



Outdoors New Zealand Incorporated

Annual Report and Financial Statements

For the year ended 30 June 2014

Outdoors New Zealand's purpose:

To advance the use, enjoyment and safety of outdoor recreation in New Zealand by acting as the confederation of organisations with an interest in outdoor recreation, education, adventure and sport on issues and opportunities of common interest.

We do this by:

1. Fostering and promoting outdoor recreation education, adventure and sport;
2. Promoting opportunities for increased outdoor recreation participation;
3. Serving and supporting its Members while recognising their autonomy and without usurping their powers or functions;
4. Providing sector leadership, achieve co-ordination and collaboration and render support where appropriate in advocacy, consultancy, research, education and standards for outdoor recreation;
5. Promoting the care, protection and conservation of the environment in relation to recreational participation; Achieving an environment where the outdoor recreation values of all New Zealanders are recognised and protected;
6. Achieving harmony with Tangata Whenua O Aotearoa as the indigenous people of the land; and Promoting partnerships with providers of outdoor recreation opportunities, land managers, decision-makers and funders.

ONZ Board

Alexander Brunt	Chair (resigned February 2014)
Josie Ogden Schroeder	Chair (since February 2014)
Gemma Periam	
Jenny Jordan	
Duncan Watson	
Chris Knol	Co-opted March 2014
Arthur Sutherland	Co-opted March 2014
Dion Brown	(November 2013 – March 2014).

ONZ Advisory Group June 2014 – present

Grant Davidson
Fiona McDonald
Annie Dignan
Mark Smith
Sam Newton
Mike Daisley
Graham Seatter
Jo Parsons/Gillian Wratt
Russell Ferens

The ONZ Advisory group have provided advisory input into strategic decision making and negotiations since the ONZ EGM. They carry no fiduciary responsibility for ONZ.

Chairperson's Report

The last financial year has been a mix of success and fiasco and while this report mainly reflects on what has been, it is written at a time when the ONZ Board is fairly clear about the facts and what the future opportunities could and should be.

For the first half of the financial year that this report pertains to, between July 1st 2013 and Christmas 2013, the Board was of the view that the organisation was in relatively strong health. The staff team at ONZ had experienced some growth, the forum held in Rotorua, in collaboration with NZRA, had been a successful event (participation wise), and with the commercialization of OutdoorsMark, we were positioned to play a key part in the future shaping of how the Adventure Activities Regulations would impact on our sector.

For the Board, front of mind was how we support the sector in the context of significant legislative change – change which meant a fundamental cultural change both to how operators run their businesses, and how New Zealanders and tourists engage with our outdoor environment. Also of concern were the intimations made by our key funder, Sport NZ, around working towards one 'lead' agency for the outdoor sector by mid 2015.

Without focusing overly on water that has well gone under the bridge, around the time of the ONZ forum, some cracks were becoming apparent to the ONZ Board (which was at that time under the Chairmanship of Alexander Brunt). The cracks were to do with operational efficiencies, leadership, the relationship between ONZ and SNZ, ONZ and NZRA and ONZ and WorkSafe NZ. All of these relationships were of course key to our relevance, impact and sustainability going forward. Action was taken around this time to address key concerns of the Board.

By Christmas we had accepted the resignation of our CEO and from there undertook to rationalize what had been significant over-spending and poor financial management. We are grateful to the short-term interim support and leadership of Gareth Moore Jones who did his best under what was essentially a crisis situation.

Decisions were made by the Board that may not be well understood, or agreed with, by our membership. I can only say in response to this is that I, and my Board colleagues, had our membership needs and organizational values at front of mind through all the decisions that we made – decisions which were made with due diligence as well as the utmost integrity of the individuals involved. At times these decisions were made at significant personal cost. The key objectives behind decisions made were:

1. To sell OutdoorsMark within a timeframe that safeguarded the brand and the hard earned OutdoorsMark accreditation of our existing customers, while also protecting OutdoorsMark contractors. We felt that OutdoorsMark deserved to remain 'industry owned,' that it needed to be 'not for profit' and with appropriate infrastructure and size to manage what is not a straight forward business model or legislative environment.
2. To reduce our staffing levels to bare bones and minimize expenditure, so as to salvage what was a serious cashflow situation.
3. To aggressively pursue unpaid debts to ONZ, and repay money ONZ owed to others.
4. To ensure that advocacy for our members and the wider Outdoor Sector continued into the future.

