



Directors and Trustees Selection Subcommittee Meeting Friday, 21 August 2020

Date Friday, 21 August 2020 Time 3pm Location Chief Executive's Office Timaru District Council 2 King George Place Timaru File Reference 1365556



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1 Apologies

- 2 Identification of Items of Urgent Business
- 3 Identification of Matters of a Minor Nature
- 4 Declaration of Conflicts of Interest

5 Reports

Author: Frazer Munro, Development Manager

Authoriser: Bede Carran, Chief Executive

Recommendation

That the Director and Trustee Appointment Subcommittee:

- 1. Recommends the attached Skills Matrix be presented to Council for approval.
- 2. Confirms the appointment process shall be according to the Timaru District Holdings Limited Board Appointment Process.
- 3. Appoints the Institute of Directors as the Director search company.

Purpose of Report

- 1 To identify the skills, competencies and knowledge of candidates sought for the new TDHL Directorships and present these to Council for approval.
- 2 To confirm the appointment process.
- 3 To appoint a search company.

Assessment of Significance

4 This matter has a low significance in terms of Council's Significance and Engagement Policy.

Background

- 5 The MartinJenkins TDHL review recommendations have resulted in Council being presented with, and reaching agreement on, several procedural and governance changes to TDHL. These include the Framework and Process report on 9 June 2020 and the TDHL Constitutional amendments report on 21 July 2020.
- 6 These resulted in the requirement to appoint two new independent Directors and one new Elected Member Director in accordance with the TDHL Board Director Appointment Process (attached) and the TDHL Board Competency Framework (attached).
- 7 It is the role of this subcommittee to:
 - Identify the skills, competencies and knowledge of candidates sought for the new TDHL Directorships and present these to Council for approval.
 - Confirm the appointment process.
 - Appoint a search company.

Discussion

Identification of skills, competencies and knowledge

8 The broader competencies are outlined in the TDHL Board Competency Framework.

- 9 Based on these, and in consultation with the TDHL Board Chair, a specific skills matrix has been developed and is attached.
- 10 It is noted that not every applicant is expected to meet all competencies, but that across the three new Directors, all the key competencies be meet.

Appointment Process

11 It is recommended that the appointment process set out in the TDHL Director Appointments Process be followed, with the aim of the Committee to make its recommendations on candidates to Council, in sufficient time to be included in the agenda for the 27 October Council meeting.

Search Company

- 12 The search company undertakes tasks 6 to 8 in the appointment process.
- 13 The Institute of Directors (IOD) has recently assisted Council with the search for an independent Director for the Audit and Risk Committee, and is assisting TDHL in its search for suitable future Alpine Energy Limited and PrimePort Limited Directors.
- 14 Given its experience, understanding of candidate availability and recent knowledge of Councils requirements, it is recommended that the IOD be engaged as the search company.
- 15 The Institute of Directors Director Search Questionnaire has been populated in anticipation of its engagement and is attached.

Options and Preferred Option

Identification of skills, competencies and knowledge

- 16 That the attached skills matrix, including any additions or alterations made by the Subcommittee, be presented to Council for approval. This is the preferred option.
- 17 That an alternative matrix be prepared and presented to Council. This is not the preferred option.

Appointment Process

- 18 That the Subcommittee confirms that the appointment process shall be according to the Timaru District Holdings Limited Board Appointment Process. This is the preferred option as it is consistent with previously approved Council processes.
- 19 That the Subcommittee proposes an alternative appointment process. This is not the preferred option.

Search Company

- 20 That the Subcommittee appoints the Institute of Directors as the Director search company. This is the preferred option.
- 21 That the Subcommittee appoints an alternative search company. This is not the preferred option.

