



**MINUTES OF THE LAND TRANSPORT NEW ZEALAND BOARD MEETING
HELD ON FRIDAY, 1 AUGUST 2008**

**IN THE NEW ZEALAND TRANSPORT AGENCY BOARD ROOM
NATIONAL OFFICE, LEVEL 2, VICTORIA ARCADE, 44 VICTORIA STREET, WELLINGTON**

| | |
|------------------------------|-------------|
| Approved by the Chair | _____ |
| Date | ___/___/___ |

PRESENT:
Brian Roche
Garry Moore
Paul Fitzharris
Christine Caughey
Bryan Jackson
Grahame Hall
Alick Shaw
Mike Williams

IN ATTENDANCE:

| | |
|------------------------|--------------------------|
| Geoff Dangerfield | Julia Shackleton |
| Dave Whiteridge | |
| Dave Cope (Item 2c) | John Tan (Item 2c) |
| John Clark (Item 2c) | |
| Roly Frost (Item 6) | Malcolm Watson (Item 6) |
| Deborah Hume (Item 6) | Simon Whiteley (Item 6) |
| John Clark (Item 6) | Dave Whiteridge (Item 6) |
| Richard Braae (Item 6) | Wayne McDonald (Item 6) |
| Ian Gordon (Item 6) | |

1. **Apologies**

Apologies were received from Grahame Hall for lateness. No other apologies were received.

2. **Confirmation of Agenda**

Some general business items (oral) were added to the agenda. With this addition, the agenda was confirmed.

3. **Declarations of Interest**

Board members were given declarations of interest form to complete and give back to the Board Secretary to add to the Interests Register.

Regarding Item 4, Bryan Jackson declared a possible conflict of interest pertaining to his directorship of Vehicle Testing New Zealand and the Regulatory Board Committee, if he is made a member of Regulatory Board Committee.

No new declarations or conflicts of interest were declared.

In Committee Minutes

1c **Endorsement and Confirmation of Establishment Board Activities and Decisions**

Board paper 08/08/0001

Resolved:

That the New Zealand Transport Agency Board:

- a. **confirms** "Waka Kotahi" as the Maori name for New Zealand Transport Agency;
- b. **confirms** the New Zealand Transport Agency brand and its implementation;
- c. **confirms** the high level organisational design for the New Zealand Transport Agency;
- d. **approves** the further refinement of the organisational design into organisational structure on the appointment of the group managers, and with further assistance from the Transition Support Unit;
- e. **Confirms** the New Zealand Transport Agency regional configuration as comprising the following six regions:
 1. Auckland and Northland;
 2. Waikato and Bay of Plenty;
 3. Taranaki, Manawatu-Wanganui, Hawkes Bay and Gisborne;
 4. Wellington, Nelson, Marlborough and Tasman;

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5. Canterbury and West Coast; and
 6. Otago and Southland.
- f. **endorses** the Establishment Board's approach and activities undertaken in establishing the New Zealand Transport Agency.

Bryan Jackson / Garry Moore

2c **Approval of the New Zealand Transport Agency (NZTA) Operating Expenditure Budget for the Financial Year 1 July 2008 to 30 June 2009**

Board paper 08/08/0003

Resolved:

That the New Zealand Transport Agency Board:

- a. **notes** the NZTA 2008/2009 operating expenditure budget represents the combined budgets for Land Transport NZ and Transit NZ, and these were individually reviewed and endorsed by the respective Boards of those organisations prior to 30 June 2008;
- b. **notes** that the proposed budget, excluding amalgamation costs, has been presented to the NZTA Establishment Board;
- c. **notes** that PWC has prepared an estimate of 2008/2009 amalgamation costs of \$6.2m, which have not been included in the predecessor organisation's budgets;
- d. **approves** a provisional operating expenditure budget for 2008/2009 of \$284.424m;
- e. **requests** the Chief Executive to develop funding strategies for the 2008/2009 operating budget (including amalgamation costs) and to report back to the Board in September 2008;
- f. **requests** the Chief Executive to develop strategies for future years that address gaining cost efficiencies in the operating budget;
- g. **agrees** that the report for the year ended 30 June 2009 will reflect twelve months of operations of the New Zealand Transport Agency;
- h. **agrees** to publish on the New Zealand Transport Agency's website the Notice of Decision containing its approval of NLTF-related operating expenditure; and
- i. **agrees** to keep Board paper 08/07/0003 In Committee until the New Zealand Transport Agency Board has approved the final operating expenditure budget for 2008/2009.

