

CCO & WIAL BOARD APPOINTMENTS

PUBLIC EXCLUDED

Grounds: Section s48(1)(a) - That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under Section 7.

Reason: Section 7(2)(a) - The withholding of the information is necessary to protect the privacy of natural persons, including that of a deceased person.

Kōrero taunaki | Summary of considerations

Purpose

1. This report asks Kōrau Tōtōpū | Long-term Plan, Finance, and Performance Committee to (1) appoint a new Chair to the Board of the Wellington Museums Trust, (2) reappoint two trustees to the Board of the Wellington Regional Stadium Trust, and (3) reappoint a director to the Board of the Wellington International Airport Limited.

Strategic Alignment

2. The most relevant community outcomes, strategic approaches, and priorities for this paper include Cultural Wellbeing – a welcoming, diverse and creative city; integrating te ao Māori, nurture and grow our arts sector; Social Wellbeing - a city of healthy and thriving whānau and communities; making our city accessible and inclusive for all, Economic Wellbeing - an innovative business friendly city.

Significance

3. The decision is **rated low significance** in accordance with schedule 1 of the Council's Significance and Engagement Policy.

Financial considerations

☒ Nil ☐ Budgetary provision in Annual Plan / Long-term Plan ☐ Unbudgeted \$X

Risk

☒ Low ☐ Medium ☐ High ☐ Extreme

4. If the reappointments are not made there would be two empty seats on the board of the Wellington Regional Stadium Trust, and an empty seat on the board of the Wellington International Airport Limited. If a new Chair is not appointed for the Wellington Museums Trust, the Trust will be without a Board Chair.

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Taunakitanga | Officers' Recommendations

Officers recommend the following motion

That Kōrau Tōtōpū | Long-term Plan, Finance, and Performance Committee:

1. **Receive** the information.
2. **Agree** the appointment of Martin Matthews as Chair of the Wellington Museums Trust for a three-year period ending 31 December 2027.
3. **Agree** the reappointment of Phillipa Harford as a trustee of the Wellington Regional Stadium Trust for a three-year period ending 31 December 2027.
4. **Agree** the reappointment of Tracey Bridges as a trustee of the Wellington Regional Stadium Trust for a two-year period ending 31 December 2026.
5. **Agree** the reappointment of Wayne Eagleson as a director of the Wellington International Airport Limited for a 6-month period ending 30 June 2025.

Whakarāpopoto | Executive Summary

5. The Appointments Group unanimously recommend the appointment of Martin Matthews as Chair of the Wellington Museums Trust, the reappointments of Phillipa Harford and Tracey Bridges as trustees of the Wellington Regional Stadium Trust, and the reappointment of Wayne Eagleson as a director of the Wellington International Airport Limited.
6. This appointment and reappointments are supported by officers and the respective Chairs of these Boards.

Takenga mai | Background

7. Council approves the appointment of board members to our Council Controlled Organisations, in line with the Council's Appointments Policy and the Local Government Act 2002.
8. In terms of Council's Appointment's Policy, the term for a director/trustee is initially for a period of three years and the total tenure is typically six years.
9. As a minority shareholder of Wellington International Airport Limited (WIAL), WCC can appoint one independent Board member.
10. See the attached Wellington Museums Trust and Wellington Regional Stadium Trust Board background documents for an overview of the respective current Boards, including their Board skills matrices.

Kōrerorero | Discussion

11. **Martin Matthews** is being recommended as the new Chair of the Wellington Museums Trust (WMT) replacing Jane Wrightson. See the attached for Martin Matthew's CV.