So, between February 2014 and now, the following key things have occurred:

- I took over as Chair of the Board.
- We co-opted two new Board members, Chris Knol and Arthur Sutherland, in order to be constitutional and to benefit from their skills and wisdom under the extenuating circumstances.
- Sport NZ decided that they would not support ONZ financially into the future, based on their view that they wanted one 'lead agency' – and that their preference was NZRA.
- WorkSafe NZ withdrew promised support for the capacity building of OutdoorsMark.
- We sold OutdoorsMark as a going concern to Skills Active.

- We held an Extraordinary General Meeting where our members voted in favour of the following remit: *That Outdoors NZ accepts SNZ's offer of interim funding to facilitate a merger or similar with other organisations, such as NZRA, in the sector.*
- We created an advisory group from our membership base – to advise the Board on the necessary negotiations with SNZ.
- We have had numerous meetings with SNZ and NZRA.
- Since balance date (on October 13th), Sport NZ, NZRA and ONZ have negotiated an agreement which essentially provides ONZ with enough influence to ensure that SNZ funding is spent on priority outdoor areas and not diluted to other more generic recreational agendas, gives us an 'interim' period to assess the best model for outdoor advocacy in the future, and sets a foundation of principals which ultimately bodes well for the future of the outdoor sector.

Finally, I reflect personally that it has been a difficult year. Not least because the hard work that has been done has been done by a group of volunteers, all of us having heavy commitments in our paid work lives, or because the fiduciary responsibility weighed heavily on our personal shoulders.

There is no doubt that making a difference, especially if it is voluntary, is a fulfilling way to spend one's 'spare' time. The Board share a love for the outdoors, and a desire to contribute to its vibrancy and success. The reward and satisfaction however is turned on its head when it feels as though it has gone unappreciated by the very people that the work is meant to benefit. At times it has been hard to take the ill-informed criticisms of some members of our sector. This has been tempered however by the tremendous support of many of our members, the advisory group mentioned above, and most of all the fact that we as a Board have been united and strong as a team.

The ONZ Board must take responsibility for allowing the operational management to unravel, and on this I reflect that governance is immensely challenging when you operate on a shoestring budget, which is in turn largely reliant on one main Government funder. Many times this year I have considered the easy option: to give up and leave it up to NZRA and SNZ to sort out, and just as many times I have realized that this would be a disservice to our members and would be contrary to the commitment I made when I became an ONZ Board member. While the responsibility is huge, it is still mine.

Another personal learning is that it is hard to be a small fish in a big pond. The ONZ Board have been amazed at the short-sightedness of WorkSafe NZ, and their inability to collaborate with a small organisation in order to achieve a better outcome in relation to the Adventure Activities Regulations.

We have also been immensely disappointed that we have lost the support of SNZ, and some of the dealings we have had with them over this year. However, **we got there in the end** – and we go into the new relationship arrangements with NZRA and SNZ with goodwill and optimism that it will in fact provide better services to our sector than ONZ was able to provide in the past.



Josie Ogden Schroeder
ONZ Chair

Financial Summary

Being the ONZ Board Finance representative over the past year has been a frustrating and arduous undertaking. I would like to acknowledge and commend the efforts of our Chair Josie Ogden-Schroeder and register my heartfelt thanks to Jenny Murray for their continuing support through what has been a very tough year. Without delving deeply into the reasons for the difficulties, I will just say that in February we were made aware of a serious financial issue. At first erroneously reported as insolvency and then quickly understood to be a serious cash-flow issue, it took mammoth efforts and considerable time to undo the inattention of past months to ascertain ONZ true financial position. Sadly by this time the damage was done and the subsequent consequences had a major impact with funders withdrawing much of their support.

ONZ, at the time of the reported financial difficulties in February, was actually in a strong financial situation, but had failed to invoice against work in progress, while at the same time expanding operations, based on promises of financial support that were left unfulfilled. To amend the cash flow issue in February and March a complete change of the processes for the administration of ONZ finances was called for and undertaken. At the time of understanding the extent of our financial difficulties, the ONZ staff managed a difficult situation well and worked hard to reduce expenditure on major events and activities, without compromising on the professional delivery.

