



# **Auckland Council Governing Body Terms of Reference 2022-2025**

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*Resolution No. GB/2023/221*

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# AMENDMENTS

Date	Amendment	Version	Details	Source
24 Nov 2022	Adopted with amendments agreed by Governing Body 17 November 2022	1.0	Full document	GB/2022/112
16 Dec 2022	Minor amendment to clarify IMSB role at GB for budget matters	1.1	Governing Body IMSB role	
16 Feb 2023	Insert provisions for an Emergency Committee Amend Section 1.2 Quorum to provide exception for physical attendance in emergencies	1.2	Provisions for decision-making continuity in emergencies	GB/2023/3
20 March 2023	Amend section 4.5 Performance and Appointments Committee  Remove section 4.6 Ports of Auckland Limited Appointments Panel	1.3	Increase frequency of meetings to monthly  Change of delegated responsibility for director appointments for Ports of Auckland Limited Board	GB/2023/14
15 August 2023	Appointment of the Budget Committee  Expand remit of Expenditure Control and Procurement and amend to Revenue, Expenditure and Value Committee  Amend Safety and Regulatory Committee to Regulatory and Community Safety Committee  Minor amendments to the Audit and Risk Committee terms  Membership and role changes to various committees	Various	Refer to report presented to Governing Body 'Amendments to the Terms of Reference for committees' 27 July 2023	GB/2023/132
9 Nov 2023	Minor change to the Revenue, Expenditure and Value Committee		To clarify responsibilities	GB/2023/132
23 Nov 2023	Membership change to the Joint Governance working Party		Refer to report presented to Governing Body 'Amendment to the Terms of Reference' 23 November 2023	GB/2023/221

# 1 INTRODUCTION

## 1.1 GENERAL PRINCIPLES OF DELEGATION

This document sets out the terms of reference for committees of the Governing Body. The mayor is responsible for establishing committees and appointing chairpersons. The Governing Body, through this document and subject to section 1.4, delegates to committees those powers necessary for them to carry out their responsibilities as set out in this document.

Section 2 sets out those matters which the Governing Body cannot legally delegate under the Local Government Act 2002 or has elected not to delegate.

The business to be transacted by the Governing Body and its committees is large and wide-ranging, dealing with the details of many Acts and Regulations, the council's plans, bylaws, and a range of Governing Body activities and services. The terms of reference and delegations in this document are intended to reflect the principles of subsidiarity to allow the Governing Body to delegate its powers and functions to the most efficient and effective levels, and therefore are written on an inclusive basis. That is, they do not contain an exhaustive list of decisions that might arise within the key responsibilities of the various Committees and are intended to be interpreted broadly.

The committee to which powers are delegated will usually exercise the delegated power but is not obliged to do so. The most common circumstances where the committee with the delegation might not exercise it are when a decision is operational in nature and therefore taken by staff acting under delegation, or when the matter is referred to the Governing Body as it has become a matter of public notoriety, or the issues are contentious and finely balanced.

A decision made by a committee under delegation from the Governing Body has the same effect as if it were made by the Governing Body itself.

## 1.2 ESTABLISHMENT OF COMMITTEES

In accordance with section (9)(3) of the Local Government (Auckland Council) Act 2009, the mayor has the power to establish the committees of the governing body and appoint the chairperson of each committee of the governing body.

**Committee** includes, in relation to the Governing Body:

- (a) a committee comprising all the members of the Governing Body
- (b) a standing committee appointed by the Governing Body
- (c) a standing committee appointed by the mayor
- (d) a joint committee appointed under clause 30 of Schedule 7 of the Local Government Act 2002
- (e) any subcommittee, or reporting committee, of a committee described in items (a) (b), (c) or (d) of this definition.

**Independent Māori Statutory Board:** Promotes issues of significance for mana whenua groups and mataawaka of Tāmaki Makaurau and ensures council compliance with statutory provisions relating to the Treaty of Waitangi. Appointees represent the Board on various committees and are included in the quorum at a committee meeting. Independent Māori Statutory Board committee appointments made to date are listed in the membership of applicable committees in these Terms of Reference. The Independent Māori Statutory Board may change these appointees at any time (and so are noted with an \*).

**Ex-officio member:** 'By virtue of the office held'. An ex officio member of a committee is a member because of the office held. An ex officio member may either have full voting rights or voting rights for some of the responsibilities of the committee, as stated in the Terms of Reference. The Local Government (Auckland Council) Act 2009 states that the mayor is an ex officio member of all committees and Standing Order 4.1.1 states that both the mayor and deputy mayor are members of all committees.

**Panels:** The role of a panel is to inform and advise the council. They have no decision-making role.

**Quorum:** Unless otherwise specified, a quorum is defined as a half, if the total number of members is even, or a majority, if the total number of members is odd.

- Ex officio members are not included in calculating the quorum but are counted towards the quorum when present; this reflects the expectation that ex officio members will not always be able to attend all committees and forums but have full voting rights when present (unless specified otherwise).
- Appointed members are included in calculating the quorum and are counted towards the quorum when present; this reflects the expectation that appointed members will attend those committees to which they are appointed.
- Vacancies are not included in calculating the quorum.
- Any member attending a meeting by way of audio link or audio-visual link and who is not physically present at the meeting can cast a vote but is not to be counted as present for the purpose of the quorum.
- When a committee is held during a declared State of Emergency or another exceptional circumstance (as agreed by the Mayor and Chief Executive) the quorum is two members physically present. For the avoidance of doubt, this clause will override the listed quorum requirements of each committee in these circumstances and all other members may attend online.

### **1.3 AMBIGUITY AND CONFLICT**

In the event of ambiguity or conflict between the provisions of the Terms of Reference, which results in uncertainty or dispute as to which committee has delegated authority to act in respect of a particular matter, the chief executive will prepare a written report and submit it to the mayor (or the deputy mayor in the absence of the mayor) for consideration and determination. The decision of the mayor (or deputy mayor) will be final and binding.

If neither the mayor nor the deputy mayor is available, the decision of the chief executive will be final and binding.

### **1.4 CALLING IN A MATTER FOR GOVERNING BODY CONSIDERATION**

The mayor may require any matter that would otherwise be reported to a committee, to be reported to the Governing Body. If that matter is already on a published agenda for a committee meeting, that meeting will not consider that matter unless invited by the mayor to make a recommendation to the Governing Body.

### **1.5 ROLE OF THE CHAIR AND DEPUTY CHAIR**

Key responsibilities of the **chair** of a committee include:

- chairing meetings and workshops in accordance with the Standing Orders
- ensuring the meeting is planned effectively and deals with matters in accordance with the terms of reference
- developing and implementing an annual committee work programme
- being the spokesperson for the committee
- ensuring matters on the agenda are dealt with in an orderly and efficient manner
- chairing pre-agenda briefings and run-throughs
- lead on the development and implementation of committee work programmes.

Key responsibilities of the **deputy chair** of a committee include:

- working closely with the chairperson on each of the responsibilities above, including ensuring the meeting is planned effectively and with development of the committee work programme
- chairing meetings and supporting other key tasks of the chair in their absence
- chairing workshops under Standing Order 5.1.5 as the chair's nominee, subject to agreement of the chair
- attending and contributing to pre-agenda run-throughs and chairing them in the absence of the chair
- taking the lead on certain committee work programme topics, as agreed with the chair (such as engaging with staff and being the spokesperson on these agreed topics)

## 1.6 ROLE OF LEAD COUNCILLOR CCO

The purpose of the Lead Councillor CCO role is to assist the governing body to exercise effective direction and oversight of the substantive Council-Controlled Organisations (CCOs) [and the Ports of Auckland Limited].

Lead Councillors do not have a formal board role, and do not get involved in management decisions.

