

Notice is given that an ordinary meeting of the Joint Shareholders Committee will be held on:

**Date:** **Tuesday 22 August 2023**  
**Time:** **9.30 am**  
**Meeting Room:** **Tasman Council Chamber**  
**Venue:** **189 Queen Street, Richmond**  
**Zoom conference link:** <https://us02web.zoom.us/j/81928501310?>  
Meeting ID: 819 2850 1310  
Meeting Passcode: 746934

---

## **Joint Shareholders Committee**

### **Komiti Joint Shareholders**

## **AGENDA**

---

#### **MEMBERSHIP**

<b>Council</b>	<b>Tasman District Council</b>	<b>Nelson City Council</b>
<b>Members</b>	Mayor T King (Chair)	Mayor N Smith
	Deputy Mayor S Bryant	Deputy R Mayor O'Neill-Stevens
	Cr B Dowler	Cr M Benge
	Cr C Hill	Cr M Courtney
	Cr C Mackenzie	Cr K Paki Paki
	Cr K Maling	Cr R Sanson

(Quorum 6 members)

Contact Telephone: 03 543 8512  
Email: [robyn.scherer@tasman.govt.nz](mailto:robyn.scherer@tasman.govt.nz)  
Website: [www.tasman.govt.nz](http://www.tasman.govt.nz)



## AGENDA

**1 OPENING, WELCOME, KARAKIA TIMATANGA**

**2 APOLOGIES AND LEAVE OF ABSENCE**

An apology has been received from Deputy Mayor R O'Neill-Stevens.

**Recommendation**

**That an apology be accepted from Deputy Mayor R O'Neill-Stevens.**

**3 PUBLIC FORUM**

Registration is required to speak at public forum. You can register [here](#)

**4 DECLARATIONS OF INTEREST**

**5 LATE ITEMS**

**6 CONFIRMATION OF [MINUTES](#)**

**That the minutes of the Joint Shareholders Committee meeting held on Monday, 22 May 2023, be confirmed as a true and correct record of the meeting.**

**7 PRESENTATIONS**

Nil

**8 REPORTS**

8.1 Tasman Bays Heritage Trust - Trustee Remuneration ..... 4

**9 CONFIDENTIAL SESSION**

9.1 Procedural motion to exclude the public..... 9

9.2 Infrastructure Holdings Limited - Final Statement of Intent ..... 9

**10 KARAKIA WHAKAMUTUNGA (CLOSING)**

## 8 REPORTS

### 8.1 TASMAN BAYS HERITAGE TRUST - TRUSTEE REMUNERATION

<b>Report To:</b>	Joint Shareholders Committee
<b>Meeting Date:</b>	22 August 2023
<b>Report Author:</b>	Martin Croft, Strategic Advisor Community Services
<b>Report Number:</b>	RJSC23-08-1

#### 1. Purpose of Report

- 1.1 To approve the trustees' remuneration pool for Tasman Bays Heritage Trust for 2023/24.

#### 2. Recommendation

**That the Joint Shareholders Committee**

- 1. receives the Tasman Bays Heritage Trust - Trustee Remuneration report, RJSC23-08-1; and**
- 2. agrees an increase of 3.5% in the trustees' remuneration pool to \$74,793 for Tasman Bays Heritage Trust for the 2023/2024 financial year.**

#### 3. Background and Discussion

- 3.1 The joint policy requires that the remuneration pool for trustees needs to be confirmed prior to the Trust's Annual Meeting, which is being held in October.
- 3.2 Each year the Joint Shareholders Committee determines the total pool for remuneration of trustees.
- 3.3 The Trust Board then determines the allocation for individual trustees and the Trust Chair (Trust Deed, clause 26 - [Tasman Bays Heritage Trust Deed of Trust](#)).
- 3.4 The process for determining the remuneration pool is set out in the joint policy. Paragraph 7.2 states that:
 

