



KOMITI RATONGA RANGATŌPŪ ME TE RAUTAKI POLICY, FINANCE AND STRATEGY COMMITTEE

12 November 2024

Order Paper for the meeting to be held in the
Council Chambers, 2nd Floor, 30 Laings Road, Lower Hutt,
on:

Wednesday 20 November 2024 commencing at 4:00 pm

The meeting will be livestreamed on Council's You Tube page.

Membership

	Cr A Mitchell (Chair)
	Deputy Mayor T Lewis (Deputy Chair)
Mayor C Barry	Cr K Brown
Cr B Dyer	Cr S Edwards
Cr K Morgan	Cr C Parkin
Cr T Stallinger	

For the dates and times of Council Meetings please visit www.huttcity.govt.nz

Have your say

You can speak under public comment to items on the agenda to the Mayor and Councillors at this meeting. Please let us know by noon the working day before the meeting. You can do this by emailing DemocraticServicesTeam@huttcity.govt.nz or calling the Democratic Services Team on 04 570 6666 | 0800 HUTT CITY

KOMITI RATONGA RANGATŌPŪ ME TE RAUTAKI | POLICY FINANCE AND STRATEGY COMMITTEE

Chair:	Cr Andy Mitchell
Deputy Chair:	Deputy Mayor Tui Lewis
Membership:	<p>Mayor Campbell Barry Cr Keri Brown Cr Brady Dyer Cr Simon Edwards Cr Karen Morgan Cr Chris Parkin Cr Tony Stallinger</p> <p>Refer to Council's Standing Orders (SO 31 Provisions for Mana Whenua)</p>
Quorum:	Half of the membership
Meeting Cycle:	Meets on an eight-weekly basis or at the requisition of the Chair
Reports to:	Council
Membership RMA Hearings	An independent Commissioner plus a minimum of either three or four elected members (including the Chair) and alternates who have current certification under the Making Good Decisions Training Assessment and Certification programme for RMA Decision Makers

OVERVIEW:

This committee assists Council in setting the broad direction of the city, discharging statutory functions and overseeing organisational performance. The committee is aligned with the Office of the Chief Executive and Strategy and Engagement Directorate.

Its areas of focus are:

- Long term/high-level strategic focus
- Long Term Plan/ Annual Plan oversight
- Treaty partnerships
- Economic development
- Financial and non-financial performance reporting
- Oversight of the Property Working Group
- Oversight and general co-ordination (including community engagement) of strategies and policies
- Bylaw development
- Oversight of Council Controlled Organisations/Statements of Expectation/Statements of Intent
- Strategic oversight of current community engagement

PURPOSE:

To assist the Council in setting the broad vision and direction of the city to promote the social, economic, environmental and cultural well-being of the city's communities in the present and for the future.

This involves determining specific outcomes that need to be met to deliver on the vision for the city, and overseeing the development of strategies, policies, bylaws and work programmes to achieve those goals. This committee is also responsible for monitoring the overall financial management and performance of the Council Group.

DELEGATIONS FOR THE COMMITTEE'S AREAS OF FOCUS:

- All powers necessary to perform the committee's responsibilities including the activities outlined below.
- Develop required strategies and policies. **Recommend draft and final versions to Council** for adoption where they have a city-wide or strategic focus.
- Implement, monitor and review strategies and policies to ensure policies and strategies are consistent, effective and current.
- Identify the need for any new strategies and policies.
- Oversee the implementation of major projects provided for in the Long Term Plan or Annual Plan.
- Oversee budgetary decisions provided for in the Long Term Plan or Annual Plan.
- **Recommend to Council** the approval of any financial decisions required outside of the annual budgeting process.
- Advocate for strong relationships with Council's Mana Whenua partners as outlined in the Tākai Here agreements ensuring the outcomes of the committee are in line with the aspirations of the partners.
- Advocate for the best interests of Māori communities in Lower Hutt having regard to the committee's goals.
- Ensure the committee is operating in a way that is consistent with various pieces of legislation that provide for Te Tiriti o Waitangi.
- Maintain an overview of work programmes carried out by Council's Office of the Chief Executive and Strategy and Engagement, Directorate.
- Oversee any consultation/engagement processes required on issues before the committee.
- Approve and forward submissions (other than those delegated to the District Plan Review Committee).
- Any other matters delegated to the committee by Council in accordance with approved policies and bylaws.
- The committee has the powers to perform the responsibilities of another committee where it is necessary to make a decision before the next meeting of that other committee. When exercised, the report/minutes of the meeting require a resolution noting that the committee has performed the responsibilities of another committee and the reason/s.
- If a policy or project relates primarily to the responsibilities of the Komiti Ratonga Rangatōpū me te Rautaki | Policy, Finance and Strategy Committee, but aspects require additional decisions by the Komiti Hapori Ahurea me ngā Rangapū | Communities, Culture and Partnerships Committee, Komiti Hanganga | Infrastructure and Regulatory Committee and/or Komiti Kaupapa Taiao | Climate Change and Sustainability Committee, then the Komiti Ratonga Rangatōpū me te Rautaki | Policy, Finance and Strategy Committee has the powers to make associated decisions on behalf of those other committees. For the avoidance of doubt, this means that matters do not need to be taken to more than one of those committees for decisions.

Bylaw Delegations:

- Develop and agree the Statement of Proposal for new or amended bylaws for consultation/engagement.
- **Recommend to Council** the approval of draft bylaws before consultation.
- The Chair of the Komiti Ratonga Rangatōpū me te Rautaki | Policy, Finance and Strategy Committee, in conjunction with the Chief Executive, is authorised to appoint a subcommittee of suitably qualified persons to conduct hearings on draft bylaws on behalf of the committee.
- **Recommend to Council** new or amended bylaws for adoption.

Financial, Project and Performance Reporting Delegations:

- **Recommend to Council** the budgetary parameters for the preparation of Council's Long Term Plans and Annual Plans.
- Monitor progress towards achievement of budgets and objectives for the Council Group as set out in the Long Term Plan and Annual Plans, including associated matters around the scope, funding, prioritising and timing of projects.
- Monitoring and oversight of significant city-wide or strategic projects including operational contracts, agreements, grants and funding, except where these are the responsibility of another standing committee.
- Monitor progress towards achievement of the Council's outcomes as set out in its overarching strategies for the city and their associated plans.
- Oversee the activities of the Property Working Group in its implementation of the Purchase and Sale of Property for Advancing Strategic Projects Policy.
- Oversee the acquisition and disposal of property in accordance with the Long Term Plan.
- Monitor the integrity of reported performance information at the completion of Council's Annual Report process.
- **Review and recommend to Council** the adoption of the Annual Report.
- **Recommend to Council** the approval of annual Statements of Intent and annual Statements of Expectation for Council Controlled Organisations and Council Controlled Trading Organisations and granting shareholder approval of major transactions.
- Monitor progress against the Council Controlled Organisations and Council Controlled Trading Organisations Statements of Intent and **make recommendations to Council** in the exercising of Council powers, as the shareholder, about Council Controlled Organisations/Council Controlled Trading Organisations under sections 65 to 72 of the Local Government Act.
- Oversee compliance with Council's Treasury Risk Management Policy.
- Consider and determine requests for rate remissions.
- Consider and determine requests for loan guarantees from qualifying community organisations where the applications are within the approved guidelines and policy limits.

HUTT CITY COUNCIL

KOMITI RATONGA RANGATŌPŪ ME TE RAUTAKI POLICY, FINANCE AND STRATEGY COMMITTEE

Meeting to be held in the Council Chambers, 2nd Floor, 30 Laings Road, Lower Hutt
on
Wednesday 20 November 2024 commencing at 4:00 pm.

ORDER PAPER

PUBLIC BUSINESS

1. OPENING FORMALITIES - KARAKIA TIMATANGA

Whakataka te hau ki te uru	<i>Cease the winds from the west</i>
Whakataka te hau ki te tonga	<i>Cease the winds from the south</i>
Kia mākinakina ki uta	<i>Let the breeze blow over the land</i>
Kia mātaratara ki tai	<i>Let the breeze blow over the ocean</i>
E hī ake ana te atakura	<i>Let the red-tipped dawn come with a</i>
He tio, he huka, he hau hū	<i>sharpened air.</i>
Tihei mauri ora.	<i>A touch of frost, a promise of a glorious</i>
	<i>day.</i>

2. APOLOGIES

No apologies have been received.

3. PUBLIC COMMENT

Generally up to 30 minutes is set aside for public comment (three minutes per speaker on items appearing on the agenda). Speakers may be asked questions on the matters they raise.

4. CONFLICT OF INTEREST DECLARATIONS

Members are reminded of the need to be vigilant to stand aside from decision making when a conflict arises between their role as a member and any private or other external interest they might have

5. RECOMMENDATIONS TO TE KAUNIHERA O TE AWA KAIRANGI COUNCIL - 20 NOVEMBER 2024

a) Urban Plus Limited - Statement of Expectations 2025-26

Report No. PFSC2024/5/324 by the Head of Urban Development

8

CHAIR'S RECOMMENDATION:

"That the recommendation contained in the report be endorsed."

- b) Seaview Marina Limited - Statement of Expectations 2025-26
Report No. PFSC2024/5/341 by the Financial Accounting Manager 15

CHAIR'S RECOMMENDATION:

"That the recommendations contained in the report be endorsed."

- c) Adoption of new Seaview Marina Limited Constitution
Report No. PFSC2024/5/344 by the Chief Executive, Seaview Marina 21

CHAIR'S RECOMMENDATION:

"That the recommendations contained in the report be endorsed."

6. RECOMMENDATION TO TE KAUNIHERA O TE AWA KAIRANGI COUNCIL - 10 DECEMBER 2024

Parking strategy - designed version and engagement results

Report No. PFSC2024/5/323 by the Policy Advisor 58

CHAIR'S RECOMMENDATION:

"That the recommendations contained in the report be endorsed."

7. HERITAGE GRANT FUND CHANGES

Report No. PFSC2024/5/325 by the Policy Lead 92

CHAIR'S RECOMMENDATION:

"That the recommendations contained in the report be endorsed."

8. UPDATE ON TŌ TĀTOU TĀONE 2055 - OUR CITY 2055

Report No. PFSC2024/5/326 by the Principal Advisor City Strategy 111

CHAIR'S RECOMMENDATION:

"That the recommendations contained in the report be endorsed."

9. INFORMATION ITEM

Komiti Ratonga Rangatōpū me te Rautaki | Policy, Finance and Strategy Committee Forward Programme

Memorandum dated 4 November 2024 by the Democracy Advisor

125

CHAIR'S RECOMMENDATION:

“That the recommendation contained in the memorandum be endorsed.”

10. QUESTIONS

With reference to section 32 of Standing Orders, before putting a question, a member shall endeavour to obtain the information. Questions shall be concise and in writing and handed to the Chair prior to the commencement of the meeting.

11. CLOSING FORMALITIES - KARAKIA WHAKAMUTUNGA

Unuhia!	<i>Release us from the supreme</i>
Unuhia!	<i>sacredness of our tasks</i>
Unuhia i te uru-tapu-nui	<i>To be clear and free</i>
Kia wātea, kia māmā	<i>in heart, body and soul in our</i>
Te ngākau, te tinana, te wairua i	<i>continuing journey</i>
te ara takatū	<i>Oh Rongo, raise these words up</i>
Koia rā e Rongo whakairihia ake	<i>high</i>
ki runga	<i>so that we be cleansed and be free,</i>
Kia wātea, kia wātea!	<i>Yes indeed, we are free!</i>
Ae rā, kua wātea!	<i>Good and peaceful</i>
Hau, pai mārire.	

Jack Kilty
Democracy Advisor

29 October 2024

Report no: PFSC2024/5/324

Urban Plus Limited - Statement of Expectations 2025-26

Purpose of Report

1. To seek approval of the 2025-26 Urban Plus Limited (UPL) Statement of Expectations.

Recommendations

That the Committee recommends that Council approves the Urban Plus Limited Statement of Expectations 2025-2026, attached as Appendix 1 to the report.

