



Notice of Annual General Meeting

The Annual General Meeting of the Telecare Services Association of New Zealand Ltd (TSANZ), will be held:

Monday 27 January 2012

10 am – 12 pm

Auckland Domestic Airport

Conference Centre – The Club House (Located near the Air New Zealand Check In)

Auckland

Agenda

1. Welcome and Introductions
2. Apologies and Proxies
3. Address by Andrew Wilson, Interim Chair
4. Election of Board Members
 - a) If nominations do not exceed number of vacant positions no vote will required
 - b) If no person is elected to the Board from Category D or E then a special vote will be held at the annual general meeting to elect either a Category D or E member to join the Board. This appointment will be in addition to those persons elected as open board members.
5. Appointment of Grant Thornton Chartered Accountants as Auditors
6. Closure

All members and visitors are cordially invited to attend.

Voting, if a Poll is demanded, will be as per the Rules of the Association (Rule 5.12)

Votes of Members If Poll Is Demanded

If at any general meeting a resolution is put to the vote of the meeting by a poll, either at the meeting or by postal or electronic ballot, the voting rights of corporate members shall be as follows:

Category A corporate members shall have 20 votes each.

Category B corporate members shall have 10 votes each.

Category C corporate members shall have 5 votes each.

Category D corporate members shall have 2 votes each.

Category E corporate members shall have 1 vote each.

**Minutes of the Annual General Meeting of the
Telecare Services Association of New Zealand Ltd (TSANZ)**

This meeting was held: Friday 27 January 2012. Auckland Airport Conference Centre.

Attendees: Members:

Neville Clifton - Alarm New Zealand. Margaret Owens - Bupa. Jean Firth – Chubb. Andrew Wilson - Freedom Medical Alarms, Kevin McCulloch - Kiwi Concern. Jackie Mace - Safe Link. William Hughes – St Johns. Maresh Mehra - Mahebern Medical Alarms. Lynley Johnson - Senior Care. Ian Anderson – ADT. Katrina Sito – Xtech Medical. Dominic Costello – Arrowhead.

Apologies:

Tony Stent – Help Phone Wellington

Wade Coneybeer – Alarm Watch

Proxies:

Tony Stent – Jackie Mace

Wade Coneybeer – Kevin McCulloch

Meeting declared open-- at 10.10 am

Chair, Andrew Wilson declared the meeting open and thanked all the members and guests for attending.

He reported that he has been the Chair of TSANZ since it's the first AGM held in November 2010 except for a short period when he stood aside to allow certain matters to be considered and resolved.

He quoted that, "The road of life twists and turns and no two directions are ever the same. Yet our lessons come from the journey, not the destination" and stated that TSANZ had an interesting journey since its inception and that the journey has only just begun.

Andrew said the past year has been one of challenge and change and TSANZ members were facing an uncertain future. He went on to say that the Board had risen to the many challenges put in front of it and had laid the groundwork to achieve the organisational vision and mission.

Andrew identified the achievements of the Board that included:

- the development of a Code of Practice of minimum performance standard for members
- the establishment of a complaints and investigation process, and
- the development of a robust and convincing 3rd party audit process with our partners Telarc

He said the Board has constructively conducted its affairs with the MSD, representing the interests of the membership honestly and directly. He pointed out that the relationship needed to be maintained and fostered to ensure that the best interests of our clients as well as TSANZ members are achieved.

Andrew took this opportunity to thank Board members of their significant input since the organisations inception saying that activities and initiatives were only possible because of the input from the board members and he asked that the membership acknowledge the contribution of Margaret Owens, Jackie Mace, William Hughes, Kevin McCulloch and Jill Birch who had recently left ADT. Without their contributions Andrew said, TSANZ members would not be in a position to meet the conditions that the MSD will require as the industry moves forward into the new accreditation program.

Andrew went on to say that even though the industry does not have certainty about the future, we know that whatever the outcome, TSANZ will be playing a significant role in the future of Telecare services in New Zealand and because of that, it is important that the structure of TSANZ is maintained.

Confirmation of Previous Minutes

Moved - Andrew Wilson

Seconded – Kevin McCulloch

“that the minutes for the 1st Annual General Meeting be accepted as true and correct”.

Passed.

Confirmation of Financial Reports

Moved - Andrew Wilson

Seconded – Margaret Owen

“that the financial statements for the year ended 31 August 2011 and the reports of the Directors and Auditors be accepted.”.

Passed.

Appointment of Board Members

Jennifer Pelvin assumed the chair and explained that the Rules of the Association allow for three Board Members to be elected by the membership from the membership categories B, C, & D. These board members are in addition to the board members who receive a position virtue of their size.

Category A members (those with more than 10000 clients) automatically hold a board position and Category B members receive one board position between them. Currently there are three Category A members and each will hold a Board position.

Jennifer announced that the Category A members as:

Cat A	William Hughes	St John
Cat A	Margaret Owens	Bupa
Cat A	Ian Anderson	ADT

This year TSANZ received only 2 nominations for the 3 open board positions, therefore, those nominated persons are deemed to be appointed and no election is necessary. They are:

Cat C	Jackie Mace	Safe Link	Nominated	Jacqui Preston
			by:	Roger Clarke
Cat C	Kevin McCulloch	Kiwi Concern		Jacqui Preston
				Wade Coneybear

As there are 3 open positions, 1 vacancy was still to be filled.

Andrew Wilson from Freedom Medical Alarms indicated that he is willing to take on a Board position.

Jackie Mace moved that **"Andrew Wilson be nominated to the TSANZ Board for the 2011/2012 year"**

No further nominations were received; the motion was put. Members voted in favour of the resolution.

Jennifer then explained that last year, the Board decided that in addition to existing Board Members, if no Category D or E member was nominated, then a Category D or E member would be invited to join the Board.

Jean Firth moved that **"Lynley Johnson be nominated to the TSANZ Board for the 2011/2012 year"**

No further nominations were received; the motion was put. Members voted in favour of the resolution.

Jennifer congratulated all members of their appointment to the Board and explained that the Rules provide for the Board to nominate the chairperson. The first Board meeting to be held at the conclusion of this meeting and a Chairperson will be nominated.

She thanked all for their attendance and participation.

General Business

Margaret Owen – provided an update on the partnership that had been entered into with Telarc to conduct 3rd party audits. She explained that TSANZ had defined the audit requirements for industry and MSD and the audit would therefore be conducted in two parts. Part A – covering the industry audit and Part B – covering MSD requirements. She noted that monitoring partners would be subject to audit and that their audit would be added on to the MSD suppliers audit.

William Hughes - tabled a letter from Telecom regarding technical matters relating to phone lines. It was suggested that a technical committee be formed to monitor and participate in the development of new technical issues.

Close– Jennifer Pelvin

Jennifer asked if there was any further business.

Margaret Owens asked the meeting to pass a vote of thanks to Andrew for all his work as Chairperson during the past year saying that he had done a fantastic job in very difficult circumstances. She highlighted the positive relationship with the MSD saying it was a credit to his involvement.

The members present affirmed and supported her comments.

There being no further business the meeting was closed at 10.20 am.