Brian Roche / Mike Williams

3c **Update on the Recruitment Process for Tier 2 Roles**

Resolved:

That the New Zealand Transport Agency Board:

notes Geoff Dangerfield's oral update on the recruitment of the Tier 2 positions;

agrees that the Remuneration and HR Board Committee should convene within the next four to six weeks; and

agrees that the Chief Executive should advance the issues of redundancies according to the undertakings given by the Board at today's meeting.

Brian Roche / Mike Williams

Open Minutes

- 1 **Confirmation of Appointment of the New Zealand Transport Agency Chief Executive**
Board paper 08/08/0004

Resolved:

That the New Zealand Transport Agency Board **Confirms** that the Chief Executive Designate of the NZ Transport Agency takes up his appointment as substantive Chief Executive of the NZ Transport Agency, effective 1 August 2008, as provided for in his employment terms and conditions.

Bryan Jackson / Garry Moore

- 2 **Board Delegations**
Board paper 08/08/0005

Resolved:

That the New Zealand Transport Agency Board:

- a. **notes** that existing delegations in effect immediately before 1 August 2008 continue to have effect, despite the dissolution of Land Transport New Zealand, Transit New Zealand, or the disestablishment of the office of Director of Land Transport;
- b. **notes** that, whilst most powers were delegated to named office holders, a number of powers were delegated to, or reserved by, the Director of Land Transport, and the Chief Executives of each of Land Transport New Zealand and Transit New Zealand;
- c. **approves** delegation to:
 - (i) the Chief Executive (with power to sub delegate as appropriate) of any powers in existence as at 1 August 2008, which were either:
 - a. reserved to the Director of Land Transport (and not sub delegated);
 - b. reserved to the Chief Executive of Land Transport New Zealand (and not sub-delegated); and
 - c. reserved to the Chief Executive of Transit New Zealand (and not sub-delegated).
 - (ii) Bryan Jackson, Grahame Hall and Geoff Dangerfield (acting unanimously) the power to approve property purchases to a value of over \$1 million and less than \$10 million per transaction.

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authorises the Chief Executive to determine who should exercise a particular power in the event that a power has been delegated to a defined office or role, and two or more similar defined offices or roles are in existence, and there is a conflict in determining which office or role holder should exercise that delegated power;

- d. **authorises** the Board Chair to execute the Instrument of Delegation in the form attached as Attachment A to Board paper 08/08/0005; and
- e. **authorises** the Board Chair to execute the letters to the Chief Executives of Land Transport NZ and Transit NZ, in the form attached as Attachment B to Board paper 08/08/0005.

Garry Moore / Mike Williams

3 Road Safety Trust: Nomination of Trustee

Board paper 08/08/0006

Resolved:

That the New Zealand Transport Agency Board:

- a. **approves** nomination of the Chief Executive to act as Trustee of the Road Safety Trust;
- b. **authorises** the Chief Executive to nominate a holder of a specified office to act as Trustee of the Road Safety Trust in his place; and
- c. **authorises** the Board Chair to execute the letter of nomination of the Chief Executive to act as Trustee of the Road Safety in the form attached as Attachment A to Board paper 08/08/0006.

Brian Roche / Mike Williams

4 Establishment of Board Committees

Board paper 08/08/0002

Resolved:

That the New Zealand Transport Agency Board:

- a. **agrees** that each Board Committee should have a quorum of three Board members; and
- b. **approves** the establishment of the Board Committees and their updated Terms of Reference, as attached to Board paper 08/08/0002.

5 **New Zealand Transport Agency (NZTA) Board and Committee Meetings' Dates for 2008/2009**

Board paper 08/08/0007

Resolved:

That the New Zealand Transport Agency Board:

- a **confirms** the next Board meeting be held on Monday, 25 August 2008;
- b **confirms** the September Board meeting be held on Friday, 19 September 2008;
- c **confirms** that the 2009 Board meetings will be held on the last Friday of each month;
- d **agrees** that the Board Secretary will contact Board members to find dates that they are available for Board meetings in October, November and December 2008; and
- e **agrees** that Board members advise the Board Chair which Board Committee/s is their preference to be a member of, and the Board Chair will determine Committee membership.

5. **General business**

Resolved:

That the New Zealand Transport Agency Board **agrees** that, at the 25 August Board meeting, a brief report be provided on the NZ Transport Agency's HR aspects and issues, including its recruitment and exit processes, and how staff issues are being handled during the transition process.

6 **New Zealand Transport Agency's (NZTA's) Key Issues and Challenges in the 2008/2009 Year**

The Chief Executive and General Managers gave a verbal debrief on the NZ Transport Agency's goals, objectives and key issues for the 2008/2009 year.