



AUCKLAND MUSEUM
INSTITUTE
THE ROYAL SOCIETY OF NEW ZEALAND
- AUCKLAND BRANCH -

Minutes of the Special General Meeting of the Auckland Museum Institute

**Wednesday 30th September 2020, 5.30 pm, Mercury Building, Newmarket
Meeting Room and via Zoom**

Notice is hereby given of the intention to propose a change to AMI membership model, membership categories and subscription rates (for new members) and a change to Rule 8.6 Group Membership, triggered by the new Museum membership categories.

1. Welcome

Meeting commenced at 5.30pm

John McIntyre, President Auckland Museum Institute, warmly welcomed members to this Special General Meeting of the Auckland Museum Institute. He also welcomed and introduced the two invited presenters David Gaimster, Chief Executive of Auckland Museum, Lisa Rudolphe, Head of Development, with Auckland Museum and Christiane Pracht, Auckland Museum Membership Manager and Marguerite Durling, AMI Councillor and SGM Secretary present in the meeting room for the online zoom meeting with members attending via zoom.

The required quorum of twenty financial members were recorded as being present, with thirty-five members logged in for the online meeting - attendees are listed at the end of the minutes.

John McIntyre outlined the meeting agenda and voting process and referred to the comprehensive background SGM meeting material sent to members a number of time over the past months plus the key discussion areas the Power Point presentation slides will cover.

2. David Gaimster and Lisa Rudolph presented the combined Museum Membership initiative

David commenced his presentation addressing the background of the new membership initiative in the context of the Museums Five Year plan with the key objective to create a

sustainable and seamless membership, irrespective of the membership levels, that fuels engagement, inspires discovery and creates a passionate advocate base.

The Museum recognises that people who join the AMI have a deep affinity for the Museum and the work it undertakes and is committed to a new model that will ensure that AMI's existing members retain the unique AMI benefits and enjoy the new benefits of Museum Membership.

David highlighted the vital role AMI plays in the governance of Auckland Museum and as the Auckland Branch of the Royal Society Te Apārangi and for the ongoing support and loyalty of our members.

Lisa Rudolphe was then invited to speak to the next slides on the proposed new membership programme and its benefits. Lisa thanked members for their patience and persistence with the delays to holding this membership meeting due to the Covid-19 disruptions over the past months. Existing AMI membership categories, subscriptions and benefits will be retained for a period of three years from the launch of Museum membership, but in addition, AMI members will also receive new Museum membership benefits of free entry into Museum exhibitions and discounts as tabled.

Lisa outlined how the new Museum Friends & Whānau Pass works and its admissibility and then thanked everyone for their positive support and feedback. John McIntyre then spoke to the Notice of Intention to propose changes to AMI membership.

John McIntyre referred to the current state of the play of membership movements by category over the 2019/20 financial year and the concerning declining individual and joint memberships. Whilst gaining some new members, it is not revenue sustainable. The intent of the proposal for AMI, which the AMI Council has endorsed, and some of the key objectives to the Institute and Museum were highlighted as being;

- To create a sustainable, vibrant Membership that fuels engagement, inspires discovery and creates a passionate advocate base.
- The strategic partnership with Auckland Museum which will help both organisations achieve their goals and in particular helps to reinforce AMI both as a membership body and learned body.
- To grow AMI membership and revenue with the opportunity to provide even better value benefits for our members through collaborative joint initiatives with the Museum.
- A key focus for the Institute is sustainability.

John McIntyre then quickly recapped the membership proposition for existing AMI members as outlined earlier by Lisa Rudolphe and the three stipulations around the new membership proposition.

John introduced the Notice of Intention to propose a change to AMI membership model, membership categories and subscription rates (for new members) and a change to Rule 8.6 Group Membership, triggered by the new Museum membership categories. A summary of proposed changes to AMI membership categories & subscriptions table slide was talked through.

At the conclusion of this review, John asked members attending if they had any questions on the proposed changes to membership.

3. Questions

Q. Currently I renew my membership biannually, will I still be able to do so?

John McIntyre responded: As per the summary table, after the three year moratorium only yearly membership will be offered. Up until the end of the moratorium the current two year pricing still applies.

Q. As I have been a member for a number of years will I still be able to borrow books from the library?

John McIntyre responded: saying all existing membership rights will remain for AMI members. Rae Nield advised that borrowing rights exist only for longstanding AMI members who joined prior to the 1996 AWMM Act and is a right by statute.

