

Waka Kotahi NZ Transport Agency Board Minutes	
Date & time	25 March 2021, 9.00am – 2.50pm
Location	Waka Kotahi NZ Transport Agency, 5.07 Matakana, AMP Centre, 29 Customs Street West, Auckland
Board members in attendance*	Sir Brian Roche (Chair), Cassandra Crowley (Deputy Chair), Catherine Taylor, David Smol, John Bridgman, Ken Rintoul, Patrick Reynolds, Victoria Carter
NZTA staff in attendance	Nicole Rosie (Chief Executive)* Matthew Walker (General Manager Corporate Support) Brett Gliddon (General Manager Transport Services) Howard Cattermole (Chief Financial Officer) Kim Marshall (Manager Organisational Performance) Greg Lazzaro (General Manager Safety, Health & Environment) Lisa Rossiter (Senior Manager Environment and Sustainability) Anthony Fewster (Senior Manager People & Process Safety) Meredith Ussher (General Counsel Commercial) Nicola Sutich (Senior Manager Enterprise Change) Lucy Riddiford, (General Counsel Strategic Projects) Kane Patena (General Manager Regulatory Services) Henry Clayton (Principal Counsel Regulatory) Robyn Elston (Senior Manager System Design) Andrew Thackwray (National Manager Infrastructure Delivery) Tammy Henderson (National Manager Business Alignment and Strategy) Lizette Marais (Senior Manager Business Support) Anna Moodie (Group General Counsel & Senior Manager Risk & Assurance)*
External attendees	Dr Rod Carr and Allie Aimer-Seton, Climate Change Commission (item 7) Garth Gallaway, Chapman Tripp (item 8)
Apologies	None

* Present from the start

The meeting proceeded in the order set out below rather than the order set out in the agenda.

Introduction and governance matters

1. Apologies, Minutes & Actions

Resolutions	The Board: <ul style="list-style-type: none"> • Confirmed the minutes of the meeting of 24 February 2021.
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	<ul style="list-style-type: none"> • Amended the approval of funding and Board minutes to Auckland Transport for the Drury Arterial Network package given in December 2020 to read: <ul style="list-style-type: none"> ○ Approved funding to Auckland Transport for the Drury Arterial Network package at a cost of \$2.75 million for pre-implementation post-lodgement activities, at a funding assistance rate of 51% (\$1,402,500 out of the NLTF) in the Local Road Improvements activity class.
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2. Interests Register

David Smol advised he is now a Director of Cooperative Bank. Victoria Carter advised she is now a Director of Ngāti Awa Tourism Limited. Patrick Reynolds advised that he is now a Director of Big Street Bikers.

Resolutions	The Board noted the Interests Register.
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Strategic

3. Board and Chief Executive Only Session

A Board and Chief Executive Only Session was not held.

6. Waka Kotahi Climate Paper/TEEP

The General Manager Safety, Health & Environment and the Senior Manager Environment and Sustainability joined the meeting and provided an overview of the paper.

Resolutions	The Board noted the paper and the discussion.
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7. Climate Change Commission Presentation

The Executive Leadership Team joined the meeting, along with Dr Rod Carr and Allie Aimer-Seton from the Climate Change Commission. Dr Carr and Allie Aimer-Seton were welcomed by the Chair. The Board and the Commission discussed:

- The two perspectives that Waka Kotahi is considering climate change from:
 - What we are doing as an organisation, including the role we can play as a corporate citizen and from a supply chain perspective.
 - The transport system.
- The context of the Climate Change Commission's Report is to provide a view of one pathway that would allow New Zealand to meet its carbon reduction targets based on evidence available. The pathway in the report demonstrates how this might be achieved, but there are a number of other possible pathways.
- The Board noted that the report did not seem to be ambitious enough on mode shift. However, the current evidence shows slow uptake which has been used in

the Climate Commission's modelling. Pricing may play a role in increasing public transport usage.

- The Board also noted its desire to see other benefits, such as safety and equity being taken into account. However, the Climate Change Commission's mandate was to link to carbon reduction targets, not other benefits.
- The Climate Change Commission particularly welcomed feedback on any of the assumptions made, and any evidence, data or facts that may alter the inputs into its modelling. They would also welcome feedback on alternative pathways.

Dr Carr and Allie Aimer-Seton left the meeting.

The Board discussed how a carbon reduction lens could be brought to the NLTP process using the data from the Climate Change Commission's report. The Board also discussed the importance on being clear on whether Waka Kotahi is playing a leadership or contributor role in relation to climate change in the transport system.

