

EPILEPSY NEW ZEALAND BOARD MEETING		
Date and time Held	11 August 2025, 7:00pm	
Venue	Teams meeting	
Board Members Present	<ul style="list-style-type: none"> <li>Glenn Livingstone (Chair)</li> <li>Philippa Tolley</li> <li>Ricky Bennett</li> </ul>	<ul style="list-style-type: none"> <li>Chris Selbie</li> <li>Dave Guruge</li> <li>Tess Ahern</li> </ul>
Additional attendees Present	<ul style="list-style-type: none"> <li>Tracy Tierney, CEO</li> </ul>	<ul style="list-style-type: none"> <li>David Rickard – Matley Audit (for item 5)</li> </ul>
Apologies	<ul style="list-style-type: none"> <li>Sue Murray, Board Secretary (overseas)</li> </ul>	

Item	Lead
<b>1. Welcome &amp; Introductions</b> Members were welcomed.	Chair
<b>2. Apologies</b> Chris Selbie for needing to leave the meeting early.	Chair
<b>3. Declarations of Interest</b> The following conflicts for matters on this agenda were declared: <ul style="list-style-type: none"> <li>No conflicts declared</li> </ul>	Chair
<b>4. Confirmation of Previous Minutes</b> <ul style="list-style-type: none"> <li>Motion Carried “That the minutes from the board meeting held on 29 July 2025 be confirmed.”</li> </ul> <p style="text-align: right;">Phillippa /Chris</p> <ul style="list-style-type: none"> <li><b>Action register review</b></li> </ul> The action register was reviewed, annual report action completed, remaining actions to be carried forward	Chair
<b>5. 2025 Annual Report</b> Motion Carried “That the Board approves the Performance Report for the Year Ended 31 March 2025.” <p style="text-align: right;">Tess / Dave</p> <ul style="list-style-type: none"> <li>Board sought clarification on internal control observations and assurance that these will be addressed.</li> <li>CE advised that addressing historic and current data management issues is a priority. The board will be regularly updated on progress.</li> </ul> David Rickard joined the meeting at 7.30pm <ul style="list-style-type: none"> <li>Spoke to the audit opinion explaining that it is pending approval by the Board of the Performance Report.</li> <li>Discussed service performance data management and reporting gaps. David explained that the audit process has very high thresholds for integrity of data management and is an area many organisations find challenging. He recommended the organisation consider engaging external support to review</li> </ul>	CEO

<p>the processes for data management then develop internal assurance process to identify anomalies on an ongoing basis.</p> <ul style="list-style-type: none"> <li>• Board queried language in the reports, David explained that there are accepted and usual terms when conducting audits to ensure consistency.</li> <li>• Clarified role and purpose of each Audit document.</li> <li>• Appropriate delegation levels were discussed recognising the need to strike a balance between efficiency/strategic focus and the board retaining sufficient oversight for the size of the organisation and its financial position.</li> <li>• Clarified that the audit will be qualified next year as well as the opening service performance data won't be accurate, it may take one to two years to be able to completely resolve the data management issues.</li> </ul> <p>David left the meeting at 8.05pm. The board thanked him for his time.</p> <ul style="list-style-type: none"> <li>• The board agreed to write to the auditors thanking them for the audit and to outline the steps already undertaken by the board to address issues raised and their commitment to progress others. CEO asked to draft for board review.</li> </ul> <p>Motion Carried "That the Chair sign the Letter of Representation and the Schedule of Uncorrected Misstatements on behalf of the Board"</p> <p style="text-align: right;">Ricky/Chris</p> <p>Motion Carried "That the Board approves the 2025 Annual Report for presentation at the Annual General Meeting, delegating approval for any minor amendments to the Chair and Chief Executive"</p> <p style="text-align: right;">Philippa /Chris</p> <ul style="list-style-type: none"> <li>• CEO confirmed that the annual report had been updated to include feedback provided by the board.</li> <li>• The Presidents Report and Financial Report includes commentary acknowledging the issues with service performance data and the commitment to improve.</li> </ul>	
<p><b>6. Draft Constitution</b></p> <ul style="list-style-type: none"> <li>• Board worked through the tracked changes version of the draft constitution provided by Parry Field and responded to questions raised.</li> <li>• CEO to liaise with Parry Field to update the draft then recirculate to the board.</li> <li>• CEO to draft supporting communications to members and staff when the draft is provided for consultation. Philippa to review.</li> </ul>	Chair
<p><b>7. Meeting Close 8.30 pm</b></p>	

Action Register updated from this meeting		
Deadline	Action	Lead
By next FAR meeting	<p><b>Review of the Risk Register.</b></p> <p>Needs to be updated and rationalised with a focus on key organisational risks</p>	CEO

# Minutes

TBC	<b>Undertake due diligence on subcommittee structure and provide recommendations to the board including the potential need for an investment subcommittee.</b> Timing of this work needs to be reconsidered alongside other board priorities. Likely to later in the year	CEO
Progress update to next Board meeting	<b>Workplan for Horizon 1 actions to be developed.</b>	CEO
11 August	<b>Include Board feedback into the Draft 2025 Annual Report and AGM planning.</b>	CEO
ASAP	<b>Prepare a letter to the Auditor</b> thanking them for the audit and to outline the steps already undertaken by the board to address issues raised and their commitment to progress others.	CEO
22 August	<b>Draft Constitution next steps:</b> <ul style="list-style-type: none"><li>- Provide board feedback on the draft to Parry Field to finalise and recirculate.</li><li>- Prepare member and staff communications to accompany the draft constitution when it is distributed for consultation.</li></ul>	CEO



Signed as Confirmed Minutes

Glenn Livingstone

President