

Special Board Meeting Minutes

Date & time	22 September 2017, 1:00pm – 3:00pm
Location	By teleconference
Board Membership	Chris Moller (Chair), Dame Fran Wilde (Deputy Chair), Adrienne Young-Cooper, Nick Rogers, Leo Lonergan, Mark Darrow and Vanessa van Uden
Apologies	Chris Ellis
NZTA staff in attendance	Fergus Gammie (Chief Executive) Raewyn Bleakley (General Manager Governance, Stakeholders & Communications and Board Secretary), Jenny Chetwynd (General Manager Strategy, Policy & Planning), Tommy Parker (General Manager System Design & Delivery), Howard Cattermole (General Manager Investment and Finance), Charles Ronaldson (General Manager Customer Design & Delivery), Barbara Harrison (General Manager People), Harry Wilson (Director Safety & Environment), Gavin Armstrong (Manager Organisational Performance) and Tracey Keenan (Manager Financial Accounting & Analysis).

1. Introduction and governance matters

1.1 Apologies and welcome

The Chair welcomed Board Members to the meeting and noted the apology from Chris Ellis.

1.2 Confirmation and overview of the agenda

The agenda was accepted as circulated.

1.3 Declarations of conflicts of interest of Board Members

The schedule of Board Members' interests was noted as tabled.

1.4 Declarations of conflicts of interest of Senior Leadership Team Members

The schedule of Senior Leadership Team Members' interests was noted as tabled.

2. Assessing progress against our strategy and plans

2.1 Annual Reports for the NZ Transport Agency and National Land Transport Fund for the year ended 30 June 2017

Board paper 2017/09/1181

Board Members acknowledged the summary letter prepared and circulated by the Audit, Risk and Assurance (ARA) Board Committee Chair regarding the 19 September 2017 Special ARA Board Committee meeting, the process followed for assurance purposes and the recommendations made with respect to the Annual Reports.

The ARA Board Committee Chair noted the ARA Board Committee had received sufficient assurance that the information provided in the reports fairly reflected the performance of the NZ Transport Agency and the National Land Transport Fund, and it complied with relevant legislation and best practice. He also noted the ARA Board Committee's recommendation that the Board approves the financial statements set out in the Annual Reports for the National Land Transport Fund and the Transport Agency (Annual Reports).

Jenny Chetwynd, General Manager Strategy, Policy & Planning, provided a brief overview of the paper related to the Annual Reports.

On the basis of the ARA Board Committee Chair's report back to the Board, the recommendations of the ARA Board Committee, the content outlined in the paper and a review of the "Check list for Board members" (located on the back page of the Transport Agency's Financial Statements Compliance Checklist), Board members agreed that all major and relevant requirements relating to the preparation of the Annual Reports had been met. They also noted the agreed inclusion of an enhanced Government Policy Statement on Land Transport (GPS) 2015/16 – 2024/25 section in the 30 June 2017 National Land Transport Fund Annual Report will address the GPS reporting requirements.

The Board then discussed the letters of representation, noting that they are standard letters provided by the Office of the Auditor General. It was agreed Transport Agency management would provide more detail to the Board regarding how the Transport Agency achieves waste minimisation as referred to in the letters of representation.

The key dates specific to the approval, signing off and publication of the Annual Reports were also acknowledged. It was noted that the delegations agreed as part of the resolutions, in terms of signing and approval of minor and editorial changes, will enable the deadlines to be met.

Resolution 1	<p><i>The NZ Transport Agency Board:</i></p> <ul style="list-style-type: none"> a) Approves the Annual Reports for the NZ Transport Agency and National Land Transport Fund for the year ended 30 June 2017; b) Delegates signing of the NZ Transport Agency Board’s letters of representation in relation to the Transport Agency, the scrutiny principle and the National Land Transport Fund to the Board Chair and the Chair of the Audit, Risk and Assurance Board Committee; c) Delegates to the Board Chair approval of minor and editorial changes to the Annual Reports prior to publication; d) Notes that performance against the Government Policy Statement on Land Transport (GPS) 2015/16 – 2024/25 is included in the National Land Transport Fund Annual Report; and e) Agrees to the release of a copy of the Board paper to the Ministry of Transport for the purpose of Crown Monitoring.
Requested Action	<p>NZ Transport Agency management to provide further detail to the Audit, Risk and Assurance Board Committee regarding how the Transport Agency achieves waste minimisation as referred to in the letters of representation.</p>

2.2 Annual Reports for the year ended 30 June 2017 – Summary results for key performance indicators

Board paper 2017/09/1182

Jenny Chetwynd provided a brief overview of the paper. She noted that the information is specific to the full financial and non-financial reports for the 2016/17 year and is the last time performance will be assessed against the former strategy and goals of the NZ Transport Agency. Ms Chetwynd also noted that the paper highlights certain key performance indicators and the achievement of these by the Transport Agency.

Board Members commended Transport Agency Management on the overall delivery against the key performance indicators, but also noted areas requiring improvement.

No issues of significance were raised in respect of the information contained in the Annual Reports - although Board Members agreed to raise any minor issues offline with NZ Transport Agency via the Board Secretary.

Resolution 2	<p><i>The NZ Transport Agency Board:</i></p> <p>a) Receives the summary of, and insights into, the performance against the significant key performance indicators in the NZ Transport Agency's Statement of Intent 2015-19 and Statement of Performance Expectations 2016/17 for the Transport Agency and the National Land Transport Fund for the year ended 30 June 2017.</p> <p>b) Agrees to the release of the Board paper to the Ministry of Transport for the purpose of Crown Monitoring.</p>
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3 Other updates and general business

3.1 Draft agendas for 13 October 2017 Board meeting, 10 November Audit, Risk and Assurance Board Committee meeting, 10 November 2017 Investment & Operations Board Committee meeting and 10 November 2017 Board meeting

Resolution 3	<i>The NZ Transport Agency Board noted the draft agendas for the 13 October 2017 Board meeting, 10 November Audit, Risk and Assurance Board Committee meeting, 10 November 2017 Investment & Operations Board Committee meeting and 10 November 2017 Board meeting.</i>
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3.2 General Business

No general business was raised or discussed.

The Board Meeting closed at 1.37pm.

Minutes approved by the Chair	_____
Date	____/____/____