The 2014 financial year saw a decreased income at \$818,412, compared to \$853,331 in 2013. This downturn was due to less income from project and communication services and reduced sponsorship. Overall, there was only a difference of \$34, 849, which is a strong outcome considering the events of the year. The areas of considerable loss of revenue were the combined Rotorua Forum/Conference with NZRA (a loss of almost \$50,000) and losses around OutdoorsMark (with increased expenses of \$60, 000). It is interesting to note that with-in weeks of selling OutdoorsMark to Skills Active, WorkSafe announced that it would assist outdoor safety audit providers such as ONZ, with \$100,000 in order to meet WorkSafe obligations. There is no doubt that had this finance been made available only a few weeks earlier, ONZ would not have needed to divest itself of OutdoorsMark to meet cash flow commitments and it could have continued business as usual with OutdoorsMark.

In order to meet payment obligations, the ONZ board determined the sale of OutdoorsMark was required. The Board undertook considerable due diligence to ensure we found an owner for Outdoors-mark, that would embody the values and culture of ONZ members and honour past commitments to a safety compliance culture. Skills Active was an excellent fit and their interest was in many ways extremely fortunate.

The organisation is appreciative of the past support provided by Sport New Zealand, although their withdrawal of financial support is disappointing. That Sport NZ funding will continue to contribute to the development and servicing of the outdoor recreation sector through NZRA is reassuring. It is also pleasing that ONZ will have a role in this transition of funding over the next year and a responsibility for ensuring the funds meet outcomes beneficial to outdoor recreation and our members.

In its reduced configuration, this organisation is now in a solid financial position, although with reduced equity and considerably reduced capacity. ONZ is solvent, with a balance sheet in the black and enough cash to sustain operations over the next year. We are in a position to continue to deliver services to the outdoor recreation sector in the coming year, and are reconfiguring ONZ operations to meet member needs particularly in the areas of advocacy and sector consultation.

I recommend and move that these statements be accepted as an accurate reflection of Outdoor New Zealand's financial position as at 30 June 2014.



Jenny Jordan

ONZ Board, Finance

Outdoors New Zealand Incorporated
Statement of Financial Performance for the year ended 30 June 2014

	Note	2014	2013
		\$	\$
Revenue			
Communications		254	7,332
Member services/ events		91,025	41,375
OutdoorsMark		192,280	172,334
Partnerships & grants	5	524,234	507,694
Projects		3,505	76,755
Subscriptions		258	16,482
Other income		-	7,326
Sponsorship	5	5,010	19,427
Interest received		1,916	4,606
Total Revenue		818,482	853,331
Less Expenses			
Common cost of sales		176,645	180,338
OutdoorsMark expenses		159,065	96,667
Administration fees		8,507	3,250
Communications		20,120	7,951
Doubtful debts		14,952	-
Depreciation/loss on disposal of assets	2	28,272	6,017
Governance		22,746	15,248
Facilities		20,734	20,219
General expenses		2,475	8,194
Office expenses		-	1,664
Personnel		393,840	449,768
Printing & stationery		5,643	5,919
Professional fees		22,048	20,589
Total Expenses		875,047	815,824
Net Surplus		-56,565	37,507

The attached notes form part of and should be read in conjunction with the financial statements.

Outdoors New Zealand Incorporated
Statement of Movement in Equity for the year ended 30 June 2014

	2014	2013
	\$	\$
Equity as at 1 July	88,755	51,248
Recognised Revenues & Expenses for the Year		
Net surplus after tax	<u>-56,565</u>	<u>37,507</u>
Total recognised revenues & expenses	-56,565	37,507
Equity as at 30 June	<u>32,190</u>	<u>88,755</u>

The attached notes form part of and should be read in conjunction with the financial statements.


Outdoors New Zealand Incorporated
Statement of Financial Position For the year ended 30 June 2014

	Note	2014	2013
		\$	\$
Current Assets			
Bank accounts	7	55,094	102,152
Term deposits	8	-	80,000
Payments in advance		1,653	-
Accounts receivable		60,401	148,673
Accrued interest		-	746
Total Current Assets		<u>117,149</u>	<u>331,571</u>
Current Liabilities			
ASB credit cards		-	4,529
Accounts payable		44,647	28,732
PAYE		-	10,268
Income received in advance		14,000	111,044
Accrued expenses		2,686	37,477
GST payable		24,613	64,502
Total Current Liabilities		<u>85,946</u>	<u>256,552</u>
Net Current Assets		31,203	75,019
Non Current Assets			
Fixed assets	2	987	13,736
Net Assets		<u>32,190</u>	<u>88,755</u>
Represented by:			
Accumulated funds		<u>32,190</u>	<u>88,755</u>
Total Equity		<u>32,190</u>	<u>88,755</u>
Total Shareholders' Equity & Current Accounts		<u>32,190</u>	<u>88,755</u>

For and on behalf of Outdoors New Zealand Incorporated

Director 

Date: 22 October 2014

Director 

Date: 22 October 2014

The attached notes form part of and should be read in conjunction with the financial statements.