Consultation

22 In accordance with TDHL Appointment Process, the Chairperson has been consulted.

Relevant Legislation, Council Policy and Plans

- 23 Local Government Act 2002
- 24 Companies Act 1993
- 25 Timaru District Holdings Limited Constitution
- 26 Timaru District Council and Timaru District Holdings Limited Roles and Responsibilities Policy
- 27 Timaru District Holdings Limited Competency Framework
- 28 Timaru District Holdings Limited Board Appointment Process

Financial and Funding Implications

29 TDHL Director fees are funded from the TDHL operational budget and do not affect Council budgets.

Other Considerations

30 Not applicable.

Attachments

- 1. TDHL Board Competency Framework 🗓 🛣
- 2. TDHL Board Appointments Process 🗓 🛣
- 3. Skills matrix 🕂 🛣
- 4. Director Search Questionnaire 🕂 🛣

Timaru District Holdings Limited

Board competency framework

Last updated: June 2020

Purpose of this document

This Board competency framework is designed to ensure Board of Timaru District Holdings Limited (TDHL) consists of individual Directors with a balance of skills and experience to oversee TDHL, achieve its strategic objectives, and deliver value to Timaru District Council (TDC) and its communities.

The competency framework will be used to guide and support:

- an annual self-evaluation by the TDHL Board, and informal assessments between the Chair and individual Directors
- identification of gaps in the required skills and experience on the Board, to inform recruitment and professional development plans.

Background

Purpose of TDHL

Timaru District Holdings Limited (TDHL) is a council-controlled organisation as defined by Section 6 of the Local Government Act 2002. TDHL was established in 1997 to hold the commercial assets of Timaru District Council (TDC) as its shareholder. The objective of TDHL is to provide strong commercial oversight on behalf of TDC, in respect of the governance of companies providing economic and community benefit.

Legislative requirements

Under the Local Government Act 2002, "...a local authority may appoint a person to be a director of a council organisation if the person has, in the opinion of the local authority, the skills, knowledge or experience to (a) guide the organisation given the nature and scope of its activities; and (b) contribute to the achievement of the objectives of the organisation."

TDHL Constitutional provisions

TDHL has an independent Chair and at least two and up to six Board members, one of whom is appointed as Deputy Chair. The Mayor cannot be a member of the Board.

Directors should be an equal number of independent and elected members, with a view to transitioning to more independent than elected members over time. The Board can comprise a greater number of independent Directors if the required skills and experience are not available from among elected members. The Chair has a casting



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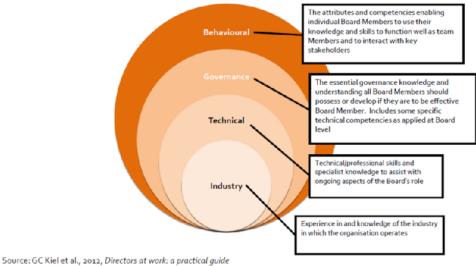
vote on the Board. Only independent Board members are appointed as a Director of a subsidiary company.

TDC makes all Director appointments. Appointments are for up to three years, and are renewable for a maximum of three terms. One third, and if not divisible into a whole number then the nearest whole number, of Directors retire from office at the annual meeting of the Shareholders, and retirees are those who have been longest in office. Those who retire are eligible for reappointment. Elected members who are not reelected to office can continue their role until TDC replaces them, or removes them from the Board.

All appointments are made on merit, and the independent and elected members are subject to the same selection criteria, reflecting the specifications in this Board competency framework.

Principles underpinning the competency framework

The framework below, based on international good practice, has been used to guide the competency framework:



for boards, Sydney: Thomson Reuters.

Competencies are categorised in two parts:

Core competencies

Core competencies are the behavioural and governance competencies that are required of every board member. They are personal attributes or qualities, and set the minimum standard for board members.

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DISTRICT COUNCIL		

In performance assessments: for individual Directors, professional development can be provided where any potential to strengthen these competencies is identified.

In recruitment: only candidates who hold these competencies should be considered as a potential board member.

Collective competencies

These are technical and industry related competencies which should be held by the collective skills and experience of the Board members. However, it is not necessary for every Board member to hold every competency.

