

WAI KŌKOPU INCORPORATED

Annual General Meeting Minutes

Date: 18 November 2025

Time: 5:30pm – 6:55pm

Venue: Pongakawa Hall, Old Coach Road, Pongakawa

1. Welcome & Opening

The Chair – Deryck Shaw, opened the meeting and welcomed all members, guests, and stakeholders. He acknowledged the significant community and funder support behind Wai Kōkopu and outlined the evening's AGM programme which was:

- Board introductions
- Confirmation of 2023 AGM minutes
- Chair's Report
- Financial Report
- Approval of new Constitution (per 2022 Incorporated Societies Act)
- General Business
- Presentation by Chris (Moxie)
- Panel session facilitated by Alison Dewes
- Refreshments and networking

2. Attendance

Board Members Present:

- Deryck Shaw – Independent Chair
- Darryl Jensen – Board Member, farmer, ex-dairy now beef
- Michael Crawford – Independent Board Member
- Paul Hickson – Board Member, farmer, accountant
- John Scrimgeour – Board Member, Forester, Farmer, Councillor (BOPRC)

Contractors / Staff:

- Alison Dewes – Operations Manager (part-time)
- Hannah Fromont – Communications & Visual Content
- John Burke – Trustee & Restoration Leader
- Brian Sparrow – Retired field liaison, weed/pest work

Regional Council & Stakeholders:

- Cr. Catherine (Kat) Macmillan
- Cr. Sarah Van Der Boom
- BOPRC Chair – Matemoana Mac Donald
- Chris Ingle (GM Integrated Catchments BOPRC)
- Charles Harley (Coastal Catchments Manager, BOPRC)
- Community members and farmers

Apologies:

June Mobley (WK Administration) Cr Anna Grayling (BOPRC), Doug Leeder, Cr Ken Shirley BOPRC, Stef Kincheff (WK Contractor), Fiona Mc Tavish (BOPRC), Andre Hickson

3. Introductions

Board members and contractors introduced themselves, outlining their roles and involvement with Wai Kōkopu. Key themes noted included: long-standing commitment from founding members, reduced hours due to funding constraints, and continued passion to keep the organisation active despite reduced resources.

4. Confirmation of Minutes – AGM 2023

The minutes of the 2023 AGM were made available on the Wai Kōkopu website prior to the meeting.

Motion: That the minutes of the 2023 AGM be accepted as a true and accurate record.

Moved: Darryl Jensen

Seconded: John Scrimgeour

Outcome: Carried unanimously

No matters arising were raised.

5. Chair's Annual Report – Presented by Deryck Shaw

The Chair summarised key highlights from a detailed written report (available online).

5.1 Programme Achievements

- Continued focus on restoration across the 34,500 ha catchment, including sediment, phosphorus and nitrogen reduction.
- Completion of environmental farm plans with Bay of Plenty Regional Council.
- Delivery of lighthouse farm evaluations, demonstrating that environmental improvements can be made while maintaining financial viability.
- Constructed wetlands field days, which were well attended and positively received.
- Release of the film “Recloaking and Restoring the Bay”.

- Completion of an outdoor classroom at Pongakawa School.
- Delivery of the “Farming the Future” seminar attended by 70+ people, including former Minister, Zespri, Fonterra and forestry representatives.

5.2 Funding & Resourcing

- Significant reductions in funding from MPI, BayTrust and TECT have required a deliberate “dimming of lights”.
- Wai Kōkopu continues to operate at a reduced scale while awaiting clarity on long-term Government and philanthropic funding.
- Strong acknowledgement was given to BayTrust, TECT, MPI and BOPRC for historic support.

5.3 Pest & Weed Strategy

- Completion of one of the first catchment-wide pest and weed strategies in New Zealand.
- Acknowledgement of Brian Sparrow’s leadership in this area.
- Recognition that large-scale partnerships are required given the scale of the problem.

5.4 Catchment Collective (National)

- Emerging national movement of catchment groups sharing learning and building collective voice.
- Community-led, voluntary and evidence-based action seen as crucial alongside regulation.

5.5 Health, Safety, Governance

- No health and safety incidents reported in the last 4–5 years.
- Continued emphasis on transparency and public accountability.
- Ongoing efforts to collaborate closely with iwi and regional council.

5.6 Outlook

- Priority is to secure future funding and maintain visibility of Wai Kōkopu’s work.
- Key opportunities include detainment bunds, nature-based solutions, land-use change, climate resilience, and ecological corridors.

Motion: That the Chair’s Report be accepted.