Resolutions	The Board noted the discussion.
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Dr Carr and Allie Aimer-Seton, the Executive Leadership Team and the Senior Manager Environment and Sustainability left the meeting.

4. CE Report

s 9(2)(g)(i)



s 9(2)(g)(i)



Resolutions	The Board noted the Chief Executive's report.
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5. SPE & Budget 2021/22, SOI 2021-25 Considerations

The General Manager Corporate Support, Chief Financial Officer and Manager Organisational Performance joined the meeting. The General Manager Corporate Support provided an overview of the paper.

The Board was supportive of the simplified SPE measures, noting that they provided both performance measures and a diagnostic tool.

The Board noted the proposed 10% increase in operational costs, noting that the drivers for those increased costs were clear. The Board also noted the work underway to get a clearer view of prioritisation.

The Chair re-joined the meeting and resumed the role of Chair.

Resolutions	The Board noted that, in April, Management will seek the Board's approval of the draft Statement of Intent 2021-26 and Statement of Performance Expectations 2021/22 to be provided to the Minister of Transport by 1 May 2021.
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Actions	An independent view of the appropriateness of the level of operational costs to be undertaken towards the end of the calendar year.
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17. Financial Update

The Chief Financial Officer provided an overview of the paper.

The Board discussed the paper, including funding for Light Rail. The Board noted that they were comfortable receiving the financial update less frequently (e.g. quarterly).

Resolutions	<p>The Board:</p> <ul style="list-style-type: none"> Noted the financial performance summary for Waka Kotahi and the National Land Transport Fund for the seven months ended 31 January 2021;
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s 9(2)(b)(ii)

The General Manager Corporate Support, Chief Financial Officer and Manager Organisational Performance left the meeting.

8. Work Health & Safety – Officer duties, obligations and opportunities (*legally privileged*)

The General Manager Safety, Health & Environment, General Manager Transport Services, Senior Manager People & Process Safety, General Counsel Commercial and Garth Gallaway joined the meeting.

s 9(2)(h)



Resolutions	The Board noted the legal and operational safety & risk overview session and participated in the workshop
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Actions	s 9(2)(h)
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The General Manager Safety, Health & Environment, General Manager Transport Services, Senior Manager People & Process Safety, General Counsel Commercial and Garth Gallaway left the meeting.

14. People & Culture Committee Report Back

The People & Culture Committee Chair provided an overview of the People & Culture Committee meeting, and the Board discussed the recommendations.

Resolutions	<p>The Board:</p> <p><i>Leadership of Digital and Workspace</i></p> <ul style="list-style-type: none"> Noted the additional responsibilities for Yogesh Anand as Chief Technology Officer (CTO) and the proposal to expand Marcus Porter’s role as Strategic Advisor. Noted the transfer of the Workspace function (including Property and Business Support) to the GM of Corporate Support. s 9(2)(g)(i) <p><i>Talent Management Strategy 2021-23</i></p> <ul style="list-style-type: none"> Noted the strategic approach to Talent Management for the next three years <p><i>Reward Approach 2021-2022</i></p> <p>s 9(2)(b)(ii)</p> <p><i>Code of Conduct</i></p> <ul style="list-style-type: none"> Approved the draft Code of Conduct in principle, subject to staff and union consultation. Noted the approach to consultation and rollout of final Code. <p><i>Other</i></p> <ul style="list-style-type: none"> Noted: <ul style="list-style-type: none"> The People Dashboard paper supplied to the People & Culture Committee on 24 March 2021. The Workforce Optimisation Update supplied to the People & Culture Committee on 24 March 2021.
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	<ul style="list-style-type: none"> ○ That the Talent Health Check paper was discussed separately.
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15. Investment & Delivery Committee Report Back

The Investment & Delivery Committee Chair provided an overview of the Investment & Delivery Committee meeting, and the Board discussed the recommendations.

Resolutions	<ul style="list-style-type: none"> • The Board noted the papers below supplied to the Investment & Delivery Committee on 24 March 2021: <ul style="list-style-type: none"> ○ GM Overview and Transport Services Update ○ NZ Upgrade Programme ○ Peka Peka to Ōtaki Expressway Project Update
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16. Regulatory Committee Report Back

The Regulatory Committee Chair provided an overview of the Regulatory Committee meeting, and the Board discussed the recommendations.