In performance assessments: the annual Board evaluation will assess the Board's collective strength in these competencies. This may identify professional development requirements for the Board as a whole, and skills or experience gaps on the board.

In recruitment: search and appointment processes will seek to fill any gaps or weaknesses identified in the collective skills and experience of the Board. In assessing a candidate's suitability, the collective competencies should only be considered after it has been confirmed that the candidate holds the core competencies.

Chair competencies

In addition to holding the core competencies and at least one of the collective competencies, the Chair must possess additional competencies that are required to lead the board effectively. These competencies will guide the recruitment and the performance assessment of the TDHL Chair.

Competency framework review

The competency framework will be reviewed annually by TDC in consultation with TDHL to ensure that the composition of skills and experience on the Board remain aligned with TDHL's purpose and strategic objectives.



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TDHL Board competency framework

Core competencies

To be held by all Directors

Attributes	Description
Integrity	 A commitment to: Understanding and fulfilling the duties and responsibilities of a Director, and maintaining knowledge in this regard through professional development Putting TDHL's and TDC's interests before any personal interests Acting in a transparent manner and declaring any activities or conduct that might be a potential conflict Maintaining Board confidentiality at all times.
Effective Communicator	 The ability to: Listen to, and constructively and appropriately debate, other people's viewpoints Develop and deliver cogent arguments.
Constructive Questioner	The preparedness to ask questions and challenge peer Directors and Boards of subsidiary companies in a constructive and appropriate way about key issues.
Contributor and team player	The ability to work as part of a team, and demonstrate the passion and time to make a genuine and active contribution to TDHL.
Commitment	A visible commitment to the purpose for which TDHL has been established and operates, and its on-going success.
Critical and innovative thinker	The ability to critically analyse complex and detailed information, readily distil key issues, and develop innovative solutions to problems.



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Collective competencies

To be held collectively by the Board

Competency	Description
Strategy and planning	Ability to think strategically; identify and critically assess strategic opportunities and risks. Experience to develop effective strategies in the context of the strategic objectives of TDHL and TDC.
Governance, Risk and Compliance	Experience in the application of governance principles in a commercial enterprise, public sector body or other entity.
	Ability to identify key risks to TDHL and TDC in a wide range of areas including financial, legal and regulatory compliance.
Financial Performance	 Qualifications and experience in governing commercial investment, including to: Analyse key financial statements Critically assess financial viability and performance Contribute to strategic financial planning Oversee budgets and the efficient use of resources Oversee investment arrangements and accountability.
Business and commercial	Experience in, or understanding of, growing a successful commercial business
Community engagement	Understanding of, and connections with, the interests and needs of Timaru District communities, including the ability the ability to effectively engage and communicate with key stakeholders.
Treaty of Waitangi	An understanding of the principles of the Treaty of Waitangi including experience relevant to TDC's obligations under the Local Government Act 2002.



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Chair competencies

Competency	Description
Leader	 Innate leadership skills, including the ability to: Articulate and champion the strategic direction of TDHL Lead and manage Board meetings, ensuring the Board sets the right focus Set an appropriate Board culture, ensuring it works effectively as a team Take responsibility for decisions and actions.
Mentor	Experienced in and knowledgeable of good practice governance, with the ability to guide and support individual Directors, and the Board as a whole.
Relationship manager	Aptitude and capacity to engage effectively and constructively with TDC as TDHL's shareholder.



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Board evaluation table

This table should be completed for each individual Director prior to the annual Board evaluation. The results will inform the Board's discussion on its collective skill strengths and gaps.