*Remuneration of directors/trustees of jointly held CCOs is set out in accordance with scales approved from time to time by the Joint Shareholders Committee prior to the organisations annual general meeting.*
- 3.5 The recent practice of the Joint Shareholders Committee has been to align the trustees' remuneration pool to increase to the Consumer Price Index (CPI).
- 3.6 In 2020, there was no increase to the remuneration pool, due to the financial pressures generated by COVID-19. In 2021, the remuneration pool was adjusted by a combined two-year CPI (3.3%), which took the pool to \$67,600. In 2022, there was an increase of 5.9% (CPI annualised to December 2021) in the trustees' remuneration pool, which took it to \$72,264.

- 3.7 The most recent CPI measure, based on data published on the Statistics New Zealand website was 7.2%, annualised to December 2022.
- 3.8 Both Tasman District Council and Nelson City Council provided a 3.5% increase in grant funding to the Tasman Bays Heritage Trust (TBHT) for the 2023/24 Financial Year.
- 3.9 If adjusted by 7.2%, the total pool for the year ahead, 2023/24, would be \$77,467, an increase of \$5,203.
- 3.10 If adjusted by 3.5%, to match both Council’s percentage increase in grants to the TBHT, the total pool for the year ahead, 2023/24, would be \$74,793, an increase of \$2,169.

**4. Options**

- 4.1 The Committee can increase the remuneration pool by 7.2% (annualised CPI); increase the pool by a different amount; or make no increase at all.
- 4.2 Option 2 - To increase the trustees’ remuneration pool by 3.5% is recommended.

<b>Option 1: Increase the trustees’ remuneration pool by December 2022 Consumer Price Index (CPI) of 7.2%</b>	
Advantages	<ul style="list-style-type: none"> <li>• Increase keeps pace with inflation over the past year and helps maintain relativity.</li> <li>• Helps attract and retain quality applicants and trustees into the future.</li> </ul>
Risks and Disadvantages	<ul style="list-style-type: none"> <li>• Cost to the TBHT is disproportional to the percentage increase in grant funding from both Councils.</li> </ul>
<b>Option 2: Increase the trustees’ remuneration pool 3.5%</b>	
Advantages	<ul style="list-style-type: none"> <li>• Matches the percentage increase received in grant funding from both Councils.</li> <li>• Helps attract and retain quality applicants and trustees into the future.</li> </ul>
Risks and Disadvantages	<ul style="list-style-type: none"> <li>• Remuneration of the trustees does not keep pace with inflation.</li> </ul>
<b>Option 3: Increase the trustees’ remuneration pool by a different amount</b>	
Advantages	<ul style="list-style-type: none"> <li>• A lower amount would help maintain budget impacts of high CPI.</li> <li>• No identified benefit of paying a higher amount.</li> </ul>
Risks and Disadvantages	<ul style="list-style-type: none"> <li>• A lower amount could make it more difficult to attract and retain quality applicants and trustees into the future.</li> <li>• A higher amount could be viewed as out of step with Council’s financial oversight obligations.</li> </ul>

<b>Option 4: Do not increase the trustees' remuneration pool</b>	
Advantages	<ul style="list-style-type: none"> <li>No advantages identified.</li> </ul>
Risks and Disadvantages	<ul style="list-style-type: none"> <li>Remuneration of the trustees does not keep pace with inflation.</li> <li>Remuneration loses relativity with other similar roles and organisations.</li> <li>Potentially makes it harder to attract and retain quality applicants and Trustees in the future.</li> </ul>

