



Minutes of Meeting

Meeting:	New Zealand AIDS Foundation Annual General Meeting																		
Location:	31–35 Hargreaves Street, College Hill, Auckland																		
Date:	Saturday, 16 November 2019																		
Time:	1:30 – 2:03pm																		
Present:	<table><tr><td>Anthony Fallon (Chair)</td><td>Danz Teira</td></tr><tr><td>Sam Humphrey (Trustee)</td><td>Bill Logan</td></tr><tr><td>Ian Kaihe-Wetting (Trustee)</td><td>Guy Alexander (Trustee, by proxy)</td></tr><tr><td>Carol Maibvisira (Trustee)</td><td>Luke Bettsworth (by proxy)</td></tr><tr><td>Dr Edward Coughlan (Trustee)</td><td>Joseph Rich (by proxy)</td></tr><tr><td>Ben Mander (Trustee)</td><td>Bryan Gibbison (by proxy)</td></tr><tr><td>Dr Jason Myers (CE)</td><td>Alec Tairua (Guest)</td></tr><tr><td>Michael Bancroft OStJ, JP (Life Member)</td><td>Virginia Cattell (Secretary)</td></tr><tr><td>Tim Melville</td><td></td></tr></table>	Anthony Fallon (Chair)	Danz Teira	Sam Humphrey (Trustee)	Bill Logan	Ian Kaihe-Wetting (Trustee)	Guy Alexander (Trustee, by proxy)	Carol Maibvisira (Trustee)	Luke Bettsworth (by proxy)	Dr Edward Coughlan (Trustee)	Joseph Rich (by proxy)	Ben Mander (Trustee)	Bryan Gibbison (by proxy)	Dr Jason Myers (CE)	Alec Tairua (Guest)	Michael Bancroft OStJ, JP (Life Member)	Virginia Cattell (Secretary)	Tim Melville	
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Item	Discussion
1.	MIHI – Matua Alec
2.	APOLOGIES & SPEAKING RIGHTS The Chair welcomed everyone to the meeting and thanked Matua Alec for kindly agreeing to the last-minute request to help at the AGM and Life Membership event to follow. The AGM processes were outlined and the quorum was confirmed.
	a) Apologies Dr Miriam Saphira (Life Member), Richard Kittelty. <i>Motion: that the apologies be accepted</i> <i>Moved: Anthony Fallon</i> <i>Seconded: Tim Melville</i> CARRIED
	b) Voting process for AGM – voices, show of hands, ballot, proxy No remits received this year. All other voting by voice (for NZAF members only).

3.	MINUTES OF PREVIOUS MEETING
	<p>a) Minutes of Annual General Meeting held 17 November 2018</p> <p><i>Motion: that the minutes of the Annual General Meeting of 17 November 2018 be adopted as a true and correct record.</i></p> <p><i>Moved: Anthony Fallon</i></p> <p><i>Seconded: Carol Maibvisira</i></p> <p>CARRIED</p>
	<p>b) Matters Arising</p> <ul style="list-style-type: none"> ▪ None.
4.	REPORTS
	<p>a) Chair's Introduction</p> <ul style="list-style-type: none"> ▪ The Chair reported that the 2019 Annual Report containing a written introduction was available on the NZAF website and copies were also available for members at the AGM. ▪ It was noted that 2019 was a year of transition at a governance level, following the departure of long-serving Trustees David Friar (past Chair), Massimo Giola, Michael Moore (past Deputy Chair, David Ting and Daniel Keys (past Deputy/Acting Chair) who all left behind significant legacies. ▪ Within the financial year, the Board welcomed Ian Kaihe-Wetting, Edward Coughlan and Ben Mander, while previously co-opted Board members Carol Maibvisira and Sam Humphrey (current Deputy Chair) became full Trustees. The Chair reported that the wealth of diverse skills and experience brought to the Board table by these individuals will ensure the Board is well placed to lead NZAF forward. ▪ The new Strategic Plan, which will guide the NZAF from 2019-2022, was developed in close consultation with the community, staff, partners and key stakeholders. The Chair thanked everyone who contributed to make this possible. The first year of progress against the strategy will be reported on in 2020. ▪ The Chair thanked NZAF's generous donors, staff, community members and other stakeholders who had made the Foundation's work possible over the past year, and thanks everyone in advance for their continued support as we work towards our vision of an Aotearoa with zero HIV transmissions where people living with or affected by HIV flourish.
	<p>b) Annual Report</p> <ul style="list-style-type: none"> ▪ The CE reported that the 2019 Annual Report details the progress in implementing NZAF's bold strategy to prevent HIV transmission, combining condom use, PrEP & U=U, and early HIV testing. NZAF is delighted to see another significant reduction in new HIV diagnoses in 2018 – down 30% on 2016. ▪ Alongside the business as usual activities, NZAF is constantly trying to stretch and innovate and the CE highlighted key achievements found within the Annual Report, such as the development of HIV home testing and other testing options beyond the clinic that are reaching more infrequent and irregular testers. ▪ The CE stated that PHARMAC led the way in being one of the first national drug-buying agencies in the world to fund PrEP. However, barriers to access and uptake remain.