Q. Margaret Horsburgh question was directed to Lisa Rudolphe on Museum tiered membership as the original advice she had received back in August was that the Museum would only have one membership category and now with the Tautoko tier shown in the presentation, which was not in the material sent to members, there are two Museum memberships. Whilst this may not be of relevance to AMI Members, can you reassure us that the Museum membership is not still evolving and what has been presented is now the Museum membership model?

Lisa Rudolphe responded: Yes, this is the Museum Membership model in place, which has evolved over time as presented, and will be launched. Margaret then asked if this is the model the AM Trust Board has approved. Lisa responded, yes, it is.

Q. John Denton. Is there an intention to restore the members lounge?

David Gaimster responded that yes there is an intention to restore a lounge for membership. The Museum is currently conducting a feasibility study as accessibility to the Council room that was being used as a members' lounge is now sited in the middle of a very busy gallery space Stories of Auckland. A feasibility study for a better suited location for a members' lounge is currently underway. Rae Nield raised a point of order and reminded the meeting the Institute rules stipulate that only the business of the day is allowed to be discussed at an SGM and the forum for general questions is at the AGM.

Q. Jim Frater asked a question directly for David Gaimster regarding redundancy of a Museum staff member responsible for administration of the Institute without notice to members?

Rae Nield again raised a point of order that this was a question suited to our AGM.

Q. How do you intend to launch the new membership structure, will there be a special event or a media release?

Lisa Rudolphe advised that this will be a milestone event depending on the outcome of the meeting, if we are successful today and members vote to support the changes the next step will be an opt-in process for AMI members for the Museum to activate the Museum membership and there will be an event for members to receive their new membership pack and celebrate. David Gaimster also added that the timing around the launch of membership coincides with the plans developing to launch the new South Atrium precinct at the very end of November or beginning of December.

Q. Hugh Grenfell. Will there be an opportunity to comment on the Motions? John McIntyre responded yes. Can I also raise a point of order – I think that we can all agree that this is less

than ideal way to conduct a meeting to hold proper discussions and I know of a number of members who weren't able to attend some people don't have access to a computer, it is essentially anti-democratic.

John McIntyre responded that the meeting is as democratic as it can be in the circumstances and we have done our very best to make ensure that everyone has had ample time to read the membership material that has gone out over the last three months, sent three time to members, who have had the opportunity for proxy votes and proxy's to be used and online proxy voting. It is the best that we can do in the circumstances with the uncertainty of when we are able to hold such meetings.

Hugh Grenfell stated that he felt the technology had let Jane Leggett down. John McIntyre responded that he had emailed Jane and thought that she had been invited and was sorry if this was the case and would look into this matter. Ideally we would have liked to have our meeting in person and hopefully we will be able to do so for our AGM. Members were asked to RSVP for the SGM by the cut-off date and protocols were in place to manage our meeting the best way we can.

Q. Margaret Horsburgh. Maybe not for this forum but is the Service Level Agreement with the Museum set for the next two years?

Rae Nield commented that this is not a question for this forum. John McIntyre however did comment in relation to the SLA that if this vote goes through that there will be a formal review of membership every six months and we will be monitoring its progress and any issues which may arise. Our MOU being with the Museum Trust Board and the SLA with the Museum covering more operational areas are used for both our high level and operational level meeting reviews. The Institute as an independent body has its own rules and has its own membership categories within its rules and if anything needs to be changed in the future it has the right to do so.

4. Voting on proposed Motions – John McIntyre recapped on the proposed Motion 1.

The SGM Secretary advised that 48 Proxy votes had been received and have been scrutinised to ensure that all were from valid financial members.

Proxy votes for Motion 1:	41	Proxy votes for Motion 2:	40
Proxy votes Against Motion 1:	07	Proxy votes Against Motion 2:	06
Proxy Abstentions:	00	Proxy Abstentions:	02

Hugh Grenfell asked if comments and a discussion on the Motions could be made. John McIntyre responded yes of course. Hugh then expressed his concern that if AMI membership is going to be a single expensive membership with a \$75 fee that it will cause a continued decline in membership, it will reduce the diversity of membership and the ability of Aucklanders and all New Zealanders to participate as part in the Institute. Membership should not just be for those like me with disposable income. Hugh questioned there was a need to go to a single membership and why not another model or other models offering the \$75 as an exclusive membership but retaining the existing categories and even adding categories that the Institute had in the past? Hugh's expressed that his biggest concern is if AMI membership declines it undermines the mana of the Institute and its ability to carry out

its statutory obligations under the AWMM Act 1996. There are already those who question the Institute or the right of Institute to appointment of four members onto the Museum board and that a decline in membership he considered will give them added ammunition to seek changes to the statute.

