

I hereby give notice that an ordinary meeting of the Performance and Appointments Committee will be held on:

**Date:** Tuesday, 30 July 2024  
**Time:** 10.00am  
**Meeting Room:** Room 1, Level 26  
**Venue:** 135 Albert Street  
Auckland

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## **Komiti mō ngā Kopounga me Te Kounga o ngā Mahi / Performance and Appointments Committee**

### **OPEN AGENDA**

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#### **MEMBERSHIP**

|                           |  |
|---------------------------|--|
| <b>Chairperson</b>        | Cr Daniel Newman, JP   |
| <b>Deputy Chairperson</b> | Cr Mike Lee  |
| <b>Members</b>            | Mayor Wayne Brown<br>Cr Christine Fletcher, QSO<br>Cr Lotu Fuli<br>Cr Richard Hills<br>Cr Greg Sayers<br>Cr John Watson<br>Cr Maurice Williamson |
| <b>Ex-officio</b>         | Deputy Mayor Desley Simpson, JP<br>Houkura Chair David Taipari   |

(Quorum 4 members)

**Duncan Glasgow**  
**Kaitohutohu Mana Whakahaere Matua /**  
**Senior Governance Advisor**

**25 July 2024**

Contact Telephone: +64 21 579 761  
Email: [duncan.glasgow@aucklandcouncil.govt.nz](mailto:duncan.glasgow@aucklandcouncil.govt.nz)  
Website: [www.aucklandcouncil.govt.nz](http://www.aucklandcouncil.govt.nz)



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**1 Ngā Tamōtanga | Apologies**

**2 Te Whakapuaki i te Whai Pānga | Declaration of Interest**

**3 Te Whakaū i ngā Āmiki | Confirmation of Minutes**

Click the meeting date below to access the minutes.

That the Performance and Appointments Committee:

- a) whakaū / confirm the ordinary minutes of its meeting, held on [Tuesday, 25 June 2024](#), including the confidential section, as a true and correct record.

**4 Ngā Petihana | Petitions**

**5 Ngā Kōrero a te Marea | Public Input**

**6 Ngā Kōrero a te Poari ā-Rohe Pātata | Local Board Input**

**7 Ngā Pakihi Autaia | Extraordinary Business**



## Process to make appointments to the boards of substantive council-controlled organisations

File No.: CP2024/10570

### Te take mō te pūrongo

#### Purpose of the report

1. To receive information about the processes to make board appointment decisions considered in the confidential part of this meeting.

### Whakarāpopototanga matua

#### Executive summary

2. Confidential reports on this agenda seek decisions regarding appointments to the boards of the following entities:
  - Auckland Transport
  - Eke Panuku Development Auckland Limited
  - Tātaki Auckland Unlimited.

### Ngā tūtohunga

#### Recommendation/s

That the Performance and Appointments Committee:

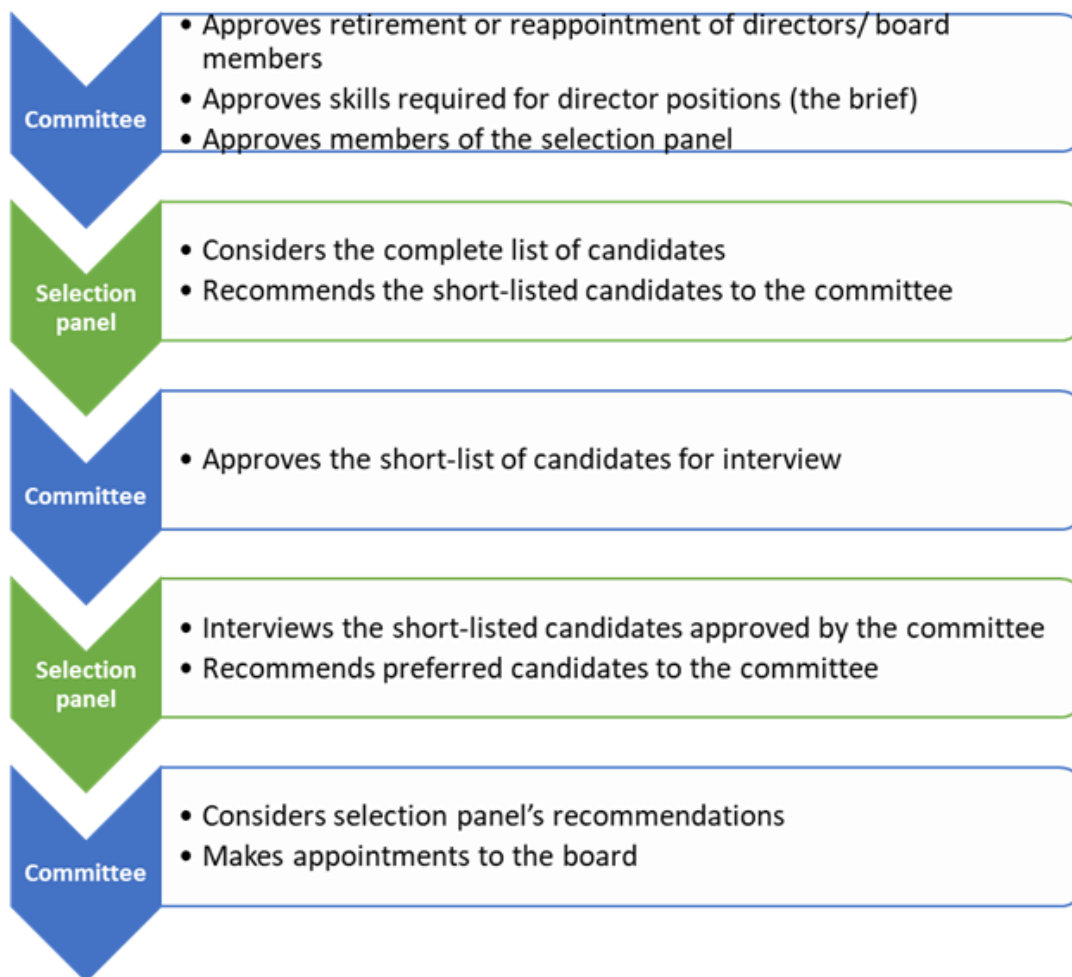
- a) tuhi ā-taipitopito / note the information about appointment processes contained in this report, and reports on this agenda, seek decisions regarding criteria for selecting directors for the boards of Auckland Transport, Eke Panuku Development Auckland Limited and Tātaki Auckland Unlimited
- b) tuhi ā-taipitopito / note that these reports are confidential as they contain personal information regarding board members.