Background

2. The Local Government Act 2002 allows for Council to issue a Statement of Expectations (previously Letter of Expectations) to its Council Controlled Organisations (CCOs).
3. The Statement of Expectations (SOE) provides guidance on how CCOs should undertake their business. In response to the SOE, the CCO (in this case UPL) will present a Draft Statement of Intent which will be presented to Council for consideration and approval in March 2025. The Statement of Intent sets out the plans, performance measure and financial projections for the three year period commencing 1 July 2025.

Discussion

4. The SOE for UPL sets out priorities that aim to ensure strategic alignment between Council and UPL.
5. On 1 August 2024, Councillors, officers, Directors of UPL and the UPL Chief Executive participated in a strategy workshop. The purpose of the workshop was to discuss UPL's direction and priorities for the next three years and in the context of the new Long Term Plan 2024-34.
6. The strategic priorities included in the SOE are aligned with the feedback received at the 1 August workshop. These generally reaffirmed UPL's direction and priorities with minor refinements and emerging opportunities. Accordingly, the 2025/26 SOE broadly follows the previous SOE, but removes references to initiatives already underway and foreshadows potential new opportunities.

7. A summary of the strategic priorities in the SOE for UPL is set out below:
- a. **Promote Māori outcomes** – Enhance understanding of Māori and Mana Whenua housing needs and aspirations, integrating them into UPL's strategies and operations.
 - b. **Climate change and environmental standards** - Integrate sustainable features in new developments aiming to achieve a minimum of Homestar 6 certification or equivalent environmental housing standards.
 - c. **Financial sustainability** - Successfully operates as a developer and affordable rental supplier, ensuring its decision-making focuses on long-term financial sustainability.
 - d. **Addressing housing needs** - Continue to focus on the delivery of parts of the housing continuum that are not well-served by the market. These are:
 - aa. Rental housing for the low-income elderly
 - bb. Community housing in partnership with Community Housing Providers, including homelessness services to be delivered by partners
 - cc. For-sale affordable market housing
 - e. **Accommodation for low-income elderly** – Focus on accessibility, affordability and equitable housing policies for the elderly.
 - f. **Supporting Council's broader strategies** - Seek opportunities for developments on the Valley Floor (especially in the Central City and Central / Northern Valley Floor) to assist Council in delivering the outcomes of the Infrastructure Acceleration Fund Agreement, Sustainable Growth Strategy and Te Awa Takamori o Te Awa Kairangi programme.
 - g. **Future opportunities** – Be alert to changes in central government housing policies and programmes, especially in relation to Kāinga Ora and Community Housing Providers. Explore opportunities to partner with Council on leasehold developments.

Climate Change Impact and Considerations

8. The matters addressed in this report have been considered in accordance with the process set out in Council's Climate Change Considerations Guide.
9. The SOE for UPL reflects Council's commitment to addressing its impact on climate change and specifically sets expectations related to meeting environmental standards.

Consultation

10. There are no consultation requirements arising from this report.

Legal Considerations

11. There are no legal considerations.

Financial Considerations

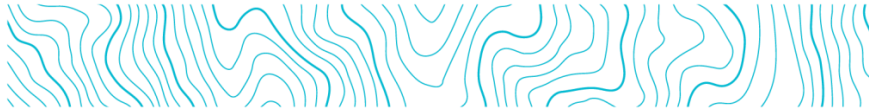
12. There are no financial considerations.

Appendices

No.	Title	Page
1↓	Urban Plus Limited - Statement of Expectations 2025-26	11

Author: Lucie Desrosiers
Head of Urban Development

Approved By: Jon Kingsbury
Director Economy & Development



Urban Plus Limited

Statement of Expectations 2025-26

This Statement of Expectations (SOE) outlines the strategic priorities for Urban Plus Limited (UPL) from Hutt City Council (HCC). These expectations serve as a guide for the preparation of UPL's draft Statement of Intent (SOI) and build upon the foundations set in the previous years and the Strategy Session held in August 2024 with Councillors and UPL Board members.

Strategic Priorities

Promote Māori outcomes

UPL is expected to continue to develop an understanding of Māori and mana whenua housing needs and aspirations, integrating them into UPL's strategies and operations.

A key method of achieving this priority will be working with Council and mana whenua through the Tākai Here.

Climate Change and Environmental Standards

UPL is expected to integrate advanced sustainable features in new developments. Upselling such features in market projects should be considered. UPL is expected to achieve a minimum of Homestar 6 certification for all its developments or adhere to equivalent environmental housing standards as mutually agreed upon between HCC and UPL.

Financial sustainability

UPL is expected to successfully operate as a developer and affordable rental supplier. Continuing financial sustainability over the long-term is critical in achieving Council's objectives.

UPL should identify where changes in Council policy directives towards UPL are necessary to ensure ongoing viability of the CCO and its rental portfolio.

UPL should also continue to ensure that its decision-making focuses on the long-term financial sustainability of the organisation.

Addressing Housing Needs

UPL is expected to continue to focus on delivery of parts of the housing continuum which are not well served by the market. These are:

- Rental housing for the low-income elderly
- Community housing in partnership with Community Housing Providers, including homelessness services to be delivered by partners
- For-sale affordable market housing.

Accommodation for Low-Income Elderly

UPL is expected to focus on accessibility in housing designs, specifically tailored to meet the needs of the aging population. This involves incorporating age friendly features that promote ease of mobility, safety, and comfort in living environments.

UPL is encouraged to explore the development of below-market rent flats, particularly for infill projects, which can provide affordable housing solutions while optimising urban land utilisation.

UPL is encouraged undertake a thorough review of its rental policies and structures, ensuring that they strike a balance between fairness and financial sustainability. This review should consider factors like market trends, the cost of living and tenant affordability, with the aim of maintaining equitable housing options for all residents, especially the elderly and those on fixed incomes.

Supporting Council's broader strategies

Infrastructure Acceleration Fund

Under the Infrastructure Acceleration Fund Housing Outcomes Agreement, Council has a duty to support and facilitate the construction of 3,520 homes on the Valley Floor by 2035. UPL is expected to seek opportunities for new

development and intensification of its existing stock on the Valley Floor to assist Council with this target.

Sustainable Growth Strategy 2025-2055

Development of the Sustainable Growth Strategy 2025-2055 is well underway. The Strategy identifies eight “strategic moves” to guide urban development in the city over the next 30 years. Of relevance to UPL are Strategic Move 1 – “Enhance the heart of the city” and Strategic Move 2 – “Build up the central and northern Valley Floor”. UPL is expected to seek opportunities to deliver projects that contribute to these strategic moves.

Te Awa Takamori o Te Awa Kairangi (formerly RiverLink)

One objective of the programme is urban revitalisation of the city centre. The Council has acquired land on Daly Street for the purpose of Urban Renewal, Regeneration and Redevelopment. UPL is expected to assist with the development strategy for this land by providing technical advice when required.

Future opportunities

Central government and the provision of social housing

The housing policy landscape is changing at central government level. These changes, particularly around the operation of Kāinga Ora, Ministry of Housing & Development, Community Housing Providers and Community Housing Associations, may present new opportunities for UPL to achieve housing outcomes. These opportunities may require swift action and UPL is expected to be prepared to respond. UPL should work to identify such opportunities early through its relationships with Kāinga Ora and attendance at the Hutt Central Regeneration Steering Group.

Council land and leasehold model

There may be opportunities to partner with Council on leasehold developments to deliver either affordable market housing and/or more financially sustainable growth of the rental portfolio. UPL is expected to explore how this model of development could be delivered.

Business as usual

Previous direction from Council has established business as usual best practices for UPL which are expected to continue in future years. These include:

- Best practice urban design, including creating a sense of community identity and belonging in each development.
- Integrating 'wellbeing's' into Performance Metrics
- Paying all UPL staff the Living Wage as a minimum, and for UPL to strongly encourage its direct contractors to align with the Living Wage criteria.

24 October 2024

Report no: PFSC2024/5/341

Seaview Marina Limited - Statement of Expectations 2025-26

Purpose of Report

1. To seek endorsement from the Committee for the 2025-26 Seaview Marina Limited (SML) Statement of Expectations.

Recommendations

That the Committee recommends that Council

- (1) receives and notes the information; and
- (2) approves the Seaview Marina Limited Statement of Expectations 2025-2026 attached as Appendix 1 to the report.

Background

2. The Local Government Act 2002 allows for Council to issue a Statement of Expectations (previously Letter of Expectation) to its Council Controlled Organisations (CCOs).
3. The Statement of Expectations (SOE) provides guidance on how CCOs should undertake their business. In response to the SOE, the CCO (and in this case, SML) will present a Draft Statement of Intent, which will be presented to Council for consideration and approval in March 2024. The Statement of Intent sets out the plans, performance measure and financial projections for the three year period commencing 1 July 2025.

Discussion

4. The draft SOE for SML sets priorities to ensure strategic alignment between Council and SML.
5. The strategic priority areas included in the draft SOE are aligned with the most recent SOI approved by the Council for the three year period commencing 1 July 2024.
6. The draft SOE has been developed with input from the SML Chief Executive and the SML Board Chairperson.

Climate Change Impact and Considerations

7. The matters addressed in this report have been considered in accordance with the process set out in Council's Climate Change Considerations Guide.
8. The draft SOE for SML reflects Council's commitment to addressing its impact on climate change and specifically sets expectations related to this in section 5.

Consultation

9. There are no consultation requirements arising from the report.

Legal Considerations

10. There are no legal considerations arising from the report.

Financial Considerations

11. The draft SOE endorses the expectation from the Long Term Plan 2024-2034 that SML plans for dividends to be paid to Council.

Appendices

No.	Title	Page
1	Statement of Expectation - Seaview Marina Limited	17

Author: Darrin Newth
Financial Accounting Manager

Reviewed By: Jenny Livschitz
Group Chief Financial Officer

Approved By: Jo Miller
Chief Executive



20 November 2024

Peter Steel Chairperson
Seaview Marina Limited

By email: peter@steelfamily.nz

Tēnā koe Peter,

Statement of Expectations

This Statement of Expectations (SOE) outlines the strategic priorities and expectations for Seaview Marina Limited (SML) from Hutt City Council (HCC). These expectations serve as a guide for the preparation of SML's draft Statement of Intent (SOI) for the three-year period commencing 1 July 2025.

Promote Māori Outcomes

Council is committed to improving outcomes for Māori and to working with our mana whenua partners to shape Lower Hutt for the future. SML is expected to fully participate alongside Council in any formal relationship agreements with mana whenua as they relate to improving outcomes relevant for SML. It is expected that SML take an active and meaningful approach to engaging with mana whenua and Māori through all its work and explore partnership/joint venture opportunities within SML's future developments.

Social and Environmental

Support of charitable non-profit ventures connected with the organisation's business will continue to be a focus, including work with the disability sector. Council asks SML to continue to develop partnerships supporting the growth of local maritime businesses that are focused on utilising renewable energy sustainably and are aligned with the Council's 'carbon zero' initiatives.

Council was pleased to see SML maintain the Clean Marina Programme accreditation. Council expects SML to reinforce commitment to this programme and understands that continual improvement through work and investment is required to retain this accreditation.

Climate Change

Council has cited the need to prioritise reducing city-wide emissions to net zero carbon, including the need to halve our own operational emissions by 2030. Council expects that SML will participate in the delivery of this objective, in line with our city-wide Climate Action Pathway and implement, monitor, and measure any agreed actions signed up to by SML. There are two areas of action for SML to consider:

- a. to replace fuel powered vehicles, equipment, and plant with electric powered equivalents when due for replacement, provided equivalents are commercially viable.
- b. Additionally, SML should develop a factual understanding of sea-level change and the performance of the breakwaters in relation to this. This improved understanding is to inform the financial planning regarding sea-level change, as part of the asset management plan.

