



CGI 2019 AGM – Voting Report

Pullman Hotel – Auckland 1st October 2019

I, the Returning Officer appointed in connection with the voting by poll on the resolutions set out below at the meeting of the Members of The Chartered Governance Institute held at The Pullman Hotel Auckland on 01 October 2019 at 6:00 PM, report as follows:

Resolution 1 To receive and consider the report of the Council on the business of the Institute for the year ended 30 June 2019 as set out in Appendix A.

	Number	%
Votes cast 'FOR' the motion	818	99.51
Votes cast 'AGAINST' the motion	4	0.49
TOTAL VOTES CAST	822	100.00
Votes "Withheld"	8	

Resolution 2 To receive comprehensive financial statements of the Institute for the year ended 30 June 2019 as set out in Appendix B.

	Number	%
Votes cast 'FOR' the motion	814	99.27
Votes cast 'AGAINST' the motion	6	0.73
TOTAL VOTES CAST	820	100.00
Votes "Withheld"	10	

Resolution 3 That, subject to such amendments as Her Majesty in Council may require, the Institute's byelaws 44.1(b and c), 46.1 and 46.5 be amended to give effect to minor changes to the composition of the Council, as set out in Part 1 of Appendix C

	Number	%
Votes cast 'FOR' the motion	805	98.17
Votes cast 'AGAINST' the motion	15	1.83
TOTAL VOTES CAST	820	100.00
Votes "Withheld"	11	

Resolution 4 That, subject to such amendments as Her Majesty in Council may require, the Institute's byelaws 47.1(d), 48.2, 48.4 and 48.5 be amended; byelaw 48.3 be deleted and new byelaws 46.6, 48.5 and 48.6 be added to give effect to changes to the period of office for members of the Council as well as byelaw 49.3 be amended to address appointment of alternate members to Council, as set out in Part 2 of Appendix C.

	Number	%
Votes cast 'FOR' the motion	804	98.29
Votes cast 'AGAINST' the motion	14	1.71
TOTAL VOTES CAST	818	100.00
Votes "Withheld"	13	

Resolution 5 That, subject to such amendments as Her Majesty in Council may require, the Institute's byelaw 60.8 be amended to give effect to removal of a redundant reference to a company that was associated with the Institute, as set out in Part 3 of Appendix C to this notice.

	Number	%
Votes cast 'FOR' the motion	811	98.78
Votes cast 'AGAINST' the motion	10	1.22
TOTAL VOTES CAST	821	100.00
Votes "Withheld"	10	

Resolution 6 That, subject to such amendments as Her Majesty in Council may require, the Institute's byelaws 61.4, 61.5, and 61.10 be amended and new byelaw 61.8A be added to give effect to divisional committees' governance operating more consistently with the Council, as set out in Part 4 of Appendix C.

	Number	%
Votes cast 'FOR' the motion	809	98.66
Votes cast 'AGAINST' the motion	11	1.34
TOTAL VOTES CAST	820	100.00
Votes "Withheld"	11	

Resolution 7 **That, subject to such amendments as Her Majesty in Council may require, the Secretary shall be authorised to consecutively re-number the Institute’s byelaws (as amended after voting on Resolutions 4 and 6) and update the internal cross-references correspondingly, as set out in Appendix D.**

	Number	%
Votes cast 'FOR' the motion	811	98.66
Votes cast 'AGAINST' the motion	11	1.34
TOTAL VOTES CAST	822	100.00
Votes "Withheld"	9	

Resolution 8 **That the Secretary be authorised to incorporate any amendments to the byelaws as may be required by Her Majesty in Council which do not materially affect the intent and meaning of the proposed amendments to the byelaws as set out in Resolutions 3 to 6.**

	Number	%
Votes cast 'FOR' the motion	810	98.42
Votes cast 'AGAINST' the motion	13	1.58
TOTAL VOTES CAST	823	100.00
Votes "Withheld"	8	

I can confirm that, as far as reasonably practicable, every person whose name appeared in the data supplied to us for the purpose of the meeting: -

- a) was sent the details of the meeting and voting instructions
- b) if they chose to vote on the resolutions, had their vote fairly and accurately recorded.



Oliver Bampfield - Director Lumi Technologies

Returning Officer