### Horopaki

#### Context

3. Council makes appointments to council organisations in accordance with the Appointment and Remuneration Policy for Board Members of Council Organisations (the Policy).
4. The general process for making appointments is described in Figure 1 below.

Figure 1: Appointment process



## Tātaritanga me ngā tohutohu Analysis and advice

5. The confidential report on this agenda consider the decisions noted in Table 1:

Table 1: Overview of decisions sought in the confidential reports

| Entity name               | Decision sought                               | Previous decisions                                     |
|---------------------------|---|--|
| Auckland Transport        | Approval of criteria to appoint one director  | <ul style="list-style-type: none"> <li>None</li> </ul> |
| Eke Panuku                | Approval of criteria to appoint two directors | <ul style="list-style-type: none"> <li>None</li> </ul> |
| Tātaki Auckland Unlimited | Approval of criteria to appoint one director  | <ul style="list-style-type: none"> <li>None</li> </ul> |



## **Tauākī whakaaweawe āhuarangi** **Climate impact statement**

6. Auckland Council's Te-Tāruke-ā-Tāwhiri: Auckland's Climate Plan was adopted in July 2020 and sets out the priority action areas to deliver our goals to reduce emissions and adapt to the impacts of climate change.
7. CCOs are responsible for delivering services to Aucklanders. Each CCO is accountable for ensuring their planning and decisions reflect the action areas outlined in Te-Tāruke-ā-Tāwhiri.
8. Candidates seeking appointment need to demonstrate a commitment to integrate the action areas outlined in Te Tāruke-ā-Tāwhiri into the CCO's activities.

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

9. The appointment of the best possible directors to boards will have a positive impact on the council group.

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

10. Board appointments to the entities considered in the confidential reports are a responsibility that sits with the Governing Body. Local Boards may participate in the nomination process for board vacancies and criteria are circulated to local boards to allow their participation in the nomination process.

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

11. Kia ora Tāmaki Makaurau sets as a mahi objective that: "Mana whenua and Māori are active partners and participants at all levels of the council group's decision making". This objective is considered as part of the decision making in the confidential item on this agenda.

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

12. There are no new financial implications arising from the confidential reports.

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

13. There are risks common to all board appointments. These include:
  - Reputational risk of appointing candidates without appropriate skills or governance experience. To mitigate this potential risk, a thorough due diligence process is in place.
  - Governance risk of creating an unbalanced board where too many new members cause a loss of institutional knowledge which impacts decision-making. Conversely, retaining board members for too long can mean the board lack innovation and fresh thinking.

## **Ngā koringa ā-muri** **Next steps**

14. Next steps regarding appointments to the respective organisations are noted in the confidential agenda reports.

## Ngā tāpirihanga Attachments

There are no attachments for this report.