12. Martin is being recommended as Board Chair to provide a strong governance, financial and commercial skillset along with a strong understanding of the GLAM sector (Galleries, Libraries, Archives and Museums), and continuity (he is currently a trustee). Martin is a highly experienced professional director. He previously spent over 18 years as a Chief Executive in central government and was Controller and Auditor-General. Martin currently Chairs the WMT Audit and Risk Committee. He is also a Board member of the MetService and Kordia, and is a former CEO of the Ministry of Culture & Heritage.
13. **Tracey Bridges** has completed two terms and one year on the Wellington Regional Stadium Trust (WRST). Trust Chair Rachel Taulelei strongly recommends that Tracey is reappointed for a further two-year period ending 31 December 2026. WCC & GWRC Officers support this proposal to renew Tracey Bridges. See the attached for Tracey Bridges' CV.
14. Tracey is highly regarded and is Chair of the Trust's Health and Safety Sub Committee. She has a strong governance skillset and provides expertise in strategy, leadership and behaviour change, with an international reputation for leadership in social marketing. In addition to being a trustee of the WRST, she is the Chair of the Wellington Regional Economic Development Agency Ltd, the Chair of the crown entity Education New Zealand, a board member of Whānau Āwhina, Royal New Zealand Plunket Society, and a co-founder and director of The Good Registry.
15. Although the standard maximum term for directors/trustees is six years in accordance with Council's "Policy on the appointment and remuneration of directors of council organisations", the policy also states that "any term that is greater than six years will be considered by Council on a case-by-case basis". The Wellington Regional Stadium Trust Deed is silent on a maximum number of terms, but it does note that Trustees can be reappointed for a further period or periods (Clause 22.7). It has been standard practice within the Trust to serve for a maximum of three terms.
16. Key considerations regarding this reappointment include:
 - Tracey provides strong institutional knowledge and marketing expertise which will be required as the Trust heads into a more competitive environment with the go live of the Christchurch Stadium.
 - Tracey chairs the Trust's Health & Safety Sub Committee
 - Tracey provides a strong link through to the Wellington Regional Economic Development Agency (WellingtonNZ), useful in aligning the city's major event and attraction activity.
17. **Phillipa Harford** has completed one term as a director of the Wellington Regional Stadium Trust (WRST). Trust Chair Rachel Taulelei strongly recommends that Phillipa Harford is reappointed to the role for a second term ending on 31 December 2027. WCC & GWRC Officers support this proposal to renew Phillipa Harford. See the attached for Phillipa Harford's CV.
18. Phillipa adds excellent financial and commercial experience to the Trust. She Chairs the Trust's Audit, Finance and Risk subcommittee, and provides a strong link through to the city's business community through her roles with Morrison, Infratil, and Wellington Airport.

19. **Wayne Eagleson** has completed two terms of three years on the Wellington International Airport Limited (WIAL) Board. WIAL Board Chair, Rachel Drew, recommends that Wayne is reappointed for a further 6-month period ending 30 June 2025. This will enable the facilitation of a recruitment process for Wayne's replacement and a smooth transition. Council officers support this proposal. Wayne Eagleson's CV is attached.
20. Wayne is a highly valued member of the board and, having served two terms, has a strong understanding of the business and the Board's previous decision making. He has a well-developed understanding of the tourism sector in New Zealand, relevant economic and safety regulation, and strong financial capability and experience with multi-year capital investment programmes. His previous experience working with senior government Ministers means he has strong public stakeholder management and communications skills necessary for building high-quality relationships in a complex multi-stakeholder environment. Wayne is also a member of the WIAL Audit and Risk Committee and Chairs the Remuneration Committee.

Kōwhiringa | Options

21. For the Wellington Regional Stadium Trust, the Council can choose to either confirm the reappointment of Phillipa Harford as a trustee of the Wellington Regional Stadium Trust (preferred) or reject the reappointment, and request that the Appointments Group consider alternative candidates for this position.
22. For the Wellington Regional Stadium Trust, the Council can choose to either confirm the reappointment of Tracey Bridges to the board of the Wellington Regional Stadium Trust (preferred) or reject the appointment and request the Appointments Group consider alternative candidates for the position.
23. For the Wellington Museums Trust, the Council can choose to either confirm the appointment of Martin Matthews as Board Chair of the Wellington Museums Trust (preferred) or reject the appointment and request the Appointments Group consider alternative candidates for the position.
24. For the Wellington International Airport Limited, the Council can choose to either confirm the reappointment of Wayne Eagleson as a director of the Wellington International Airport Limited (preferred) or reject the appointment and request the Appointments Group consider alternative candidates for the position.

Whai whakaaro ki ngā whakataunga | Considerations for decision-making

Alignment with Council's strategies and policies

25. This appointment supports the mahi of our CCOs which in general align with several Council strategies, including Te Atakura first to Zero, Aho Tini, Strategy for Children and Young People, Economic Wellbeing and several LTP priorities.

Engagement and Consultation

26. Greater Wellington Regional Council and the Chairs of the Wellington Regional Stadium Trust and Wellington International Airport Limited have been consulted.

Māori Impact Statement

27. No impacts to our knowledge.

Financial implications

28. All CCO positions are budgeted for.

Legal considerations

29. None to our knowledge.

Disability and accessibility impact

30. None to our knowledge.

Climate Change impact and considerations

31. Not applicable.

Communications Plan

32. On approval of the appointments, letters will be drafted to the candidates informing them of their appointments.

Health and Safety Impact considered

33. There are no specific considerations.

Ngā mahinga e whai ake nei | Next actions

34. If the appointments are approved, a formal letter will be sent to candidates, including a templated reply where each can confirm their acceptance of the appointment/reappointment.

Attachments

Attachment 1.	<div></div>	Page 60
Attachment 2.	<div></div>	Page 61
Attachment 3.	<div></div>	Page 71
Attachment 4.	<div></div>	Page 72
Attachment 5.	<div></div>	Page 74
Attachment 6.	<div></div>	Page 77