**5. Considerations for Decision Making**

<p><b>5.1 Fit with Purpose of Local Government</b></p> <p>The Tasman Bays Heritage Trust is a Council Controlled Organisation as identified in the Local Government Act 2002 s.6.</p> <p>The process for trustee remuneration complies with the process set out in the Council's joint policy and the Trust's Deed.</p> <p>Remunerating trustees of Council Controlled Organisations supports the provision of good quality local infrastructure.</p>
<p><b>5.2 Consistency with Community Outcomes and Council Policy/Legal requirements</b></p> <p>The Trust contributes to the outcomes identified by both councils.</p> <p>Nelson City Council:</p> <ul style="list-style-type: none"> <li>Our communities have opportunities to celebrate and explore their heritage, identity, and creativity.</li> <li>Our communities have access to a range of social, educational, and recreational facilities and activities.</li> </ul> <p>Tasman District Council:</p> <ul style="list-style-type: none"> <li>Our communities have access to a range of social, cultural, educational, and recreational facilities and activities.</li> <li>Our communities have opportunities to celebrate and explore their heritage, identity, and creativity.</li> <li>Our Council provides leadership and fosters partnerships including with Iwi, fosters a regional perspective, and encourages community engagement.</li> </ul>
<p><b>5.3 Risk</b></p> <p>The risk for approving a remuneration increase of 7.2% is moderate as the increase matched the annualised CPI index calculated by Statistics New Zealand, using data from the year to 31 December 2022, as has been the practice in previous years. However, it should be noted that this amount is higher than funding to the Tasman Bays Heritage Trust from Tasman District Council and Nelson City Council.</p>

**5.4 Financial impact**

The operation of the Museum is a budgeted activity for both councils.

The financial impact can be regarded as low, as while the allocation is higher than that approved through the Council's Annual Plan, it reflects an inflation-adjusted increase for the Board.

**5.4 Degree of significance and level of engagement**

This matter is of low significance. There is no need for engagement.

**5.5 Climate Impact**

The proposal in this report will have no impact on the ability of both Councils to proactively respond to the impacts of climate change now or in the future.

**5.6 Inclusion of Māori in the decision making process**

No engagement with Māori has been undertaken in preparing this report

**5.7 Delegations**

The Joint Shareholders Committee has the responsibility for:

Areas of Responsibility:

*All matters relating to jointly Council Controlled Organisations, and Council Controlled Trading Organisations, including statements of intent, statements of corporate intent, half yearly reports, the appointment of directors and setting of directors' fees.*

Powers to Decide:

*All matters relating to jointly owned Council Controlled Organisations and Council Controlled Trading Organisations, including statements of intent, statements of corporate intent, half yearly reports, the appointment of directors and setting of directors' fees. The 'Joint Committee' has the responsibility for considering [subject] (take wording from delegations register). The Joint Committee has the power to decide this matter/power or to make a recommendation to the Councils on this matter.*

**6. Conclusion and Next Steps**

6.1 A letter will be sent to the Board Chair confirming the remuneration pool for 2023/24.

**1. Attachments**

Nil





## 9 CONFIDENTIAL SESSION

### 9.1 Procedural motion to exclude the public

The following motion is submitted for consideration:

**That the public be excluded from the following part(s) of the proceedings of this meeting. The general subject of each matter to be considered while the public is excluded, the reason for passing this resolution in relation to each matter, and the specific grounds under section 48(1) of the Local Government Official Information and Meetings Act 1987 for the passing of this resolution follows.**

**This resolution is made in reliance on section 48(1)(a) of the Local Government Official Information and Meetings Act 1987 and the particular interest or interests protected by section 6 or section 7 of that Act which would be prejudiced by the holding of the whole or relevant part of the proceedings of the meeting in public, as follows:**

### 9.2 Infrastructure Holdings Limited - Final Statement of Intent

Reason for passing this resolution in relation to each matter	Particular interest(s) protected (where applicable)	Ground(s) under section 48(1) for the passing of this resolution
The public conduct of the part of the meeting would be likely to result in the disclosure of information for which good reason for withholding exists under section 7.	s7(2)(i) - The withholding of the information is necessary to enable the local authority to carry on, without prejudice or disadvantage, negotiations (including commercial and industrial negotiations).	s48(1)(a) The public conduct of the part of the meeting would be likely to result in the disclosure of information for which good reason for withholding exists under section 7.