



MINUTES

Directors and Trustees Selection Subcommittee Meeting Friday, 21 August 2020

Ref: 1365598

**Minutes of Timaru District Council
Directors and Trustees Selection Subcommittee Meeting
Held in the Chief Executive's Office, Timaru District Council, 2 King George Place, Timaru
on Friday, 21 August 2020 at 3pm**

Present: Mayor Nigel Bowen (Chairperson), Clr Peter Burt

In Attendance: Ian Fitzgerald (TDHL Chairperson)

Chief Executive (Bede Carran), TDC Development Manager (Frazer Munro),
Governance Support Officer (Joanne Brownie)

1 Apologies

Resolution 2020/1

Moved: Mayor Nigel Bowen

Seconded: Clr Peter Burt

That the apology received from Cr Steve Wills be accepted and leave of absence granted.

Carried

2 Identification of Items of Urgent Business

There were no urgent business items.

3 Identification of Matters of a Minor Nature

There were no minor nature items.

4 Declaration of Conflicts of Interest

There were no conflicts of interest.

5 Reports

5.1 TDHL Director Appointments

The Subcommittee considered a report by the Development Manager on the appointment process for new TDHL directors, together with the TDHL Board competency framework, TDHL Board appointment process, skills matrix and director search questionnaire.

A suggestion was made to broaden the skills matrix to include 'other governance experience' rather than just corporate governance experience and business experience.

Further, under skills, there would be value in adding strategy and planning to the required skills.

The Subcommittee agreed that these suggestions be added to the skills matrix.

It was pointed out that in addition to the skills listed in the matrix, some emphasis should be placed on lifeskills, diversity, and emotional intelligence as there can be complex situations and issues

faced by the TDHL Board, including stakeholder engagement with Council, and engagement with the community.

While it is important to pursue the concept of engaging an aspiring director, this would not be appropriate for core places at the Board table at this stage, due to the complex nature of the issues TDHL deals with, which will require an immediate contribution by experienced directors. However, thought needs to be given to seeking an aspiring director in the longer term, possibly bringing them in for an 18month period to learn. This appointment could either be an additional director or an appointment at a future rotation.

Ian Fitzgerald commented that it would be an advantage to have a TDHL Chairperson who is local, to support the Board and officers and to maintain good connections with the shareholder. This will be especially pertinent now that the Mayor is no longer on the Board. Also travelling issues from a more remote base can constrain the contribution by the chair.

The director search will be New Zealand wide, but preference to more local candidates.

The TDC Development Manager reminded the Board of the process from this point forward, with a full report to Council on 1 September, agreement by the Council on the process, engagement of the Institute of Directors, development of a longlist, this Subcommittee then meets to review the longlist and create a shortlist, then an appointments committee is appointed. This may include the TDHL Chairperson and an independent person.

A request was made for early diary appointments to ensure availability throughout the process.

Resolution 2020/2

Moved: Mayor Nigel Bowen

Seconded: Member Peter Burt

That the Director and Trustee Appointment Subcommittee:

1. Recommends the 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.

Carried

6 Consideration of Urgent Business Items

There were no urgent business items.

7 Consideration of Minor Nature Matters

There were no minor nature items.

The meeting closed at 3.33pm.

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Chairperson