## Ngā kaihaina Signatories

|             |  |
|-------------|--|
| Author      | James Stephens - Senior Advisor  |
| Authorisers | Rachel Wilson - Acting Manager - CCO Governance & External Partnerships<br>Phil Wilson - Chief Executive |

## Summary of Performance and Appointments Committee information memoranda, workshops and briefings (including the Forward Work Programme) - 30 July 2024

File No.: CP2024/09599

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### Te take mō te pūrongo

#### Purpose of the report

1. To tuhi ā-taipitopito / note the progress on the forward work programme appended as Attachment A.
2. To whiwhi / receive a summary and provide a public record of memoranda or briefing papers that may have been distributed to the Performance and Appointments Committee.

### Whakarāpopototanga matua

#### Executive summary

3. This is a regular information-only report which aims to provide greater visibility and openness and transparency of information circulated to Performance and Appointments Committee members via memoranda/briefings or other means, where no decisions are required.
4. The following information items were distributed:

| Date        | Subject  |
|-------------|--|
| 9 July 2024 | Confidential Memorandum: Appointment of the chair of the Aircraft Noise Community Consultative Group (no attachment) |

5. There were no committee workshops or briefings held.
6. Note that, unlike an agenda report, **staff will not be present to answer questions about the items referred to in this summary.** Transport and Infrastructure Committee. members should direct any questions to the authors.

### Ngā tūtohunga

#### Recommendation/s

That the Performance and Appointments Committee:

- a) tuhi ā-taipitopito / note the progress on the forward work programme appended as Attachment A of the agenda report
- b) whiwhi / receive the Summary of Performance and Appointments Committee information memoranda and briefings.

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## Ngā tāpirihanga Attachments

| No.                 | Title                  | Page |
|---------------------|------------------------|------|
| <a href="#">A</a> ↓ | Forward Work Programme | 13   |

## Ngā kaihaina Signatories

|            |  |
|------------|--|
| Author     | Duncan Glasgow - Kaitohutohu Mana Whakahaere Matua / Senior Governance Advisor |
| Authoriser | Phil Wilson - Chief Executive  |

## Performance and Appointments Committee / Komiti mō ngā Kopounga me Te Kounga o ngā Mahi Forward Work Programme 2024

This committee has the oversight to make appointments to Council-Controlled Organisations (CCOs), Council Organisations (COs), Port of Auckland Limited and exempt CCOs and COs and other entities, with the exception of Auckland International Airport Limited (for the avoidance of doubt, the authority to make appointments also includes the power to remove appointees).

The full terms of reference can be found here: [Auckland Council Governing Body Terms of Reference](#)

| Area of work and Lead Department   | Pūnga / Reason for work   | Committee role<br>(whakatau / decision and/or tika / direction)   | Expected timeframes<br>Highlight the month(s) this is expected to come to committee in 2024 |     |     |     |     |     |     |     |     |     |     |     |
|--|---|---|---|-----|-----|-----|-----|-----|-----|-----|-----|-----|-----|-----|
|  |   |   | Jan   | Feb | Mar | Apr | May | Jun | Jul | Aug | Sep | Oct | Nov | Dec |
| <b>CCO and Port of Auckland Director Appointments and Reappointments</b><br>CCO Governance and External Partnerships | In accordance with Auckland Council's Appointment and Remuneration Policy for Board Members of Council Organisations (the policy – which is a requirement as per, Section 57(1) of the Local Government Act 2002 (LGA)). The committee are to make appointments and approve policies related to Council-Controlled Organisations.   | To approve: <ul style="list-style-type: none"> <li>- Appointment</li> <li>- Reappointment</li> <li>- briefs for vacancies</li> <li>- Panel members</li> <li>- Shortlisted candidates for interview</li> </ul> <b>Progress to date:</b><br>Watercare chair appointed <a href="#">link to decision</a><br>Eke Panuku chair appointed <a href="#">link to decision</a> | As and when required  |     |     |     |     |     |     |     |     |     |     |     |
| <b>CCOs Non-substantive</b><br>CCO Governance and External Partnerships  | <ul style="list-style-type: none"> <li>• Te Tuhi Contemporary Arts Foundation</li> <li>• Taumata Toi a Iwi</li> <li>• Manukau Beautification Trust</li> </ul> In accordance with Auckland Council's Appointment and Remuneration Policy for Board Members of Council Organisations (the policy – which is a requirement as per, Section 57(1) of the Local Government Act 2002 (LGA)). The committee are to make appointments and approve policies related to Council-Controlled Organisations. | To approve appointments<br><b>Progress to date:</b>   | As and when required  |     |     |     |     |     |     |     |     |     |     |     |
| <b>Appointments and Remuneration Policy Review</b><br>CCO Governance and External Partnerships                       | In accordance with Auckland Council's Appointment and Remuneration Policy for Board Members of Council Organisations (the policy – which is a requirement as per, Section 57(1) of the Local Government Act 2002 (LGA)). The committee are to make appointments and approve policies related to Council-Controlled Organisations.   | To approve policies related to appointments and remuneration policy.<br><b>Progress to date</b><br>Scope of review agreed December 2023 [ <a href="#">PACCC/2023/90</a> ]   |   |     |     |     |     |     |     |     |     |     |     |     |

