

CONFIDENTIAL MEMORANDUM

TO: Council

MEETING DATE: 3 August 2022

TITLE: Rotation of Trustees/Directors on Council Controlled (Trading) Organisations

PRESENTED BY: Hannah White, Democracy & Governance Manager

APPROVED BY: Sheryl Bryant, Assistant Chief Executive

It is recommended that this report be considered with the public excluded, as permitted by the Local Government Official Information and Meetings Act 1987 under clause:

s7(2)(a) Privacy - The withholding of the information is necessary to protect the privacy of natural persons, including that of a deceased person

RECOMMENDATION FOR PUBLIC RELEASE

The report and decision can be released following notification of appointments to Trustees, Directors and Boards

RECOMMENDATIONS TO COUNCIL

1. That Council commence an appointment process for:
 - up to two director positions on the Palmerston North Airport Limited Board;
 - two trustee positions on the Te Manawa Museums Trust Board;
 - two trustee positions on the Regent Theatre Trust Board; and
 - one trustee position on the Globe Theatre Trust Board.
 2. That Council give a note of thanks to John Fowke for his service to Te Manawa Museums Trust Board.
 3. That Council release the report and decision titled 'Rotation of Trustees/Directors on Council Controlled (Trading) Organisations' following notification of appointments to Trustees, Directors and Boards.
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1. ISSUE

- 1.1 To inform Council of the retirement of trustees and directors from the following respective Council Controlled Organisations (CCOs):

CC(T)O	Retiring	Reason	Council appointments	Total positions*	Total Council to recruit
Palmerston North Airport Ltd (PNAL)	Chris Cardwell	End of term	Min of 5, Max of 6	6	1-2
	Sarah Vining	Resignation (May 2022)			
Te Manawa Museums Trust (Te Manawa)	John Fowke	Retirement	Up to 5	9	2
	Geoffrey Jameson	End of term			
Globe Theatre Trust (The Globe)	John Adams	End of term	4	6	1
	Margaret May	End of term			
Regent Theatre Trust (The Regent)	Mark Mabbett	End of term	6	9	2
	Kane Parsons	End of term			

*Total includes ordinary Council-appointed members, and co-opted board members and iwi representatives.

- 1.2 The Central Economic Development Agency recruitment process will be run separately.

2. BACKGROUND

- 2.1 Council-controlled Organisations are requested to advise the Council as soon as possible, but not later than three months prior to the date of expiry of a trustee's or director's term. Such advice should include the details of the trustees/directors who are due to retire and whether or not they wish to be considered for reappointment.
- 2.2 Council has received letters from Palmerston North Airport Limited (PNAL), Te Manawa Museums Trust (Te Manawa), Globe Theatre Trust (The Globe), and Regent Theatre Trust (The Regent) (attachments 1-4), which support Board Members seeking re-appointment.
- 2.3 The Appointment of Directors and Trustees Policy 2022 outlines the process for Council appointments to CCOs/CCTOs. The Policy's expectation is that all Board vacancies will be advertised, unless there are exceptional

circumstances to re-appoint expressed by the Board Chair, that is accepted by Council.

- 2.4 Several board members who have completed their full term have indicated their interest in reappointment. Officers recommend that all vacancies are advertised, and those seeking reappointment are invited to apply, as the reasons given by Boards for re-appointment do not meet the threshold of 'exceptional circumstances' as set by the Appointment of Directors and Trustees Policy 2022.
- 2.5 In appointing directors/trustees, Council will be seeking persons with relevant skills and abilities to make a significant contribution to successful governance as set out in the Appointment of Directors and Trustees Policy 2022, and in discussion with the respective organisations' chairs.
- 2.6 The recent review of the Globe Trust deed amended Council's appointees from five to four. Council can appoint up to six directors on the PNAL Board; however in June 2022, following a resignation of one of their directors, Council noted that "the Board has advised they believe the remaining five Board members collectively have the appropriate skill sets to deliver the Statement of Intent and that a replacement is not required at this time". Officers recommend advertising for up to two positions, and the appointment panel, in coordination with the PNAL Chair recommend to Council whether the skills required for the Board can be met by one or two of the candidates.

3. NEXT STEPS

- 3.1 Boards will be informed of the appointment process.
- 3.2 The appointment process will commence as per the Appointment of Directors and Trustees Policy 2022, noting the appointment panel comprises of:
 - The Mayor or Deputy Mayor (as Chair)
 - Chair or Deputy Chair of the Finance & Audit Committee
 - Chair or Deputy Chair of the Arts, Culture & Heritage Committee
 - The Chief Executive (or their representative)
- 3.3 Recommendations for three-year term appointments will be presented to Council to confirm, before appointees begin their term as close as possible to the respective AGMs, to be held:

CC(T)O	AGM Date
Palmerston North Airport Ltd (PNAL)	27 October (on the papers)
Te Manawa Museums Trust (Te Manawa)	24 November
Globe Theatre Trust (The Globe)	12 September
Regent Theatre Trust (The Regent)	13 September

4. COMPLIANCE AND ADMINISTRATION

Does the Council have delegated authority to decide?	Yes
Are the decisions significant?	No
If they are significant do they affect land or a body of water?	No
Can this decision only be made through a 10 Year Plan?	No
Does this decision require consultation through the Special Consultative procedure?	No
Is there funding in the current Annual Plan for these actions?	Yes
Are the recommendations inconsistent with any of Council's policies or plans?	No
The recommendations contribute to Goal 5: A Driven & Enabling Council	
The recommendations contribute to the achievement of action/actions in Governance and Active Citizenship	
Contribution to strategic direction and to social, economic, environmental and cultural well-being	By carefully considering appointments, Council will ensure that there is effective representation within the Council Organisations in which the Council has a financial interest or strategic interest. This will contribute to the desired outcome of an effective and responsible Council that excels in good governance.

ATTACHMENTS

1. Letter - Palmerston North Airport Limited
2. Letter - Te Manawa Museums Trust Board
3. Letter - Globe Theatre Trust Board
4. Letter - Regent Theatre Trust Board