Outdoors New Zealand Incorporated

Notes to the Financial Statements for the year ended 30 June 2014

1 Statement of Accounting Policies

Entity Reporting

The financial statements presented here are for Outdoors New Zealand Incorporated ("ONZ"). ONZ is registered under the Incorporated Societies Act 1908. The purpose of ONZ is to advocate for the outdoor recreation sector and their members.

Differential Reporting

The entity is not publicly accountable and is not large. It therefore qualifies for differential reporting in respect of reporting standards and all appropriate exemptions have been applied, with the exception of FRS-19 - Accounting for Goods & Services Tax, with which it has fully complied.

Measurement Base

The accounting principles recognised as appropriate for the measurement and reporting of earnings and financial position on an historical cost basis have been used, with the exception of certain items for which specific accounting policies have been identified.

Presentation Currency

The financial statements are presented in New Zealand dollars. All numbers presented have been rounded to the nearest dollar, unless otherwise stated.

Depreciation

All fixed assets are initially recorded at cost with depreciation being deducted in accordance with rates set out in the Income Tax Act 2007.

Goods and Services Tax

These statements are prepared on a GST-exclusive basis except for payables and receivables which are shown inclusive of GST.

Income Tax

The entity has been granted an income tax exemption under section CB4 (1)(h) of the Income Tax Act 1994. The entity is therefore not required to file income tax returns.

Leased Assets

Operating leases are those where all the risks and benefits are substantially retained by the lessor. Lease payments are expensed in the periods the amounts are payable.

Accounts Receivable

Accounts receivable are stated at their estimated realisable value after providing against debts where collection is doubtful. Bad debts are written off during the period they are identified.

Changes in Accounting Policies

There have been no changes in accounting policies during the year. All policies have been applied on a basis consistent with those used in previous years.

2 Fixed Assets

2014	Cost	Additions	Disposals	Gain/Loss	Depn	Accumulated Depreciation	Net Book Value
	\$	\$	\$	\$	\$	\$	\$
Office Equipment	1,111	-	1,111	-	-	-	-
Computers	25,075	17,920	36,660	-18,568	285	5,758	578
Furniture and Fittings	21,070	4,081	18,097	-8,386	1,033	6,645	409
	<u>47,256</u>	<u>22,001</u>	<u>55,868</u>	<u>-26,954</u>	<u>1,318</u>	<u>12,403</u>	<u>987</u>
2013	Cost	Additions	Disposals	Gain/Loss	Depn	Accumulated Depreciation	Net Book Value
	\$	\$	\$	\$	\$	\$	\$
Office Equipment	1,111	-	-	-	13	1,111	-
Computers	21,275	3,800	-	-	3,453	19,412	1,863
Furniture and Fittings	21,070	-	-	-	2,551	12,997	8,073
	<u>43,456</u>	<u>3,800</u>	<u>-</u>	<u>-</u>	<u>6,017</u>	<u>33,520</u>	<u>9,936</u>

3 Related Parties Transactions

A contribution of \$20,000 was given to Skills Active for the development of the New Zealand Register of Recreation Professionals as per agreement with Sports NZ.

Board members and their organisations have received reimbursement for board travel and meeting costs.

4 Declared Interest of Board Members

Board Member	Organisation
Alexander Brunt (to January 2014)	WaterSafety New Zealand Skills Active
Josie Ogden-Schroeder	YMCA Christchurch
Jenny Jordan	YMCA Christchurch A client of OutdoorsMark audit for YMCA Christchurch
Gemma Periam	Perry Outdoor Education Trust ("POET") A client of OutdoorsMark audit for POET
Duncan Watson	Motutapu Outdoor Education Trust A client of OutdoorsMark audit for Motutapu Outdoor Education Trust
Chris Knol	Outdoor Safety Institute Ltd

5 Sponsorship, Partnership & Grants

Skills Active purchased the OutdoorsMark audit and safety programme in May 2014. The figures for sponsorship, partnership and grant income have not been broken down for reasons of commercial confidentiality.

6 Expenses

ONZ is now accounting for directly attributable sales costs in these accounts from 2012 onwards. This has resulted in the transfer of some expense accounts to common cost of sales items under direct sales costs.