Living Wage

The Council became Living Wage accredited in November 2021 which cemented the commitment to continue the programme of implementing the Living Wage as the minimum rate for people working on Council procured contracts for services. Council's expectation is that SML will support and promote the Living Wage. SML will ensure as and when services are procured that it is a mandatory requirement for suppliers to pay staff delivering the services under contract the Living Wage as a minimum rate.

In addition, Council request that SML continue to promote the implementation of the Living Wage among the commercial tenants operating within SML. Council expect SML to encourage leaseholder commitment to paying the Living Wage, by actively engaging with leaseholders to emphasise the benefits to employee and business.

Health and Safety

Health and safety, with the inclusion of staff wellbeing, will continue as top priority and be embedded within all activities of the marina.

Development Plans

In water

Council supports a process of design and consultation for in-water infrastructure and further development, which will cater to present and future demand.

However, large-scale in-water construction contracts should be delayed until funding requirements for the complete refurbishment programme of SML's oldest piers is agreed by Council.

On-land

Council understand the increased demand SML is seeing for leased commercial spaces. SML will engage with Council, stakeholders (and community partners) to continue the formation of an on-land 'masterplan' to facilitate public benefit, site development, and to realise the SML vision and mission. Council expects SML to engage in the review of the District Plan process.

Financial stewardship and sustainability

The Council expects financial returns by way of dividends and breakwater lease payments. Breakwater leases payments are presently payable. The SML Board developed a Dividend Policy which was approved by Council on 30 June 2022. SML paid a first dividend to Council in early 2024. Dividend payments are to continue to be included in each year of the SOI, in line with the Long-Term Plan 2024-2034., and in line with the SML Dividend Policy.

Noting the significant cost escalations, SML should investigate and implement cost reduction strategies where appropriate, including exploring discounts with suppliers and optimising procurement approaches that produce value for money whilst also enabling the achievement of broader outcomes.

Integration with Tupua Horo Nuku

In line with the expectations to improve community engagement, SML will continue to engage with Council to develop an understanding of Tupua Horo Nuku Eastern Bays shared path project, and how this will interact with all the activities in the Marina – not limited to commercial opportunities, public benefit, and health and safety implications.

Advance Knowledge of Transportation Vessels

SML should continue to support and develop relationships with ferry operators both locally and nationally, with the goal to better understand the business of passenger carrying watercraft. A formation of understanding of opportunities and implications of ferry service to the area will better inform both the on land and in-water development plans.

Achieve Wider Outcomes – Employment and Training

Whilst SML is a small team, SML's work programme should create local training opportunities and support local employment, wherever possible. SML will utilise more specialised training programmes through GMI (Global Marina Institute), and MAST (Marine and Specialised Technologies Academy) to provide career pathways for staff.

In closing SML's ongoing commitment to these priorities will contribute significantly to shaping a sustainable, inclusive, and vibrant Lower Hutt. We look forward to receiving SML's draft SOI that addresses these refined priorities by 1 February 2025.

Ngā mihi,

Campbell Barry

Mayor of Hutt City Council

DRAFT

Report no: PFSC2024/5/344

Adoption of new Seaview Marina Limited Constitution

Purpose of Report

1. The purpose of this report is to seek Council approval for a new Constitution for Seaview Marina Limited.

Recommendations

That the Committee recommends that Council:

- (1) approves and adopts a new Constitution for Seaview Marina Limited attached as Appendix 2 to the report; and
- (2) notes the recent refinements made to the proposed Constitution.

Background

2. The company, now known as SML, was incorporated in 1987 as Kevlar Projects Limited and renamed as Caufield Holdings Limited some months later. In 1997, the company was re-registered under the Companies Act 1993 and its constitution as at re-registration was titled accordingly. In November 2003 the company changed its name to Seaview Marina Limited, prior to Council transferring the marina land to the company in 2004.
3. In 2017, Greenwood Roche Lawyers reviewed the provisions of a draft revised constitution created by Simpson Grierson Lawyers for another HCC CCO, Urban Plus Limited, to modernise it and to include wider indemnities for directors and employees. As that work progressed in 2021 and 2022, the SML Board at that time took the opportunity to similarly review SML's aging constitution. The constitution of Caufield Holdings Limited had not been created with a marina operating company in mind.
4. Local law firm Thomas Dewar Sziranyi Letts (TDSL) was engaged to provide external legal advice and to make the subsequent amendments.

Discussion

5. The draft constitution has been reviewed by the SML Board in 2024 and updated, attached as Appendix 1 to the report.
6. The SML Board approved (in principle) the new, proposed constitution at the September 2024 Board Meeting, subject to formal adoption by the Shareholder, attached as Appendix 2 and Appendix 3 to the report.

Options

7. There are two options open to Council:
 - a. To either agree to accept the new SML Constitution; or
 - b. To not agree to accept the new SML Constitution.
8. Council could ask for more information before making this decision.
9. The recommended option is to agree to accept the new constitution for the reasons outlined in this paper.

Climate Change Impact and Considerations

10. The matters addressed in this report have been considered in accordance with the process set out in Council's Climate Change Considerations Guide.

Consultation

11. The request to approve a new constitution will not be publicly advertised or notified.

Legal Considerations

12. The nature of SML's operations was not in mind when the company constitution for Caufield Holdings Limited was drafted and adopted in 1997 (nearly 30 years ago). It is appropriate that a modern-drafted constitution be adopted with appropriate protections for directors and staff in line with modern expectations.
13. The new proposed constitution retains the ability to provide insurance and indemnity for directors and staff. Such insurance and indemnity is permitted by the Companies Act, but provided it is specifically authorised in the constitution.
14. It is important to note that the constitution includes provisions whereby SML directors may consider the best interests of Council as shareholder ahead of the best interests of the company itself in making decisions. This is permitted by the Companies Act, provided it is specifically authorised in the constitution.
15. External legal advisors TDSL have confirmed they have considered section 162 of the Companies Act 1993 and other relevant legal aspects, and that the constitution as appended and approved by SML's Board is in order for adoption by Council.
16. The adoption of a new constitution requires a special resolution of the shareholders, which requires a 75% majority.

Financial Considerations

17. No financial implications are anticipated.

Appendices

No.	Title	Page
1↓	Constitution of Seaview Marina Limited (as registered on the Companies Register)	24
2↓	Proposed new Seaview Marina Limited Constitution	35
3↓	Seaview Marina Limited board resolution to adopt new, proposed constitution	57

Author: Tim Lidgard
Chief Executive, Seaview Marina

Approved By: Bradley Cato
Chief Legal Officer

DATED THE

DAY OF

1997

CONSTITUTION

CAULFOLD HOLDINGS LIMITED



SIMPSON GRIERSON
LAW



10015071817

WG970710.300

CAULFOLD LIMITED**CONSTITUTION****1. INTERPRETATION**

1.1 Definitions: In this Constitution unless the context otherwise requires:

"**Act**" means the Companies Act 1993;

"**Board**" means the Board of Directors of the Company;

"**Constitution**" means this Constitution as amended from time to time;

"**Company**" means Caulfold Holdings Limited;

"**Local Authority**" shall have the meaning ascribed to that term in section 2 of the Transit New Zealand Act;

"**Local Authority Trading Enterprise**" shall have the meaning ascribed to that term in section 594B of the Local Government Act;

"**Local Government Act**" means the Local Government Act 1974;

"**Shareholder**" means The Hutt City Council or the successor of that shareholder.

"**Statement of Corporate Intent**" means such statement as provided for in accordance with the requirements set out in sections 594S-594U of the Local Government Act; and

2. CONSTRUCTION

2.1 Companies Act: Words or expressions not defined in this Constitution but defined in the Act shall be deemed to have the same meaning as they have in the Act.

2.2 Headings: Headings are for ease of reference only and shall not be deemed to form any part of the context or to affect the interpretation of this Constitution.

2.3 Months: References to months shall be deemed to be references to calendar months.

WG970710.300

- 2 -

- 2.4 Persons:** References to persons shall be deemed to include references to individuals, companies, corporations, firms, partnerships, joint ventures, associations, organisations, trusts, states or agencies of state, government departments, state owned enterprises, local authorities and local authority trading enterprises, in each case whether or not having separate legal personality.
- 2.5 Plural and Singular:** Words importing the singular number shall include the plural and vice versa.
- 2.6 Statutes and Regulations:** References to a statute include references to regulations, orders or notices made under or pursuant to such statute or regulation made under the statute and references to a statute or regulation include references to all amendments to that statute or regulation whether by subsequent statute or otherwise and a statute or regulation passed in substitution for the statute or regulation referred to as incorporating any of the provisions.
- 2.7 Writing:** References to written material or to material in writing shall be deemed to include material which is written, printed, typewritten, painted, engraved, photocopied, lithographed or otherwise represented or reproduced in visible form.
- 2.8 Implied Provisions:** The provisions of the Act are negated, modified, adopted and extended by the Constitution as hereinafter provided.

3. SHARE CAPITAL

- 3.1 Initial Capital:** The initial capital of the Company shall consist of six million (6,000,000) ordinary shares.
- 3.2 Ordinary Shares:** Ordinary shares shall confer the rights set out in section 36(1) of the Act, namely -
- 3.2.1 Voting:** the right to one vote on a poll at a meeting of the Company on any resolution which the meeting is authorised to pass, including any resolution to -
- (a) appoint or remove a director or auditor;
 - (b) adopt a new constitution;
 - (c) alter the Company's constitution;
 - (d) approve a major transaction (as defined in section 129(2) of the Act;

WG970710.300

- 3 -

(e) approve an amalgamation of the Company under Section 221 of the Act;

(f) put the Company into liquidation.

3.2.2 Dividends: the right to an equal share in dividends authorised by the board.

3.2.3 Distribution of Surplus Assets: the right to an equal share in the distribution of the surplus assets of the Company.

4. CALLS ON SHARES

4.1 Board May Make Calls: The Board may from time to time make such calls as it thinks fit upon the shareholders in respect of any moneys unpaid on their shares and not by the conditions of issue thereof made payable at a fixed time or times, and each shareholder shall, subject to receiving at least 14 days written notice specifying the time or times and place of payment, pay to the Company at the time or times and place so specified the amount called. A call may be revoked or postponed as the board may determine.

4.2 Timing of Calls: A call may be made payable at such times and in such amount as the board may decide.

5. REFUSAL TO REGISTER TRANSFERS

5.1 Directors' Right to Refuse Registration: Subject to compliance with the provisions of section 84 of the Act, the board may refuse or delay the registration of any transfer of any share to any person, whether that person is an existing shareholder or not if so required by law;

6. NEW ISSUE OF SHARES

6.1 New Share Issues: Subject to compliance with the Act, the Board may issue shares with such preferred, deferred or other special rights or restrictions as the Company may by resolution determine at any time, to any person, and in any number it thinks fit.

6.2 Pre-emptive Rights: The pre-emptive provisions of section 45 of the Act apply to a new issue of shares.

7. ACQUISITION OF COMPANY'S OWN SHARES

7.1 Authority to Acquire Own Shares: For the purposes of sections 59 and 60(1)(b)(ii) of the Act, the Company is hereby expressly authorised to purchase or otherwise acquire shares issued by it.

WG970710.300

- 4 -

7.2 Authority to Hold Own Shares: The Company may hold shares acquired by it to the fullest extent permitted by law.

8. RESOLUTION IN LIEU OF SHAREHOLDERS MEETING

8.1 Resolutions in Lieu of Meeting: A shareholders resolution in lieu of meeting authorised by section 122 of the Act may consist of several documents in like form, each signed by one or more shareholders. A facsimile of any such signed resolution shall be as valid and effectual as the original signed document with effect from completion of its transmission.

9. DIRECTORS

9.1 Number of Directors: Unless and until otherwise determined by Shareholders the number of directors shall be not less than two nor more than six.