Each Director should identify their top 3 or 4 skills, and grade them as follows:

(E) Expert - has strong knowledge of key concepts and principles and more than five years relevant experience

(P) Proficient – has a sound knowledge of key concepts and principles but less than three years relevant experience

(D) Developing – has a knowledge of key concepts and principles but limited direct or applied experience

Skill Area	Description							
		D1	D2	D3	D4	D5	D6	D7
Strategy and planning	Ability to think strategically; identify and critically assess strategic opportunities and risks. Experience to develop effective strategies in the context of the strategic objectives of TDHL and TDC.							
Governance, Risk and Compliance	Experience in the application of governance principles in a commercial enterprise, public sector body or other entity.							
	Ability to identify key risks to TDHL and TDC in a wide range of areas including financial, legal and regulatory compliance.							



Skill Area	Description							
		D1	D2	D3	D4	D5	D6	D7
Financial Performance	 Qualifications and experience in governing commercial investment, including to: Analyse key financial statements Critically assess financial viability and performance Contribute to strategic financial planning Oversee budgets and the efficient use of resources Oversee investment arrangements and accountability. 							
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Community engagement	Understanding of, and connections with, the interests and needs of Timaru District communities, including the ability the ability to effectively engage and communicate with key stakeholders.							
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Timaru District Holdings Limited Director Appointments Process

Purpose of this document

This document sets out at a high level the process for the appointment of Directors to Timaru District Holdings Limited. The process is consistent with State Services Commission Board appointment and induction guidelines, and AOG guidance on governance and accountability of Council Controlled Organisations (CCOs).

Background

Purpose of TDHL

Timaru District Holdings Limited (TDHL) is a CCO as defined by Section 6 of the Local Government Act 2002. TDHL was established in 1997 to hold the commercial assets of Timaru District Council (TDC) as its shareholder. The objective of TDHL is to provide strong commercial oversight on behalf of TDC, in respect of the governance of companies providing economic and community benefit.

Legislative requirements

Under the Local Government Act 2002, "...a local authority may appoint a person to be a director of a council organisation if the person has, in the opinion of the local authority, the skills, knowledge or experience to (a) guide the organisation given the nature and scope of its activities; and (b) contribute to the achievement of the objectives of the organisation."

TDHL Constitutional provisions

TDHL has an independent Chair and at least two and up to six Board members, one of whom is appointed as Deputy Chair. The Mayor cannot be a member of the Board.

Directors should be an equal number of independent and elected members, with a view to transitioning to more independent than elected members over time. The Board can comprise a greater number of independent Directors if the required skills and experience are not available from among elected members. The Chair has a casting vote on the Board. Only independent Board members are appointed as a Director of a subsidiary company.

TDC makes all Director appointments. Appointments are for up to three years, and are renewable for a maximum of three terms. One third, and if not divisible into a whole number then the nearest whole number, of Directors retire from office at the annual meeting of the Shareholders, and retirees are those who have been longest in office.



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Those who retire are eligible for reappointment. Elected members who are not reelected to office can continue their role until TDC replaces them, or removes them from the Board.

All appointments are made on merit. The independent and elected member candidates are subject to the same selection criteria, which reflect the requirements set out in the Board competency framework.

Principles underpinning the appointments process

Three principles guide this appointments process, based on international good practice:

- Merit: providing a choice of high-quality candidates whose skills, experience and qualities have been judged to best meet the needs of public office.
- Fairness: selection processes that are objective, impartial and consistently applied to all candidates.
- Openness: information about the requirements of the post and the selection process must be publicly available.

These principles are met in large part by separating the judgement of merit of candidates from the final decision to appoint. This means that intermediary judgments about merit do not influence the final appointment decision.

Appointments process

The appointments process has been designed to be consistent with the principles above. In particular, it establishes a selection panel which identifies more suitable candidates than vacancies for consideration by a Council committee, which makes recommendations to Council as the appointing body. The Mayor is not a member of the selection panel.

The key steps are set out below, and illustrated in the diagram at Appendix A.