Key responsibilities of the Lead Councillor CCO includes:

- attending open sessions of each CCO Board meeting and, at the discretion of the CCO Board Chair, closed sessions and committees. Confidential material is at the discretion of the CCO Board Chair, but CCO will be expected to provide sufficient information to enable Lead Councillors to exercise their functions
- supporting the mayor and governing body by leading policy discussions that concern each CCO, including discussion in relation to the exercise of the council's direction and accountability powers
- reporting on their activity with the CCO quarterly to the appropriate committee
- attending mayoral meetings with CCO Board chairs

- meeting with the mayor to discuss how the roles are operating and can be improved
- creating and supporting good working relationships with CCOs, improving the exchange of information and perspectives
- improving understanding of the expectations and perspectives of the council and community by CCOs
- supporting greater understanding of the activities and expertise of CCOs by councillors and the council.

## **1.7 COUNCILLORS APPOINTED AS DIRECTORS OF AUCKLAND TRANSPORT**

The Council may appoint up to two councillors as directors of Auckland Transport (AT). Councillors appointed as directors of AT have all the duties and responsibilities that apply to other directors, including in exercising reasonable care, diligence, and skill to enable AT to meet its statutory purpose. They will be expected to act consistently with the AT Board Charter and respect the confidentiality of the AT Board Agendas.

The rationale for appointing councillors as directors of AT is that doing so can assist the AT Board to meet its statutory requirements to understand and implement Council policy and strategy for transport, including as reflected in its statement of intent, and to be accountable for its performance to Council. Specifically, such directors can assist the AT Board in the following ways:

- guide the AT Board on the intent of Council policy and strategy for transport as decided by the governing body or relevant committee
- assist the AT Board to inform the governing body or relevant committee on the opportunities and barriers for the transport system that could be addressed by changes to Council policy and strategy for transport
- assist the AT Board and governing body or relevant committee to be strongly aligned when working with central Government Ministers and their departments and agencies
- assist with representing the majority view of the AT Board to the governing body or relevant committee, and in any public statements
- assist the AT Board to operate consistently with its accountability documents, including the CCO Accountability Policy, Statement of Expectations, and AT's current Statement of Intent
- assist the AT Board in the development of the Statement of Intent (SOI) in response to the Letter of Expectation (LOE), and in any review of the performance of the AT Board by a relevant committee
- proactively address their role as officers of AT under Health and Safety legislation – e.g. undertaking safety visits to work sites for first hand review
- attending mayoral meetings with AT Board and CEO.

## **1.7 ADVISORY PANELS**

### **Chief Liaison Councillor Advisory Panels**

The purpose of the Chief Liaison Councillor for the Advisory Panels is to:

- oversee the panel programme and provide strategic guidance
- support collaboration between the governing body and the panels
- advise the mayor on panel matters
- support an integrated panel approach to issues of interest across all panels.

### **Liaison Councillor Advisory Panels**

The purpose of the Liaison Councillor role is to:

- ensure that the governing body is aware of panels' feedback on council issues and their advice on diverse communities.
- help align the panels' strategic agendas with governing body priorities
- actively engage in panel meetings and workshops
- engage with the panel chair and the lead officer for meeting agendas.

## **1.8 REVIEW**

These terms of reference may be reviewed at any time, or within one year of the date they come into effect. Amendments will be made as and when the committee structure or delegations change.



## 2 GOVERNING BODY

### Responsibilities

Those powers which cannot legally be delegated:

- (a) the power to make a rate
- (b) the power to make a bylaw
- (c) the power to borrow money, or purchase or dispose of assets, other than in accordance with the Long-Term Plan
- (d) the power to adopt a long-term plan, annual plan, or annual report
- (e) the power to appoint a chief executive
- (f) the power to adopt policies required to be adopted and consulted on under the Local Government Act 2002 in association with the long-term plan or developed for the purpose of the local governance statement
- (g) the power to adopt a remuneration and employment policy.

Additional responsibilities retained by the Governing Body:

- (h) make financial decisions required outside of the annual budgeting processes
- (i) key decisions and direction related to Three Waters
- (j) monitoring the financial management and performance of Auckland Council and the Auckland Council Group
- (k) Auckland Plan 2050 (vision)
- (l) allocation of decision-making responsibility for non-regulatory activities between Governing Body and local boards
- (m) approval of a draft bylaw prior to consultation
- (n) approving the financial policy of council
- (o) resolutions required to be made by a local authority under the Local Electoral Act 2001, including the appointment of electoral officer
- (p) adoption of, and amendment to, the Committee Terms of Reference, Standing Orders and Code of Conduct
- (q) relationships with the Independent Māori Statutory Board, including the funding agreement and appointments to committees
- (r) overview of and decisions relating to any CCO review including the implementation of any resulting changes to CCOs
- (s) approve acquisition and disposal of council property which is not in accordance with the LTP

- (t) ensure that climate change, and the impacts of climate change on the Auckland Council Group, (including the related financial, social, environmental, and cultural impacts) are integrated within governance structures and considered in decisions
- (u) levy funding of Auckland Museum, MOTAT and ARAFA
- (v) oversight of work programmes of all committees of the governing body.

**Quorum** 11

**Frequency of meetings** Monthly

### **Membership**

**Chairperson** Mayor Wayne Brown

**Deputy chairperson** Deputy Mayor Desley Simpson

**Members** All councillors

# 3 COMMITTEES OF THE WHOLE OF THE GOVERNING BODY

## 3.1 PLANNING, ENVIRONMENT AND PARKS COMMITTEE

### Delegations

#### Responsibilities

This committee sets the direction for the physical development and growth of Auckland through a focus on land use, policies relating to planning, growth, infrastructure, housing, as well as programmes and strategic projects associated with these activities. Transport and infrastructure programmes giving effect to this direction are considered to be the jurisdiction of the Transport and Infrastructure Committee. This committee also deals with the development and monitoring of policy associated with community, social, cultural, and environmental matters (including broader environmental focused climate change activities).

The committee will establish an annual work programme outlining key focus areas in line with its three main key areas (planning, environment and parks) and each area of responsibility, including:

- relevant regional strategy and policy, including Infrastructure Strategy and Future Development Strategy
- Unitary Plan, including plan changes
- Resource Management Act and relevant urban planning legislation framework
- oversight of Council's involvement in central government strategies, plans or initiatives that impact on Auckland's future land use
- Auckland Plan 2050 (spatial), including implementation reporting on priorities and performance measures
- structure and spatial plans
- community, social and environmental policy
- housing policy
- urban design, including the City Centre Masterplan
- regeneration and redevelopment programmes
- acquisition and disposal of property relating to the committee's responsibilities in accordance with the LTP
- working with and receiving advice from the relevant sector and demographic advisory panels to give visibility to the issues important to the communities they represent and to help effect change
- strategic regional oversight of regional parks, sports and recreation, including parks and reserves, community facilities and community services
- Reserves Act decisions (noting some Reserves Act decisions are delegated to local boards), including revocation and land exchanges (for the avoidance of doubt this includes those that might include disposal), and the appointment of Commissioners for Reserves Act purposes
- oversight of regional grants for environment and community outcomes
- strategic economic development policy and plans
- regional strategy relating to arts, culture and events
- oversight of council's Māori outcomes framework and implementation
- working with the Auckland Domain Committee to give visibility to the issues important to the Domain

- implementation of Te Tāruke-ā-Tāwhiri: Auckland's Climate Plan reporting and climate resilience
- natural heritage policy (including ecology, biodiversity and biosecurity matters, such as kauri dieback)
- policies relating to the protection and restoration of Auckland's ecological health
- water policy, including Auckland's Water Strategy implementation
- waste management and minimisation
- Te Tiriti o Waitangi settlements (to advise Council's views on Crown settlement proposals)
- ensure that climate change, and the impacts of climate change on the Auckland Council Group and committee work programme (including the related financial, social, environmental and cultural impacts) are considered in all decisions made by the committee.