9.2 Tenure of office: Each director of the Company shall hold office until:

9.2.1 Removal: removal in accordance with the Constitution; or

9.2.2 Vacation of Office: vacation of office pursuant to section 157 of the Act or in accordance with this Constitution.

9.3 Appointment and Removal by Shareholders: The directors of the Company shall be such person or persons as may from time to time be appointed by the Shareholder by notice in writing to the Company but so that the total number of directors shall not at any time exceed the maximum number, if any, fixed pursuant to clause 9.1. Every director shall hold office subject to the provisions of this Constitution and may at any time be removed from office by notice in writing to the Company by the Shareholder. Directors may be appointed together unless an Ordinary Resolution requires any Director's appointment to be voted on individually.

9.4 Statutory Requirements: Any appointment or retirement of directors and the composition of the board shall at all times comply with section 594R of the Local Government Act.

9.5 Disqualification of Directors: The office of a director shall be vacated if the director:

9.5.1 Incapacity: becomes a mentally disordered person within the meaning of the Mental Health (Compulsory Assessment & Treatment) Act 1992;

WG970710.300

- 5 -

- 9.5.2 Ceases to be Member or Employee:** being a member or employee of any Local Authority at the time of his or her appointment as a director ceases for any reason to be such a member or employee; or
- 9.5.3 Becomes Member or Employee:** not being a member or employee of any Local Authority at the time of his or her appointment as a director becomes such a member or employee and, as a consequence, the Company is in breach of section 594R of the Local Government Act.
- 9.6 Cross Directorships:** A director of the Company may be or become a director or other officer of, or otherwise interested in, any company promoted by the Company or in which the Company may be interested as shareholder or otherwise, and no such director shall be accountable to the Company for any remuneration or other benefits received by him or her as a director or officer of, or from his or her interests in, any such other company unless the Company otherwise directs or the law requires.
- 9.7 Professional Directors:** Any director may act by himself or herself or his or her firm in a professional capacity for the Company, and a director or firm shall be entitled to remuneration for professional services as if he or she were not a director provided that nothing herein contained shall authorise a director or his or her firm to act as auditor to the Company.
- 9.8 Director's Remuneration and Other Benefits:** The board shall not exercise any of the powers contained in or implied by section 161 of the Act without the prior written approval of the Shareholder.
- 9.9 Alternate Directors:** Each director shall have the power from time to time to nominate, by notice in writing to the Company, any person not already a director and who is acceptable to the Shareholder to act as an alternate director in his or her place either for a specified period or generally during the absence from time to time of such director and in like manner to remove any such alternate director.
- 9.10 Rights and Powers:** Unless otherwise provided for by terms of his or her appointment, an alternate director shall have the same rights, powers and privileges (including the right to receive notice of meetings of the board but excluding the power to appoint an alternate director) and shall discharge all the duties of and be subject to the same provisions as the director in whose place he or she acts.
- 9.11 Remuneration and Vacation of Office:** An alternate director shall not be remunerated otherwise than out of the remuneration of the director in whose place he or she acts and shall ipso facto vacate office if and when the director in whose place he or she acts vacates office.

WG970710.300

- 6 -

- 9.12 Notice of Appointment:** Any notice appointing or removing an alternate director may be given by delivering the same or by sending the same through the post or by facsimile to the Company and shall be effective as from the receipt thereof.

10. MANAGING DIRECTOR

- 10.1 Power to Appoint Managing Director:** The directors may from time to time appoint one or more of their body to the office of managing director for such period and on such terms as they think fit, and subject to the terms of any agreement entered into in any particular case, may revoke such appointment. A director so appointed shall be subject to the same provisions as to vacation of office as apply to the other directors, and if he ceases from any cause to hold office as a director, he shall thereupon vacate and immediately cease to hold office of managing director.
- 10.2 Remuneration of Managing Director:** A managing director shall receive such remuneration (whether by way of salary, commission or participation in profits, or partly in one way and partly in another) as the directors may determine.
- 10.3 Powers of Managing Director:** The directors may entrust to and confer upon a managing director any of the powers exercisable by them upon such terms and conditions and with such restrictions as they may think fit, and either collaterally with or to the exclusion of their own powers and may from time to time revoke, withdraw, alter or vary all or any of those powers.

11. PROCEEDINGS OF DIRECTORS

- 11.1 Third Schedule:** The provisions of the Third Schedule to the Act are deleted and replaced as provided in this clause 11.
- 11.2 Regulation of Meetings, Quorum and Convening:** The directors may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. The quorum necessary for the transaction of business by the board may be fixed by the board and, unless so fixed, shall be two directors appointed in accordance with clause 9.1. A director may, and an employee at the request of a director shall, at any time, by any means of communication, summon a meeting of the board. It shall not be necessary to give notice of a meeting of the board to any director for the time being absent from New Zealand.
- 11.3 Voting:** Questions arising at any meeting of the board shall be decided by a majority of votes. The chairperson shall not have a second or casting vote. No business shall be transacted when a quorum is not present.

WG970710.300

- 7 -

- 11.4 Vacancies:** The continuing directors may act notwithstanding any vacancy in their body, but if and so long as their number is reduced below the number necessary for a quorum, the continuing directors or director may act only for the purpose of increasing the number of directors to the number necessary for a quorum or for the purpose of summoning a special meeting of the Company.
- 11.5 Chairperson:** The Board shall elect a chairperson of its meetings at the first meeting of the Board following each Annual General Meeting; but if no such chairperson is elected, or if at any meeting the chairperson is not present within fifteen minutes after the time appointed for the meeting, the directors present may choose one of their number to be chairperson of the meeting.
- 11.6 Resolution in Writing:** A resolution in writing, signed by a majority of the directors for the time being entitled to receive notice of a meeting of the board shall be as valid and effectual as if it had been passed at a meeting of the board duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more directors. A facsimile of any such signed resolution shall be as valid and effectual as the original signed document with effect from completion of its transmission.
- 11.7 Method of Meeting:** A meeting of the board may be held either -
- 11.7.1 Physical:** by a number of the directors who constitute a quorum being assembled together at the place, date and time appointed for the meeting; or
- 11.7.2 Other:** by means of audio, or audio and visual, communication by which all directors participating and constituting a quorum can simultaneously hear each other throughout the meeting.
- 11.8 Minutes:** The board shall ensure that minutes are kept of all proceedings at meetings of the board.

12. DUTIES OF DIRECTORS AND BOARD

- 12.1 Statement of Corporate Intent:** The business of the Company shall be managed by the Board in accordance with the Statement of Corporate Intent.
- 12.2 Interest of Shareholder:** For the purposes of section 131(2) of the Act each director of the Company is expressly permitted to act in a manner which he or she believes is in the best interests of the Shareholder even though it may not be in the best interests of the Company.

WG970710.300

- 8 -

- 12.3 Consent for Shareholding:** Notwithstanding anything else contained in this Constitution or the Act the Board may not subscribe for, purchase, or otherwise acquire shares in any other company or other person without the prior written approval of the Shareholder.

13. DIRECTORS' INDEMNITIES

- 13.1 Indemnity and Insurance:** The Company is expressly authorised to indemnify and/or insure any director or employee against liability for acts or omissions and/or costs incurred in connection with claims relating thereto of the type specifically contemplated by subsections (3), (4) and (5) of section 162 of the Act to the maximum extent permitted by those subsections.

14. ACCOUNTS

- 14.1 Availability for Inspection:** In addition to complying with the provisions of the Act the Company shall also comply with sections 594ZA and 594ZB of the Local Government Act.
- 14.2 Statement of Corporate Intent:** In each financial year of the Company the directors of the Company shall deliver to the Shareholder a Statement of Corporate Intent no later than one month after the commencement of that financial year.
- 14.3 Accounts to be Prepared:** Within two months after the end of the first half of each financial year of the Company the directors shall deliver to the Shareholder a report of the Company's operations during that half-year. Such half-year report shall include the information required by the Statement of Corporate intent to be included therein.
- 14.4 Reports to be Delivered to Members:** Within three months after the end of each financial year of the Company the directors shall deliver to the members:
- 14.4.1 Operations:** a report on the operations of the Company and those of its subsidiaries during the financial year; and
 - 14.4.2 Financial Statements:** audited consolidated financial statements for that financial year in respect of the Company and its subsidiaries; and
 - 14.4.3 Auditor's Report:** the auditor's report on:
 - (a) those financial statements; and

WG970710.300

- 9 -

- (b) the performance targets and other measures by which performance has been judged in relation to the objectives.

14.5 Contents of Operations Report: Every report under clause 13.4 shall:

14.5.1 Information Contained: Contain such information as is necessary to enable an informed assessment of the operations of the Company and its subsidiaries including a comparison of the performance of the Company and its subsidiaries with any relevant Statement of Corporate Intent; and

14.5.2 Dividends: State the maximum dividend (if any) recommended to be payable by the Company in respect of its equity securities (other than fixed interest securities) for the financial year to which the report relates.

14.6 Contents of Financial Statements: The audited consolidated financial statements under clause 14.4.2 shall consist of those reports required under section 594Z of the Local Government Act:

14.6.1 a statement of financial position;

14.6.2 an overall operating statement;

14.6.3 one operating statement in respect of each significant activity;

14.6.4 a statement of cash flows; and

14.6.5 such other statements as may be necessary to fairly reflect the financial position of the Company and its subsidiaries, the resources available to them and the financial results of their operations.

14.7 Audit: In accordance with section 594ZC of the Local Government Act the Audit Office shall be the auditor of the Company.

15. NOTICES

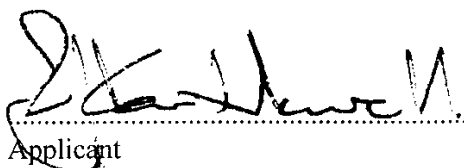
15.1 Service: A notice may be served by the Company upon any director or shareholder either personally or by posting it by fast post in a prepaid envelope or package addressed to such director or shareholder at such person's last known address or by delivery to a document exchange or by facsimile to the facsimile telephone number of such director or shareholder.

WG970710.300

- 10 -

- 15.2 Time of Service by Facsimile:** A notice served by facsimile shall be deemed to have been served on the day following completion of transmission thereof.
- 15.3 Time of Service by Post:** A notice sent by post or delivered to a document exchange shall be deemed to have been served:
- 15.3.1 In New Zealand:** in the case of a person whose last known address is in New Zealand, at the expiration of 48 hours after the envelope or package containing the same was duly posted or delivered in New Zealand; and
- 15.3.2 Outside New Zealand:** in the case of a person whose last known address is outside New Zealand, at the expiration of 7 days after the envelope or wrapper containing the same was duly posted by fast post in New Zealand.
- 15.4 Proof of Service:** In proving service by post or delivery to a document exchange it shall be sufficient to prove that the envelope or package containing the notice was properly addressed and posted or dispatched with all attached postal or delivery charges paid. In proving service by facsimile, it shall be sufficient to prove that the document was properly addressed and sent by facsimile.
- 15.5 Service on Joint Holders:** A notice may be given by the Company to the joint holders of a share by giving the notice to the joint holder first named in the share register in respect of the share.

Certified as the Constitution of the Company.


