

## DRAFT

### MINUTES OF ACE AOTEAROA ANNUAL GENERAL MEETING HELD ON MONDAY 12 OCTOBER 2020 HELD VIA ZOOM

#### PRESENT

##### **BOARD MEMBERS**

Jay Rupapera, Tangata Whenua Co-chair (Literacy Aoteroa), Tracey Shepherd, Tangata Tiriti Co-Chair (REAP Aoteroa), Charissa Waerea (Taranaki Māori ACE), Hauiti Hakopa (True North Research and Mapping Limited), Pale Sauni (Map Consultants), Peter Jackson (Individual), Te Ataahia Hurihanganui (Reo Rua), and Kathryn Hazlewood (individual)

##### **MEMBERS**

Rosina Taueki (He Waka Matauranga), Kerry Kururangi (Te Aroha Kanarahi Trust), Alex McKegg (Edvance), Victoria Ussher (English Language Partners – on behalf of Nicola Sutton), Claudia Guthrie-Oehlinger (Te Roroa Learning Assistance – on behalf of Janet Te Rore), Hiraina Tarawa (Central King Country REAP), Alison Marshall (Volunteering Canterbury), Christine Warren (Te Kokiri Development Consultant), Carl Pascoe (Individual), Sam Uta'i (Haeata Community Campus), Yvonne Curtis (Individual), John Egan (Individual), Mary Philip (Ashburton Learning Centre), Peter McNeur (REAP Wairarapa), Katherine Peet (Individual, Network Waitangi Ōtautahi), and Serenah Nicholson (Whanau Family Support Services Trust), John Sullivan (Federation of WEA), Kerry Kururangi (Tairawhiti REAP), Jane Gilmour (Literacy Waitakere).

##### **IN ATTENDANCE**

Pam Davidson (ACE Aoteroa Lawyer), Colin McGregor (Director ACE Aoteroa), Analiese Robertson (ACE Aoteroa), Viv Reti (ACE Aoteroa) Mary Gavigan (ACE Aoteroa), and Angela Sheehan (Minutes).

**The meeting commenced at 1.00 p.m.**

#### **1. WELCOME**

Co-Chair Jay welcomed everyone, and opened the meeting with a karakia.

#### **2. APOLOGIES**

Apologies were received from Brenda Pilott (Social Services Providers Aoteroa), Carol Glamuzina (Ranui Action Project), Janet Te Rore (Te Roroa Learning Assistance), and Nicola Sutton (English Language Partners).

**Motion:** That the apologies be received.  
**Moved:** From the Chair

**Seconded:** Carl Pascoe  
**CARRIED**

### 3. MINUTES OF 2019 ANNUAL GENERAL MEETING

**Motion:** That the minutes of the 2019 Annual General Meeting be taken as read and accepted as a true and correct record.

**Moved:** Peter Jackson

**Seconded:** Hauiti Hakopa  
**CARRIED**

### 4. MATTERS ARISING

#### 4.1 Board Member Extension of Term

On 22 April 2020 the Board had appointed Tracey Shepherd, Pale Sauni, Charissa Waerea, and Hauiti Hakopa as temporary members of the Board with effect from 18 June 2020. The terms of those four Board members were due to expire on 17 June 2020, creating four vacancies on the Board from 18 June 2020. Because of the COVID-19 pandemic, the 2020 AGM which had been planned for May 2020 could not be held at that time, making it difficult, if not impossible, to hold elections via Zoom to fill the vacancies.

The Board considered that there were real risks to the carrying out of the Board functions if the four vacancies were left unfilled. It therefore resolved that Tracey Shepherd, Pale Sauni, Charissa Waerea, and Hauiti Hakopa would be appointed as temporary members of the Board until the date of the AGM of 2021. The appointments will expire on that date and elections to fill those and any other vacancies will be held at the 2021 AGM. The Board made the appointments under its power in rule 14.18 of the Constitution and any decisions made by the Board under that rule must be ratified by the Society at the next AGM.

**Motion:** That the Society ratify the resolution made by the Board on 22 April 2020 to appoint Tracey Shepherd, Pale Sauni, Charissa Waerea, and Hauiti Hakopa as temporary members of the Board from 18 June 2020 to the date of the 2021 Annual General Meeting.

**Moved:** Rosina Taueki

**Seconded:** Serenah Nicholson  
**CARRIED**

### 5. ANNUAL REPORT 2019

#### 5.1 Co-Chairs' Report

E ngaa kaahui maaunga, e ngaa awa e rere ana, e ngaa waka katoa o te Moana nui a Kiwa

Tena koutou, tena koutou, tena koutou katoa.

Ki a tatou te hunga ora, kiaora koutou e huihui mai nei i runga i te kaupapa o ACE Aotearoa e hapai nei koutou, Mauriora ki a tatou.

The Co-Chairs welcomed people to the ACE Aotearoa Annual General Meeting 2020, and thanked them for joining via Zoom. In these challenging times, people's commitment to ensuring the AGM can take place was appreciated.