- 1. Council agrees or refines a Board competency framework which comprises the individual and collective competencies, skills and knowledge required of the Board members to deliver their objectives.
- 2. Council's Director and Trustee Appointments Committee (the Committee) is responsible for executing the appointments process. The Committee is chaired by the Mayor and can co-opt a suitably qualified independent member.
- 3. The Committee, in consultation with the TDHL Board Chair (or Deputy Chair if the Chair is seeking reappointment), determines the vacancies for each recruitment round, and identifies the skill sets sought either to address gaps in the collective board skills, competencies and knowledge, or to assist succession planning. The Committee also confirms the appointments process, including the selection criteria, and appoints a search company. The search company's role in the appointments process is to undertake the candidate search, due-diligence,



screening and long-listing, and to provide good practice advice and guidance to the Committee.

- The priority competencies for each appointment round, and the selection criteria, are approved by Council. Elected member seeking appointment or reappointment recuse themselves from this agenda item.
- 5. A variety of methods are then used by the search company to find suitable candidates, including advertising and search.
- 6. The search company assesses all applications against the selection criteria, and recommends a long-list to the Committee. The Committee agrees a long-list, and the search company then interviews each long-listed candidate. The search company then proposes a short-list of candidates to the Committee, ideally with more candidates than the number of vacancies.
- 7. The Committee agrees a recommended short-list and appoints a panel to interview the candidates. The panel comprises up to two Committee members (one of whom is appointed Chair), the TDHL Board Chair and an independent industry specialist. If the TDHL Board Chair is seeking re-appointment, the Mayor will appoint another Director to the interview panel. The Mayor is not a member of the interview panel.
- 8. External candidates not shortlisted are informed by the search company. Elected members not shortlisted are informed by Chair of interview panel.
- 9. The panel interviews the short-listed candidates using questions to assess the candidates against the selection criteria, including on actual or perceived conflicts of interest, and recommends a ranking of candidates to the Committee. The search company does not take part in the interviews of short-listed candidates, but may attend the interviews as an advisor.
- 10. The Committee considers the advice from the interview panel and agrees candidate(s) to recommend to Council for appointment. The Committee Chair may choose to meet with candidate(s) prior to decision of the Committee, and to consult Councillors who are not candidates, the Chief Executive, or the TDHL Chair.
- 11. Council considers recommendations from Mayor, in her/his role as Chair of Appointments Committee. Councillors who are short-listed candidates recuse themselves from this agenda item. Council decides on appointments, and authorises the Mayor to make the appointments on its behalf. Appointments are ratified at the annual meeting of Shareholders.
- 12. The Chief Executive prepares the appointment documents for the Mayor.



- 13. Before a public announcement, the search company informs unsuccessful shortlisted external candidates, and the Chair of the interview panel informs unsuccessful short-listed elected members.
- 14. The Chief Executive ensures the induction of new members in consultation with the TDHL Chair and Mayor.



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Legend Appointment / reappointment flowchart Council, Mayor, and Chiel If candidates or Executive of Council candidate aumbers are 1. Council agrees Board competency inadequate, need to Director and Trustee think of other ways to Appointments Committee framework. attract people and go back to 3. Ask candidate to update CV and fill in new declaration of No? 2. Monitors for vacancies and interests form and proceed commences process well in advance to 9. If there are Interview panel insurmountable conflicts or of term expiry. candidate does not wish to be reappointed go to 5. Reappointment? 3. Identifies priority competencies 11. Council considers recommendations 7. Agrees a short-list. Appoints interview for this appointments round and any from Mayor, in their role as Chair of the panel with an Appointments Committee changes to the appointments Appointments Committee, Elected member as Chair. process. Appoints search company. members who are short-listed candidates recuse themselves from this agenda item. Council decides on appointments, and authorises the Mayor to make appointments. Appointments Go back to 3 4. Council confirms priority are ratified at the annual meeting of Elected members not shortlisted are competencies, appointments Shareholders. informed by Chair of interview panel. process (including selection criteria), No? and search company, Elected Go back to members seeking appointment or 6, 5 or 4. re-appointment recuse themselves 9. Interview shortlisted candidates with 12. Chief Executive prepares from this agenda item. appointment documents for Mayor. set questions. Candidates asked about conflicts and any reason why they should None suitable? not be appointed. Make recommendations to Appointment Committee. Chair of interview panel informs 10. Considers advice from interview panel, unsuccessful elected members. and decides on candidates to recommend to Council for appointment. Chair may choose to meet with candidates prior to 14. Announcement made. Chief Executive decision of Appointments Committee, and ensures induction of new members in to consult Councillors who are not consultation with the TDHL Chair and candidates, the Chief Executive, and the Mayor. TDHL Chair.

