

**MINUTES OF THE NZ TRANSPORT AGENCY BOARD MEETING
HELD ON THURSDAY 3 FEBRUARY 2010 AT 9.30AM**

NZTA Board Room, Level 2, Chews Lane, 44-50 Victoria Street, Wellington

Status: These minutes remain draft and confidential until adopted by the Board as a true and accurate record of the meeting

Approved by the Chair	_____
Date	___/___/___

PRESENT:

Chris Moller	<i>Chair</i>
Garry Moore	<i>Deputy Chair</i>
Alick Shaw	
Bryan Jackson	
Christine Caughey	
Jerry Rickman	
Patsy Reddy	
Tony Lanigan	

APOLOGY:

None

**NZTA STAFF IN
ATTENDANCE:**

Geoff Dangerfield	<i>Chief Executive</i>
Ernst Zöllner	<i>Board Secretary & GM Strategy & Performance</i>
Dave Brash (Items 3-8)	<i>GM Regional Partnerships & Planning</i>
Allan Frost (Item 3)	<i>GM Organisational Support</i>
Paul Helm (Item 3)	<i>Chief Financial Officer</i>
Tommy Parker (Item 8)	<i>State Highway Manager, Auckland & Northland</i>

INVITEES:

None

The meeting started on time at 9.30am.

1 **Chairman's introduction**

Chris Moller provided an overview of the meeting agenda and timetable, including that of the subsequent Board strategy workshop. The other introductory matters dealt are summarised below.

a. **Apologies**

All Board members were present for the full duration of meeting.

b. **Declarations of interest**

The updated Schedule of Board Member Interests was tabled and noted. In relation to Item 7, Chris Moller reminded the meeting that he is a Director of Rugby NZ 2011 Ltd.

c. **Confirmation of the 17 December 2010 Board meeting minutes**

There were no questions or issues raised regarding the minutes.

Resolved:

That the NZ Transport Agency Board confirms the minutes from the 17 December 2010 NZ Transport Agency Board meeting.

Bryan Jackson / Jerry Rickman

d. **Progress on matters arising from previous meetings**

Progress on the six requested actions was noted: three of the actions have been completed, and three will be completed at the 3 and 31 March 2011 Board meetings. There were no further questions.

e. **Confirmation of the agenda**

There were no changes to the order of the agenda or any agenda items added.

Chief Executive Reports

2 Report for January 2011

Board paper 11/02/0451

Geoff Dangerfield highlighted key items from his report to the Board report, which concentrated on progress against the organisations' strategic priorities. Board members asked questions on specific items as they were highlighted, and raised no additional matters with the Chief Executive. Board members were handed copies of the consultation material on the State Highway classification project.

Resolved:

That the NZ Transport Agency Board receives the Chief Executive's report for January 2011.

3 Financial performance for 6 months ended 31 December 2010

Board paper 11/02/0451

Allan Frost (Group Manager Organisational Support) and Paul Helm (Chief Financial Officer) highlighted key elements from the organisation's financial performance for the six months, which is tracking very close to budget. Board members asked a number of questions but raised no concerns with the report or the reported performance.

Resolved:

That the NZ Transport Agency Board receives the organisations' financial performance report for the six months to 31 December 2010.

Decision Items

4 Proposed NLTP 2012 process and timeline

Board paper 11/02/0455

Dave Brash (Group Manager Regional Partnerships and Planning) outlined the proposed process and timetable for the development of the next National Land Transport Programme and noted some of the key points and dates for Board decision-making. The Board discussed expectations of key stakeholders around the process and how these should be best managed. Some key risks in terms of the timetable were also identified and noted, as was the likely discourse at the upcoming Local Government NZ Transport Congress on 10 and 11 February 2011. During the discussion the Board expressed its comfort with the process and the proposed timeline.

Resolved:

That the NZ Transport Agency Board endorses the process and timetable for the development of the National Land Transport Programme 2012 as set out in Board paper 11/02/0455.