John McIntyre thanked Hugh for his useful comments and responded – the conversation on membership has been going on for a number of years progressing since David Gaimster commenced as the Museum Director three half years ago and previous with Roy Clare. The Institute has always wanted to progress membership at the Museum. David has embraced this and sees the opportunity for membership to be a key priority for the Museum in its Five Year Plan and to be a focus for broadening the reach and the growing the membership base. As an existing membership the Institute is an important part very much part of this plan. The AMI membership fee last changed in 2015 and will remain at the same rates now until the end of 2023. The challenge for the AMI Council over the next three years with the \$25 premium for new AMI members and all members from the end of 2023, is to make sure that we provide our members with value benefits that meet their expectations of the increased subscription. Additionally, members are getting the complimentary benefits of Museum members.

John McIntyre asked those members present who were the nominated representatives for members Proxy votes if they wished to change the votes as indicated by the Proxy. No Proxy changes were advised and proxy votes remained unchanged. Hugh Grenfell asked whom he was a nominated proxy member for and what their vote was and was advised he was representing five members being, Anne Grace, Brian Gill, Nigel Prickett, Bruce Hayward, Ian Thwaites who all had voted No for both Motions. John McIntyre then asked members to vote for Motion 1 via the Google Proxy Form online voting link provided.

Motion 1:

That AMI members agree to adopt the proposed changes for existing and new AMI memberships;

- to change the Institute membership categories for new and lapsed members (3mths or more) to become a single Individual membership category only, effective from the Museum Membership launch date;
- to increase the annual individual membership subscription from \$50 to \$75* per person, subject to any subscription price adjustment as determined by future AGM/SGM, for new or lapsed members, effective from the Museum Membership launch date;
- for AMI members who joined prior to the Museum membership launch date, to retain existing membership tiers and subscriptions for a transition period of three (3) years at which time household and joint membership tiers will change to single individual one year membership, at the then current individual membership fee per person;

**then current subscription fee as determined by future AGM/SGM*

The recorded online votes were checked by the SGM Secretary to ensure that any Family votes received had voted twice and for any discrepancies and the collated results were announced for Motion 1.

FOR: 71

AGAINST: 11

ABSTAIN: 06

John McIntyre declared the proposed changes as tabled in Motion 1, carried.

Motion 2:

John McIntyre recapped on Motion 2 and then asked members to vote for Motion 2 via the Google Proxy Form online voting link provided.

As a consequence and adoption of Membership category changes

That AMI members agree to adopt the proposed change to Rule 8.6 Group membership; to remove references to Household and Family categories, with the revised Rule to now read;

8.6 Group membership

A group may become a member of the Institute from time to time as decided by Council. Group membership categories may be available for subscription. Any approved group, upon payment of the appropriate subscription fee, shall be entitled to receive immediately its membership benefits.

The recorded online votes were checked by the SGM Secretary to ensure that any Family votes received had voted twice and for any discrepancies and the collated results were announced for Motion 2.

FOR: 75

AGAINST: 09

ABSTAIN: 03

Did not vote: 01

John McIntyre declared the proposed changes as tabled in Motion 2, carried.

John McIntyre advised that the next steps were members would receive a communication from the Museum outlining the opt-in process, concluded the SGM and thanked everyone for their participation and vote of confidence for the Motions.

A table of members who voted by Proxy are in the appendix below. The SGM Powerpoint Presentation can be viewed on our website.

5. Close of SGM at 6.35pm

Table of Members Voting by Proxy

Elsbeth McIntyre	Nigel Prickett
Graham White	Bruce Hayward
Charmian O'Connor	David W. Gunson
Geoff Perkins	Daniel Pouwels
Peter Hays	Robyn Tauroa & Thomas Hawtin
Allan Ferguson	Anthony Cunningham
John Packer	Warren Scott
Lawrence Wilkinson	Alan & Anne Jermaine
Timothy & Mary Hannah	William Randall & Dr. Janice Sommerville
Peggy Lowe	Errol White
Robert & Lyndell Simmonds	Karen Avery
Paul Forder	Maureen Sole
Janet Copsey	Raewyn Dalziel
Anne Grace	Ian Thwaites
Judith McMorland	John Duder & Helen Taber
B. J. Gill	Roger & Elizabeth Buchanan
Roger & Shona McElroy	Abie Petraska
Tony & Jan Goodwin	Anthony Wright
Wilson Young	John Strevens
Andrew McKay	Richard & Janet Bedford