.....
Applicant

21-4-97
.....
Date

WG970710.300

Constitution of Seaview Marina Limited

2024

Company Number 519850

Table of contents

1	Nature of Company	5
2	Rights attaching to Shares	5
	Initial share capital	5
	Ordinary shares	5
3	Other matters relating to Shares	5
	Board may issue Shares	5
	Consolidation and subdivision of Shares	6
	Bonus issues.....	6
	Shares in lieu of dividends	6
	Share repurchases	6
4	Pre-emptive rights	6
	Issue of new Shares.....	6
	Transfer of Shares by the Company	6
5	Alteration of Shareholder's rights	7
	Special Resolution required.....	7
6	Transfer of shares	7
	Right to transfer	7
	Transferor to remain holder until registration.....	7
	Form of transfer	7
	Delivery to Company.....	7
	Registration of transfer	8
	Power of Board to refuse or delay registration.....	8
7	Shareholder meetings	9
	Annual meeting	9
	Resolution in lieu of meeting	9
8	Appointment and removal of directors	9
	Minimum number	9
	Appointment.....	9
	Skills of Directors	10
	Collective skills of Board.....	10
	Removal.....	10
	Vacation of office.....	10
	Appointment of Directors by the Board	11
	Alternate Directors	11
	Managing director	12

9	Directors' meetings	12
	Third Schedule to the Companies Act not to apply	12
	Notice of meeting	13
	Methods of holding meetings.....	14
	Quorum	14
	Chairperson	14
	Voting	14
	Minutes	15
	Written resolution.....	15
	Committees.....	15
	Validity of actions.....	15
	Other proceedings	16
10	Powers of directors	16
	Role of Directors	16
	Management of Company	16
	Exercise of powers by Board.....	16
	Delegation of powers.....	16
	Appointment of attorney.....	16
	Ratification by Shareholder	17
11	Interested transactions	17
	Disclosure of interests.....	17
	Interested Directors may vote	17
	Shareholder's best interests	17
	Use of Company information.....	17
	Necessary information.....	18
	Procedure for disclosure and use	18
12	Directors' remuneration and other benefits	18
	Authorisation of payment or other benefit	18
	Expenses.....	18
13	Indemnity and insurance	19
	Indemnity for Directors.....	19
	Indemnities and insurance.....	19
14	Dividends	19
	Power to authorise	19
	Deductions	19
	Entitlement date	29
	Unclaimed dividends.....	20
15	Method of contracting	20
	Deeds	20
	Written contracts.....	20
	Other contracts	20

16 Notices..... 20
 Method of service 20

17 Definitions and Interpretation..... 21
 Definitions 21
 Interpretation..... 21
 Conflict between legislation and this constitution 22

1 Nature of Company

- 1.1 On the date of adoption of this constitution the Company was a Council Controlled Organisation.

2 Rights attaching to Shares**Initial share capital**

- 2.1 On the date of adoption of this constitution the share capital consisted of 6,000,000 fully paid shares.

Ordinary shares

- 2.2 A Share confers on the holder:

- 2.2.1 The right to one vote on a poll at a meeting of the Company on any resolution including any resolution to:

- (a) Appoint or remove a director.
- (b) Appoint or remove an auditor.
- (c) Adopt a constitution.
- (d) Alter this constitution.
- (e) Approve a major transaction.
- (f) Approve a significant transaction.
- (g) Approve an amalgamation under the Companies Act.
- (h) Put the Company into liquidation.

- 2.2.2 The right to an equal share in dividends authorised by the Board.

- 2.2.3 The right to an equal share in the distribution of the surplus assets of the Company.

3 Other matters relating to Shares**Board may issue Shares**

- 3.1 Subject to the provisions of the Companies Act and this constitution, the Board may issue, in such classes and on such terms as the Board thinks fit, any of the following:

- 3.1.1 Shares.

- 3.1.2 Securities that are convertible into or exchangeable for Shares.

- 3.1.3 Options to acquire Shares.

3.1.4 Redeemable Shares.

Consolidation and subdivision of Shares

3.2 The Board may do any of the following:

3.2.1 Consolidate and divide the Shares or the Shares of any Class in proportion to those Shares or the Shares in that Class.

3.2.2 Subdivide the Shares or the Shares of any Class in proportion to those Shares or the Shares in that Class.

Bonus issues

3.3 The Board may resolve to apply any amount that is available for Distribution either in paying up in full Shares or other securities of the Company to be issued credited as fully paid up to the Shareholder, or in paying up any amount that is unpaid on any Shares, or partly in one way and partly in the other.

Shares in lieu of dividends

3.4 The Board may exercise the right conferred under the Companies Act to issue Shares to the Shareholder who has agreed to accept the issue of Shares, wholly or partly, in lieu of proposed dividends or proposed future dividends.

Share re-purchases

3.5 The Company may purchase or otherwise acquire Shares issued by it from the Shareholder and hold its own Shares.

4 Pre-emptive rights

Issue of new Shares

4.1 Unless waived in writing by a Special Resolution, if Shares are issued or proposed to be issued that rank as to voting or distribution rights, or both, equally with or prior to Shares already issued by the Company, such Shares must first be offered for acquisition to the holders of the Shares already issued in a manner and on terms that would maintain the existing voting or distribution rights, or both, of those holders.

Transfer of Shares by the Company

4.2 Clause 4.1 applies to the transfer of Shares held by the Company in itself as if the transfer was an issue of new Shares by the Company.

5 Alteration of Shareholder's rights

Special Resolution required

- 5.1 Any action affecting the rights, privileges, limitations or conditions attached to any Shares by this constitution, the Companies Act, or the terms on which the Shares were issued, must be approved by a Special Resolution.

6 Transfer of shares

Right to transfer

- 6.1 Subject to any restrictions contained in this constitution the Shareholder may transfer any Share by an instrument of transfer that complies with this constitution.

Transferor to remain holder until registration

- 6.2 The transferor of a Share will remain the holder of the Share until the name of the transferee is entered in the Share register of the Company.

Form of transfer

- 6.3 Every instrument of transfer of Shares must comply with all of the following:
- 6.3.1 The form of the instrument of transfer must be any usual or common form or any other form approved by the Board.
 - 6.3.2 The instrument of transfer must be signed or executed by or on behalf of the transferor.
 - 6.3.3 Where the Shares being transferred are not fully paid up, the instrument of transfer must also be signed by, or on behalf of, the transferee.

Delivery to Company

- 6.4 An instrument transferring Shares must be delivered to the Company or to the agent of the Company who maintains the Share register of the Company, together with the Share certificate (if any) relating to the Shares to be transferred. If there is no Share certificate for those Shares, or if the Share certificate has been lost, destroyed or damaged, the transferee must provide such evidence as the Board or the agent reasonably requires to prove the title of the transferor to, or right of the transferor to transfer, the Shares.

Registration of transfer

- 6.5 On receipt of a form of transfer in accordance with clause 6.4, the Company must as soon as practicable enter the name of the transferee on the Share register as holder of the Shares, unless:
- 6.5.1 The Board resolves within 30 working days of receipt of the transfer to refuse or delay the registration of the transfer, and the resolution sets out in full the reasons for doing so.
 - 6.5.2 Notice of the resolution, including those reasons, is sent to the transferor and to the transferee within five working days of the resolution being passed by the Board.
 - 6.5.3 The refusal or delay in the registration is permitted by clause 6.6.

Power of Board to refuse or delay registration

- 6.6 The Board may refuse or delay the registration of a transfer of a Share for any of the reasons set out below:
- 6.6.1 The Company has a lien on the Share.
 - 6.6.2 The Share is not fully paid up.
 - 6.6.3 The form of transfer in respect of the Share relates to more than one Class.
 - 6.6.4 The form of transfer is not accompanied by the certificate for the Share to which it relates (if a certificate has been issued) or such other evidence as the Directors may reasonably require demonstrating the right of the transferor to make the transfer.
 - 6.6.5 The holder of the Share has failed to comply with the terms of any contract with the Company relating to the Share.
 - 6.6.6 The Board considers that it would not be in the best interests of the Company to register the transfer of the Share.

7 Shareholder meetings

Annual meeting

- 7.1 It will not be necessary for the Company to hold an annual meeting of the Shareholders if everything required by this constitution or the Companies Act to be done at that meeting (by resolution or otherwise) is done by resolution in accordance with clause 7.2.

Resolution in lieu of meeting

- 7.2 Subject to clause 7.3, a resolution in writing signed by not less than 75% of the Shareholders entitled to receive notice of a Shareholder's meeting is as valid as if it had been passed at a Shareholder meeting.
- 7.3 A resolution in writing to appoint an auditor in accordance with the Companies Act signed by all the Shareholders for the time being entitled to receive notice of a Shareholder's meeting is as valid as if it had been passed at a Shareholder's meeting.
- 7.4 A resolution pursuant to clause 7.2 or 7.3 may consist of several documents (including facsimile or e-mail or other similar means of communication) in like form each signed or assented to by one or more Shareholders.
- 7.5 The Company must, within five working days after any resolution is passed in accordance with clause 7.2 or 7.3, send a copy of the resolution to each Shareholder who has not signed or consented to the resolution.

8 Appointment and removal of directors

Minimum number

- 8.1 Unless otherwise determined by a resolution of the Shareholder, the minimum and maximum number of Directors is two and six respectively.

Appointment

- 8.2 Other than those Directors holding office pursuant to the provisions of the Companies Act or this constitution, all Directors of the Company must be appointed by a resolution of the Shareholder.
- 8.3 The Shareholder of the Company may vote on a resolution to appoint a Director of the Company only if the resolution is for the appointment of one Director and a separate resolution is moved in respect of each Director proposed to be appointed.

- 8.4 Nothing in clause 8.3 prevents the election of two or more Directors by ballot or poll.

Skills of Directors

- 8.5 A person may be appointed as a Director of the Company only if the person has, in the opinion of the Shareholder, the skills, knowledge and experience to:

8.5.1 guide the Company, given the nature and scope of its activities; and

8.5.2 contribute to the achievement of the objectives of the Company.

Collective skills of Board

- 8.6 The Board must collectively have relevant knowledge and experience of commercial business management, public bodies, the Wellington region and other appropriate skills to assist the Company to contribute to relevant plans and strategies of the Company and the Shareholder.

Removal

- 8.7 A Director of the Company may be removed from office by an ordinary resolution passed at a meeting called for the purpose of, or for purposes that include, the removal of the Director.

Vacation of office

- 8.8 A Director vacates office if any of the following occurs:
- 8.8.1 The Director resigns by notice in writing to the Company. The notice is to be effective when it is received by the Company or at a later time specified in the notice.
 - 8.8.2 The Director is removed from office in accordance with clause 8.7.
 - 8.8.3 The Director becomes disqualified from being a Director pursuant to the Companies Act.
 - 8.8.4 The Director becomes a mentally disordered person within the meaning of the Mental Health (Compulsory Assessment and Treatment) Act 1992.
 - 8.8.5 The Director dies.
 - 8.8.6 In the case of a Director (who was a member or employee of any Local Authority Shareholder at the time of appointment) ceasing to be a member or employee of such Local Authority Shareholder.

- 8.8.7 In the case of a Director (not being a member or employee of any Local Authority Shareholder at the time of appointment) subsequently becoming a member or employee of such Local Authority Shareholder

Appointment of Directors by the Board

- 8.9 Where a Director vacates office, the continuing Directors may, with the consent of the Shareholder, appoint any other qualified person to hold office as a Director in that Director's place until a replacement Director is appointed by the Shareholder in accordance with the Shareholder's policies for the appointment of directors.

Alternate Directors

- 8.10 Each Director may with the prior written consent of the Shareholder appoint any person who is not already a Director to be the Director's Alternate Director. That person so appointed shall, during the absence or inability of a Director to act, act in his or her place.
- 8.11 No Director may appoint a deputy or agent otherwise than by way of appointment of an Alternate Director in accordance with clause 8.10.
- 8.12 Any appointment or removal of an Alternate Director must be by notice in writing to the Company signed by the relevant Director.
- 8.13 A nominating Director and his or her Alternate Director will be counted as one Director for the purposes of clauses 8.1 and 9.7.
- 8.14 Unless otherwise provided by the terms of the appointment, the Alternate Director will be entitled to all of the following:
- 8.14.1 Receive notices of all meetings of the Board if the Director for whom the person was appointed as an Alternate Director is known to be either outside of New Zealand or otherwise unavailable to attend meetings.
 - 8.14.2 Attend and vote at any such meeting at which the Director for whom the person was appointed as an Alternate Director is not personally present.
 - 8.14.3 In the absence of the Director for whom the person was appointed as an Alternate Director, perform all the functions, and exercise all the powers, of that Director.
- 8.15 An Alternate Director must discharge all the duties and obligations of the

Director in whose place he or she acts.