Sexual health clinics are stretched and primary care remains largely ill-equipped to deliver PrEP at scale and so NZAF has worked on filling a void in workforce development in this area.

- The multiple benefits of early HIV treatment are now undisputable. That there can be no risk of transmission by people living with HIV on treatment who can sustain undetectable viral load is a game changer and in 2019 NZAF took a road show of experts around NZ to spread this message and use the power of 'Undetectable equals untransmittable' (U=U) to battle stigma.
- It was noted that all this work requires a robust organisation and there is a strong focus on continuing to develop and sustain NZAF's strong organisational culture as well as ensure the Foundation remains financially sustainable.
- The CE thanked the Board for the support shown to him personally and to management. He also acknowledged the support from his amazing team, as well as from members and donors, and added that he looked forward to another year of work ahead.

Motion: that the 2019 Annual Report be received.

Moved: Anthony Fallon

Seconded: Ian Kaihe-Wetting

CARRIED

c) Annual Audited Financial Statement of Accounts

- Ben Mander reported a strong year financially for NZAF and that once again management had delivered a surplus, which was also in the context of reducing debt and focusing on the sustainability of the organisation.
- Management was commended for achieving this excellent result while focusing on priorities through sound strategic decisions and financial management.
- The external financial audit gave the organisation a clean bill of health with no adjustment, which shows the outstanding capability of the management team.
- It was noted that the year ahead presents some challenges as the organisation works towards the goals of the new Strategic Plan, thinking about its priorities and where to spend money. The NZAF has enjoyed a strong relationship with the Ministry of Health over the years and it is anticipated that they will continue to fund the contract.
- From the floor Michael Bancroft queried whether the achievement of a surplus could jeopardise future funding. The CE confirmed that the Ministry of Health has been in an open conversation with NZAF on this issue. Debt levels had been increasing annually for the past few years and the Ministry had indicated it was happy for NZAF to run a surplus to reduce the debt caused by previous necessary strategic decisions. The Board is discussing future financial planning and it is very much a focus going forward.

Motion: that the 2018 – 2019 audited statement of accounts be received.

Moved: Anthony Fallon

Seconded: Michael Bancroft

CARRIED

5.	BOARD ELECTION
	<p>a) Outcome of vote for election of one Trustee</p> <ul style="list-style-type: none"> ▪ The NZAF Trust Board Deputy Chair, Sam Humphrey, assumed the chair for this item. ▪ The Secretary announced the election result from the online/postal voting: current Chair, Anthony Fallon was congratulated on being re-elected to commence a second two-year term on the Board. ▪ Matt Creamer, the other candidate, was also acknowledged in absentia for his willingness to stand for election and participate in NZAF governance. ▪ Chartered Accountant Wayne Lockwood was thanked for acting as voluntary scrutineer for another year.
7.	<p>KARAKIA & CLOSE</p> <ul style="list-style-type: none"> ▪ There being no further business, the Chair asked Matua Alec to close the meeting and invited all present to join the Board for refreshments.

Minutes Confirmed this _____ day of _____ 2020.

CHAIRPERSON