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Attachment A

| Area of work and Lead Department  | Pūnga / Reason for work   | Committee role<br>(whakatau / decision and/or tika / direction)   | Expected timeframes<br>Highlight the month(s) this is expected to come to committee in 2024 |     |     |     |     |     |     |     |     |     |     |     |  |
|---|---|---|---|-----|-----|-----|-----|-----|-----|-----|-----|-----|-----|-----|--|
|   |   |   | Jan   | Feb | Mar | Apr | May | Jun | Jul | Aug | Sep | Oct | Nov | Dec |  |
| <b>Auckland Future Fund Limited</b><br>CCO Governance and External Partner                    | The Auckland Future Fund was established and approved as part of the Long-term Plan 2024-2034.  | To approve a chair and two directors.<br><b>Progress to date:</b><br>Criteria approved <a href="#">link to decision</a>   |   |     |     |     |     |     |     |     |     |     |     |     |  |
| <b>Board Interns</b><br>CCO Governance and External Partnerships                              | In 2013, Auckland Council approved a director intern programme known as the board intern programme.<br>1 per substantive CCO  | To approve appointments<br><b>Progress to date:</b>   |   |     |     |     |     |     |     |     |     |     |     |     |  |
| <b>Chief Executive Performance Objectives</b><br>Group Services                               | Chief Executive performance review process.   | Half-yearly and yearly review of Chief Executives Performance Objectives. (April / September)<br>Quarterly reporting (June / November)<br>Draft and final FY25-27 objectives. (April / July)<br>Informal updates (all other months)<br><b>Progress to date:</b><br>Informal update provided in February 2024.<br>Informal update provided in March 2024.<br>Half-yearly review <a href="#">link to decision</a><br>Workshop held on draft objectives June 2024<br>Objectives approved June <a href="#">link to decision</a> |   |     |     |     |     |     |     |     |     |     |     |     |  |
| <b>City Rail Link Limited (CRL)</b><br>CCO Governance and External Partnerships               | Auckland Council is a joint shareholder with the Crown and jointly appoints directors with the Crown.   | To approve appointments<br><b>Progress to date:</b>   |   |     |     |     |     |     |     |     |     |     |     |     |  |
| <b>Museum of Transport and Technology (MOTAT)</b><br>CCO Governance and External Partnerships | Auckland Council makes 6 appointments to the MOTAT Board. The appointments are to replace or renew directors whose terms are expiring.  | To approve appointments<br><b>Progress to date:</b>   |   |     |     |     |     |     |     |     |     |     |     |     |  |
| <b>Tamaki Redevelopment Company</b><br>CCO Governance and External Partnerships               | Auckland Council is a joint shareholder with the Crown. Council has one director it is responsible for appointment, and jointly appoints with the Crown the other directors. The appointments are to replace or renew directors whose terms are expiring. | To approve appointments<br><b>Progress to date:</b><br>Reappointments approved February 2024 <a href="#">link to decision</a><br>2024 appointments process confirmed <a href="#">link to decision</a>   |   |     |     |     |     |     |     |     |     |     |     |     |  |

Completed

| Area of work and Lead Department                 | Committee role                 | Whakatau / Decision  |
|--|--------------------------------|--|
| <b>Auckland Regional Amenities Funding Board</b> | To approve board appointments. | February appointments made in confidential, decisions released <a href="#">Link to decision</a><br>June appointments made in confidential, to later be released <a href="#">Link to decision</a> |
| <b>Tamaki Redevelopment Company</b>              | To approve board appointments. | February appointments made in confidential, decisions released <a href="#">Link to decision</a>  |
| <b>Auckland Transport</b>                        | To approve board appointments. | April decisions made in confidential, decisions released <a href="#">Link to decision</a>  |
| <b>Watercare Services</b>                        | To approve board appointments. | May appointments made in confidential, decisions released <a href="#">Link to decision</a>   |
| <b>Auckland War Memorial Museum</b>              | To approve board appointments. | June appointments made in confidential, to later be released <a href="#">Link to decision</a>  |





## Exclusion of the Public: Local Government Official Information and Meetings Act 1987

That the **Performance and Appointments Committee**

- a) whakaae / agree to 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:

### C1 **CONFIDENTIAL: Criteria to make appointments to substantive CCO boards**

| 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.<br><br>In particular, the report contains personal information regarding directors of council-controlled organisations. | s48(1)(a)<br><br>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. |