5 Property deeds – Power of Attorney

Board paper 11/02/0454

This item was deferred from the 17 December Board meeting with the request that the Chief Executive provide a fuller explanation of the context and purpose of the proposed Powers of Attorney to the six State Highway property and acquisition managers. Copies of the proposed deeds were attached to the Board paper for review. Board members sought clarification on the matters that the powers would relate to, and were assured that the powers would relate to the 'day to day' management of property. A specific question was raised whether the powers can be granted to positions as opposed to individuals. During the discussion Board members also expressed frustration at the poor condition of some of the NZTA owned properties in larger urban areas. At the conclusion all Board member were in agreement that the powers be granted, subject to the three requested actions listed below.

Resolved:

That pursuant of section 129 of the Crown Entities Act 2004 the NZ Transport Agency Board approves the granting of Powers of Attorney to the following positions to enable execution of State Highway property deeds as required:

- a. National Property Manager, National Office*
- b. Principal Property Manager, Auckland Region*
- c. Acquisitions Manager, Waterview Project*
- d. Principal Property Manager, Hamilton Region*
- e. Principal Property Manager, Wellington Region*
- f. Principal Property Manager, Christchurch Region.*

Requested actions:

1. *That the Chair and one other Board member sign the Powers of Attorney on behalf of the Board.*
2. *That prior to the Chair signing the six deeds on behalf of the Board he is provided with a legal opinion that confirms that the powers can be granted to positions as opposed to named individuals.*
3. *That the Chief Executive prepares a paper for Board consideration that outlines the organisation's policies, systems and processes for property acquisition and management.*
4. *That all future Quarterly Reports to the Board include a summary of the significant property transactions undertaken.*

6 Amendments to NLTP delegations to staff

Board paper 11/02/0458

This item was deferred from the 17 December Board meeting with the request that the Chief Executive present the revised Delegations Schedule to the Board to provide the broader context for the proposed changes. Board members noted how the changes would fit within the framework of delegations, and were supportive of the proposed increase in delegations to the Chief Executive. However, Board members did not want delegations to Board committees increased and instead requested that the delegations to all Board committees be removed ie that in future only the full Board adopts resolutions.

Resolved:

That the NZ Transport Agency Board agrees to the following amendments to the Instrument of Board delegation:

- a. *Delegate to the Chief Executive the endorsement of 'packages' up to a maximum of \$100 million (increased from \$50 million)*
- b. *Delegate to the Chief Executive the support of 'strategies' up to a maximum of \$100 million (increased from \$50 million)*
- c. *Delegate to the Chief Executive a new function/power to approve the use of the NLTP short term debt facility of up to \$250 million to manage deficits in the NLTF cash-flow.*
- d. *Remove all delegations to the Investment and Operations and Planning Board Committees.*

Requested action:

5. *That the Chair signs the revised Instrument of Board delegation on behalf of the Board after the resolved changes have been made.*

Information Items

7 **Rugby World Cup 2011 update**

Board paper 11/02/0457

Dave Brash (Group Manager Regional Partnerships and Planning) drew the attention of Board members to key risks for the organisation in relation to the planning and preparation for this major event. Board members had no specific concerns and were satisfied with the progress being made.

Requested action:

6. *That the schedule of risks and mitigations for the Rugby World Cup 2011 is circulated to Board members.*

8 **Western Ring Route RoNs (Waterview Connection) – programming and contracting options**

Oral briefing

Geoff Dangerfield and Tommy Parker (State Highway Manager for Auckland and Northland) outlined the procurement options that will be presented to the Board in relation to this project at the next scheduled Board meeting. Board members described some of the principles that they would apply to their decision-making, which will include meeting public expectations, minimising cost/maximising value for money, and suitable mitigation of risk in relation to construction methods. The Board encouraged the Chief Executive and the project team to continue exploring innovative options for the successful delivery of this significant and critical project.

Requested action:

7. *That the Chief Executive advises the Board at its next meeting on the likely and most appropriate accounting treatment of vendor financing for capital projects.*

9 **General business**

Board paper 11/02/0453

Board members noted their appreciation for (and ongoing interest in) the summary of media opportunities and issues provided in the report.

The meeting concluded at 11.30am, followed by lunch and a Board strategy workshop.