7 Bank Accounts

	2014	2013
	\$	\$
BNZ cheque account	547	42,934
BNZ rapid saver	134	130
ASB cheque account	54,407	9,804
ASB business saver	2	19,133
ASB savings plus	4	30,151
Total	<u>55,094</u>	<u>102,152</u>

8 Term Deposits

	2014	2013
	\$	\$
ASB term deposit 79	-	20,000
ASB term deposit 80	-	20,000
ASB term deposit 81	-	20,000
ASB term deposit 82	-	20,000
Total	<u>-</u>	<u>80,000</u>

9 Lease Commitments

The rental property at 23 Haining St is under a three year lease agreement till 1/11/16.

The lease commitment is:

	2015	2016	2017
	40,153	40,153	15,392

The rental property is shared with the New Zealand Recreation Association and the Skills Active Outdoors Mark audit team

The photocopier is leased till October 2016

The lease commitment is:

	2015	2016	2017
	1,764	1,764	588

The photocopier is shared with the New Zealand Recreation Association and the Skills Active Outdoors Mark audit team.

10 Contingent Liabilities

At balance date there are no known contingent liabilities (2013: Nil). ONZ has not granted any securities in respect of liabilities payable by any other party whatsoever.

11 Events Subsequent to Balance Date

As at the 1 October 2014 NZRA has taken over the lease of 23 Haining St and the photocopier lease.

ONZ AGM Minutes 20 November 2014

12:10pm, Energy Events Centre, Rotorua

1. Welcome and Opening of Meeting

Alexander Brunt, Chairperson of Outdoors New Zealand (ONZ), declared the meeting open at 12:10pm and noted that a quorum was present. Alex welcomed and thanked the members for attending the ONZ AGM.

- Anne Tresch counted 22 members present.
- Garth Dawson, ONZ CEO, counted 2 Proxies.

2. Apologies

- Paul Grace, Sir Peter Blake Marine Education and Recreation Centre
- Sasha Nukada, Aoraki Polytech
- Catherine Kappelle, EONZ

3. Adoption of Outdoors New Zealand Annual General Meeting 2012 Minutes

MOVED: Rob Maclean, that the Outdoors New Zealand Annual General Meeting 2012 Minutes be received, approved and adopted

SECONDED: Kerry Barr

CARRIED

4. Presentation of Chair's Report

- Alexander comments that the World Outdoors Summit 2013 is a fantastic example of collaborative ventures. Comments on ONZ and the NZ Recreation Association (NZRA) partnering - economies of scale, board committed to moving forward exploring possibilities.
- Alexander acknowledges work of ONZ staff.
- Alexander mentions two board members, Steve Brown and Pete Townend, not standing for re-election. Steve and Pete presented with plaque for service.
- Alexander expresses gratitude of Arthur Sutherland and Chris Knoll's service, who both retired from the ONZ board during the year.

Alexander opens floor to questions. There are none.

MOVED: Duncan Watson, that the Chair's Report be carried

SECONDED: Josie Ogden-Schroeder

CARRIED

5. Presentation of CEO's Report

Garth Dawson comments on a busy year at ONZ. Acknowledges ONZ team for their hard work.

- Garth comments that advocacy an ongoing focus for ONZ and members. Ki Waho, Te Karere Waho and social media growing. Message of value of outdoors reaching more people. Partnerships, collaboration are key parts of achieving ONZ's outcomes.
- Garth comments that OutdoorsMark and adventure activity regulations are a large focus of ONZ. Regulations a major topic, work on making the outdoors a safer place. Outdoors community doing its best every day.
- Garth comments that Roadshows are an important part of communicating with outdoors community.

Garth opens floor to questions.

- Peter Cammell comments that OutdoorsMark needs greater resourcing, yet it must be an affordable and sustainable system. What are the resources ONZ needs, and does ONZ have the capability to get it done?
- Garth answers that personnel are resources - OutdoorsMark staff and auditors. Resourcing is an ongoing challenge, not only being only auditing organisation, but the conflicting interest in jobs. Issue of funding - operational income a major part, OutdoorsMark needs more financial support to keep it affordable for operators.

MOVED: Steve Brown, that the CEO's Report be carried

SECONDED: Pete Townend

CARRIED

6. Presentation of Statement of Accounts

Alexander opens floor to questions. There are none.

