

Minutes – Open Agenda

- What:** Minutes of a Meeting of Board of Directors
- Where:** Committee Room, Level 15, Civic Administration Building, 1 Greys Ave
- When:** Friday 25 February 2011, 8.00am
- Who attended:** David McConnell (Chair)
Peter Drummond (Deputy Chair)
John Law
Franceska Banga
Vivien Bridgwater
Richard Jeffery
- Apologies:** Norm Thompson
Vivien Bridgwater was unable to join the meeting until 8.30am
- In Attendance:** The CE (Chief Executive)
Grant Jenkins (Manager Corporate Services & Minute Taker)
James Robinson (Operational Strategy Manager; report author)
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Background

- A. David McConnell has been appointed as Chairperson and acted in this capacity for the meeting.
- B. It was noted that a quorum of directors was present and that each director had been given proper notice of the meeting, agenda and draft recommendations pertaining to agenda items.

General Business

The Chairman noted that members of the public were present at the meeting.

The Chair, in his opening remarks, referenced the Christchurch earthquake and the immense tragedy there and the task of rebuilding the city and region. Additionally, of the importance of communicating, especially internationally, that NZ is still open for business.

Agenda Items & Resolutions

1. Apologies

Received from Norm Thompson.

2. 2010 – 2011 (8 month) Statement of Intent (SOI):

Representatives of the Te Hana Trust attended the meeting and provided comments against the Draft 8 Month SOI:

- (i) SOI, Section 4.1 (c); no mention of tangata whenua in relation to cultural responsibility and cultural initiatives.
- (ii) Mayor's 100 Day projects. The third item from the original list mentioned Maori and marae initiatives and so Te Hana would like this focus and emphasis taken through to the SOI.
- (iii) Our people, our places, our stories, as a theme used by Te Hana, could perhaps be captured within the SOI, possibly within section 6 of the SOI. No mention is made within the SOI of the uniqueness of the culture of Auckland.

Further commentary within this section of the meeting was:

- (i) Linda Clapham from Te Hana Trust brought to the attention of the Board that projects were ready to go (such as the Te Hana marae project). Investment was needed to allow the projects to proceed and confirmed that \$1 million of capital was needed.
- (ii) The CE referenced that the SOI documents had been passed through Council already and reviewed by them. But suggested changes to Section 6 of the 8 month to reflect Te Hana's views and requests.
- (iii) In relation to the recommendations within the report around the 2010 – 2011 (8 month) SOI, the Board resolved that:

- a) **The report be received and that the amendments to the SOI be noted.**
- b) **The amended Statement of Intent for the period to 30 June 2013 (Attachment 2) be endorsed as ATEED's final SOI – noting it is effectively an eight month SOI.**
- c) **The Board notes that the embedding of guiding principles related to Maori and tangata whenua will be resolved through formal consultation with the Maori Statutory Board for the 2011 – 2012 SOI.**

Moved: John Law
Seconded: Franceska Banga
Vote: Carried unanimously

3. Register of Directors Interests:

- (i) Vivien Bridgwater provided an update to her interests.

4. December Open Minutes:

- (i) The CE spoke to the report
- (ii) The CE confirmed that all management actions had been completed.
- (iii) In relation to the recommendations within the report around the minutes of the December meeting, the Board resolved that:
 - a) **The Open minutes of the ATEED meeting held on 15 December 2010 to be confirmed as a true and correct record.**

Moved: Peter Drummond
Seconded: John Law
Vote: Carried unanimously

5. January Extraordinary Open Minutes:

- (i) The CE spoke to the report.
- (ii) The CE confirmed that all management actions had been completed.
- (iii) In relation to the recommendations within the report around the minutes of the January Extraordinary meeting, the Board resolved that:
 - a) **The Open minutes of the ATEED extraordinary meeting held on 28 January 2011 to be confirmed as a true and correct record.**

Moved: Peter Drummond
Seconded: John Law
Vote: Carried unanimously

6. 2011 – 14 Draft Statement of Intent:

- (i) The CE spoke to the report and introduced James Robinson, Operational Strategy Manager who had been invited to the meeting to answer questions about the SOI document.
- (ii) The CE noted the 10 year plan review as being the key point at which a step change in the SOI could be enacted.
- (iii) It was noted that the SOI makes reference to the Corporate Governance Charter and is mindful of the principals and requirements within that document.
- (iv) It was suggested “Council will support ATEED in achieving the Statement of Intent” be added to the document. Wording to be incorporated in the document on page 23 or earlier in the document.
- (v) In relation to the recommendations within the report around the 2011 – 14 draft SOI, the Board resolved that:
 - a) **The report be received.**
 - b) **The draft Statement of Intent for the period to 1 July 2011 to 30 June 2014 (Attachment 1) be amended, noting changes to CE’s and Chair’s letter reflecting the views of the Board (in particular, asking for the Council’s support in delivering the SOI).**
 - c) **That the Board delegates to CE and Chair to finalise the document and provide this to Auckland Council.**

Moved: Peter Drummond
Seconded: Franceska Banga
Vote: Carried unanimously

7. Finance Report for 2 Month Period Ending December 2010:

- (i) Grant Jenkins spoke briefly to the report.

- (ii) It was requested that revenue be shown at the top of the Opex report rather than expenditure. Additionally sub headings and explanations of particular budget lines were required in order for the Board to understand the statements.
- (iii) In relation to the recommendations within the report around the finance report for the 2 month period ending December 2010, the Board resolved that:

a) The report be received.