Appendix A

Note: search can cover any type of recruitment, for example, head hunting, adverts, websites, and email trees.



TIMARU DISTRICT HOLDINGS LIMITED - SKILLS MATRIX 2020

		< <name>></name>						
DESIRED SKILLS AND EXPERIENCE		- manie	- manne	- manie	- manne		- manie	- manie
	(a) Proven corporate governance experience. (at least 5 years' experience as a director or							
	trustee with an organisation of substance).							
Corporate Governance experience	(b) At least 10 years business experience with preferably at least five years in a managerial,							
	executive leadership or ownership role.							
Risk and Compliance	Ability to identify key risks to TDHL and Timaru District Council in a wide range of areas							
	including financial, legal and regulatory compliance.							
	Ability to demonstrate they possess strong financial and commercial acumen including the							
	ability to:							
	- analyse key financail statements							
inancial literacy and performance	- critically assess financial viabiloity and performance							
	- oversee budgets and the efficient use of resources							
	- oversee investment arrangements and accountability							
	An understanding of legal and accounting financial reporting standards and of accounting							
.egal expertise	principles and practice							
T/digital/cyber	An understanding of information technology, cyber security and the digital economy							
Other relevant Sector skills/experience etc.	Experience in one or more of the following industries: local government, infrastructure,							
g infrastructure, RMA,	logistics, engineering, services, import/export, and property							
······································								
Freaty of Waitangi	An understanding of the principles of the Treaty of Waitangi including the obligations of							
, ,	Councils under the Local Government Act 2002.							
	Understanding of, and connections with, the interests and need of Timaru District							
Community Engagement	communities, including the ability to effectively engage and communicate with key							
	stak eholders.							
	(a) The ability and intelligence to make sensible, astute, business decisions and							
	recommendations based on reasonable assumptions and factual information, including the							
	ability to deal with uncertainty, risk, incomplete information and complexity, both in the							
	present and reaching out several years.							
	(b) The ability to "stand above the level of the problem".							
	(c) The ability to see the overall strengths and weaknesses of the company, the manner in							
key Competencies	which they are driven and the impact of the board's decisions and other influences upon							
	them.							
	(d) The ability to probe the facts, challenge assumptions, identify the advantages or							
	drawbacks of proposals, provide counter-arguments and ensure discussions are penetrating							
	and constructive.							
	 (e) The ability to work harmoniously within a group, to recognise and value the contributions 							
	of other board members in a diplomatic manner, and to support and accept majority board							
	decisions.							
	(a) A high level of emotional intelligence.							
	(b) A reputation for trustworthiness and integrity				-			
Personal Characteristics	(c) Capacity to commit sufficient time to the role.							
	(d) No conflict of interest (either perceived or real)							
otal	2.1		D	0	0	D	0	0

Ratings: 1=Limited skills and experience - 5:=Strong skills and experience

DirectorSearch Questionnaire

Please complete this form, which provides us with key information for our search and helps us to effectively identify the most suitable candidates.