Resolutions	<p>The Board:</p> <p><i>Road to Zero Public Awareness Campaign</i></p> <ul style="list-style-type: none"> • Noted the approach Waka Kotahi is taking to develop and launch the marketing campaign to create social licence for interventions under the Road to Zero strategy, by increasing public awareness of Road to Zero. <p><i>Minister’s Letter – Board Assurance and Heavy Vehicle Certifiers</i></p> <ul style="list-style-type: none"> • Approved the draft response to the Minister set out in Attachment 1 of the paper subject to additions proposed by Committee and the Board chair’s final approval of the letter. <p><i>Heavy Vehicle Rectification – Regulatory</i></p> <ul style="list-style-type: none"> • Noted the current status of the HVSC Review and management’s current view of progress, cost and risks to complete this review.
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s 9(2)(h)

	s 9(2)(h)
	<p>Other</p> <ul style="list-style-type: none"> • Noted the following papers supplied to the Committee on 24 March 2021: <ul style="list-style-type: none"> ○ GM Overview and Regulatory Update ○ Regulatory Deep Dive: Commercial Transport Sector ○ Regulatory Litigation Update.

9. Our Map Update

The General Manager Corporate Support and Senior Manager Enterprise Change joined the meeting. The Senior Manager Enterprise Change provided an overview of the paper.

Amongst other things, the Board discussed:

- The importance of keeping the organisation’s regulatory role front of mind when working through the shifts.
- The need for further discussion on how equity is considered and addressed in the work that Waka Kotahi does, particular in the context where policy is set outside Waka Kotahi.
- Te Ao Maori needs to be considered separately from other stakeholder engagement, particularly in the context of the Treaty of Waitangi being a foundational document.

Resolutions	The Board noted the presentation.
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Actions	In relation to how equity should be considered in Waka Kotahi decision-making, provide some worked examples to help the Board better understand the approach that it might decide to take.
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The General Manager Corporate Support and Senior Manager Enterprise Change left the meeting.

10. City Centre to Māngere Update

The General Counsel Strategic Projects joined the meeting. The Chief Executive introduced the item, noting the current status of the project.

The Board discussed their role in the project. Given Waka Kotahi was providing funding for the establishment group, the Board asked for oversight of spend on the project.

<p>Resolutions</p>	<p>The Board:</p> <ul style="list-style-type: none"> • Noted that the Minister is taking a paper to Cabinet, seeking approval to set up an establishment unit (Establishment Unit) to progress the City Centre to Māngere (CC2M) project through a public service delivery approach. • Authorised the Chair to agree the final terms of reference for the Establishment Unit. • Noted that the Chief Executive or a senior Waka Kotahi representative will be on the Establishment Unit Board and authorised that individual to represent Waka Kotahi. • Noted that it is expected that there will be a high level of transparency and co-operation between the Establishment Unit and the organisations represented on the Establishment Unit Board. Reflecting this there will be one or more briefings to the Waka Kotahi Board on the likely recommendations of the Establishment Unit Chair and an opportunity for the Waka Kotahi Board to provide feedback to the Waka Kotahi representative on the Establishment Unit Board. • Noted that the Establishment Unit will be housed in Waka Kotahi and that the Minister may give a direction to Waka Kotahi creating a new function for Waka Kotahi to provide support and assistance to the Establishment Unit. • Approved funding to Waka Kotahi for the City Centre to Māngere of \$60 million at a funding assistance rate of 100% for the Establishment Unit phase, subject to approval by Cabinet to set up an Establishment Unit to progress the CC2M project. • Noted that the total expenditure to date on the CC2M project since 2018 has been in the order of \$35 million. • Noted that the funding will be drawn from the Rapid Transit activity class in the current National Land Transport Programme and then from the Public Transport Infrastructure activity class in the 2021-2024 National Land Transport Programme <p>s 9(2)(g)(i)</p>
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	<ul style="list-style-type: none"> • Noted that the Establishment Unit Board will be accountable for the Establishment Unit’s deliverables and that the Waka Kotahi Board will have a residual role to monitor the performance of activities it is funding. • Noted that Management will seek financial delegations from the Board to individuals in the Establishment Unit. • Noted the reason for this funding decision is that a joint process is required to determine the route and mode for the City Centre to Māngere project including the involvement of stakeholders to inform a Cabinet decision.
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The General Counsel Strategic Projects left the meeting.

11. Director of Land Transport Update and Delegations

The General Manager Regulatory and Principal Counsel Regulatory joined the meeting and introduced the paper. They noted that the role of approving the regulatory strategy had been added to the delegations after the paper was submitted, and approval was reserved to the Board. The Board and Management discussed the recommendations, noting that this was a practical first step to implement the change in decision-making for the Director of Land Transport.