### **Powers**

- (i) All powers necessary to perform the committee's responsibilities, including:
  - (a) approval of a submission to an external body
  - (b) establishment of working parties or steering groups.
- (ii) The committee has the powers to perform the responsibilities of another committee, where it is necessary to make a decision prior to the next meeting of that other committee.
- (iii) The committee does not have:
  - (a) the power to establish subcommittees
  - (b) powers that the Governing Body cannot delegate or has retained to itself (section 2).
- (iv) If a policy or project relates primarily to the responsibilities of the Planning, Environment and Parks Committee, but aspects require additional decisions by another committee, then the Planning, Environment and Parks Committee has the powers to make associated decisions on behalf of those other committee(s). For the avoidance of doubt, this means that matters do not need to be taken to more than one committee for decisions.

**Quorum** 11

**Frequency of meetings** Monthly

### **Membership**

**Chairperson** Cr Hills

**Deputy chairperson** Cr Dalton

**Members** Mayor and all councillors

**IMSB appointees (s 85 (1))\*** Edward Ashby                      Tau Henare

## 3.2 TRANSPORT AND INFRASTRUCTURE COMMITTEE

### Delegations

#### Responsibilities

This committee has the oversight of major transport and infrastructure matters that affect the region. It also has an oversight role for Auckland Transport. The committee will establish an annual work programme outlining key focus areas in line with its key responsibilities, which include:

- direction, oversight and monitoring of Auckland Transport
- transportation, including monitoring regional transport projects and issues
- providing direction to Auckland Transport on key matters when engaging communities on transport issues
- infrastructure funding mechanisms and agreements, including agreements with the Crown
- recommending to the mayor the content of the annual LoE to Auckland Transport
- exercising relevant powers under Schedule 8 of the Local Government Act 2002, which relate to the Statements of Intent of Auckland Transport
- stormwater infrastructure (as run by council, especially connected to the roading network)
- Regional Land Transport Plan and Auckland Transport Alignment Project
- City Rail Link project oversight
- Auckland Light Rail governance
- congestion charging
- Transport Emissions Reduction Pathway
- city centre and waterfront development
- ensure that climate change, and the impacts of climate change on the Auckland Council Group and committee work programme (including the related financial, social, environmental and cultural impacts) are considered in all decisions made by the committee
- acquisition and disposal of property relating to the committee's responsibilities in accordance with the LTP.

#### Powers

- (i) All powers necessary to perform the committee's responsibilities, including:
  - (a) approval of a submission to an external body
  - (b) establishment of working parties or steering groups.
- (ii) The committee has the powers to perform the responsibilities of another committee, where it is necessary to make a decision prior to the next meeting of that other committee.
- (iii) The committee does not have:
  - (a) the power to establish subcommittees
  - (b) powers that the Governing Body cannot delegate or has retained to itself (section 2).
- (iv) If a decision relates primarily to the responsibilities of the Transport or Infrastructure Committee, but aspects require additional decisions by another committee, then the Transport and Infrastructure

Committee has the powers to make associated decisions on behalf of those other committee(s). For the avoidance of doubt, this means that matters do not need to be taken to more than one committee for decisions.

**Quorum** 11

**Frequency of meetings** Monthly

**Membership**

**Chairperson** Cr Watson

**Deputy chairperson** Cr Fletcher

**Members** Mayor and all councillors

Note: Councillors who are directors of AT will need to carefully manage any potential conflicts of interest and will not participate in discussion or voting on matters where they have a conflict of interest. Legal Services are available to advise when potential conflicts arise.

**IMSB appointees (s 85 (1))\*** James Brown Pongarauhine Renata

### 3.3 EMERGENCY COMMITTEE

#### Responsibilities

The Emergency Committee will only be convened on a temporary basis in the event of a:

- i) State of Emergency; or
- ii) another exceptional circumstance as agreed by the Mayor and Chief Executive where transport, travel or attendance may be dangerous, unsafe or impractical and where a quorum cannot be achieved

The decision to convene a meeting of the Emergency Committee to the Mayor and Chief Executive in emergency or exceptional circumstances and where they consider transport, travel or attendance may be dangerous, unsafe or impractical.

The Mayor and Deputy Mayor, on recommendation of the Chief Executive, decide when the emergency or other circumstances no longer require Emergency Committee to be convened.

#### Delegations

All of the additional responsibilities retained by the governing body at section 2(h) to (r) of the Governing Body Terms of Reference.

#### Quorum

Two members of the governing body.

Note: all other members may participate in the meeting by audio or audio-visual link.

#### Frequency of meetings

Temporary and only as required above during a State of Emergency, or other exceptional circumstance

#### Membership

<b>Chairperson</b>	Mayor Wayne Brown
<b>Deputy chairperson</b>	Deputy Mayor Desley Simpson
<b>Members</b>	All councillors
<b>IMSB appointees (s 85 (1))*</b>	Up to two members

## 3.4 BUDGET COMMITTEE

### Responsibilities

The Budget Committee will be responsible for certain matters relating to the Long-Term Plan and Annual Budget.

The Committee's responsibilities include:

- Assist the mayor in development of the Long-Term Plan and Annual Budget.
- Approve the long-term plan or annual plan consultation documents, supporting information and consultation process prior to consultation.
- Make recommendations to the Governing Body on the adoption of final Long-Term Plan and Annual Budgets.

The committee does not have:

- (a) the power to establish subcommittees
- (b) powers that the Governing Body cannot delegate or has retained to itself, including the power to adopt the Long-Term Plan or Annual Budget.

**Quorum** 11

**Frequency of meetings** As required

### Membership

**Chairperson** Mayor Wayne Brown

**Deputy chairperson** Councillor Sayers

**Members** All councillors

**IMSB appointees (s 85 (1))\*** David Taipari Tony Kake



## **4 OTHER COMMITTEES**

### **4.1 AUDIT AND RISK COMMITTEE**

#### **Delegations**

##### **Purpose**

The purpose of the Audit and Risk Committee is to assist and advise the Governing Body in discharging its responsibility and ownership of governance, risk management, and internal control.

The committee will review the effectiveness of the following aspects of governance, risk management and internal control:

- enterprise risk management (ERM) across the Auckland Council group
- internal and external audit and assurance
- health, safety and wellbeing<sup>1</sup>
- business continuity and resilience
- integrity and investigations
- monitoring of compliance with laws and regulations
- significant projects, programmes of work and procurement focussing on the appropriate management of risk
- oversight of preparation of the LTP, Annual Report, Annual Plan and other external financial reports required by statute.

The scope of the committee includes the oversight of risk management and assurance across the council's CCOs and the council with respect to risk that is significant to the Auckland Council group.

To perform his or her role effectively, each committee member must develop and maintain his or her skills and knowledge, including an understanding of the committee's responsibilities, and of the council's business, operations and risks.

##### **Decision-Making Powers**

The committee has no decision-making powers other than those in these terms of reference.

The committee may request expert advice through the chief executive where necessary.

The committee may make recommendations to the Governing Body and / or chief executive.

##### **Tenure**

External members will be appointed for an initial period not exceeding four years, after which they will be eligible for extension or re-appointment, after a formal review of their performance, and have not already served two terms on the committee. Councillors appointed to the committee will automatically cease to hold office at the time of the local authority triennial elections. They may be eligible for re-appointment post those elections if they are returned to office and have not already served two terms on the committee.

The chief executive, and the senior management team members will not be members of the committee.

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<sup>1</sup> In regard to health and safety, all members of the Governing Body are required to discharge their responsibilities of due diligence under the Health and Safety at Work Act 2015. Staff will provide regular reports to the Governing Body to enable members to discharge their duties, and these reports will include any recommendations made by the Audit and Risk Committee in relation to council's health, safety and wellbeing processes.

The members, taken collectively, will have a broad range of skills and experience relevant to the operations of the council. At least one member of the committee should have accounting or related financial management experience, with an understanding of accounting and auditing standards in a public sector environment.