Although the focus of the AGM was on performance in 2019, it would be remiss not to acknowledge the challenges that 2020 had brought to New Zealand. The ACE sector and the ACE Aotearoa team had responded very well to a unique set of circumstances, and that response was applauded.

The formal overview report was given in full in the Annual Report 2019. The Co-Chairs wanted to use this opportunity to report in detail on key matters, particularly on the environment in which they had worked over 2019.

First, they acknowledged their Board colleagues for:

- their commitment to the ACE Aotearoa kaupapa;
- their energy;
- their optimism; and
- their openness to discussion and their support for the collective decision-making of the Board.

### The Current Situation

#### *Funding*

- ACE Aotearoa had negotiated a further contract with the Tertiary Education Commission to provide services to the ACE sector and had a separate ACE Pool contract that supported specific events such as the Festival of Adult Learning. Note that Budget 2020 had put ACE Aotearoa funding on a secure footing for the future.
- They had been increasing the funding from AA Focus as they worked with other agencies such as the Ministry of Foreign Affairs and Trade.

#### *Staffing*

- Finance Officer, Terry Hughes, had left the organisation and had been replaced by Adele Hardie and Kenzo Bui from Adele's Business Support Limited. Otherwise there had been no staff turnover.

#### *Strategies*

- Regional and national forums of learners - Hui Fono and the ACE Sector Conference – had continued. Also forums with the Ministry of Education had been arranged. More than 4000 people had engaged with the Festival of Adult Learning. Of particular note was Te Reo for the ACE sector, which had proved very popular, with 190 participants.
- The strategy for a robust and sustainable leadership-focused organisation set the work culture of the Board and the office. Robust governance measures had been implemented, and set out in a clear principles-based manual, with monthly oversight of key operational initiatives, including

independent financial audits. The office had clear operating policies and procedures, and the Director had regular reporting responsibilities to the Board.

The report against the 2019 Statement of Intent was included in the Annual Report 2019. It showed that indicators of success had generally been met and that the interests of the sector were continuing to be met through day-to-day operations.

Highlights of 2019 included:

Communications: A key focus area for 2019 was to move to more strategic communication with key stakeholders.

- Contact with the sector had been maintained through Strategic Alliance meetings.
- There had been constructive engagement with officials from the TEC and the Ministry of Education.
- The ACE Sector Capability Steering Group had worked very effectively at the strategic level.
- Production of the four quarterly newsletters and the monthly E News had continued.

Policy: The focus was on implementing research to support policy development.

- ACE Aotearoa had worked closely with the Ministry of Education to look at future policy initiatives for the ACE sector.
- They had responded quickly to new Government initiatives such as the Review of Vocational Education.

Finance Audit and Risk: The focus was on transparent and responsible financial management and good stewardship of assets - ACE House in particular.

- Robust scrutiny of monthly financial reports had been exercised, and another unqualified audit had been achieved.

2019 had had many successes.

- Hui Fono in Wellington had had the focus of “Islands in the Steam - science, technology, relationships, engineering, arts, and mathematics. Participants were inspired to do more and focus on the vision not the problem.
- The ACE Conference held in Christchurch had received great feedback from attendees, especially with regard to provider visits and the range of workshops on offer.

The Co-Chairs considered it a privilege to co-chair the ACE Aotearoa Board, and were fully committed to the work of the ACE Sector. They thanked everyone for their attendance on Zoom today, and looked forward to an eventful year ahead.

Kia whakakapi to tatou nei korero, E titiro ana whakamua te kei o tenei waka, kia piki te wairua, kia piki te oranga, kia piki maaramatanga mo nga uri whakaeke nga whakatipuranga mo apopo. No reira kei runga i tena, kei te mihi kei te mihi, tena koutou, tena koutou, tena huihui koutou katoa.

**Motion:** That the Co-Chairs' report and the Annual Report be accepted.

**Moved:** Tracey Shepherd

**Seconded:** Rosina Taueki

**CARRIED**

## 5.2 Director's Report

Tena koutou katoa, Talofa lava, Malo e leilei, kia orana, Greetings to everyone.

Having just completed his fourth year as Director of ACE Aotearoa, the Director said it had been a pleasure to work for an organisation and a sector that had a passion for people.

Prior to discussing the 2019 year, he acknowledged the challenging year that 2020 had been. The ACE sector had had to adjust to new ways of operating in an unprecedented global pandemic. It had risen to the challenge and continued to provide training to learners. The Tertiary Education Commission had been very supportive to enable the learning to keep happening. Thanks were due to providers, learners, tutors and also to the ACE Aotearoa staff who had moved quickly to put offerings on-line.

The 2019 year had been a fascinating mix of policy development, business as usual, international connections, and the familiar patterns of challenge and achievement.

The conference in Christchurch – a break from the usual Wellington location - had been hugely successful. He looked back on it fondly.

He had focussed on maintaining strong relations with funders (TEC), policy developers (Ministry of Education), and politicians across the political spectrum. He had also visited many providers to get a real sense of day-to-day activities.

