I hereby give notice that an ordinary meeting of the Appointments, Performance Review and Value for Money Committee will be held on:

**Date:** Thursday, 5 September 2019  
**Time:** 10.00am  
**Meeting Room:** Room 1, Level 26  
**Venue:** 135 Albert St  
Auckland

**Komiti Tohu me te Arotake Tūranga Mahi, me te Rite o te Whiwhi ki Tā Tērā i Utu Ai / Appointments, Performance Review and Value for Money Committee**

**OPEN ADDENDUM AGENDA**

**MEMBERSHIP**

**Chairperson**  
Mayor Hon Phil Goff, CNZM, JP

**Deputy Chairperson**  
Cr Hon Christine Fletcher, QSO

**Members**  
Cr Josephine Bartley  
Cr Ross Clow  
Cr Chris Darby  
Cr Richard Hills  
Cr Penny Hulse  
Cr Desley Simpson, JP

**Ex-officio**  
Deputy Mayor Cr Bill Cashmore  
IMSB Chair David Taipari

(Quorum 4 members)

Sandra Gordon  
Senior Governance Advisor

2 September 2019

Contact Telephone: (09) 890 8150  
Email: sandra.gordon@aucklandcouncil.govt.nz  
Website: www.aucklandcouncil.govt.nz

---

**Note:** The reports contained within this agenda are for consideration and should not be construed as Council policy unless and until adopted. Should Members require further information relating to any reports, please contact the relevant manager, Chairperson or Deputy Chairperson.
<table>
<thead>
<tr>
<th>ITEM</th>
<th>TABLE OF CONTENTS</th>
<th>PAGE</th>
</tr>
</thead>
<tbody>
<tr>
<td>16</td>
<td>Process for reappointment of board members to the Manukau Beautification Charitable Trust</td>
<td>5</td>
</tr>
<tr>
<td></td>
<td>PUBLIC EXCLUDED</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Procedural motion to exclude the public</td>
<td>9</td>
</tr>
<tr>
<td>C6</td>
<td>CONFIDENTIAL: Board appointments: Manukau Beautification Charitable Trust (MBCT) (Covering report)</td>
<td>9</td>
</tr>
</tbody>
</table>
Process for reappointment of board members to the Manukau Beautification Charitable Trust

File No.: CP2019/16398

Te take mō te pūrongo
Purpose of the report
1. To reappoint the board of Manukau Beautification Charitable Trust Auckland (MBCT), a council-controlled organisation.

Whakarāpopototanga matua
Executive summary
2. The power to reappoint trustees to MBCT’s board is vested in Auckland Council by the Deed of Trust (deed) that established MBCT as a council-controlled organisation (CCO) in 2001.
3. A separate confidential report on this meeting agenda contains information and advice regarding recommended appointees to the MBCT board.

Ngā tūtohunga
Recommendation/s
That the Appointments, Performance Review and Value for Money Committee:

a) note that there is a confidential report on this meeting agenda with recommendations regarding the appointment of trustees to the board of Manukau Beautification Charitable Trust.

b) note this report is confidential due to the personal information contained in it and the final appointment decisions will be made publicly available at the conclusion of the appointment process.

Horopaki
Context
4. Manukau Beautification Charitable Trust’s deed calls for no fewer than five and no more than twelve trustees to be appointed to its board for a three year term. Four trustees retired in June 2019, and one board member in late 2018. The remaining three board members terms expire or expired in the period from June 2019 to October 2019.

5. In 2018 MBCT embarked on a recruitment campaign to further increase the diversity and proficiency of its board. This resulted in four trustees being appointed in October 2018 to fill causal vacancies until June 2019, where they would be eligible to seek reappointment for a three-year period. One of these trustees chose not to take up the offer.

6. The power of appointment of all trustees to the board is vested in council as the settlor of MBCT’s deed.

7. Reappointment of MBCT’s board will bring the total number of trustees to six which is within the range of trustees required by the deed.
**Tātaritanga me ngā tohutohu**  
**Analysis and advice**

8. The MBCT chair recommends the reappointment of three existing board members for the 2019-2022 term. This will be the second term for two of these members, and the third term for the remaining member. Their reappointment will provide continuity of institutional knowledge to the board. One of these members is currently acting as treasurer and the other has been appointed deputy chair. This reflects the valued contribution they are providing, and the successful succession planning undertaken by the board.