### **Committee's responsibilities**

The committee's responsibilities are detailed below.

### **Forward Work Programme**

The committee will agree and approve annually a forward work programme – which will consist of in-depth briefings and reviews of specific significant risks and assurance strategies, as contained in the ERM “Top Risks” or Auckland Council's work plan.

### **Risk management**

- Review, approve and monitor the implementation of the ERM policy, framework and strategy (including risks pertaining to CCOs that are significant to the Auckland Council group).
- Review and approve the council's “risk appetite” statement.
- Review the effectiveness of risk management and internal control systems including all material financial, operational, compliance and other material controls. This includes legislative compliance (including Health and Safety), significant projects and programmes of work, and significant procurement.
- Review risk management reports identifying new and / or emerging risks, and any subsequent changes to the ERM “Top Risk” register.

### **Internal Audit**

- Review annually the Internal Audit Charter – which confirms the authority, independence and scope of the function.
- Review and provide feedback annually and monitor the implementation of the three-year Assurance Strategy and 12 month detailed Internal Audit Plan.
- Review the co-ordination between the risk and assurance functions – including the integration of the council's ERM risk profile with the Internal Audit programme. This includes assurance over all material financial, operational, compliance and other material controls. This includes legislative compliance (including Health and Safety), significant projects and programmes of work, and significant procurement.
- Review the reports of the assurance functions dealing with findings, conclusions and recommendations (including assurance over risks pertaining to CCOs that are significant to the Auckland Council group)
- Review and monitor management's responsiveness to the findings and recommendations – enquiring into the reasons that any recommendation is not acted upon.

### **Fraud and Integrity**

- Review and provide feedback annually, and monitor the implementation of, the Assurance Strategy, including the fraud and integrity aspects, including a detailed work programme.
- Review annually the ‘Speak Up’ and whistleblowing procedures and ensure that arrangements are in place by which staff, may, in confidence, raise concerns about possible improprieties in matters of financial reporting, financial control or any other matters, and that there is proportionate and independent investigation of such matters and appropriate follow-up action.
- Review the procedures in relation to the prevention, detection, reporting and investigation of bribery and fraud.

- Review and monitor policy and process to manage conflicts of interest amongst elected members, local board members, management, staff, consultants and contractors.
- Review reports from the Risk, Assurance, Integrity and Investigations, external audit and management related to whistle blower, ethics, bribery and fraud related incidents.

### **Statutory Reporting**

Review and monitor the integrity of the Long-term Plan, interim and annual report including statutory financial statements and any other formal announcements relating to the council's financial performance, focussing particularly on:

- compliance with, and the appropriate application of, relevant accounting policies, practices and accounting standards
- compliance with applicable legal requirements relevant to statutory reporting
- the consistency of application of accounting policies, across reporting periods, and the Auckland Council group
- changes to accounting policies and practices that may affect the way that accounts are presented
- any decisions involving significant judgement, estimation or uncertainty
- the extent to which financial statements are affected by any unusual transactions and the way they are disclosed
- the disclosure of contingent liabilities and contingent assets
- the clarity of disclosures generally
- the basis for the adoption of the going concern assumption
- significant adjustments resulting from the audit.

### **External Audit**

- Discuss with the external auditor the annual Audit Plan document before the audit commences:
  - the nature, scope and fees of the external audit
  - areas of audit focus
  - error and materiality levels.
- Review with the external auditor the three yearly Audit Engagement Letter and recommend that the letter be signed by the Mayor and Chief Executive.
- Review with the external auditors representations required by elected members and senior management, including representations as to the fraud and integrity control environment.
- Review the external auditors management letter and management responses, and inquire into reasons for any recommendations not acted upon.
- Where required, the chair may ask a senior representative of the Office of the Auditor-General to attend the committee meetings to discuss the office's plans, findings and other matters of mutual interest.

### **Climate change**

- Ensure that climate change, and the impacts of climate change on the Auckland Council Group, (including the related financial, social, environmental, and cultural impacts) are integrated within governance structures and considered in decisions.

## **Interaction with Council Controlled Organisations**

Other committees dealing with CCO matters may refer matters to the Audit and Risk Committee for review and advice.

This committee will enquire to ensure adequate processes at a governance level exist to identify and manage risks within a CCO. Where an identified risk may impact on Auckland Council or the wider group, the committee will also ensure that all affected entities are aware of and appropriately managing the risk.

The General Manager Risk and Assurance is responsible for monitoring CCO risk and internal audit strategies with respect to risks and CCO risks that are significant to the Auckland Council group.

## **Annual Report on the work of the committee**

The chair of the committee will submit a written review of the performance of the committee to the chief executive on an annual basis. The review will summarise the activities of the committee and how it has contributed to the council's governance and strategic objectives. The chief executive will place the report on the next available agenda of the governing body.

**Quorum** 3 (which must include 2 Governing Body members)

**Frequency of Meetings** Quarterly, plus September meeting to review Annual Report prior to review and adoption by Governing Body.

## **Membership**

**Chairperson** Independent

**Deputy chairperson** Cr Fuli

**Governing Body members** Cr Dalton Cr Henderson  
Cr Fletcher

**Independent members** 3 (minimum)

**Ex-officio** Mayor Wayne Brown Deputy Mayor Desley Simpson  
Tony Kake (IMSB)\* for relevant matters

## 4.2 CIVIL DEFENCE AND EMERGENCY MANAGEMENT COMMITTEE

### Delegations

#### Responsibilities and powers

The Civil Defence and Emergency Management Group Committee is a statutory committee required under S12(1) of the Civil Defence and Emergency Management Act 2002 (CDEM Act) and is responsible for:

- being Auckland's strategic forum for civil defence and emergency management planning and policy
- establishing an emergency management structure for the Auckland region
- developing, approving, implementing and monitoring the Auckland Civil Defence Emergency Management Group Plan
- developing, approving, implementing and monitoring other relevant strategies and policies relevant to the powers and functions of the Civil Defence and Emergency Management Group as identified in the CDEM Act
- performing the statutory functions of a civil defence emergency management group
- representing Auckland in the development of national emergency management policy including approving relevant policy and legislative submissions to external bodies
- engaging with local boards and local board portfolio holders on civil defence and emergency management issues.

The Civil Defence and Emergency Management Group Committee will exercise the statutory powers outlined in the Civil Defence Emergency Management Act 2002 and the Auckland Civil Defence Emergency Management Group Plan. The Civil Defence and Emergency Management Group Committee is authorised to approve use of the established emergency funding facility provided for emergency management.

#### Relevant legislation includes but is not limited to:

Civil Defence Emergency Management Act 2002; and  
Hazardous Substances and New Organisms Act 1996.

**Quorum** 4

**Frequency of meetings** Quarterly

#### Membership

**Chairperson** Cr Stewart

**Deputy chairperson** Cr Baker

**Members (4)** Cr Baker Cr Lee  
Cr Fairey Cr Sayers  
Cr Filipaina Cr Turner

**Ex-officio** Mayor Wayne Brown Deputy Mayor Desley Simpson

**IMSB appointees (s 85 (1))\*** David Taipari Pongarauhine Renata

## 4.3 COUNCIL CONTROLLED ORGANISATION DIRECTION AND OVERSIGHT COMMITTEE

### Delegations

#### Responsibilities

The purpose of the committee is to:

- have a general overview and insight into the strategy, direction and priorities of all Council Controlled Organisations (CCO) and Ports of Auckland Limited, except Auckland Transport, as set by the Planning, Environment and Parks Committee. In practice this means translating the strategies and policies into practical direction.
- set policy relating to CCO governance and accountability (for the avoidance of doubt, this does not include policies relating to the appointment of directors and trustees to CCOs or COs, which is the responsibility of the Performance and Appointments Committee)
- approve CCO Statements of Intent, except Auckland Transport
- monitor performance of CCOs (except Auckland Transport) and other entities in which the council has an equity interest (such as Tamaki Regeneration Company and Haumaru Housing)
- manage council's relationship with the Ports of Auckland Limited
- receive reports from each Lead Councillor CCO.

