

**2025 Annual General Meeting (AGM)**

**AGENDA & REMITS**

**When |** Tuesday 26 August at 5pm

**Where |** Tākina Wellington Convention and Exhibition Centre

**Agenda**

* Welcome and Chair’s introduction
* 2025 remits, including Chair’s report
* Board membership
* General business
* Close

**Remits**

Vegetables NZ Chair, John Murphy | Remits 1-2

Vegetables NZ Chief Executive, Antony Heywood | Remits 3-7

Vegetables NZ Deputy Chair, Warwick Simpson / John Murphy | Remits 8-10

Vegetables NZ People and Culture Committee Chair, Jon Davison | Remits 11-14

**Remit 1**

That the draft minutes of the Vegetables NZ Inc. combined AGM held on 8 August 2024 be taken as a true and correct record of that meeting.

***Proposed by the Vegetables NZ Inc. Board***

*Explanatory Note*

*The draft minutes are included with the 2025 Vegetables NZ Inc. AGM papers, available at* [*www.freshvegetables.co.nz*](http://www.freshvegetables.co.nz)

**Remit 2**

That the Chair’s report for the year ended 31 March 2025, as published in the Vegetables NZ 2025 Annual Report, be taken as read and adopted.

***Proposed by the Vegetables NZ Inc. Board***

*Explanatory Note*

*The Vegetables NZ 2025 Annual Report is available at* [*www.freshvegetables.co.nz*](http://www.freshvegetables.co.nz)

**Remit 3**

That the audited Vegetables NZ Inc. Financial Statements for the year ended 31 March 2025 be adopted.

***Proposed by the Vegetables NZ Inc. Board***

*Explanatory Note*

*The audited Vegetables NZ Inc. Financial Statements are included in the Vegetables NZ 2025 Annual Report, available at* [*www.freshvegetables.co.nz*](http://www.freshvegetables.co.nz)

**Remit 4**

That the commodity levy rate for Fresh Vegetables for the coming levy year remain at 0.30% for Domestic sales, and 0.20% for Export sales (FOB).

***Proposed by the Vegetables NZ Inc. Board***

*Explanatory Note*

*This represents no change to the current levy rate. The levy on New Zealand fresh vegetable sales is set under the Commodity Levies Act 1990 - Commodity Levy (Fresh Vegetables) Order 2025. This Order came into force on 1 April 2025.*

**Remit 5**

That the biosecurity levy rate for fresh vegetable domestic and export sales for the coming biosecurity levy year be set at 0.05%.

***Proposed by the Vegetables NZ Inc. Board***

*Explanatory Note*

*The Vegetables NZ Board has voted that the biosecurity levy for the next 12 months to be set at 0.05%. The retained funds in the biosecurity pool are $220,000 (note in the 2025 Annual Report). This is in line with Board policy.*

**Remit 6**

That the Vegetables NZ Inc. Budget for the year ended 31 March 2025 be endorsed.

***Proposed by the Vegetables NZ Inc. Board***

*Explanatory Note*

*A copy of the Vegetables NZ Inc. Budget for the year ended 31 March 2025, prepared for and approved by the Vegetables NZ Board, is included in the 2025 Annual Report, available at* [*www.freshvegetables.co.nz*](http://www.freshvegetables.co.nz)

**Remit 7**

That PKF Kendons be appointed auditors for the financial year ended 31 March 2026.

***Proposed by the Vegetables NZ Inc. Board***

*Explanatory Note*

*PKF Kendons was awarded the contract to complete the audit for HortNZ and its contracted organisations (including Vegetables NZ Inc.) for the 2026 year.*

**Remit 8**

That Vegetables New Zealand Inc adopt changes to the constitution as distributed in the 2025 Vegetables NZ Inc. AGM papers under the title “Constitution Changes – required for re-registration".

***Proposed by the Vegetables NZ Inc. Board***

*Explanatory Note*

*Vegetables NZ Inc. needs to re-register as an incorporated society under the new Incorporated Societies Act 2022 by April 2026. These changes are designed to meet the requirements of the new Act, and have been through a consultation process with members and legal advice.*

**Remit 9**

That Vegetables New Zealand Inc. adopt changes to the constitution as distributed in the 2025 Vegetables NZ Inc. AGM papers under the title “Constitution Changes – modernisation".

***Proposed by the Vegetables NZ Inc. Board***

*Explanatory Note*

*These changes are in addition to the changes required for the Act, and are designed to bring the Vegetables NZ constitution up to date and keep it fit for purpose. They have also been through the same consultation process with members as the changes required for the Act.*

*The changes in Remits 8 & 9 give rise to the “Proposed Constitution” distributed in the 2025 Vegetables NZ Inc. AGM papers, which will be registered with the Incorporated Societies Register if both Remits 8 & 9 are approved.*

**Remit 10**

That the Vegetables NZ Board is empowered to make any changes to the constitution as required by direction from the Registrar of Incorporated Societies as part of re-registration, provided that these changes are ratified by Members at the next Annual General Meeting.

***Proposed by the Vegetables NZ Inc. Board***

*Explanatory Note*

*Remit 10 is included so the Vegetables NZ Board can approve minor changes to the constitution as required by the Registrar to achieve re-registration without the requirement to hold a Special General Meeting. These changes would then be put up for approval at the next Annual General Meeting.*

**Remit 11 |** **Director fees 2025-2026** (invite Jon Davison to the floor to discuss this remit)

That the director fee structure be updated to $600 per half day and no retainer for directors, and $700 per half day and $35k annual retainer for the Chair.

***Proposed by the Vegetables NZ Inc. Board***

*Explanatory Note*

*Independent Chair of the Vegetables NZ Inc People and Culture Committee, Jon Davison will explain this Committee’s recommendation of this fee structure for Vegetables New Zealand Inc.*

Ends