
Council Controlled Organisations Governance and Monitoring Committee

OPEN MINUTES

Minutes of a meeting of the Council Controlled Organisations Governance and Monitoring Committee held in the Level 26, 135 Albert Street, Auckland on Tuesday, 4 August 2015 at 9.36am.

PRESENT

Chairperson	Deputy Mayor Penny Hulse	
Deputy Chairperson	Cr Calum Penrose	
Members	Cr Anae Arthur Anae	
	Cr Cameron Brewer	
	Cr Dr Cathy Casey	
	Cr Ross Clow	Until 12.06pm, Item C2
	Cr Linda Cooper, JP	Until 11.41am, Item C2
	Cr Chris Darby	
	Cr Denise Krum	From 11.49am, Item C2
	Cr Dick Quax	
	Member David Taipari	
	Cr Penny Webster	
	Member Glenn Wilcox	
	Cr George Wood, CNZM	
Ex-officio	Mayor Len Brown, JP	From 10.07am, Item 9

ALSO PRESENT

Cr Bill Cashmore
Cr Christine Fletcher

IN ATTENDANCE

Dame Jenny Gibbs	Deputy Chair, Regional Facilities Auckland Limited
John Avery	Director, Regional Facilities Auckland Limited
Maree Laurent	Cultural Partnerships Director, Regional Facilities Auckland Limited

1 Apologies

Resolution number COU/2015/54

MOVED by Chairperson PA Hulse, seconded by Cr AJ Anae:

That the Council Controlled Organisations Governance and Monitoring Committee:

- a) **accept the apology from Cr DA Krum for lateness.**

CARRIED

2 Declaration of Interest

There were no declarations of interest.

3 Confirmation of Minutes

Resolution number COU/2015/55

MOVED by Chairperson PA Hulse, seconded by Deputy Chairperson CM Penrose:

That the Council Controlled Organisations Governance and Monitoring Committee:

- a) **confirm the ordinary minutes of its meeting, held on Thursday, 9 July 2015, including the confidential section, as a true and correct record.**

CARRIED

4 Petitions

There were no petitions.

5 Public Input

5.1 Public Input - Penny Bright

Penny Bright was in attendance to present to the Council Controlled Organisations Governance and Monitoring Committee.

A document was provided at the meeting. A copy has been placed on the official minutes and is available on the Auckland Council website as a minutes attachment.

Cr GS Wood left the meeting at 9.41 am.

Cr GS Wood returned to the meeting at 9.46 am.

Resolution number COU/2015/56

MOVED by Chairperson PA Hulse, seconded by Cr D Quax:

That the Council Controlled Organisations Governance and Monitoring Committee:

- a) **thank Penny Bright for her public input presentation.**

CARRIED

Attachments

- A 4 August 2015, Council Controlled Organisations Governance and Monitoring Committee, Item 5.1 - Penny Bright Tabled Information

6 Local Board Input

There was no local board input.

7 Extraordinary Business

There was no extraordinary business.

8 Notices of Motion

There were no notices of motion.

9 Council Controlled Organisations' Governance Manual

A PowerPoint presentation was provided. A copy has been placed on the official minutes and is available on the Auckland Council website as a minutes attachment.

Mayor LCM Brown entered the meeting at 10.07 am.

MOVED by Chairperson PA Hulse, seconded by Cr RI Clow:

That the Council Controlled Organisations Governance and Monitoring Committee:

- a) adopt the Governance Manual for Substantive Council Controlled Organisations (CCOs), noting that this:
 - i) replaces the existing Shareholder Expectation Guide for CCOs
 - ii) sets the overall approach and accountability framework for CCOs and documents previously agreed updates to that framework
 - iii) includes the updated Auckland Council Appointment and Remuneration Policy for Board Members of Council Organisations.
- b) delegate the approval of any minor changes to the CCO Governance Manual to the chair of the CCO Governance and Monitoring Committee.