Key responsibilities include:

- monitoring the performance of each CCO and the performance of each organisation (except Auckland Transport) including the progress towards implementing group shared services
- recommending to the mayor on content of the annual Letters of Expectations (LoE) to each CCO (except Auckland Transport) and Ports of Auckland Limited
- exercising relevant powers under Schedule 8 of the Local Government Act 2002, which relate to the Statements of Intent of CCOs (except in relation to Auckland Transport)
- exercising relevant powers under Part 1 of the Port Companies Act 1988, which relate to the Statements of Corporate Intent for port companies
- exercising Auckland Council's powers as a shareholder or given under a trust deed, including but not limited to modification of constitutions and/or trust deeds, granting shareholder approval of major transactions where required, exempting CCOs, and approving policies relating to CCO and CO governance (except AT)
- approval of a work programme which includes a schedule of quarterly reporting of each CCO (except AT) to balance reporting across the meetings
- receive reports, quarterly, from Lead Councillors about their activity in maintaining liaison with their assigned CCO (except AT)
- ensure that climate change, and the impacts of climate change on the Auckland Council Group, (including the related financial, social, environmental, and cultural impacts) are integrated within governance structures and considered in decisions.

#### Powers

- (i) All powers necessary to perform the committee's responsibilities.

Except:

- (a) powers that the Governing Body cannot delegate or has retained to itself (section 2)
- (b) where the committee's responsibility is limited to making a recommendation only

(c) the power to establish subcommittees.

<b>Quorum</b>	6	
<b>Frequency of meetings</b>	Quarterly	
<b>Membership</b>		
<b>Chairperson</b>	Cr Henderson	
<b>Deputy chairperson</b>	Cr Leoni	
<b>Members</b>	Cr Bartley Cr Dalton Cr Darby Cr Hills Cr Newman	Cr Turner Cr Walker Cr Watson Cr Williamson
<b>Ex-officio</b>	Mayor Wayne Brown	Deputy Mayor Desley Simpson
<b>IMSB appointees (s 85 (1))*</b>	Tau Henare	David Taipari

## 4.4 REVENUE, EXPENDITURE AND VALUE COMMITTEE

### Delegations

#### Responsibilities

The committee is established to assist the council to be cost effective and make financial savings. The committee will oversee proactive identification of money saving opportunities and consider the cost-effectiveness of the governance, funding and delivery across the Auckland Council Group.

The committee will also assist the chief executive to undertake sound procurement processes and oversee and set expectations in relation to sound procurement practice for the procurement of goods and services necessary to deliver on the work programme and operations outlined in the council's adopted Annual Plan.

It will ensure that reasonable purchasing procedures have been followed in awarding contracts and will provide an efficient mechanism for documenting the approvals for those contracts.

Within a framework where contracts are an operational matter delegated to the chief executive, this committee will consider all contracts beyond the chief executive's financial delegations. The chief executive may refer contracts within his financial delegations which are sensitive or may impact on the reputation of the council.

The purpose of the committee is to:

- approve acquisition and disposal of council property in accordance with the LTP and which is not the responsibility of any other committee
- approving sensitive contracts or those over \$22.5 million
- review of council costs
- review of outcomes and value obtained for spend
- review procurement processes
- consider matters relating to revenue, especially non-rates revenue streams
- conduct reviews of the service and financial performance of individual Council and CCO significant activity groups.

The committee will establish an annual work programme outlining key focus areas in line with its key responsibilities, which include:

- approve the council insurance strategy and annual insurance placement for Council
- awarding of contracts of \$22.5 million or greater.
- awarding of contracts less than \$22.5 million which are sensitive or may impact on the reputation of the council if the chief executive refers the matter to the committee.
- oversight of council wide procurement processes, procedures and activity
- undertaking a programme of reviews of the service and financial performance of individual Council and CCO departments, and making recommendations from these reviews to the Budget Committee on improving value for money. For clarification, this includes:
  - oversight and scrutiny over the development of service profiles to be considered by the Budget Committee, including to inform the program of reviews referred to above
  - undertaking line-by-line analysis of expenditure across the Auckland Council group, including the port company. This is expected to be an ongoing stream of work.
- recommend savings packages for the next financial year and subsequent years, in conjunction with management



- requesting in-depth analysis on council and CCO value for money and efficiency initiatives, and recommending other savings
- approving terms of reference for individual s17A reviews and monitoring and reporting on the implementation of, and the recommendations arising from, those reviews.

Note: The s17A review terms of reference set by the Revenue, Expenditure and Value Committee may include the officer(s) accountable for completing the review; the justification for why the review is necessary; how changes could be implemented; and the timeline for reporting back to the Revenue, Expenditure and Value Committee.

Note:

The chief executive has power to award contracts up to \$20 million alone and the power to award contracts up to \$22.5 million jointly with the Mayor and chair of this committee. From time to time the committee may advise the chief executive and the council on changes to the procurement and contracts probity procedures.

**Powers**

- (i) All powers necessary to perform the committee’s responsibilities, including:
  - (a) approval of a submission to an external body
  - (b) establishment of working parties or steering groups.
- (ii) The committee does not have:
  - (a) the power to establish subcommittees
  - (b) powers that the Governing Body cannot delegate or has retained to itself.

**Quorum** 5

**Frequency of meetings** Monthly

**Membership**

**Chairperson** Cr Williamson

**Deputy chairperson** Cr Walker

**Members** Cr Dalton Cr Newman  
 Cr Darby Cr Sayers  
 Cr Fairey Cr Stewart  
 Cr Henderson Cr Turner

**Ex-officio** Mayor Wayne Brown Deputy Mayor Desley Simpson

**IMSB appointees (s 85 (1))\*** David Taipari Tony Kake

## 4.5 PERFORMANCE AND APPOINTMENTS COMMITTEE

### Delegations

#### Responsibilities

The Performance and Appointments Committee is established to:

1. review the chief executive's performance and recommend to the Governing Body the terms and conditions of the Chief Executive's employment including any performance agreement measures and annual remuneration
2. make appointments to Council-Controlled Organisations (CCOs), Council Organisations (COs), Ports of Auckland Limited and exempt CCOs and COs and other entities, with the exception of Auckland International Airport Limited (for the avoidance of doubt, the authority to make appointments also includes the power to remove appointees).
3. receive updates on appointments to the COs and Auckland International Airport Limited, as well as any relevant updates on shareholder voting undertaken at Auckland International Airport Limited annual general meetings
4. approve policies relating to the appointment of directors and trustees to CCOs and COs.

#### Powers

All powers necessary to perform the committee's responsibilities.

Except:

- (a) powers that the Governing Body cannot delegate or has retained to itself (section 2)
- (b) where the committee's responsibility is limited to making a recommendation only
- (c) the power to establish sub-committees.

**Quorum** 4

**Frequency of meetings** Quarterly

### Membership

**Chairperson** Cr Newman

**Deputy chairperson** Cr Lee

**Members** Mayor Wayne Brown Cr Sayers  
Cr Fletcher Cr Watson  
Cr Fuli Cr Williamson  
Cr Hills

**Ex-officio** Deputy Mayor Desley Simpson

IMSB Chair David Taipari (for responsibilities 2 to 4 above)\*

## 4.6 REGULATORY AND COMMUNITY SAFETY COMMITTEE

### Delegations

#### Responsibilities

The committee is responsible for overseeing improvement of the Council's regulatory functions and making certain regulatory decisions that are appropriate to be made by elected members.

The committee will undertake regulatory hearings (required by relevant legislation) on behalf of the council. The committee is responsible for appointing independent commissioners to carry out the council's functions or delegating the appointment power (as set out in the committee's policy). The committee is responsible for regulatory policy and bylaws. Where the committee's powers are recommendatory, the committee or the appointee will provide recommendations to the relevant decision-maker.