- 8.16 An Alternate Director will cease to be an Alternate Director in each of the following instances:
- 8.16.1 The Director who appointed the Alternate Director ceases to be a Director or revokes the appointment.
 - 8.16.2 The occurrence of any event relating to the Alternate Director which, if the Alternate Director were a Director, would disqualify the Alternate Director from being a Director.
- 8.17 Each Alternate Director's:
- 8.17.1 Remuneration (if any) must be paid by the Director for whom the person was appointed as an Alternate Director.
 - 8.17.2 Expenses incurred in attending meetings of the Directors and otherwise in relation to the discharge of duties will be paid by the Company.

Managing director

- 8.18 The Board may appoint one or more Directors to the office of managing director for such period and on such terms as it thinks fit.
- 8.19 The managing director will cease to be the managing director in each of the following instances:
- 8.19.1 His or her appointment as managing director is revoked by the Board.
 - 8.19.2 He or she ceases to hold the office of Director.
- 8.20 The managing director's:
- 8.20.1 Remuneration (if any) shall be determined by the Board and approved in writing by the Shareholder.
 - 8.20.2 Expenses incurred in attending meetings of the Directors and otherwise in relation to the discharge of duties will be paid by the Company.

9 Directors' meetings

Third Schedule to the Companies Act not to apply

- 9.1 The Third Schedule to the Companies Act relating to the proceedings of a board does not apply to the Company except to the extent included in this

constitution.

Notice of meeting

- 9.2 A Director or, if requested by a Director to do so, an employee of the Company, may convene a meeting of the Board by giving notice in accordance with clause 9.3.
- 9.3 The following provisions apply in relation to meetings of the Board:
- 9.3.1 Not less than two working days' notice of a meeting of the Board is to be sent to each Director, unless the Director waives that right or is for the time being absent from New Zealand.
- 9.3.2 Notice to a Director of a meeting of the Board may be:
- (a) Delivered to the Director.
 - (b) Posted to the address given by the Director to the Company for that purpose.
 - (c) Sent by electronic means in accordance with any request made by the Director from time to time for that purpose.
- 9.3.3 A notice of meeting shall specify the date, time and place of the meeting and, in the case of a meeting by means of audio, or audio and visual communication, the manner in which each Director may participate in the proceedings of the meeting.
- 9.3.4 A notice given to a Director pursuant to this clause 9.3 is deemed to be given:
- (a) In the case of delivery, by handing the notice to the Director or by delivery of the notice to the address of the Director.
 - (b) In the case of posting, three days after it is posted.
 - (c) In the case of electronic means, at the time of transmission.
- 9.4 An irregularity in the notice of a meeting or a failure to give notice is waived if all Directors entitled to receive notice of the meeting attend the meeting without protest as to the irregularity or if all Directors agree to the waiver.
- 9.5 Notice of a meeting of the Board may be given to the public.

Methods of holding meetings

- 9.6 A meeting of the Board may be held by any of the following means:
- 9.6.1 By a number of the Directors who constitute a quorum, being assembled together at the place, date and time appointed for the meeting.
 - 9.6.2 By means of audio, or audio and visual, communications by which all Directors participating and constituting a quorum can simultaneously hear or communicate with each other during the meeting.

Quorum

- 9.7 Unless otherwise determined by the Directors, the quorum for a meeting of the Board, other than an adjourned meeting, is 50% of the Directors appointed at the relevant time.
- 9.8 No business may be transacted at a meeting of the Board if a quorum is not present.

Chairperson

- 9.9 The Shareholder may elect one of the Directors as chairperson of the Board to hold office until he or she dies or resigns or until the Shareholder removes that chairperson in its sole discretion and/or appoints a new chairperson in his or her place.
- 9.10 If no chairperson is appointed by the Shareholder, or if at a meeting of the Board the chairperson is not present within 10 minutes after the time appointed for the meeting, the Directors present may choose one of their number to be chairperson of the meeting.

Voting

- 9.11 Every Director has one vote. An Alternate Director may not vote at a meeting if the person for whom he or she is an Alternate Director also attends.
- 9.12 The chairperson shall have a casting vote.
- 9.13 A resolution of the Board is passed if a majority of the votes cast on it are in favour of it.
- 9.14 A Director present at a meeting of the Board will be presumed to have voted in favour of a resolution of the Board unless he or she:
- 9.14.1 Expressly abstains from voting.

9.14.2 Dissents from or votes against the resolution.

Minutes

9.15 The Board must ensure that minutes are kept of all proceedings at meetings of the Board.

Written resolution

9.16 A resolution in writing, signed or assented to in written form by a majority of Directors (including Alternate Directors when the person for whom he or she is appointed is unable to act), is as valid as if it had been passed at a meeting of the Board duly convened and held.

9.17 A resolution pursuant to clause 9.16 may consist of several documents (including facsimile or e-mail or other similar means of communication) in like form each signed or assented to by one or more Directors.

9.18 A copy of any such resolution must be entered in the minute book of Board proceedings. The Company must, within five working days after any resolution is passed in accordance with clause 9.16, send a copy of the resolution to each Director (other than any Director whose Alternate Director signed instead) who has not signed or consented to the resolution, but failure to do so does not invalidate the resolution.

Committees

9.19 A committee of Directors must, in the exercise of the powers delegated to it, comply with any procedural or other requirements imposed on it by the Board. Subject to any such requirements, the provisions of this constitution relating to proceedings of Directors apply, with appropriate modification, to meetings of a committee of Directors.

Validity of actions

9.20 The acts of a person as a Director are valid even though the person's appointment was defective, or the person is not qualified for appointment.

Other proceedings

9.21 Except as provided in this constitution, the Board may regulate its own procedure.

10 Powers of directors

Role of Directors

- 10.1 Each Director is expressly permitted to act in a manner which he or she believes is in the best interests of the Shareholder even though it may not be in the best interests of the Company.

Management of Company

- 10.2 The business and affairs of the Company must be managed by, or under the direction or supervision of, the Board.
- 10.3 All decisions relating to the operation of the Company must be made by, or under the authority of, the Board in accordance with:
- 10.3.1 the Statement of Intent, and
 - 10.3.2 this constitution.

Exercise of powers by Board

- 10.4 The Board may exercise all the powers of the Company which are not required, either by the Companies Act or this constitution, to be exercised by the Shareholder.

Delegation of powers

- 10.5 The Board may delegate to a committee of Directors, a Director, an employee of the Company, or to any other person, any one or more of its powers, other than a power set out in the Second Schedule to the Companies Act.

Appointment of attorney

- 10.6 The Company may exercise the power conferred by section 181 of the Companies Act to appoint a person as its attorney, either generally or in relation to a specified matter. A power of attorney may contain such provisions for the protection of persons dealing with the attorney as the Board thinks fit and may also authorise any attorney to delegate all or any of the powers, authorities and discretions vested in the attorney.

Ratification by Shareholder

- 10.7 Subject to the Companies Act, the Shareholder, or any other person in whom a power is vested by this constitution or the Companies Act, may ratify the purported exercise of that power by a Director or the Board in the same manner as the power may be exercised. The purported exercise of a power that is

ratified under this clause is deemed to be, and always to have been, a proper and valid exercise of that power.

11 Interested transactions

Disclosure of interests

11.1 A Director must comply with the disclosure requirements of the Companies Act but failure to comply with such disclosure requirements does not affect the validity of any contract or arrangement entered into by the Company.

Interested Directors may vote

11.2 A Director who is interested in a transaction entered into, or to be entered into, by the Company may do any of the following as if the Director were not interested in the transaction:

11.2.1 Vote on any matter relating to the transaction.

11.2.2 Attend a meeting of the Board at which any matter relating to the transaction arises and be included among the Directors present at the meeting for the purposes of a quorum.

11.2.3 Sign a document relating to the transaction on behalf of the Company.

11.2.4 Do any other thing in his or her capacity as a Director in relation to the transaction.

Shareholder's best interests

11.3 When exercising powers or performing duties as a Director, a Director may act in a manner that he or she believes is in the best interests of the Shareholder, even though it may not be in the best interests of the Company.

Use of Company information

11.4 A Director who has information in his or her capacity as a Director or employee of the Company, being information that would not otherwise be available to him or her, must not disclose that information to any person, or make use of or act on the information, except:

11.4.1 for the purposes of the Company; or

11.4.2 as required by law; or

11.4.3 in accordance with clauses 11.5 to 11.6 of this constitution; or

11.4.4 in complying with clause 11.1 of this constitution.

Necessary information

11.5 A Director may, unless prohibited by the Board, disclose information to:

11.5.1 a person whose interests the Director represents; or

11.5.2 a person in accordance with whose directions or instructions the Director may be required or is accustomed to act in relation to the Director's powers and duties and, if the Director discloses the information, the name of the person to whom it is disclosed must be entered in the interests register.

Procedure for disclosure and use

11.6 A Director may disclose, make use of or act on the information if:

11.6.1 particulars of the disclosure, use or act in question are entered in the interests register; and

11.6.2 the Director is first authorised to do so by the Board;

11.6.3 the disclosure, use or act in question will not, or will not be likely to, prejudice the Company.

12 Directors' remuneration and other benefits

Authorisation of payment or other benefit

12.1 The Board may not exercise the power conferred by the Companies Act to authorise any payment or other benefit without the prior written approval of the Shareholder.

Expenses

12.2 Each Director is entitled to be paid for all reasonable travelling, accommodation and other expenses incurred by the Director in connection with the Director's attendance at meetings or otherwise in connection with the Company's business.

13 Indemnity and insurance

Indemnity for Directors

13.1 The Company may indemnify a Director or an employee of the Company or a related company for any liability or costs for which a Director or employee may be indemnified under the Companies Act.

Indemnities and insurance

- 13.2 In addition to the indemnity set out in clause 13.1, the Company may with the prior written approval of the Board effect insurance for a Director or an employee of the Company or a related company for any liability or costs for which a company may effect insurance for a Director or employee under the Companies Act.

14 Dividends**Power to authorise**

- 14.1 Subject to the Companies Act and this constitution, the Board may authorise the payment of dividends by the Company at times, and of amounts, and in such form as it thinks fit and may do everything that is necessary or expedient to give effect to the payment of such dividends. Prior to authorising the payment of a dividend, the Board must be satisfied on reasonable grounds that the Company will satisfy the solvency test immediately after payment of the dividend.

Deductions

- 14.2 The Board may deduct from dividends payable to the Shareholder in respect of any Shares any of the following:
- 14.2.1 Unpaid calls, instalments or other amounts, and any interest payable on such amounts, relating to the specific Shares.
 - 14.2.2 Amounts the Company may be called upon to pay under any legislation in respect of the specific Shares.

Entitlement date

- 14.3 Dividends and other distributions or payments to the Shareholder will be payable to the person who is registered as the Shareholder on an entitlement date fixed by the Board.

Unclaimed dividends

- 14.4 Dividends or other monetary distributions unclaimed for one year after having been authorised may be used for the benefit of the Company until claimed. All dividends or other monetary distributions unclaimed for five years after having been authorised may be forfeited by the Board for the benefit of the Company. The Board must at any time after such forfeiture, and subject to satisfying the solvency test, annul any such forfeiture and pay the dividend or distribution to a claimant who produces evidence of entitlement.

15 Method of contracting

Deeds

15.1 A deed to be entered into by the Company may be signed on behalf of the Company by any of the following:

15.1.1 By two or more Directors of the Company.

15.1.2 A Director, or other person or persons authorised to do so by the Board, whose signature or signatures must be witnessed.

15.1.3 One or more attorneys appointed by the Company in accordance with the Companies Act.

Written contracts

15.2 An obligation or contract, which is required by law to be in writing and any other written obligation or contract which is to be entered into by the Company, may be signed on behalf of the Company by a person acting under the Company's express or implied authority.

Other contracts

15.3 An obligation or contract may be entered into on behalf of the Company orally by a person acting under the Company's express or implied authority.

16 Notices

Method of service

16.1 Any notices, reports, accounts or documents required to be sent to a Shareholder must be sent in the manner set out in section 391 of the Companies Act. Notices to any other person must be sent in the same manner as if that person was a shareholder.

