approach large organisations for funding for the building rather than raise it from within the community;
- use of the space: exhibitions and workshops, working spaces eg: verandah;
- need for a wider conversation with the membership about what they would like to see.

Mary-Anne referred members to the three resolutions listed.

It was moved:

That the Mangawhai Artists Incorporated Committee continue to explore the concept of a purpose-built Community Art Centre in the Mangawhai Community Park.

Moved: Mary-Anne Boyd

Seconded: Belinda Vernon

CARRIED

That the concept for the design of the Community Arts Centre will be presented to the membership for approval prior to it being submitted to a feasibility study.

Moved: Clare Wells

Seconded: Mary-Anne Boyd

CARRIED

That subject to satisfactory terms and conditions being agreed with the Kaipara District Council for a Development Agreement, and subject to the completion of a feasibility study confirming the viability of the building project, Mangawhai Artists Incorporated committee present a business case and project plan to members for their approval and authority for the committee to proceed to secure funds to build the Community Art Centre.

Moved: Belinda Vernon

Seconded: Aaron McConchie

CARRIED

That prior to any final decision being made to proceed with any proposal to build the Community Art Centre the full proposal will be presented to the Mangawhai Artist Incorporated membership for approval.

Moved: Mary-Anne Boyd

Seconded: Clare Wells

CARRIED

12 Committee elections

Mary-Anne advised the nominations for the chair, secretary, treasurer and committee members were received by the due date and moved and seconded by financial members. She noted as the number of nominations fell within constitutional requirements, an election is not needed however the meeting will need to accept the nominations.

Position	Nominee	Nominator	Second
Chair	Belinda Vernon	Rosina Kamphuis	Nicola Everett
Secretary	Clare Wells	Belinda Vernon	Nicola Everett
Treasurer	Raewyn Vague	Mary-Anne Boyd	Belinda Vernon
Committee member	Ann Connew	Wendy Leach	Belinda Vernon
	Chris Cowley Thomson	Wendy Leach	Belinda Vernon
	Chris den Hartogh	Mary-Anne Boyd	Clare Wells
	Howard Esler	Mary-Anne Boyd	Biddy Mintoft
	Marion Bilton	Wendy Leach	Belinda Vernon
	Philippa Murray-Aynsley	Wendy Leach	Belinda Vernon

Mary-Anne further advised receipt of a late nomination for Deb Hunter-Whitlock as committee member on 4 June 2021, moved by Wendy Leach and seconded by Belinda Vernon.

It was moved:

That the meeting accept the late nomination for Deb Hunter-Whitlock for position of committee member.

Moved: Mary-Anne Boyd

Seconded: Grant Mitchell

CARRIED

It was moved:

That the nominations received for the MAI chair, secretary, treasurer and committee members for the 2021/2022 year be accepted.

Moved: Mary-Anne Boyd

Seconded: Wendy Leach

CARRIED

It was moved:

That Joanne and Malcolm Roberts be appointed patrons for Mangawhai Artists Incorporated for the 2021/2022 year.

Moved: Mary-Anne Boyd
Seconded: Wendy Leach
CARRIED

Mary-Anne presented the committee members with flowers and expressed a vote of thanks to each.

Belinda acknowledged Mary-Anne's contribution to MAI over the past six years, the last four as chair. She noted the success of MAI during Mary-Anne's leadership, thanking her for her vision, enthusiasm, commitment and passion, and for her focus on community and community well-being. Belinda talked about Mary-Anne's 'can do' attitude - her drive, energy and caring nature of which Mayor Jason Smith said at the opening of the workspace "*Mary-Anne is a force of nature. The simple truth is projects like this don't happen in communities without great leadership....*" Belinda presented Mary-Anne with flowers and a card from the committee, and members acknowledged Mary-Anne's contribution with acclaim.

13 General business

Belinda advised there was no general business and the meeting concluded at 5.05pm. Members were invited to stay for refreshments.