Resolutions	<p>The Board:</p> <ul style="list-style-type: none"> • Noted that the final General Instrument of Board Delegation differs from the copy attached to the Board paper by: <ul style="list-style-type: none"> ○ also reserving to the Board the power to approve the regulatory strategy under section 96A of the Land Transport Management Act 2003; and ○ reflecting that the Registrar of Motor Vehicle role under the Land Transport Act 1998 will be conferred on the Director and not the Agency (item 7.1) • Approved the final General Instrument of Board Delegation, which will replace the existing General Instrument of Board Delegation dated May 2016, to take effect on 1 April 2021, to: <ul style="list-style-type: none"> ○ give effect to the delegation of statutory powers and functions to the Director of Land Transport and permission to delegate to external parties; and ○ reserve to the Board new statutory functions regarding the Rail Network Investment Programme (RNIP), ‘top slicing’ of land transport revenue to fund regulatory services and approving the regulatory strategy. • Authorised the Chair to sign the General Instrument of Board Delegation on behalf of the Board. • Noted that this is an interim measure to ensure that the Director has the necessary delegations from establishment, and that the General Instrument of Board Delegation is
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	<p>likely to be replaced as part of the broader delegations review discussed with the Board at its December 2020 meeting.</p> <ul style="list-style-type: none"> • Endorsed Waka Kotahi seeking the Minister of Transport's approval to change his permission for the delegation of statutory powers to external parties (e.g. service agents), so that more people at Waka Kotahi can approve those external delegations.
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The General Manager Regulatory and Principal Counsel Regulatory left the meeting.

12. Northern Pathway Update

The General Manager Transport Services, Senior Manager System Design, National Manager Infrastructure Delivery, and National Manager Business Alignment and Strategy joined the meeting. The General Manager Transport Services provided an overview of the paper.

Amongst other things, the Board noted and discussed:

- The cost of the project provided in the paper was at the P50 level.
- The residual risks in obtaining resource management consents for the project.
- That the benefit cost ratio needed to be updated using the updated methodology and to take account of additional benefits.
- Whether the additional structure should also support an additional public transport lane. Other bottleneck points meant that a separate crossing was needed to address future congestion.
- It's support for walking and cycling, and the need to be clear about Waka Kotahi commitment to this connectivity across the harbour. The Board asked that the paper be updated to reflect this.

Resolutions	<p>The Board:</p> <ul style="list-style-type: none"> • Endorsed a separate structure across the Waitematā harbour for active modes as the preferred long-term solution for the Northern Pathway project. • Noted that whilst the Northern Pathway project (Westhaven to Akoranga) will be designed and consented as a single project, it can be constructed in a phased manner: <ul style="list-style-type: none"> ○ Phase 1: Landside (Northcote to Akoranga) works and interim operational intervention ○ Phase 2: Dedicated active modes structure, separate from the Auckland Harbour Bridge for the Waitematā Harbour portion of the project. • Supported undertaking further development into the exact form of the dedicated structure and further investigation of the interim operational intervention. This is to include
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	<p>commencing stakeholder and public engagement to inform these works.</p> <ul style="list-style-type: none"> • Supported not investigating further options that make use of the existing bridge structure as a long term solution. <p>s 9(2)(g)(i)</p>
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The General Manager Transport Services Senior Manager System Design, National Manager Infrastructure Delivery, and National Manager Business Alignment and Strategy left the meeting.

Culture

13. Safety, Health & Environment Update

The General Manager Safety, Health & Environment joined the meeting and introduced the paper, noting in particular that the SafePlus assessment was now being used to benchmark the organisation’s systems and identify process gaps. The goal is to achieve a ‘performing’ status, with the intent of looking at what a ‘leading’ status would add for the organisation.

Resolutions	The Board noted the update.
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The General Manager Safety, Health & Environment left the meeting.

Operational

18. Wellington Office Accommodation

The Senior Manager Workplace Services joined the meeting, and introduced the paper, noting the work that has been undertaken to identify appropriate new premises for the Wellington office when the current lease expires.

The Board noted the seismic rating of the current Chews Lane building, and tested whether the building was safe to remain in.

Resolutions	The Board noted the work underway on Wellington accommodation.
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The Senior Manager Workplace Services left the meeting.

19. Board Correspondence

The Board **noted** the correspondence.

20. General Business

There was no further business.

The meeting concluded at 2.50pm.



Minutes approved by the Board Chair

Brian Roche 20/04/2021

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