Moved: Franceska Banga
Seconded: Richard Jeffery
Vote: Carried unanimously

8. Quarterly Report to Auckland Council for December 2010 Quarter:

- (i) The CE spoke briefly to the report and made reference to James Robinson's work on the Quarterly Report.
- (ii) In relation to the recommendations within the report around the quarterly report to Auckland Council for December 2010 quarter, the Board resolved that:

a) The report be received.

b) The ATEED Quarterly Report for the period to November – December 2010 be approved for delivery to the Auckland Council Accountability and Performance Committee.

Moved: John Law
Seconded: Richard Jeffery
Vote: Carried unanimously

9. Adoption of Final Accounts of Terminating Organisations:

- (i) Grant Jenkins spoke briefly to the report.
- (ii) The Auditors from Audit New Zealand and CST Nexia spoke to the reports / accounts of entities that they audited.
- (iii) In relation to the recommendations within the report around the adoption of final accounts of terminating organisations, the Board resolved that:

a) The report be received.

b) The Board receive the Management Letters and Audit Opinions from Audit NZ and CST Nexia, for the three terminating organisations, noting any recommendations given to ATEED in the management letters.

c) The annual accounts for the 16 month period ending 31 October 2010, of Enterprise North Shore Trust, Manukau Enterprise and Employment Trust and Waitakere Enterprise Trust Board, be approved and adopted by the Board.

d) The Board approve for signing by the Chair and one other Director:

- the financial statements for each of the terminating organisations
- the Letter of Representation from ATEED to the auditors, for each set of final accounts.

Moved: John Law
Seconded: Franceska Banga
Vote: Carried unanimously

10. Business Plan Process & Timetable:

- (i) The CE spoke to the report.
- (ii) It was requested that a Business Plan Workshop to be set for April Board agenda, to allow board input into the planning process.
- (iii) In relation to the recommendations within the report around the Business Plan process and timetable, the Board resolved that:
 - a) The report be received.**
 - b) The Board endorse the strategic planning framework and timeline as detailed along with the addition of a workshop for the April Board meeting.**

Moved: Peter Drummond
Seconded: Vivien Bridgwater
Vote: Carried unanimously

11. Establishment of Audit Committee & CE's Performance Panel:

- (i) It was requested that management check the Corporate Governance Charter re a requirement for the Deputy Chair to be on the Audit Committee and CE's Performance Panel.
- (ii) In relation to the recommendations within the report around the establishment of Audit Committee and CE's Performance Panel, the Board resolved that:
 - a) The report be received.**
 - b) The terms of reference for the Audit Committee outlined in Appendix 1 be approved.**
 - c) The membership of the Audit Committee be confirmed as Franceska Banga (Chair), Peter Drummond and Richard Jeffery.**
 - d) The terms of reference for the Chief Executive Performance Panel outlined in Appendix 2 be approved.**
 - e) The membership of the Chief Executive Performance Panel be confirmed as David McConnell (Chair), Vivien Bridgwater, Norm Thompson and John Law.**

Moved: John Law
Seconded: Peter Drummond
Vote: Carried unanimously

12. Governance & Management Arrangements for the Volvo Ocean Race – Auckland Stopover 2012:

- (i) Rachael Dacy spoke briefly to the report.
- (ii) The Chair asked that clarity be created about the revenue and expenditure within ATEED budgets.
- (iii) Rachael Dacy referenced the Letter of Comfort from Minister McCully, should a funding (revenue) shortfall occur.
- (iv) In relation to the recommendations within the report around the governance and management arrangements for the Volvo Ocean Race – Auckland stopover 2012, the Board resolved that:

a) The Auckland Tourism Events and Economic Development Ltd Board:

- **Note the significant economic, social and reputation benefits for Auckland in hosting a successful 2012 Volvo Ocean Race Auckland Stopover;**
- **Endorse the governance and management arrangements for the 2012 Volvo Ocean Race Auckland Stopover, noting that the establishment of the Local Organising Committee does not alter the standard responsibilities of the ATEED Board;**
- **Agree to delegate management responsibility of the 2012 Volvo Ocean Race Auckland Stopover Local Organising Committee to the Chief Executive, ATEED;**
- **Require that the Local Organising Committee provide performance reports to the ATEED Board on a quarterly (as a minimum) basis.**
- **Note that Management is confident that the budget analysis is robust and that the \$1.8 million revenue projection is achievable**
- **Note that Management provided assurances about appropriate insurances in place**

Moved: John Law
Seconded: Franceska Banga
Vote: Carried unanimously

13. The Role of ATEED's Local Offices in General Business Support:

- (i) Clyde Rogers spoke briefly to the report.
- (ii) The CE referenced the importance of Local Board relationships, with the local offices.
- (iii) The placement of the CBD / Eastern Office was enquired about. Clyde Rogers confirmed that a recommendation on this would come back to the Board.
- (iv) In relation to the recommendations within the report around the role of ATEED's local offices in general business support, the Board resolved that:

a) The report be received and the focus on developing and evolving a consistent and aligned business support and service offer from local offices, be endorsed.

- b) **A business case be brought back to the Board by June to consider the establishment of a central / eastern office on the CBD fringe or in the Howick / Pakuranga area.**
- c) **ATEED monitor and evaluate all service delivery programmes to ensure delivery and models match international best practice and customer and stakeholder expectation, and that progress achieving this outcome be reported back to the Board annually.**
- d) **The Chief Executive be delegated authority to conclude arrangements with Rodney Economic Development Trust for the smooth transition of staff and assets to ATEED by 1 July 2011.**

Moved: John Law
Seconded: Peter Drummond
Vote: Carried unanimously

Action:

Business case to be reported to Board by June 2011 to consider the establishment of a central / eastern office on the CBD fringe or in the Howick / Pakuranga area.

SIGNED by the Chairperson as an accurate record of the meeting:

Chairman

Date