Resolution number COU/2015/57

MOVED by Cr CE Brewer, seconded by Cr CM Casey, an amendment by way of addition to the original recommendation a) as follows:

- iv) **will be amended under the 'No surprises' section (page 37 of the Governance Manual for Substantive CCOs) to read "Councillors may advise CCOs if they are approached by the media to speak about a CCO-related issue" and "Local board members may advise CCOs if they are approached by media to speak about a CCO-related issue", with the word 'may' replacing 'will' in the draft document.**

CARRIED

Secretarial note: Changes to the original motion were incorporated under recommendation c), with the agreement of the meeting.

The Chairperson put the substantive motion.

Resolution number COU/2015/58

MOVED by Chairperson PA Hulse, seconded by Cr RI Clow:

That the Council Controlled Organisations Governance and Monitoring Committee:

- a) **adopt the Governance Manual for Substantive Council Controlled Organisations (CCOs), noting that this:**
 - i) **replaces the existing Shareholder Expectation Guide for CCOs**
 - ii) **sets the overall approach and accountability framework for CCOs and documents previously agreed updates to that framework**
 - iii) **includes the updated Auckland Council Appointment and Remuneration Policy for Board Members of Council Organisations.**
 - iv) **will be amended under the ‘No surprises’ section (page 37 of the Governance Manual for Substantive CCOs) to read “Councillors may advise CCOs if they are approached by the media to speak about a CCO-related issue” and “Local board members may advise CCOs if they are approached by media to speak about a CCO-related issue”, with the word ‘may’ replacing ‘will’ in the draft document.**
- b) **delegate the approval of any minor changes to the CCO Governance Manual to the chair of the CCO Governance and Monitoring Committee.**
- c) **agree the following matters to be incorporated in the CCO Governance Manual in accordance with the process outlined in recommendation b):**
 - i) **refer to page 18: include a specific reference that training for CCO directors includes ‘Māori responsiveness/ Treaty of Waitangi responsibilities’;**
 - ii) **refer to pages 30 and 42: correct the description of the IMSB’s role to include reference to the IMSB’s statutory functions (under s84(1) of the Local Government Act, Auckland Amendment Act 2009);**
 - iii) **refer to page 42: explicitly acknowledge that CCOs are required to prepare a CCO Māori Responsiveness Plan;**
 - iv) **refer to page 77: include reference to the council seeking to increase the number of CCO board members with knowledge of tikanga Māori and Te Reo, established iwi networks, and ability to engage with mandated iwi organisations on CCO matters.**

CARRIED

Secretarial note: Pursuant to Standing Order 1.8.6, Cr D Quax requested that his dissenting vote be recorded.

Attachments

- A 4 August 2015, Council Controlled Organisations Governance and Monitoring Committee, Item 9 - CCO Governance Manual Presentation

10 Council Controlled Organisations 2015-2018 Statements of Intent

*Cr GS Wood left the meeting at 10.24 am.
Cr GS Wood returned to the meeting at 10.31 am.*

Resolution number COU/2015/59

MOVED by Mayor LCM Brown, seconded by Member D Taipari:

That the Council Controlled Organisations Governance and Monitoring Committee:

- a) **agree the Statements of Intent of Auckland Council Investments Limited, Auckland Tourism Events and Economic Development Limited, Auckland Transport, Regional Facilities Auckland and Watercare Services Limited for the period 1 July 2015 to 30 June 2018.**
- b) **agree the Statements of Intent of Auckland Council Property Limited and Waterfront Auckland for the period 1 July 2015 to 30 June 2018, noting that they will be replaced by the Development Auckland Statement of Intent from 1 September 2015.**
- c) **agree the Statements of Intent of COMET Auckland and Contemporary Art Foundation for the period 1 July 2015 to 30 June 2018.**

CARRIED

11 Development Auckland - establishment documents

Resolution number COU/2015/60

MOVED by Cr RI Clow, seconded by Cr C Darby:

That the Council Controlled Organisations Governance and Monitoring Committee:

- a) **approve the 2015-2018 Statement of Intent for Development Auckland commencing 1 September 2015, as set out in Attachment A.**
- b) **note that the new Development Auckland Limited Statement of Intent includes the consolidated workplans, financial information, measures and targets previously contained in the Statements of Intent for Auckland Council Property Limited and Auckland Waterfront Development Agency Limited.**
- c) **note the substantive Council Controlled Organisation draft constitution for Development Auckland Limited (Attachment B) to take effect from 1 September 2015.**
- d) **delegate to the Auckland Council Chief Executive the authority to make editorial changes to the Statement of Intent contained in Attachment A and constitution contained in Attachment B if necessary.**

CARRIED

Secretarial note: Pursuant to Standing Order 1.8.6, Cr CM Casey requested that her dissenting vote be recorded.

12 Council-controlled Organisations (CCOs) Remuneration Review : Development Auckland

Resolution number COU/2015/61

MOVED by Cr GS Wood, seconded by Member D Taipari:

That the Council Controlled Organisations Governance and Monitoring Committee:

- a) **approve the remuneration of \$53,300 for base director fees for the directors of Development Auckland, from 1 September 2015.**
- b) **note that the fees for Chair, Deputy Chair and Committee Chair(s) for Development Auckland will be base fees multiplied by a factor of 2.0; 1.25; and 1.15 respectively, in accordance with Auckland Council's Director Appointment and Remuneration Policy.**

CARRIED

Secretarial note: Pursuant to Standing Order 1.8.6, Cr CM Casey requested that her dissenting vote be recorded.

13 Consideration of Extraordinary Items

There was no consideration of extraordinary items.

14 Procedural motion to exclude the public

Resolution number COU/2015/62

MOVED by Cr GS Wood, seconded by Cr CE Brewer:

That the Council Controlled Organisations Governance and Monitoring Committee:

- a) **exclude the public from the following part(s) of the proceedings of this meeting.**
- b) **agree that Dame Jenny Gibbs, Deputy Chair – Regional Facilities Auckland Limited (RFA), John Avery, Director – RFA, and Maree Laurent, Cultural Partnerships Director – RFA, be permitted to remain for Confidential Item C1 – Board Appointments: Auckland War Memorial Museum (AWMM) and Museum of Transport and Technology (MOTAT), and that Christien Winter, Executive Director Sheffield, and Amy Tea, Associate Director Sheffield, be permitted to remain for all confidential items after the public has been excluded, because of their knowledge of the items, which will help the Council Controlled Organisations Governance and Monitoring Committee in its decision-making.**

The general subject of each matter to be considered while the public is excluded, the reason for passing this resolution in relation to each matter, and the specific grounds under section 48(1) of the Local Government Official Information and Meetings Act 1987 for the passing of this resolution follows.

This resolution is made in reliance on section 48(1)(a) of the Local Government Official Information and Meetings Act 1987 and the particular interest or interests protected by section 6 or section 7 of that Act which would be prejudiced by the holding of the whole or relevant part of the proceedings of the meeting in public, as follows:

C1 Board Appointments : Auckland War Memorial Museum (AWMM) and Museum of Transport and Technology (MOTAT)

Reason for passing this resolution in relation to each matter	Particular interest(s) protected (where applicable)	Ground(s) under section 48(1) for the passing of this resolution
The public conduct of the part of the meeting would be likely to result in the disclosure of information for which good reason for withholding exists under section 7.	s7(2)(a) - The withholding of the information is necessary to protect the privacy of natural persons, including that of a deceased person. In particular, the report contains specific information about potential board members for the Auckland War memorial Museum and the Museum of Transport and Technology.	s48(1)(a) The public conduct of the part of the meeting would be likely to result in the disclosure of information for which good reason for withholding exists under section 7.