The committee's key responsibilities include:

- monitoring the council's regulatory performance and overseeing improvement
- regional safety and community safety initiatives; and policies to improve safety, including oversight of work with external agencies
- homelessness policy and oversight of work with external agencies
- decision-making (including through a hearings process) under the Resource Management Act 1991 and related legislation
- hearing and determining objections under the Dog Control Act 1996
- decision-making under the Sale and Supply of Alcohol Act 2012
- hearing and determining matters regarding drainage and works on private land under the Local Government Act 1974 and Local Government Act 2002 (this cannot be sub-delegated)
- hearing and determining matters arising under bylaws
- appointing independent hearings commissioners to a pool of commissioners who will be available to make decisions on matters as directed by the Regulatory Committee
- deciding who should make a decision on any particular matter including who should sit as hearings commissioners in any particular hearing
- monitoring the performance of regulatory decision-making
- where decisions are appealed or where the committee decides that the council itself should appeal a decision, directing the conduct of any such appeals
- considering and making recommendations to the Governing Body regarding the regulatory and bylaw delegations (including to local boards)
- recommending bylaws to the Governing Body for consultation and adoption
- reviewing local board and Auckland water organisation proposed bylaws and making recommendations to the Governing Body
- appointing panels to hear and deliberate on public feedback related to regulatory policy and bylaw matters
- appointing independent commissioners or members to an approved list to make decisions under the Resource Management Act, the Sale and Supply of Alcohol Act and the Dog Control Act
- deciding regulatory policies that are not otherwise the responsibility of another committee

- deciding regulatory policies, standards and controls associated with bylaws including those delegated to the former Regulatory and Bylaws Committee, under resolution GB/2012/157 (dogs) and GB/2014/121 (alcohol)
- receiving local board feedback on bylaw and regulatory policy development and review
- adopting or amending a policy or policies and making any necessary sub-delegations relating to any of the above areas of responsibility to provide guidance and transparency to those involved.

Not all decisions under the Resource Management Act 1991 and other enactments require a hearing to be held and the term “decision-making” is used to encompass a range of decision-making processes including through a hearing. “Decision-making” includes, but is not limited to, decisions in relation to applications for resource consent, plan changes, notices of requirement, objections, existing use right certificates, certificates of compliance, regulatory policy and bylaws and also includes all necessary related decision-making.

In adopting a policy or policies and making any sub-delegations, the committee must ensure that it retains oversight of decision-making and that it provides for councillors to be involved in decision-making in appropriate circumstances.

For the avoidance of doubt, these delegations confirm the existing delegations (contained in the chief executive’s Delegations Register) to hearings commissioners and staff relating to decision-making under the RMA and other enactments mentioned below but limits those delegations by requiring them to be exercised as directed by the Regulatory Committee.

**Relevant legislation includes but is not limited to:**

All Bylaws  
 Biosecurity Act 1993  
 Building Act 2004  
 Dog Control Act 1996  
 Fencing of Swimming Pools Act 1987  
 Gambling Act 2003  
 Health Act 1956  
 Land Transport Act 1998  
 Local Government Act 1974  
 Local Government Act 2002  
 Local Government (Auckland Council Act) 2009  
 Maritime Transport Act 1994  
 Psychoactive Substances Act 2013  
 Resource Management Act 1991  
 Sale and Supply of Alcohol Act 2012  
 Waste Minimisation Act 2008  
 And related regulations

**Powers**

- (i) All powers necessary to perform the committee’s responsibilities.  
Except:
  - (a) powers that the Governing Body cannot delegate or has retained to itself (section 2)
  - (b) where the committee’s responsibility is limited to making a recommendation only.
- (ii) Power to establish subcommittees.

**Quorum** 5

**Frequency of meetings** Monthly

## **Membership**

<b>Chairperson</b>	Cr Bartley	
<b>Deputy chairperson</b>	Cr Turner	
<b>Members</b>	Cr Fairey Cr Filipaina Cr Lee	Cr Leoni Cr Stewart
<b>Ex-officio</b>	Mayor Wayne Brown	Deputy Mayor Desley Simpson
<b>IMSB appointees (s 85 (1))*</b>	Edward Ashby	Tony Kake

# 5 JOINT COMMITTEES

## 5.1 AUCKLAND DOMAIN COMMITTEE

### Terms of Reference

#### Background

The Auckland Domain is an important regional park and also has areas within it managed by the Waitematā Local Board. This committee is set up jointly by the Governing Body and Waitematā Local Board to co-ordinate decisions relating to the Auckland Domain.

#### Responsibilities

Decision-making responsibility for parks, recreation and community services and activities in Auckland Domain including those anticipated in the Auckland Domain Act 1987, which are the responsibility of the Governing Body or the Waitematā Local Board.

#### Powers

All powers of the Governing Body and Waitematā Local Board necessary to perform the committee's responsibilities including those powers conferred on Auckland Council pursuant to the Auckland Domain Act 1987.

#### Except:

- (a) powers that the Governing Body cannot delegate or has retained to itself (section 2)
- (b) where a matter is the responsibility of another committee or local board
- (c) the approval of expenditure that is not contained within approved budgets
- (d) the approval of expenditure of more than \$2 million
- (e) the approval of final policy
- (f) deciding significant matters for which there is high public interest, and which are controversial.

**Frequency of meetings** Quarterly, or as determined by the committee

#### Membership

**Chairperson** Deputy Mayor Desley Simpson

**Deputy chairperson** Sarah Trotman

#### Members

Governing Body	Cr Stewart	Cr Fletcher
Waitematā Local Board	Alexandra Bonham	Genevieve Sage

<b>IMSB appointees (s 85 (1))*</b>	TBC	TBC
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## 5.2 HAURAKI GULF FORUM

### Terms of Reference

The Hauraki Gulf Forum is established under the Hauraki Gulf Marine Park Act 2000 with the following purpose, functions, powers and membership.

#### **Purpose** (*Hauraki Gulf Marine Park Act 2000, s 15*)

- Integrate the management and, where appropriate, to promote the conservation and management in a sustainable manner, of the natural, historic and physical resources of the Hauraki Gulf, its islands, and catchments, for the benefit and enjoyment of the people and communities of the Gulf and New Zealand.
- Facilitate communication, cooperation, and coordination on matters relating to the statutory functions of the constituent parties in relation of the Hauraki Gulf, its islands and catchments and the forum.
- Recognise the historic, traditional, cultural and spiritual relationship of tangata whenua with the Hauraki Gulf, its islands, and where appropriate, its catchments.

#### **Functions** (*Hauraki Gulf Marine Park Act 2000, s 17*)

- Prepare a list of strategic issues, determine a priority for action on each issue, and regularly review that list.
- Facilitate and encourage co-ordinated financial planning, where possible, by the constituent parties.
- Obtain, share, and monitor information on the state of the natural and physical resources.
- Receive reports on the completion and implementation of deeds of recognition.
- Require and receive reports from constituent parties on the development and implementation of policies and strategies to address the issues identified under paragraph (a).
- Receive reports from the tangata whenua of the Hauraki Gulf on the development and implementation of iwi management or development plans.
- Prepare and publish, once every 3 years, a report on the state of the environment in the Hauraki Gulf, including information on progress towards integrated management and responses to the issues identified in accordance with paragraph (a).
- Promote and advocate the integrated management and, where appropriate, the sustainable management of the Hauraki Gulf, its islands, and catchments.
- Encourage, share, co-ordinate where appropriate, and disseminate educational and promotional material.
- Liaise with, and receive reports from, persons and groups having an interest in the Hauraki Gulf and business and community interests to promote an interest in the purposes of the forum.
- Commission research into matters relating to the functions of the forum.