MOVED: Josie Ogden-Schroeder, that the Statement of Accounts for the year ending 30 June 2013 be accepted

SECONDED: Sam Newton

CARRIED

7. Election of Chair and Election of Board.

- Alexander comments on board election. The term of office of all ONZ board members expires on 20 November 2013. Therefore, the AGM includes the election of six board members. Nominations for incumbent members, except from Steve and Pete, were received within the stipulated time and the incumbent board members were re-elected unopposed. Those persons are:
 1. Duncan Watson
 2. Jenny Jordan
 3. Josie Ogden-Schroeder
 4. Alexander Brunt
- A nomination was also received from Dion Brown within the stipulated time and therefore elected unopposed.
- There was one position on the board left.
- Alexander explains how voting will work. Anyone who would like to nominate anyone welcome to nominate now.

Liz Thevenard said EONZ would like to nominate Gemma Periam.

Nathan Watson nominated Sam Newton.

Gemma and Sam give 3 minute pitch to the AGM, ahead of voting.

- Votes carried.
- Gemma voted for last ONZ board position.

CARRIED

8. Appointment of Financial Audit

MOVED: Jenny Jordan, that Grant Thornton be appointed as the financial auditor of the ONZ finances for the year ending 30 June 2014

SECONDED: Pete Townend

CARRIED

9. General business

None

10. Close of Meeting

- The Chair declared the Outdoors NZ AGM 2013 closed at 12:57pm and thanked everyone for their attendance.

ONZ AGM Attendee List

Fiona Ryder	Youthtown	Catherine Kappelle	Education Outdoors NZ
Brian Walsh	Youthtown	Robyn Zink	Education Outdoors NZ
Dion Brown	Youthtown	Liz Thevenard	Education Outdoors NZ
Kaleb Amos	Motutapu Outdoor Education Cent	Fiona McDonald	Education Outdoors NZ
Gavin Bensemam	Motutapu Outdoor Education Cent	Dean Lawrence	Spirit of Adventure Trust
Anna Thompson	CRR, University of Otago	Arthur Sutherland	ONZ Board
Andy Thompson	Otago Polytechnic	Chris Knol	ONZ Board
Darryl Carpenter	Mountain Safety Council	Alexander Brunt	ONZ Board
Sam Newton	NZ Alpine Club	Gemma Periam	ONZ Board
Stu Grey	NZ Alpine Club	Jenny Jordan	ONZ Board
Paul Grace	Sir Peter Blake MERC	Josie Ogden-Schroeder	ONZ Board
Tim Wills	Adventure Specialties	Duncan Watson	ONZ Board
Josh Geddes	Adventure Specialties	Pete Townend	ONZ Board
Bruce Conway	Alpha Outdoors	Steve Brown	ONZ Board
Hugh Barnard	NZ Mountain Guides Association	Garth Dawson	ONZ CEO
Lyndsay Fenn	Kaipoi High School	Garth Gulley	ONZ Staff
Deb Hurdle	Sport NZ	Yosan Legaspi	ONZ Staff
Peter Dawkings	St Andrew's College	Jaya Gibson	ONZ Staff
Jude Harris	Outdoor Experience - Akl Council		
Wendy Davis	Boyle River OEC		
David Sampson	Boyle River OEC		
Gemma Periam	Perry Outdoor Education Trust		
Mark Johnston	Adventure Specialties Trust		

Outdoors New Zealand Extraordinary General Meeting

YMCA Christchurch, Hereford St, 8 May 2014

1. Present:

	Name	Organisation
1	Drew Brown	Geraldine High
2	William Dury-Turnbull	Waipara Adventure Centre
3	Sam Newton	NZAC
4	Rosemarie Thomas	Girl Guiding
5	Andy Woodhouse	DoE Hillary Award Scheme
6	Wendy Davis	Boyle River OE Centre
7	Fiona McDonald	MSC
8	Mike Boyes	University of Otago
9	Steve Brown	Wild Earth
10	Catherine Kappelle	EONZ
11	James Patchett	Wintec
12	Dave Irwin	CPIT
13	Josie Ogden Schroeder	YMCA (Board member)
14	Duncan Watson	Motutapu camp (Board member)
15	Mark Smith	Horizons Unlimited
16	Amy Horn	Adventure Specialties
17	Jo Parsons	NZOIA
18	Jon Lasenby	Outward Bound
19	Graham Seatter	SEHOPC
20	Jenny Jordan	YMCA (Board member)
21	Gemma Periam	POET (Board member)
22	Russell Ferens	Rotoiti Lodge Outdoor Education Centre
23	Ray Goldring	ROSA Auditor
24	James Fitness	Canoe & Kayak
25	Grant Davidson	Skills Active
26	Geoff Ockwell	University of Otago
27	Arthur Sutherland	Independent (Board member)
28	Chris Knol	(Board member)
29	Dean Minchington	Service IQ
30	Robin Pawson	Canterbury Snowsports Assn
31	Lyndsay Fenn	Kaiapoi High School
32	Annie Dignan	AUT
33	James Bradshaw	NZ Paddleboard assn/Chch Paddleboarding
34	Mike Barber	CHCH paddleboarding
35	Denis Aldridge	Living Springs Trust
36	Andrew Hopper	YMCA CHCH
37	Geoff Barry	Sport NZ until 3pm
38	Deb Hurdle	Sport NZ until 3pm
39	Andrew Leslie	NZRA until 3pm
40	Adele Cubitt	Worksafe NZ (12.30-1.15)
41	Gordon MacDonald	WorksafeNZ (12.30-1.00)

