

OPEN MINUTES

- What:** Minutes of a Meeting of Board of Directors
- Where:** The Gulf Boardroom, Level 8, ATEED Central Office,
139 Quay Street, Auckland
- When:** Thursday, 28 March 2013, 8.00am
- Who attended:** David McConnell (Chair)
Norm Thompson (Deputy Chair)
Richard Jeffery
Franceska Banga
Andy Higgs
Vivien Bridgwater
- In Attendance:** Brett O'Riley (Chief Executive)
Sarah Hamilton (Chief Financial Officer)
Martin Fairweather (General Manager Strategy & Performance)
Joshua Ong (Board Secretary)
- Public & Media
Attendance** Kane Glass, All About Auckland
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Background

- A. David McConnell has been appointed as Chairperson and acted in the capacity of Chairperson 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

David McConnell declared the meeting open at 8.00am.

Agenda Items & Resolutions

1. Apologies

No apologies were received.

2. 22 February Meeting Minutes

- (i) In relation to the recommendations within the report around the Open Minutes of the 22 February 2013 meeting, the Board resolved that:

Moved: Norm Thompson
Seconded: Andy Higgs

1. **The open minutes of the ATEED meeting held on 22 February 2013 to be confirmed as a true and correct record.**

CARRIED

Secretarial Note

Board Secretary to include an Action Tracker in the Open Section of the Agenda.

3. Register of Directors Interests

- (i) An amendment was received from Norm Thompson and will be updated for the next month's Register.

4. Chief Executive's Activity Report

- (i) The Board requested for Management to review the Business Awards model and explore options, including merging the four Business Awards into a 'centralised Auckland Business Awards' and report back to the Board before the 2012/13 Finals when the following year's dates are generally announced;
- (ii) In relation to the Board Appointment Process for the ATEED Director Vacancy, Management clarified that the Chief Executive of Auckland Council will be conducting interview of Candidates and not the Chief Executive of ATEED;
- (iii) The Board agreed they would like to participate in a similar innovation eco-system tour as the MIT/REAP group.
- (iv) In relation to the recommendations within the Chief Executive's Activity report, the Board resolved that:

Moved: David McConnell
Seconded: Norm Thompson

1. **The report be received; and**
2. **The ATEED Board April Meeting be moved from Friday 26 April 2013 to Tuesday, 30 April 2013.**

CARRIED

Action Points

- (i) *Management to review the Business Awards model and explore options, including merging the four Business Awards into a 'centralised Auckland Business Awards' and report back to the Board before the 2012/13 Finals when the following year's dates are generally announced. The report is tentatively slotted for August/September 2013.*

5. New Zealand Food Innovation Auckland (NZFIA) – Governance Matters

- (i) In relation to the recommendations within the NZFIA – Governance Matters Report, the Board resolved that:

Moved: Richard Jeffery
Seconded: Franceska Banga

1. The report be received.
2. The Chairman of the ATEED Board signs the Shareholder’s Agreement and Resolution in Lieu of Annual Meeting.

CARRIED

6. Finance Report

- (i) The Board invited Sarah Hamilton, CFO to speak to the report and respond to questions from the Board;
- (ii) The Board noted a correction in Point 3 of the Financial Performance for period ending 28 February 2013 (Page 27 of Agenda). The correct statement should read “YTD February overhead expenditure is \$124K favourable to half year forecast (compared to \$44K unfavourable variance to the half year forecast in January)”;
- (iii) The Board requested Management to set up a Financial Risk Register to track material risks to budget; and
- (iv) In relation to the recommendations within the Finance Report, the Board resolved that:

Moved: Richard Jeffery
Seconded: Andy Higgs

1. That the Finance Report be received.

CARRIED

Action Points

- (i) *Management to set up a Financial Risk Register to track material risks to budget.*

7. Shared Services 2013-14 Approval

- (i) The Board invited Martin Fairweather, GM Strategy & Performance to speak to the report and respond to questions from the Board;
- (ii) The Board stated that key aspects are improving service quality linked to value for money for the services received; and

- (iii) In relation to the recommendations within the Shared Services 2013-14 Approval report, the Board resolved that:

Moved: Vivien Bridgwater
Seconded: Richard Jeffery

1. **The report be received;**
2. **Recognising the need to have flexibility to implement the options resulting from the feasibility study, the Board directs Management to investigate options to sign the Shared Services agreement for an initial six-month period; and**
3. **The Board endorse Management to undertake a feasibility study during the 2013-14 financial year to assess the appropriate longer term corporate service model for ATEED, given the changes envisaged in the 2013-14 SOI and business plan.**

CARRIED

Action Points

- (i) *Management to set up a work programme to review the current Shared Services Agreement, including cost and performance comparative analysis of delivering such services from non-Council providers and related Auckland Council policies should ATEED wish to procure services from external parties. Management is then requested to report back to the Board.*

8. Procedural Motion to Exclude the Public

Moved: David McConnell
Seconded: Norm Thompson

That the ATEED Board:

1. **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:

C3 REGISTER OF DOCUMENTS DISTRIBUTED

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)(h) - The withholding of the information is necessary to enable Auckland Tourism, Events & Economic Development Ltd to carry out, without prejudice or disadvantage, commercial activities.	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 MINUTES OF CONFIDENTIAL MEETING AND ACTION TRACKER

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)(h) - The withholding of the information is necessary to enable Auckland Tourism, Events & Economic Development Ltd to carry out, without prejudice or disadvantage, commercial activities.	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.

C5 CHIEF EXECUTIVE'S ACTIVITY REPORT

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)(h) - The withholding of the information is necessary to enable Auckland Tourism, Events & Economic Development Ltd to carry out, without prejudice or disadvantage, commercial activities.	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.

C6 MAJOR EVENTS 2013/14 SPONSORSHIP

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.	<p>s7(2)(b)(ii) - The withholding of the information is necessary to protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information.</p> <p>In particular, the confidential report and attachments contain sensitive commercial information and confidential contractual information that if made public may harm ongoing negotiations.</p> <p>s7(2)(i) - The withholding of the information is necessary to enable Auckland Tourism, Events & Economic Development Ltd to carry</p>	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.

	<p>on, without prejudice or disadvantage, negotiations (including commercial and industrial negotiations).</p> <p>In particular, information within the report is subject to negotiations.</p>	
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C7 MAJOR EVENTS GOVERNANCE REPORT

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)(h) - The withholding of the information is necessary to enable Auckland Tourism, Events & Economic Development Ltd to carry out, without prejudice or disadvantage, commercial activities.	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 was made available to the public who were present at the meeting and form part of the minutes of the meeting.

CARRIED

Resolutions in relation to the confidential items are recorded in the confidential section of these minutes and are not publicly available.

The Chairperson declared the open meeting closed at 9.15am.

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

Chairman

Date

Summary of Management Actions:

- (i) Management to review the Business Awards model and explore options, including merging the four Business Awards into a 'centralised Auckland Business Awards' and report back to the Board before the 2012/13 Finals when the following year's dates are generally announced. The report is tentatively slotted for August/September 2013.
- (ii) Management to set up a Financial Risk Register to track material risks to budget.
- (iii) Management to set up a work programme to review the current Shared Services Agreement, including cost and performance comparative analysis of delivering such services from non-Council providers and related Auckland Council policies should ATEED wish to procure services from external parties. Management is then requested to report back to the Board.