17 Definitions and Interpretation

Definitions

17.1 In this constitution the following definitions apply:

Alternate Director means a person appointed by a Director in accordance with clause 8.10 to act in the place of that Director.

Board in relation to the Company means those Directors who number not less than the required quorum acting together as a board of directors.

Class means a class of Shares having attached to them identical rights, privileges, limitations and conditions.

Companies Act means the Companies Act 1993.

Company means Seaview Marina Limited.

Council Controlled Organisation has the meaning given to that term by the Local Government Act 2002.

Director means a person appointed as a director of the Company in accordance with this constitution.

Distribution has the meaning set out in section 2(1) of the Companies Act.

Share means an ordinary share issued, or to be issued, by the Company.

Shareholder means a person whose name is entered in the share register of the Company as the holder for the time being of one or more Shares.

Special Resolution means a resolution approved by 75% of the votes of those Shareholders entitled to vote and voting on the resolution.

Statement of Intent means each statement of intent to be completed by the Board in accordance with the Local Government Act 2002.

Interpretation

17.2 In this constitution, unless the context otherwise requires:

17.2.1 Except as specified in clause 17.1, words or expressions used in this constitution that are defined in the Companies Act have the meaning given by the Companies Act.

17.2.2 A reference to writing includes facsimile and electronic communications resulting in visible reproduction.

17.2.3 An expression referring to a natural person includes a company, trust, partnership, association, body corporate or public authority.

17.2.4 A reference to any legislation or to any provision of any legislation

includes:

- (a) That legislation or provision as from time to time amended, re-enacted or substituted.
- (b) Any statutory instruments, regulations, rules and orders issued under that legislation or provision from time to time.

17.2.5 A reference to a clause, part, schedule or attachment is a reference to a clause, part, schedule or attachment of or to this constitution.

17.2.6 A reference to the word 'include' or 'including' is to be construed without limitation.

Conflict between legislation and this constitution

17.3 The provision, word or expression in this constitution prevails if there is any conflict between:

17.3.1 a provision in this constitution and a provision in the Companies Act 1993 or the Local Government Act 2002 that is permitted to be altered by the constitution; or

17.3.2 a word or expression defined or explained in the Companies Act 1993 or the Local Government Act 2002 and a word or expression defined or explained in this constitution.



Minutes of Seaview Marina Ltd Board Meeting
19 September 2024 at 2.00pm
at Seaview Marina Ltd Office, 100 Port Road, Seaview, Lower Hutt
(Excerpt – SML Constitution Resolution)

'Constitution

Peter advised this was a twenty-seven-year-old fundamental document in need of updating and review. Members discussed the meeting quorum required (Clause 9.7), and whether a percentage or an actual number would be more suitable.

Members also discussed the “may” vs “shall” requirements of clause 11.3 and the Companies Act. They agreed to retain “may” in the constitution.

Members noted the date of the new constitution will be the date it is lodged with the Companies Office.

Moved: Peter Steel/Rick Wells CARRIED UNANIMOUSLY

That the SML Board approves the new draft constitution subject to:

- *A change to the quorum from “2 members” to “at least 50% of the number of directors” and the addition of a date to the document.*
- *That the SML Board forward the draft constitution amended as above to the Hutt City Council for their consideration and, if appropriate, passing of a Shareholders Resolution adopting the draft as the new SML Constitution’.*

Report no: PFSC2024/5/323

Parking strategy - designed version and engagement results

Purpose of Report

1. The purpose of this report is to provide the Policy, Finance and Strategy Committee (the Committee) with the community engagement results and the designed Parking Strategy (the Strategy) for consideration.

Recommendations

That the Committee recommend that Council:

- (1) notes on 1 October 2024 Council approved the draft Parking Strategy for public engagement;
- (2) notes the results of public engagement attached as Attachment 1 to the report;
- (3) considers any required changes following community feedback; and
- (4) approves the final designed version of the Parking Strategy attached as Attachment 2 to the report.

For the reason that the Policy, Finance and Strategy Committee is delegated responsibility to approve the Parking Strategy to Council.

Background

2. On 10 July 2024, officers briefed elected members on the development of a Parking Strategy to replace Council's current Parking Policy (2017), noting that the aim of developing a Parking Strategy is to:
 - a. inform and drive area-based parking management plans;
 - b. help reduce ad-hoc changes to parking management; and
 - c. inform the community about our approach to parking management.
3. On 10 September 2024, the Committee approved the draft Strategy for public engagement. On 1 October 2024, Council endorsed the Committee's decision.

Discussion

Public engagement feedback

4. Officers sought community feedback to gauge support for the principles and objectives of the draft Strategy between 16 September and 4 October 2024 and received 186 responses.
5. The survey received mixed responses, with a number of people focusing on specific topics such as the recently implemented paid parking in Petone.

6. 54% of respondents **agreed** officers need to take a different approach to parking in Lower Hutt.
7. The full engagement results are at Attachment 1 to the report. In relation to specific questions about the proposed objectives of the Strategy:
 - a. 79% **agreed** parking should be made more accessible for businesses and customers;
 - b. 73% **agreed** Council needs to ensure inclusive access for everyone;
 - c. 52% **agreed** with Council encouraging mode shift to support use of public transport and cycling;
 - d. 50% **agreed** that parking management supports quality urban design and city-wide transport outcomes;
 - e. 48% **agreed** that parking should support social wellbeing through opportunities for wider social engagements;
 - f. 45% **agreed** that the price of parking should respond to demand and convenience;
 - g. 35% **agreed** that that parking costs should be shared equitably through a user pays model; and
 - h. 30% agreed we should make the best use of existing parking spaces rather than increasing the number of spaces.

The updated strategy

8. Officers have incorporated the feedback received from the Committee and public engagement into the final designed version of the Strategy attached as Attachment 2 to the report, including:
 - a. reprioritising EV parking spaces;
 - b. clarifying mobility parking designations;
 - c. clarifying high turnover spaces;
 - d. clarifying Warrant of Fitness content and parking fees; and
 - e. adding in the final designed elements to the Strategy.

Options

9. The Committee can either:
 - a. request further changes to the designed Parking Strategy before it is considered by Council on 10 December 2024 for approval; or
 - b. recommend the designed Strategy to Council on 10 December 2024 for approval.

Next Steps

10. Following Council's adoption of the Strategy on 10 December 2024, the Transport team will establish a work programme for developing the first Parking Management plans in 2025.

Climate Change Impact and Considerations

11. The matters addressed in this report have been considered in accordance with the process set out in Council's Climate Change Considerations Guide.

Consultation

12. Public engagement took place between 16 September and 4 October 2024 to gauge support for the high-level principles and objectives of the Strategy. 186 responses were received.
13. Further consultation on parking will be undertaken as Parking Management Plans are developed.

Legal Considerations

14. Council's authority to make changes to parking management is enabled through the Hutt City Council Traffic Bylaw 2018. Any changes need to be in accordance with the Land Transport Rule - Traffic Control Devices 2024, which sets out the functions and responsibilities of local authorities in their decisions on the control of traffic.
15. All Council-provided parking is subject to compliance with the operative District Plan.

Financial Considerations

16. The financial implications of implementing Parking Management Plans will be considered during the development of these plans.

Appendices

No.	Title	Page
1	Parking Strategy Engagement Survey Results	61
2	Designed Parking Strategy	64

Author: Sam White
Policy Advisor

Reviewed By: Richard Hardie
Head of Strategy and Policy

Reviewed By: Paul Hewitt
Head of Transport

Approved By: Jarred Griffiths
Director Strategy and Engagement

Parking Strategy – Engagement Results Table

Results from 186 survey responses

Question	Results
Do you agree that the increasing pressure on parking in Te Awa Kairangi ki Tai Lower Hutt means that we need to take a different approach to parking management?	Yes – 98 (53.5%) Don't know – 28 (15.%) No – 58 (31.5%)
Parking Management Plans will set out evidence-based proposals for changes to parking management in local areas for consultation with affected communities. Do you support the approach of developing parking management plans to address parking issues in Te Awa Kairangi ki Tai Lower Hutt?	Yes – 95 (52.5%) Don't know – 37 (20.4%) No – 49 (27.1%)
What is your level of support for the objectives we are proposing for parking management across our city?	
Objective: make best use of existing parking spaces and no increase in spaces	Agree – 55 (29.89%) Neither agree nor disagree – 36 (19.57%) Disagree – 93 (50.54%)
Objective: ensure inclusive access for everyone	Agree – 135 (73.37%) Neither agree nor disagree – 32 (17.39%) Disagree – 17 (9.24%)
Objective: be good for business - making parking more accessible for business and customers	Agree – 143 (78.57%) Neither agree nor disagree – 27 (14.84%) Disagree – 12 (6.59%)
Objective: encourage mode shift - using public transport, cycling, etc.	Agree – 53 (28.80%) Neither agree nor disagree – 43 (23.37%) Disagree – 88 (47.83%)
Objective: support social wellbeing - supports opportunities for wider social engagements	Agree – 88 (48.09%) Neither agree nor disagree – 65 (35.52%) Disagree – 30 (16.39%)

Parking Strategy – Engagement Results Table

Objective: parking costs are shared equitably – user pays model	Agree – 64 (35.36%) Neither agree nor disagree – 43 (23.76%) Disagree – 74 (40.88%)
Objective: parking management delivers a high-quality user experience	Agree – 97 (53.01%) Neither agree nor disagree – 42 (22.95%) Disagree – 44 (24.04%)
Objective: parking management supports quality urban design and city-wide transport outcomes	Agree – 92 (50.27%) Neither agree nor disagree – 40 (21.86%) Disagree – 51 (27.87%)
What is your level of support for the principles we are proposing for parking management across our city?	
Principle: maximising public safety	Agree – 115 (62.84%) Neither agree nor disagree – 34 (18.58%) Disagree – 34 (18.58%)
Principle: prioritising parking for those with the greatest need	Agree – 119 (65.03%) Neither agree nor disagree – 27 (14.75%) Disagree – 37 (20.22%)
Principle: parking management decisions are evidence based	Agree – 118 (64.48%) Neither agree nor disagree – 29 (15.85%) Disagree – 36 (19.67%)
Principle: parking pricing responds to demand and convenience	Agree – 54 (29.67%) Neither agree nor disagree – 28 (15.38%) Disagree – 100 (54.95%)
Principle: ensure the movement function of roads and streets (e.g. ensuring two-way movement on roads)	Agree – 135 (74.18%) Neither agree nor disagree – 31 (17.03%) Disagree – 16 (8.79%)
Thematic coding from text analysis	
Are there any extra comments you'd like to make about parking management for our city?	<ul style="list-style-type: none"> • Not supportive of paid parking – 30 comments • Not supportive of paid parking on Jackson Street, Petone – 18 comments • Developers should be required to supply residential parking in new developments – 16 comments