2. Apologies:

Jenni Davies	Christian Camping
Rachel Moore	TIANZ
Alex Brunt	
Liz Thevenard	EONZ
Alex Warriner	Personal and ScoutsNZ
David Gold	Colenso College
Dave Mangnall	Whenua iti Outdoors
Guy Sutherland	Roncalli College

3. Welcome and Opening Address (Josie Ogden-Schroeder, Chairperson of ONZ)

An overview and explanation of events and board action leading up to today's Extraordinary General Meeting.

Key points were:

1. ONZ is solvent, and financial difficulties of recent months were explained.
2. The ONZ Board has decided to sell OutdoorsMark, and has done so to Skills Active. The rationale behind this was explained.
3. ONZ is now in the position of having to decide how to fund its operations going forward, and Sport NZ, being the current primary funder upon which the organisation is dependant in the existing business model, has stated they will not fund ONZ going forward, but will fund a merger or creation of a new organisation with NZRA.
4. Purpose of the meeting.

The floor was opened for comment and questions.

4. Questions and Discussion.

Constitutional

Constitutional validity regarding notice and quorum was questioned. This was established.

Several attendees questioned the Board or commented regarding relevant information being received at short notice and hence difficulty in consulting with their membership prior to the meeting. A suggestion was made to defer voting decisions to allow organisations to confer. This was noted and a decision on voting was deferred until later in the meeting.

Sam Newton (NZAC) asked for it to be noted that

- The agenda is flawed
- There was not enough time to consider options
- There was not enough time to consult with members

The Chair responded to this by acknowledging some communication problems and asserting that the constitutional requirements had been met. The issue with the agenda was one of ONZ Board preference to be self determining rather than have Sport NZ influence the outcome of the meeting, with any adjustments to the agenda to be made by agreement by the members present.

Remits

The attendees were invited to contribute any other options to the three remits tabled regarding the future of ONZ.

Much discussion ensued regarding the future and the implications of the tabled options, with some alternatives proposed off-record.

The Board advised the EGM that ONZ is solvent but has a significant working capital issue, and the reiterated the key reasons for the circumstances.

Some strong opinions were expressed in relation to Sport NZ's agenda, the appropriateness of NZRA and ONZ merging, what this might mean for the future of the membership, and process – both historic and going forward.

OutdoorsMark Sale.

Mark Smith asked it be noted that

- Those who had expressed an interest in ODM were not given any opportunity to formally express an interest in purchasing.

- Chris Knol is a partial owner of Skills Active and has a conflict of interest that should be declared.
- He has concerns about transparency and process, not the outcome.

Issues regarding conflicts of interest were aired, some asking for these to be declared in the meeting.

The Chair responded by explaining that all conflicts of interest had been declared, that it was the view of the Board that there was no conflict as there was no financial reward/gain to be had by Chris Knol or any other person, and that Outdoors NZ is also a partial owner of Skills Active, it being industry owned.

The Chair further responded to the EGM that the sale of OutdoorsMark was a pragmatic business decision which the Board had a constitutional right to make, and reiterated the reasons for this, being specifically:

- Skills Active is industry owned and answerable to the sector.
- Skills Active has sufficient infrastructure and capacity to manage the more challenging aspects of running an outdoor certification programme under the Scheme Rules.
- Outdoors NZ felt it was problematic and risky to continue to audit the sector under the Regulations, when our core purpose is advocacy not compliance.
- Outdoors NZ was not equipped financially or strategically to ensure the long-term success of OutdoorsMark, and therefore believed it was best for ONZ, OutdoorsMark clients and OutdoorsMark auditors if the brand and reputation were retained, and this needed to happen quickly considering the political and legislative environment.
- Outdoors NZ had only informal expressions of interest for involvement in OutdoorsMark from Mark Smith, and there is no reason to believe that ongoing involvement in OutdoorsMark for Mark Smith is at risk.