Contact Details

Contact person for this search	Bede Carran
Phone and email	Bede.carran@timdc.govt.nz
Organisation Address	2 King George Place
	Timaru
Invoicing details (contact name and	Jacky Clarke
email address)	Jacky.clarke@timdc.govt.nz

Company Information

Company name	Timaru District Holdings Limited (TDHL)
NZBN number	9429037972813
Website address	
Industry	Council Controlled Organisation
Turnover (\$)	\$13.4 million for year ended 30 June 2019 Total Assets: \$149 million at year ended 30 June 2019
Number of staff	1 to 2 FTEs
Ownership structure	100% owned by Timaru District Council
Other relevant company background and information You may wish to attach documents with relevant background information to this	TDHL owns and actively manages \$40M worth of industrial and commercial property; a 47.5% ownership in Alpine Energy (an electrical lines company) and a 50% ownership in PrimePort Timaru.
questionnaire	

Board Information:

Structure and makeup of current board <i>Please include names of current board</i> <i>members and when they joined the board</i>	Independent Director (Chair) and two Elected Member Directors (one being the Mayor).
Type of director sought	Deputy Chair (Independent)
E.g. Chair, Deputy Chair, director	Director (Independent)

	Director (Elected Member)
Reason for vacancy (eg growth of board, current member retiring)	Shareholder resolution to appoint additional independent Directors and to replace Mayor with an Elected Member
Meetings typically held where and when	Scheduled meetings at the offices of Timaru District Council in the first week of the month, preferable the first Thursday.
Number of meetings per annum	12
Average length of meetings	Typically half day (3 – 4 hours) 6 to 8 workshops held annual on days coinciding with meetings days (3 – 4 hours)
Committee requirements <i>Please list the committees of the board,</i> <i>and indicate those to which this candidate</i> <i>may be appointed</i>	Not applicable

Remuneration

Remuneration amount and method	Chairperson: \$60,000 pa
DirectorRem services - how we can assist you with paying appropriate fees for your board	Deputy Chair: \$43,750 pa Director: \$35,000 pa
Retirement policy	At the AGM, one-third of the independent Directors, or if their number is not a multiple of three the then the nearest whole number shall retire from office. Those that retire shall be those who have been longest in office since they were last elected. A retiring independent Director shall be eligible for re-election at that meeting, provided they have not served three or more terms (a term being 3 years).
D & O insurance provided?	Yes – indemnity provided

Candidate Specification

Level of experience Consider the level of seniority and experience you are looking for	As per attached skills matric
Diversity considerations <i>Consider the current make-up of your</i> <i>board</i>	Gender diversity relevant consideration
Geographical considerations	New Zealand wide. Preference will be given to central South Island candidates.

Skill/qualification requirements What are the most important skills/qualifications for the candidate to be able to undertake this role? What other skills and qualifications would add value to the current composition of your board?	As per attached skills matrix
Sector experience Is it important for the candidate to have experience in your sector/industry? What other industry/sector experience could add value to your board?	As per attached skills matrix
The types of positions you want the candidate to have held in the past <i>E.g. CEO, CFO, Director, Chair</i>	Proven corporate governance experience. (At least 5 years' experience as a director or trustee with an organisation of substance). At least 10 years business experience with preferably at least five years in a managerial, executive leadership or ownership role.
Potential conflicts of interest or other barriers Consider specific companies or sectors that may create a conflict	Conflict, or perceived conflict, if in a governance or executive position on a CCO in which Council has a material interest, Alpine Energy Ltd (and its subsidiaries), and PrimePort Limited
Any additional information about the skills and experience you are looking for For example, would international experience be useful? Are there any "like" organisations and/or companies that would be useful experience for a candidate to have? Do you want the candidate to hold any other appropriate memberships or affiliations?	See attached skills matrix Full membership of a professional organisation which: (i) has a code of ethics the member must observe and (ii) which requires continuing professional development as a condition of full membership
Names of other candidates being considered – independent of the IoD search Please note that we will exclude the names of these candidates from any longlist we send to you, should they appear in our search	-

Additional questions

How did you hear about the IoD DirectorSearch service?	
Why did you choose to use the loD DirectorSearch service?	

Many thanks for your feedback, it is much appreciated

- 6 Consideration of Urgent Business Items
- 7 Consideration of Minor Nature Matters