C2 Board Appointments: Auckland Council Council Controlled Organisations (CCOs) - Development Auckland

Reason for passing this resolution in relation to each matter	Particular interest(s) protected (where applicable)	Ground(s) under section 48(1) for the passing of this resolution
The public conduct of the part of the meeting would be likely to result in the disclosure of information for which good reason for withholding exists under section 7.	s7(2)(a) - The withholding of the information is necessary to protect the privacy of natural persons, including that of a deceased person. In particular, the report contains private information about the privacy of individuals who have applied for director vacancies on Auckland Council's Council Controlled Organisations (Development Auckland).	s48(1)(a) The public conduct of the part of the meeting would be likely to result in the disclosure of information for which good reason for withholding exists under section 7.

C3 Board Appointments : Tamaki Redevelopment Company Limited (TRC)

Reason for passing this resolution in relation to each matter	Particular interest(s) protected (where applicable)	Ground(s) under section 48(1) for the passing of this resolution
The public conduct of the part of the meeting would be likely to result in the disclosure of information for which good reason for withholding exists under section 7.	s7(2)(a) - The withholding of the information is necessary to protect the privacy of natural persons, including that of a deceased person. In particular, the report contains private information about the privacy of individuals who have applied for the board vacancy on the Tamaki Redevelopment Company Limited.	s48(1)(a) The public conduct of the part of the meeting would be likely to result in the disclosure of information for which good reason for withholding exists under section 7.

C4 Board Appointments Auckland Council's Council Controlled Organisations (CCOs) (Auckland Council Investments Limited)

Reason for passing this resolution in relation to each matter	Particular interest(s) protected (where applicable)	Ground(s) under section 48(1) for the passing of this resolution
The public conduct of the part of the meeting would be likely to result in the disclosure of information for which good reason for withholding exists under section 7.	s7(2)(a) - The withholding of the information is necessary to protect the privacy of natural persons, including that of a deceased person. In particular, the report contains private information about the privacy of individuals who have applied for director vacancies on Auckland Council's Council Controlled Organisations.	s48(1)(a) The public conduct of the part of the meeting would be likely to result in the disclosure of information for which good reason for withholding exists under section 7.

The text of these resolutions is made available to the public who are present at the meeting and form part of the minutes of the meeting.

CARRIED

11.08am The public was excluded.

12.25pm The public was re-admitted.

RESTATEMENTS

It was resolved while the public was excluded:

C1 Board Appointments : Auckland War Memorial Museum (AWMM) and Museum of Transport and Technology (MOTAT)

- g) agree that resolutions a) - c) be made available to the public when appointees have been notified.
- h) agree that the report and attachments regarding Board appointments – Auckland War Memorial Museum and Museum of Transport and Technology and decisions d) - f) and g) not be restated in the open section of the minutes and remain confidential due to an agreement that MOTAT trustees will not be advised of their appointing body.

C2 Board Appointments: Auckland Council Council Controlled Organisations (CCOs) - Development Auckland

- c) agree that recommendations a) i) – v) and b) be made publically available once the candidates are notified and a joint media statement released.

C3 Board Appointments : Tamaki Redevelopment Company Limited (TRC)

- b) agree that recommendation a) be made publically available once the candidate is notified and a joint media statement is released.

**C4 Board Appointments Auckland Council's Council Controlled Organisations (CCOs)
(Auckland Council Investments Limited)**

- b) approve the Auckland Council Investments Limited interview panel membership being
 - i) Auckland Council's Chief Executive
 - ii) Cr C Darby and Chairperson PA Hulse
 - iii) An IMSB member (Precious Clark)
- c) agree that the report and recommendation a) not be restated in the open section of the minutes and remain confidential as it contains private information about potential candidates for the Auckland Council Investments Limited vacancies.

12.25 pm

The Chairperson thanked Members for their attendance and attention to business and declared the meeting closed.

CONFIRMED AS A TRUE AND CORRECT RECORD
AT A MEETING OF THE COUNCIL CONTROLLED
ORGANISATIONS GOVERNANCE AND
MONITORING COMMITTEE HELD ON

DATE:.....

CHAIRPERSON:.....