5. OutdoorsMark Sale. (Grant Davidson, CEO Skills Active)

Grant explained the decision of the Skills Active board to purchase OutdoorsMark and how it fits with their vision and commitment to the sector.

He addressed concerns about undeclared conflicts of interest and pecuniary advantage.

He stated Skills Active had a programme manager in place that would be starting management of OutdoorsMark on Monday 12 May in order to progress audits expeditiously.

He answered questions regarding operations during the transition period until Skills Active gains accreditation (early July expected), so that current audits can be completed.

Voting on Remits was deferred until after address from WorkSafe NZ and Sport NZ.

6. WorksafeNZ address. Outdoor Safety Auditing (Gordon MacDonald, Adele Cubitt)

Gordon explained the current situation with implementation of outdoor safety auditing to meet the requirements of the Adventure Activities regulations before 1 November 2014.

He and Adele answered questions from the floor. These were centred on concerns about standard of expertise required of auditing personnel and whether or not the decisions made were based on good information/advice or research into possible consequences.

Adele stated that the scheme rules are now finalised and are founded on international best practice.

7. Sport NZ address. (Geoff Barry)

Geoff outlined SportNZ's broader vision for fewer organisations and increasing participation. He noted SportNZ investment needs to 'track with participation patterns'.

SportNZ investment buys outcomes from organisations, specifically with a view to:

- Increasing participation
- Increasing positive outcomes for activity
- Efficiency – more money going to the coal face rather than administration.

More specifically, SNZ has indicated to both ONZ and NZRA that they will support only one peak organization for active recreation going forward. That SNZ's role in the proposed ONZ/NZRA discussions towards establishment of a new peak body is to ensure an equitable process and the best possible outcome for the relevant sector groups.

In response to a direct question about the proposed change of funding, Geoff Barry explained that if the ONZ did not want to engage with Sport NZ in the process then SNZ would fund another peak body to do the same work, but would not direct funds to individual organisations. In effect, he said, if ONZ withdraws from the conversation then they will discuss purchasing the required outcomes from NZRA.

In response to numerous questions about why Sport NZ was of the view that the sector would be better served by 'one' peak body which included the membership of NZRA, Geoff responded that the issue was primarily around efficiencies of administration, not to do with the proven ability of ONZ to achieve contracted outcomes.

8. NZRA (Andrew Leslie, CEO)

Andrew explained the NZRA member structure and the work they do. They are an organisation of recreation professionals focusing on professional development and advocacy. He also indicated NZRAs openness and willingness to work with ONZ towards a new 'active recreation' peak organisation.

9. Further discussion and voting on Remits

There was further uncertainty as to whether to proceed with a vote. The Chair suggested the room vote and if they did not feel this was the time to vote then to abstain. The result would then indicate if ONZ subsequently needed to go to a postal ballot. Voting was private and representatives from Sport NZ and NZRA were not present.

Motion: Ray Goldring be appointed as scrutineer. Moved Russell Ferens, Seconded Annie Dignan

Remits:

1. That Outdoors New Zealand refuses / declines to merge with other organisations such as NZRA in the sector hence is not eligible for Sport New Zealand Funding and becomes a Member Funded entity
Support / Oppose

2. That Outdoors New Zealand accepts Sport New Zealand's offer of interim funding to facilitate a merger or similar with other organisations such as NZRA in the sector.
Support / Oppose

3. That Outdoors New Zealand ceases all operations and liquidates.
Support / Oppose

Remit 2 was passed 40 votes to 1 with 2 abstentions.

That Outdoors New Zealand accepts Sport New Zealand's offer of interim funding to facilitate a merger or similar with other organisations such as NZRA in the sector.

Carried

Motion: That voting papers be destroyed. Moved Andy Woodhouse, Seconded Russell Ferens

Attendees were asked for support in the form of volunteering for the board and/or a working party to progress the decision. This will be followed up in subsequent communication with those who express an interest.

10. Vote of thanks.

Mike Boyes gave a vote of thanks to Josie and the Board for all their hard work over the last few months leading up to today.

Meeting closed 4.00pm

NB: A video recording of the meeting was taken for the purposes of recording discussions, and will be retained for Board use only in lieu of having permission from all attendees for public dissemination.

Many thanks to our funders/supporters over the past financial year:



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