9. The reappointment of this board will ensure that MBCT can continue to operate. Staff support the chair’s recommendations.

**Ngā whakaaweawe me ngā tirohanga a te rōpū Kaunihera**  
**Council group impacts and views**

10. There are no significant impacts on other parts of the council group as a result of these appointments.

**Ngā whakaaweawe ā-rohe me ngā tirohanga a te poari ā-rohe**  
**Local impacts and local board views**

11. Appointments to CCO boards are the role of the governing body. Local board views are not sought on these matters.

**Tauākī whakaaweawe Māori**  
**Māori impact statement**

12. MBCT provides beautification services and environmental education programmes of benefit to all local groups across south Auckland.

13. The trust recognised the opportunity to bring in new skills, by paying particular attention to candidates with knowledge and respect for Te Tiriti o Waitangi principles.

**Ngā ritenga ā-pūtea**  
**Financial implications**

14. Costs associated with these appointments will be managed from existing budgets.

**Ngā raru tūpono me ngā whakamaurutanga**  
**Risks and mitigations**

15. The primary risk in not reappointing the board members is that the Trust can not continue to operate.

16. There are risks associated with all board appointments, including:

   a) **Reputational Risk:** All candidates are appropriately screened to meet the skill requirements for directors of a board such as MBCT’s and have appropriate governance experience especially with public-facing entities. To mitigate potential risks of appointing unqualified or under-qualified candidates, the following controls are in place:

   i) a due diligence process is conducted on all candidate applications in conformance with council’s appointment policy.

   ii) short-listed candidates will complete council’s director consent form prior to appointment which requires them to confirm that there is nothing that would compromise their effectiveness as a board member.
b) Reputational risk: Breach of privacy if confidential candidate information is released prior to final decisions of the committee. The risk is that fewer, and potentially less-qualified, candidates would be attracted to board service in the future. To mitigate this risk, staff will assure confidentiality during the board appointment programme.

c) Governance risk: the risk of an unbalanced board where a loss of institutional knowledge impacts decision-making. Conversely, retaining board members for too long can mean that the board lack innovation and fresh thinking. There is a need to maintain an appropriate balance of new and longer-serving board members to avoid these problems and to retain institutional knowledge.

Next steps

17. Following approval by this committee, the CCO Governance and External Partnership staff will notify MBCT of the Appointments, Performance Review and Value for Money Committee’s decision.

18. The appointment decisions of this committee will be made publicly available once the successful and unsuccessful candidates have been notified.

19. Staff will prepare letters thanking the trustees, whose tenure has ended, for their services and contribution to MBCT.

Attachments

There are no attachments for this report.

Signatories

<table>
<thead>
<tr>
<th>Author</th>
<th>Claire Gomas - Principal Advisor</th>
</tr>
</thead>
<tbody>
<tr>
<td>Authorisers</td>
<td>Alastair Cameron - Manager - CCO Governance &amp; External Partnerships</td>
</tr>
<tr>
<td></td>
<td>Phil Wilson - Governance Director</td>
</tr>
</tbody>
</table>
Exclusion of the Public: Local Government Official Information and Meetings Act 1987

That the Appointments, Performance Review and Value for Money Committee
a) exclude the public from the following part(s) of the proceedings of this meeting.

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:

C6 CONFIDENTIAL: Board appointments: Manukau Beautification Charitable Trust (MBCT) (Covering report)

<table>
<thead>
<tr>
<th>Reason for passing this resolution in relation to each matter</th>
<th>Particular interest(s) protected (where applicable)</th>
<th>Ground(s) under section 48(1) for the passing of this resolution</th>
</tr>
</thead>
<tbody>
<tr>
<td>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.</td>
<td>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 candidates for the positions of trustee in the Manukau Beautification Charitable Trust.</td>
<td>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.</td>
</tr>
</tbody>
</table>