



caring about you & your environment

Public Excluded

Report PE-99.236

11 May 1999

CFO/27/15/1

Report to the Policy and Finance Committee
From Stuart Macaskill, Chairman

Stadium Trust : Governance Issues

1. Purpose

To advise the Committee of recent changes in the Stadium Trust's governance structure and to reappoint the existing Trustees until 30 April 2000.

2. Exclusion of the Public

Grounds for the exclusion of the public under Section 48(i) of the Local Government Official Information Act 1987 are:

That the public conduct of the whole or relevant part of the meeting would be likely to result in a disclosure of information for which good reasons for withholding exists, i.e., to carry on commercial activities.

3. Background

For the past few months I have been working with Mayor Blumsky, (with the assistance of officers from both Councils) to provide advice to the Stadium Trustees on their proposed Governance changes. All parties have been reviewing the governance structure within the Stadium Trust with the objective of ensuring that it is appropriate not only during the critical construction phase but also to ensure it best positions the Trust in its transition into operational mode. Although the stadium does not officially open until January 2000, there is much planning to be done beforehand if the stadium is to be a success.

4. New Governance Structure

The Stadium Trust has put in place a revised governance structure which has involved the establishment of a number of new Committees including a new Operations Committee (refer Attachment 1).

The changes are designed to assist the Stadium Trust Chief Executive to deliver the complete range of outputs currently being worked on.

The Stadium Trust Board, which includes the eight Trustees appointed by the two Councils when the project plan was approved, remain accountable for the Stadium project. However, the new Committee structure has resulted in the injection into the project of a range of new skills and energy.

I am personally pleased with the changes and I believe they are well timed.

5. Reappointment of Trustees

As noted in Section 4 above, the existing Trustees are those appointed jointly by Wellington City Council and Wellington Regional Council when the new Trust was established in November 1997.

The existing Trustees are:

William Birnie
Paul Collins
Susan Elliott
Bryan Johnson
Dr Ngatata Love
Sir Ronald Scott
David Wale
Hon. Frances Wilde

While the Trust Deed provides for the Trustees to be appointed for a period of three years, the Wellington City Council passed a resolution that the initial Trustees should be appointed for a period of one year from incorporation of the new Trust (i.e., to November 1998). There was an understanding in 1996 between officers of both Councils that the Wellington Regional Council would also appoint the Trustees for an initial period of one year.

However, this understanding was inadvertently overlooked by WRC officers and the Trustees were therefore appointed for a period of three years from November 1997 (pursuant to the Trust Deed).

Having now got to the point of being close to completion of the Stadium, both Mayor Blumsky and myself are strongly of the view that the existing Trustees should remain in place until the Stadium is fully operational. We have sought, and received, from the Stadium Trust Chair, her views on the contributions made to date by the Trustees (refer Attachment 2) which reinforce our view that no immediate change to Trustees is required.

Officers have taken legal advice as to the best mechanism to line up the Trustee appointment process between the two Councils, and one which would provide for a termination date which is beyond the Stadium opening date but not as far out as November 2000.

Our legal advisers advise that the best mechanism to achieve the extension of existing Trustee appointments until 30 April 2000 is through the resolutions contained in this report, and through the joint signing of attached certificate (refer Attachment 3).

6. Wellington City Council's Position

The Wellington City Council considered the matter of Trustee appointments on 30 April 1999 and agreed to let it "lie on the table" pending a briefing from the Stadium Trust (to be carried out as part of the upcoming site visit).

7. Appointment of WRC Observer

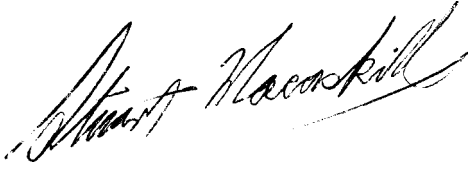
The Trust Deed provides that the settlors can each appoint a Councillor to attend the meetings of the Trust in an observer capacity, with speaking but not voting rights. I have agreed with Mayor Blumsky that the Governance changes as outlined in Attachment 1, provide a good opportunity for both Councils to consider their positions in relation to the appointment of an observer to attend Trust Board meetings. I intend to recommend Councillor Buchanan to fill this role on behalf of the Wellington Regional Council.

8. Recommendations

- (1) *That the report be received and the contents noted.*
- (2) *That the Committee note the recent Governance changes made by the Stadium Trust as detailed in Attachment 1.*
- (3) *That the Committee recommend to the Council that it:*
 - (a) *in conjunction with Wellington City Council, reappoint the following people to be Trustees of the Wellington Regional Stadium Trust Incorporated for a further period to 30 April 2000:*

William Norman Birnie
Paul David Collins
Susan Elizabeth Elliott
Bryan Ewart Johnson
Dr Ralph Heberley Ngatata Love
Sir Ronald Stewart Scott
David Houghton Wale
Hon. Frances Helen Wilde
 - (b) *authorise the Chairperson to sign a joint certificate with the Mayor of Wellington (in the form attached as Attachment 3) to confirm the same.*

- (4) *That the Committee recommend to the Council that Councillor Buchanan is appointed to the Wellington Regional Stadium Trust as the Wellington Regional Council 's observer.*



STUART MACASKILL
Chairman

Attachments:

Attachment 1 : Stadium Trust Committee Structure

Attachment 2 : Letter from Hon. Fran Wilde in relation to Trustees – 30 April 1999

Attachment 3 : Certificate appointing the Trustees of the Wellington Regional Stadium Trust