There had been a huge focus on policy development in 2019 that carried through to 2020. A new vision for the ACE sector had been developed.

A new contract with TEC had been negotiated and, in 2020, they had been delighted to receive committed funding in the May budget for ACE Aotearoa and more money for the sector.

The ACE Sector Capability Steering Group and Strategic Alliance had also worked very well in 2019.

International links had been maintained with organisations such as Asia and South Pacific Association for Basic and Adult Education, Adult Learning Australia, and Learning Link Scotland. The Director was also on the executive for Promoting, Interrogating, Mobilising Adult Learning and Education (PIMA), an international group with more than 150 members that meets four times a year by Zoom.

ACE House in Tinakori Road continued to be fully tenanted. In 2020 several rooms had been upgraded, and it was planned to upgrade one more room by the end of 2020.

He acknowledged the team in ACE Aotearoa - Analiese, Viv, Adele, Kenzo, Mary, Jo, and Tai. They had performed exceptionally, and he was proud to work in the team.

He thanked the Board, especially the Co- Chairs Tracey and Jay, for their support, and he looked forward to 2021.

**Motion:** That the Director's Report be received.  
**Moved:** Peter Jackson  
**Seconded:** Hauiti Hakopa  
**CARRIED**

## 6. FINANCIAL REPORT 2019

### 6.1 Treasurer's Report

Peter Jackson presented the Financial Report for 2019.

He acknowledged Deloitte, who had been auditors for 8 years, and expressed appreciation of their service. It was always good working with an audit company that understands the ACE sector, and Deloitte does that. It was also pleasing to have received another unqualified audit opinion, which means that ACE Aotearoa was doing things right.

The Annual Accounts followed the same format as in previous years, providing a clear view across the activities of the organisation. As had been the case since around 2008, the Annual Accounts said that ACE Aotearoa continued to earn most of its operating income from managing contracts awarded by TEC. That brought with it the discipline of transparent accountability to funders, to taxpayers, and to lenders; and the Deloitte findings supported that.

The Board was conscious of the need for careful stewardship, strong systems, and a conservative approach to expenditure. The Director was very proactive; things the Board believed need to happen, Colin and the team made happen. Thank you Colin and the ACE Aotearoa staff.

Financial management continued on a sound basis and maintained best practices. The system was well tested as each year the organisation faced more and more stringent challenges. It was satisfying to be able to deal with them efficiently and effectively.

The result for 2019 was a surplus of \$17,628, which was testimony to the quality of oversight provided through the Finance, Audit, and Risk Subcommittee. Peter thanked his colleagues on that committee.

**Motion:** That the Financial Report be received.  
**Moved:** Peter Jackson  
**Seconded:** Tracey Shepherd  
**CARRIED**

## 6.2 Appointment of Auditor

Peter Jackson said that, with Deloitte having been the organisation's auditor for 8 years, it was time to appoint a new auditor.

In answer to a question, the Director said that he had inquired of several other NGOs which auditors they used, and the feedback was they used Grant Thornton because of their knowledge of the NGO sector. On that basis the Board had decided to recommend Grant Thornton to the AGM. Grant Thornton's fee will be the same as the Deloitte fee.

**Motion:** That Grant Thornton be appointed as the auditor for ACE Aotearoa.  
**Moved:** Peter Jackson  
**Seconded:** Charissa Waerea  
**CARRIED**

## 7. CAUCUS BREAKOUT

At 1.40 p.m. the AGM was suspended to allow the caucuses to meet to discuss issues of relevance to them.

The AGM resumed at 2.10 p.m.

## 8. REPORT BACK FROM TANGATA WHENUA CAUCUS

Jay said that the Tangata Whenua Caucus had discussed the following:

- Tupu Toa and the strategic learning currently happening.
- Successful strategies that the ACE Aotearoa and the steering groups are using in regard to events like Hui Fono and the Festival of Adult Learning.
- That ACE communities would like to see more programmes on sustainability and how to meet Māori whanau needs in an emergency so they become self-sustaining.

- The 2021 AGM and how to increase more attendance by Māori members.

## 9. REPORT BACK FROM TANGATA TIRITI CAUCUS

Tracey said that the Tangata Tiriti Caucus had discussed the following:

- How the smaller members of the ACE sector were represented in the Strategic Alliance.
- The Asia South Pacific Association for Basic and Adult Education relationship with ICAE.
- Civics education in the ACE sector.
- Members' COVID-19 experiences and how technology was used during the lockdown and the opportunities it presented.
- The need to have good Internet-appropriate devices, appropriate spaces to do on-line learning, the challenges of on-line learning, and examples of effective teaching and learning.
- The future of face-to-face learning, blended learning, and on-line learning.

## 10. GENERAL BUSINESS

There were no items of general business.

## 11. KARAKIA

Te Ataahia Hurihanganui gave a karakia to conclude the meeting.

There being no further business, the meeting closed at 2.19 p.m.

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Co-Chair

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Date