When carrying out its functions, the forum must have particular regard to the historic, traditional, cultural, and spiritual relationship of tangata whenua with the natural, historic, and physical resources of the Hauraki Gulf, its islands, and catchments.

#### **Powers** (*Hauraki Gulf Marine Park Act 2000, s 18*):

- consider issues related to its purpose
- receive reports from constituent parties
- make recommendations to constituent parties
- advise any person who requests the forum's advice

- commission or undertake those activities that are necessary to achieve its purpose.

The forum must not:

- appear before a court or tribunal other than as a witness if called by a party to proceedings
- take part in a decision-making process under any enactment other than to advise when requested to do so.

**Joint committee** (Hauraki Gulf Marine Park Act 2000, s 16)

“(2) *The forum consists of the following representatives:*

- 1 representative appointed by the Minister of Conservation:*
- 1 representative appointed by the Minister of Fisheries:*
- 1 representative appointed by the Minister of Maori Affairs:*
- 7 representatives appointed by the Auckland Council:*
  - Hauraki District Council:*
  - Matamata-Piako District Council:*
  - Thames-Coromandel District Council:*
  - Waikato District Council:*
  - Waikato Regional Council:*
- 6 representatives of the tangata whenua of the Hauraki Gulf and its islands appointed by the Minister, after consultation with the tangata whenua and the Minister of Maori Affairs.*

(2A) *The representatives appointed in accordance with subsection (2)(ca) must—*

- be members of —*
  - the Auckland Council; or*
  - a local board of the Auckland Council elected in accordance with the Local Electoral Act 2001 and*
- include 1 member of each of the Great Barrier Island and Waiheke Island local board”*

**Frequency of meetings**

Quarterly or as determined by the forum

**Membership**

**Auckland Council representatives (7)**

Cr Walker  
Cr Lee  
Cr Fletcher

Cr Baker  
Cr Leoni

Aotea Great Barrier Local Board Member TBC  
Waiheke Local Board Member TBC



## 5.1 KAIPARA MOANA REMEDIATION JOINT COMMITTEE

### Terms of Reference

#### Background

The Kaipara Harbour (Kaipara Moana) is New Zealand's largest harbour and is suffering from decreased and degraded water quality issues. In July 2020 the New Zealand government confirmed funds would be allocated to address freshwater management matters, particularly sediment runoff, with the aim of achieving environmental and associated outcomes for Kaipara Moana and its catchment.

The Kaipara Moana Remediation Joint Committee is set up as a joint committee by the Governing Body of Auckland Council and the Northland Regional Council, in partnership with Kaipara Uri, to coordinate decisions relating to funding allocated to provide environmental and associated outcomes for Kaipara Moana.

The key principles by which the Joint Committee must conduct itself are set out in the Memorandum of Understanding signed in October 2020 regarding the Kaipara Moana Remediation Programme.

'Kaipara Uri' is the term taken by Ngā Maunga Whakahī o Kaipara, Te Uri o Hau Settlement Trust and Te Rūnanga o Ngāti Whātua, when engaging collectively on matters relating to Kaipara Moana and its catchment. Together with Auckland Council and the Northland Regional Council, these are the member parties to the Joint Committee.

#### Purpose and Responsibilities

The purpose of the Joint Committee is to carry out the decision-making responsibility in relation to the allocation of funds for the Kaipara Moana Remediation programme, including funding from the Crown and councils, and contributions (e.g. from landowners or others) needed to access funding from Crown and councils for remediation works. This includes (but is not necessarily limited) to:

- (a) providing stewardship and governance over the expenditure of the Crown Grant and council funding, as well as contributions from land-owners;
- (b) commissioning and approving remediation budgets and work-plans for the Kaipara Moana Remediation programme;
- (c) assisting councils and Kaipara Uri in any consideration of funding arrangements with the Crown and other parties as may be required;
- (d) formulating and recommending to councils and Kaipara Uri the preferred Kaipara Moana Remediation operations vehicle to undertake operational works as directed by an approved long-term annual remediation budget and work-plan;
- (e) guiding the work of councils and Kaipara Uri on any monitoring and reporting obligations;
- (f) assisting councils and Kaipara Uri in its review and consideration of the Funding Agreement; and
- (g) assisting and supporting signatory entities to the Funding Agreement with any audit and reporting obligations required in respect of the Crown Grant and council contributions.

For the avoidance of doubt the Joint Committee:

- (h) is not authorised to exercise any regulatory or enforcement function of either council under the Local Government Act 2002, the Resource Management Act 1991, or any other Act;
- (i) must not act contrary to the current long term plan or annual plan of either council, or any NPS or other document binding on or adopted by either Council under the Local Government Act 2002, the Resource Management Act 1991, or other Act; and
- (j) is not authorised to commit funds or resources of either council beyond the funding and resources already agreed to by them.

## **Powers (Delegations)**

The Joint Committee has all powers of the Governing Body of the Auckland Council and the Northland Regional Council necessary to perform the Joint Committee's responsibilities.

Except the powers that neither Auckland Council nor the Northland Regional Council can lawfully delegate, including those under schedule 7, clause 32(1) of the Local Government Act 2002, being the power to:

- (a) make a rate; or
- (b) make a bylaw; or
- (c) borrow money, or purchase or dispose of assets, other than in accordance with the longterm plan; or
- (d) adopt a long-term plan, annual plan, or annual report; or
- (e) appoint a chief executive; or
- (f) adopt policies required to be adopted and consulted on under this Act in association with the long-term plan or developed for the purpose of the local governance statement; or
- (g) adopt a remuneration and employment policy.

### **Joint Committee discharged on establishment of new entity**

This Joint Committee is deemed to be discharged on the establishment of a future Kaipara Moana Body, anticipated to be created by statute with representation from Kaipara Uri, Auckland Council, Northland Regional Council, Kaipara District Council and Whangarei District Council.

### **Joint Committee not discharged at triennial elections**

Pursuant to the Local Government Act 2002, schedule 7, clause 30(7) the councils have resolved that this Joint Committee is not discharged at the triennial elections (if not already discharged due to the establishment of a future Kaipara Moana Body). However, on coming into office following an election, a council may choose to review its appointments to the Joint Committee.

**Voting rights:** Decisions will be made by majority. However, the Joint Committee will seek to operate on the principle of consensus decision-making. When decisions are required and put to a vote, the chair or other person presiding at a meeting:

- (a) has a deliberative vote; and
- (b) does not have a casting vote (and therefore in the case of an equality of votes, the act or question is defeated and the status quo is preserved).

**Support and attendance:** The Joint Committee shall be entitled to invite guests or experts to attend any meeting and, at the request of the Joint Committee, participate in discussions on, and assist the Joint Committee in its considerations.

Any Chair or other member of any of the governing bodies of Kaipara Uri, and any member of the Auckland Council and the Northland Regional Council or of a committee of the Auckland Council and the Northland Regional Council, has, unless lawfully excluded, the right to attend any meeting of the Joint Committee.

Every meeting of the Joint Committee is open to the public, except as otherwise provided by Part 7 of the Local Government Official Information and Meetings Act 1987.

Senior staff of member entities may attend Joint Committee meetings to provide administrative and other associated support to the members.

**Review of these Terms of Reference:** These terms of reference are to be reviewed at least annually by the Joint Committee. The Terms of Reference may be amended by agreement between the Joint Committee members subject to any other necessary approvals from the member parties.

**Standing orders:** The Joint Committee will refer to and apply the standing orders of the Council members providing administrative assistance to the Joint Committee. In the event of any inconsistencies between the standing orders and these terms of reference, the terms of reference will prevail.

## Quorum

The quorum for a meeting of a Joint Committee is:

- (a) half of the members if the number of members of the Joint Committee (including vacancies) are even
- (b) a majority if the number of members of the Joint Committee (including vacancies) are odd and provided that at least one (1) Joint Committee member is present from each of Auckland Council and Northland Regional Council, and two (2) members from Kaipara Uri.