Moved: Michael Crawford

Seconded: Paul Hickson

Outcome: Carried unanimously

6. Financial Report – Presented by Michael Crawford

Audited draft financial statements for the year ending 31 March 2024 were referenced noting that these had been available on the Wai Kōkopu website. Key matters from the accounts included:

- Total income: \$432,000 (down from over \$1M in the prior year).
- Surplus for the year: approximately \$16,000 (compared with \$3,000 prior year).
- Bank balance at year end: approximately \$213,000.
- Projected bank balance by April next year: approximately \$20,000, reflecting completion of existing funding contracts.
- Staffing model is contractor-based, allowing flexible scaling with funding.
- Funding contributions from BayTrust (\$20,000) and TECT (\$195,000), both approximately half of the previous year.

Motion: That the Financial Statements be adopted.

Moved: John Scrimgeour

Seconded: Paul Hickson

Outcome: Carried unanimously

In view of the reduced scale of operations and the cost of audit (approximately \$12,000), the Board recommended not to appoint an auditor for the next financial year, while retaining the option to do so if required.

Motion: That no auditor be appointed for 2025/26, with discretion reserved to appoint one if needed.

Moved: Paul Hickson

Seconded: John Scrimgeour

Outcome: Carried

7. Membership Fees

The Board proposed that membership fees remain unchanged at the current levels: which are:

- Individual: \$15
- Family: \$30
- Life membership: \$250

Motion: That membership fees remain unchanged.

Moved: Deryck Shaw

Seconded: Michael Crawford

Outcome: Carried

8. Adoption of New Constitution

A new draft Constitution, prepared to comply with the Incorporated Societies Act 2022, was made available on the Wai Kōkopu website for more than 10 days prior to the AGM.

Key changes were outlined as follows:

- Updated governance, dispute resolution and compliance clauses to reflect new legislative requirements.
- Minimum of 4 and a maximum of 10 Board members, with up to 3 co-opted members.
- Inclusion of a three-yearly governance review requirement under the Charities Act.
- Removal of transitional interim board provisions.
- Retention of strong environmental and community purposes, framed within a 20-year horizon acknowledging intergenerational work.

Discussion included questions around Wai Kōkopu's relationship with iwi, alignment with Te Wahapū o Waihi and opportunities for cross-representation or closer collaboration. The Board reiterated its long-standing commitment to transparent, collaborative work alongside iwi and highlighted that funding structures have sometimes unintentionally separated groups, despite local efforts to work together.

Motion: That the new Constitution be adopted, current Board members be confirmed, and Wai Kōkopu apply to re-register under the Incorporated Societies Act 2022.

Moved: Deryck Shaw

Seconded: Darryl Jensen

Outcome: Carried (by required 2/3 majority)

9. Presentation – Chris Brennan (Moxi)

Chris from Moxi presented findings from carbon eligibility assessments undertaken on five Wai Kōkopu farms.

- 49 hectares of carbon-eligible forest identified.
- Approximately 7,700 tonnes of CO₂-e available immediately, with indicative current value of around \$61,000.
- Potential for more than \$1 million in carbon income over 25 years across the sample group.
- ETS can help fund native restoration and land-use change when used strategically and cautiously.
- Poplars and low-cost planting methods can be used as 'nursery' trees to catalyse native forest establishment.
- Many farmers are unaware of unclaimed carbon credits already present on their land.

Chris emphasised that any planting must make sense even if the ETS disappears and should improve the resilience and function of the farm system.

10. Panel Discussion – Regional Council & Community Leaders

A panel session was facilitated by Alison Dewes, with contributions from Regional Councillors and local leaders, including Cr Matemoana Mac Donald, Cr Kat Macmillan, Cr Sarah Van Der Boom, Chris Ingle (GM Integrated Catchments) and farmer representative and Cr John Scrimgeour.

Key themes included:

- A shared vision of re-cloaking the Bay of Plenty with ecological corridors, retired marginal land and thriving waterways from mountains to the sea.
- The importance of partnerships between regional council, iwi, farmers, horticulture, and urban communities.
- The need to simplify access to support for landowners, given the number of agencies currently involved.
- Recognition that rural land (over 90% of the region) is where the biggest environmental gains can be made.
- Interest in nature-based solutions that deliver freshwater, biodiversity and carbon benefits together.
- Farmer concerns about consent costs, regulatory complexity and inconsistency, and a desire for greater recognition and incentives for good practice.
- Council acknowledgement of these issues and commitment to improving internal alignment and communication.

11. General Business

Due to time constraints, General Business was shortened. Key points noted included the need for ongoing dialogue between iwi, council and farmers, and community interest in having input into regional council land-use decisions (such as the recent farm purchase at Oturoa Road - Rotorua).

12. Closing

The Chair thanked the Board, staff, contractors, funders, regional council representatives and community members for their continued support and commitment in a challenging funding environment. He reiterated that Wai Kōkopu has come too far not to continue seeking ways to maintain and grow its impact.

The meeting closed at 6:55pm, followed by refreshments and informal discussion.