## Membership

The membership of the Joint Committee will be as follows:

- (a) six (6) from the Kaipara Uri entities;
- (b) three (3) elected members from Auckland Council; and
- (c) three (3) elected members from Northland Regional Council.

The members of the Joint Committee shall appoint, by majority decision of the members:

- (a) A Chair (from one (1) of the representatives from the Kaipara Uri entities); and
- (b) A Deputy Chair (from one (1) of the representatives from either Auckland Council or Northland Regional Council).

Members can be reappointed.

Resignation is by written notice to the relevant member party. As a matter of courtesy, each member party will then inform the Joint Committee of discharges, resignations and reappointments.

**Ex officio:** Whereas the Mayor of Auckland is a member of all committees by virtue of section 9(6) of the Local Government (Auckland Council) Act 2009, the Mayor has agreed not to exercise this right of membership.

## Frequency of meetings

Quarterly or as determined by the Joint Committee.

## **6 WORKING GROUPS**

### **6.1 GUIDANCE ON THE FORMATION/USE OF WORKING GROUPS**

#### **Purpose**

Reference groups / working groups (groups) are established by the Governing Body or its committees as a mechanism to act as a governance sounding board on the development of specific regional policies, plans and programmes by (including but not limited to):

- canvassing issues
- providing political direction or guidance
- providing input and direction on draft Auckland Council submissions
- making recommendations to another body.

Reference groups should be established for short term projects, localised issues, submissions etc, usually within a tight timeframe; while working groups should be established for long-term, more significant pieces of work. Meetings will not be advertised or open to the public.

#### **Powers**

Groups do not have decision making powers, unless delegated by resolution. Instead, they make recommendations for endorsement by the relevant governing body committee. The powers of a particular group will be established by the parent committee in the group's term of reference.

#### **Membership**

Groups may be established with joint governing body, Independent Māori Statutory Board and local board elected member representation where local and regional issues, views and perspectives are relevant to the policy issues being considered.

Governing Body members who are not appointed to the group have the right to attend and listen. They may participate if invited to by the chairperson.

#### **Chairperson**

The chairperson of the group may naturally fall to the chairperson of the establishing committee or be appointed as part of the establishing resolution. A deputy chairperson may be appointed if required.

#### **Meeting support**

The Governance Advisor team can organise meetings for these groups, however there may be an alternative option for members to provide feedback (e.g., email correspondence or drop-in session(s)). Different groups will require different levels of support.

#### **Reporting**

The establishing report should clearly state the level of commitment required, i.e., the number of anticipated meetings, or the anticipated means of communicating / collaboration prior to making the recommendations back to committee, as elected members have many commitments.

Reporting to the parent committee for endorsement of the group's recommendations should include reference to the appointing resolution and note when the group met / corresponded to consider its recommendations to the committee. It is also intended that the minutes (or outcomes) of any working or reference group will be reported to the parent committee through the summary of information report.

## 6.2 JOINT GOVERNANCE WORKING PARTY

### Purpose

The governance of Auckland Council comprises the mayor and councillors together with twenty-one local boards.

The Joint Governance Working Party meets as necessary to consider governance matters of mutual interest to the Governing Body and local boards and to report its findings.

### Powers

The Joint Governance Working Party does not have delegated decision-making powers but reports its findings to local boards and the Governing Body for final decisions.

The Joint Governance Working Party will generally determine its findings by consensus, but where there is division of opinion, this will be noted in its findings and it will be acceptable to record minority views.

Matters are referred to the Joint Governance Working Party by resolution of the Governing Body, or, if the matter is urgent, by the chairperson together with the Chief Executive (or nominee).

### Members and meeting procedure

The Joint Governance Working Party comprises six members appointed by the Governing Body and six members appointed by local boards.

The Joint Governance Working Party may co-opt, or liaise, as it deems necessary on an issue basis. For example, if it is dealing with a rural issue and does not have rural representation, it may invite a rural elected member to participate in order to provide advice.

Meetings will not generally be advertised or open to the public. All elected members who are not members of the working party have the right to attend and listen. They may participate if invited to by the chairperson.

It may liaise with representatives of CCOs and co-governance entities.

### Chair and deputy chair

The chairperson and deputy chairperson will be elected by the members of the Joint Governance Working Party. They will not both be Governing Body members nor both local board members. If both the chairperson and deputy chairperson are absent for a meeting, the meeting will appoint a chairperson for that meeting.

### Quorum

If the total membership is even, one-half of Governing Body members and one-half of local board members otherwise a majority of each.

### Frequency of meetings

Every second month as scheduled

## **Membership**

### **Chairperson**

Cr Fairey

### **Deputy chairperson**

LB Member Cath Handley

### **Members**

Cr Baker

Cr Newman

Cr Henderson

Cr Watson

Cr Leoni

LB Member Catchpole

LB Member Northey

LB Member Fulljames

LB Member Thomas

LB Member Gillon

### **IMSB appointee**

### **All other elected members**

May attend and listen.

May participate at the invitation of the chairperson.

## 6.3 KAIPARA MOANA NEGOTIATIONS WORKING PARTY

### Purpose and Scope

Auckland Council, Kaipara District Council, Northland Regional Council and Whangarei District Council (**the Councils**) wish to work together to achieve mutually beneficial outcomes from the Kaipara Moana Treaty settlement negotiations and enable coordinated engagement with Kaipara Uri and the Crown.<sup>2</sup>

The purpose of the Kaipara Moana Negotiations Working Party (Working Party) is to facilitate discussions and enable efficient collaboration regarding the negotiations, with decision making, as required, remaining with the respective councils. The Crown's Treaty settlement negotiations with Kaipara Moana mana whenua are nearing completion and are likely to be concluded in 2023.

### Outcomes and Objectives

Collectively the Councils have a significant interest in the sustainable management of the Kaipara Harbour. Councils wish to continue to work together to engage with the Crown and Kaipara Uri in the Kaipara Moana Treaty settlement negotiations to ensure the following outcomes are achieved:

- a) a co-governance entity that is fit-for-purpose and meets the interests of Councils, iwi and the public, with appropriately scaled responsibilities and powers;
- b) Crown support for the outcome of the Treaty settlement negotiations, particularly for implementation and operational costs of the proposed co-governance body;
- c) an increase to Crown funding for environmentally beneficial projects.

The Working Party will:

- a) ensure effective communication between the Councils on Kaipara Moana negotiation issues;
- b) use its best endeavours to agree in principle the position to be taken by the Councils on negotiation issues ahead of formal negotiation meetings with the Crown and/or Kaipara Uri, subject to the decision making responsibilities of respective Councils;
- c) coordinate attendance by Council representatives at negotiations meetings with the Crown and/or Kaipara Uri;
- d) share technical information relating to the negotiations; and
- e) coordinate where possible required decision making by the respective council governing bodies on negotiation issues.

The Working Party will coordinate engagement by the Councils with the Crown and Kaipara Uri in the Kaipara Moana negotiations. In particular, the Working Party will agree how and when communications with the Crown and Kaipara Uri will take place.

### Membership

The Working Party will comprise at least one elected representative from each Council and will be supported by council staff. The Councils will determine their own representation on the Working Party. To date Auckland Council has appointed two councillors to the Working Party and delegated to the Rodney Local Board the appointment of one local board member.

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<sup>2</sup> 'Kaipara Uri' is the collective name taken by Ngā Maunga Whakahī o Kaipara, Te Roroa, Te Rūnanga o Ngāti Whātua, and Te Uri o Hau when acting jointly on Kaipara Moana matters.

## **Frequency**

The Working Party will determine the frequency and location of meetings and communications between members.

These Terms of Reference are included as an excerpt from the Memorandum of Understanding signed in December 2015 between Auckland Council, Kaipara District Council, Northland Regional Council and Whangarei District Council concerning the Kaipara Moana Settlement Negotiations (GB/2015/124).