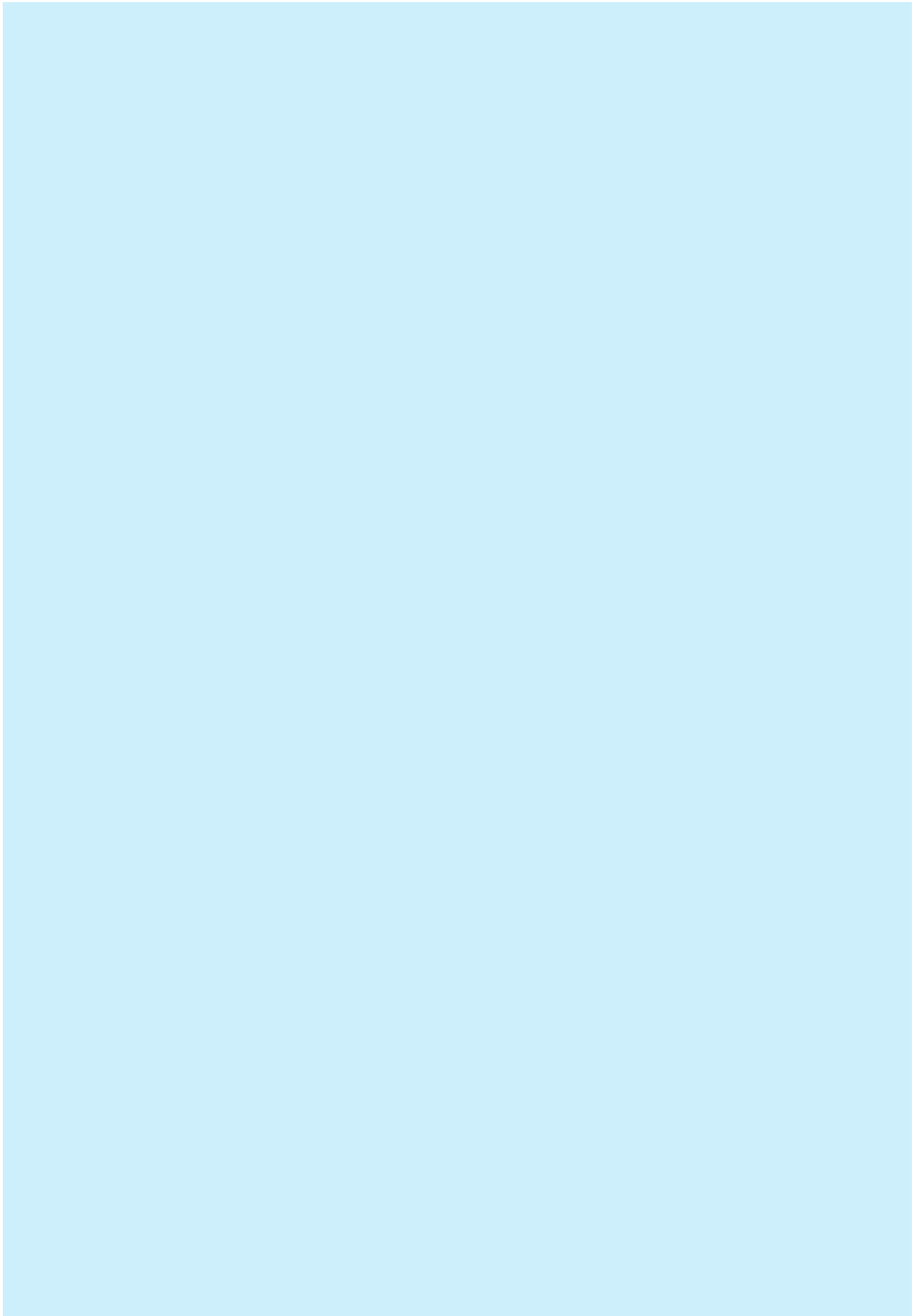
Parking Strategy – Engagement Results Table

	<ul style="list-style-type: none"> • Supportive of time-restricted parking – 13 comments • Public transport should be improved – 13 comments • Supportive of improved access to mobility parking – 9 comments • Ensure community feedback is heard – 7 comments • Ensure parking management plans are evidence based – 7 comments • Increase parking enforcing in high-use areas – 7 comments • Balance the needs of private vehicle users and other road users – 6 comments • Public road space should not prioritise private vehicles – 5 comments • Supportive of demand-responsive pricing – 5 comments • Supportive of residential permit and coupon parking – 5 comments
--	--



Te Awa Kairangi ki Tai Lower Hutt – Parking Strategy





23 October 2024**Report no: PFSC2024/5/325**

Heritage grant fund changes

Purpose of Report

1. The purpose of this report is to provide the Policy, Finance and Strategy Committee (the Committee) with the results from community engagement and to seek agreement to the proposed changes to the Heritage Grant Fund.

Recommendations

That the Committee:

- (1) receives and notes the information;
- (2) notes that on 9 July 2024 the Committee agreed that officers would report back on 19 November 2024 to seek agreement to the proposed changes to the Heritage Grant Fund attached as Attachment 1 to the report;
- (3) notes that between 16 September and 4 October 2024, 301 heritage property owners were contacted about the Heritage Grant Fund, and 23 responses were received;
- (4) notes the engagement results attached as Attachment 2 to the report;
- (5) notes officers received feedback from Kahui Mana Whenua on 22 October 2024;
- (6) agrees to the proposed changes to the Heritage Grand Fund Guidelines as attached as Attachment 3 to the report to:
 - a. discontinue the rates remission mechanism;
 - b. retain support for physical work provided by the Heritage Grant Fund;
 - c. improve pre-application advice and guidance material for the resource consent fee waiver;
 - d. improve support for sites and areas of cultural significance to Mana Whenua (including allocating up to \$30,000 of the annual spend to this); and
 - e. include a publicised application period for the Heritage Grant Fund; and
- (7) notes that a 12-month trial of the new Heritage Grant Fund settings will begin after the District Plan is notified in February 2025.

Background

2. On 9 July 2024, the Committee:
 - a. agreed officers should further develop a resource consent fee waiver and pre-application advice;
 - b. noted officers would seek approval to make changes to the Heritage Grant Fund, including removing the rates remission mechanism;
 - c. noted officers would seek approval on the criteria developed to help support sites and areas of cultural significance; and
 - d. noted that proposed changes would be trialled for 12 months once the District Plan is notified in February 2025.
3. The full minute from the Committee meeting is attached as Appendix 1 to the report.

Feedback from engagement

4. Between 16 September and 4 October 2024, officers surveyed 301 heritage property owners about the Heritage Grant Fund (the Fund). Feedback was received from 23 respondents. The survey results are summarised at Attachment 2.
5. Responses show low awareness of the Fund; for example, only ten of the 23 respondents had heard of the Fund, and only three had received support from the Fund.
6. When asked about ways Council could improve the Fund, the most common suggestions were to:
 - a. increase publicity;
 - b. improve the guidance material; and
 - c. improve support for small-scale physical works.
7. On 22 October 2024, officers discussed the Fund at Kahui Mana Whenua. Feedback supported trialling a \$30,000 funding allocation for sites and areas of cultural significance to Mana Whenua.

Discussion

Updated proposal

8. In July 2024, officers proposed replacing the Fund's broad support mechanisms (i.e. funding for physical upgrades to buildings) to focus on specific tools to help achieve Heritage Policy goals.
9. After feedback from the Committee and heritage property owners, officers propose keeping the existing Fund and adding new support mechanisms alongside the preexisting tools. Officers also propose using an application period. Details in relation to each proposed mechanism are set out below.

Remove the rates remission mechanism

10. The rates remission mechanism is not provided for through the Fund's \$150,000 allocation but is instead managed through section four of the Rates Remission Policy and the rates budget.

11. In the last five years, one application for a rates remission for a heritage property has been received. This was approved for \$1,752 against the 2021/22 annual rates.
12. While the rates remission mechanism for historical heritage has been underutilised to date, there is a risk that if demand increases, this may impact Council's rates revenue.
13. Officers propose removing the use of the rates remission from the Fund as a heritage conservation tool, given it has provided low benefit to date and carries a financial risk for Council.

Retain existing support for physical work.

14. There is strong interest in maintaining support for physical work in the form of a contribution to conservation works that also have some public benefit (e.g. are visible from the road).

Improve guidelines for resource consent fee waivers

15. Officers have updated the Fund's Guidelines to clarify support for resource consent fee waivers and pre-application advice.

Add support for sites and areas of cultural significance to Mana Whenua

16. Historically, sites and areas of cultural significance have been underrepresented by Council's support mechanisms for heritage issues.
17. Following engagement with Kahui Mana Whenua, officers recommend allocating up to \$30,000 of the Fund's annual spend to sites and areas of cultural significance, and for this to be trialled for 12-months.

Include an application period

18. Annual application periods for heritage grants are used by other councils, including Auckland City Council, and work effectively to achieve heritage priorities.
19. Officers propose trialling a two-month application period to:
 - (1) better allocate the annual spend;
 - (2) improve awareness of the Fund by advertising the application period annually;
 - (3) promote forward-thinking for heritage-related projects; and
 - (4) improve officer efficiency by limiting application management to one period per year.

Updated guidelines

20. Included as Attachment 2 to the report are draft changes to the Fund's Guidelines to include all the proposals set out above.

Options

21. The Committee can either:
 - (1) approve the proposed changes; or
 - (2) request further changes to the Heritage Grand Fund and its Guidelines.

Climate Change Impact and Considerations

22. The matters addressed in this report have been considered in accordance with the process set out in Council's Climate Change Considerations Guide.

Consultation

23. Officers invited 301 heritage property owners to complete a publicly accessible survey between 16 September and 4 October 2024 and sought feedback from Kahui Mana Whenua on 22 October 2024.

Legal Considerations

24. Not applicable.

Financial Considerations

25. The proposed changes will be within the annual budget allocation of \$150,000.
26. If the proposed change to remove the rate remission is not agreed upon there is a risk that if demand for the rates remission increases this may impact Council's rates revenue.

Appendices

No.	Title	Page
1	Policy, Finance and Strategy Committee minute 9 July 2024	96
2	Engagement results	98
3	Updated heritage grant fund guidelines	100

Author: Rachel Houlbrooke
Policy Lead

Reviewed By: Richard Hardie
Head of Strategy and Policy

Approved By: Jarred Griffiths
Director Strategy and Engagement

25 October 2024

Report no: PFSC2024/5/326

Update on Tō Tātou Tāone 2055 - Our City 2055

Purpose of Report

1. The purpose of this report is to provide an update on the development of Tō Tātou Tāone 2055 - Our City 2055: a future focused strategy for our city.

Recommendations

That the Committee:

- (1) notes the progress in developing Tō Tātou Tāone 2055 - Our City 2055 contained within the report;
- (2) notes strategic insights from the Lower Hutt City Summit, which was held on 18 September 2024 attached at Appendix 1 to the report;
- (3) notes the intention to establish a City Leadership Group to agree priorities and drive action on the strategy;
- (4) notes the draft Terms of Reference for the City Leadership Group attached at Appendix 2; and
- (5) agrees that membership of the City Leadership Group will be confirmed at an upcoming Mayor and Chairs meeting.

Background

2. A city strategy for Te Awa Kairangi ki Tai Lower Hutt is being developed throughout 2024-25, called Tō Tātou Tāone 2055 - Our City 2055 (the City Strategy).
3. The City Strategy creates a common purpose and direction for long-term investment in the city. It enables the community and stakeholders to identify opportunities and address challenges that cannot be tackled by any one party.
4. At the Policy, Finance and Strategy Committee on 10 September 2024, we introduced the process for developing the city strategy, including the strategic framework and principles.
5. A key principle to note that this is not a 'Council' strategy - rather, the aim is that everyone will be able to see themselves reflected in the strategy, whether as a business, voluntary organisation, or member of the community. While Council will provide project leadership by resourcing and running the strategy development process, the final product will reflect the voices and aspirations of the people of Lower Hutt.

Discussion

City Summit Strategic Insights

6. On 18 September 2024, over 200 people attended the inaugural Lower Hutt City Summit. This event launched public engagement on Tō Tātou Tāone 2055 – Our City 2055.
7. The City Summit provided an opportunity to begin discussions around the future of Te Awa Kairangi ki Tai Lower Hutt and raise awareness of the development of the City Strategy. Feedback from the City Summit will be used to inform deeper engagement on the development of the city strategy. A summary of feedback is provided in the Insights Report (Appendix 1).
8. The feedback shows that most participants care deeply about the future of Te Awa Kairangi ki Tai Lower Hutt and are supportive of a strategy that enables stakeholders to take positive steps to address issues that we know will impact the city's future.
9. As part of the City Summit, participants were asked to respond to four key strategic questions and share their thoughts around what matters most to them. The four questions were:
 - a. What did people do in the past in Lower Hutt that we are thankful for today?
 - b. If life was bright/awesome in Lower Hutt, what would it look like?
 - c. If we keep going the way we are now, where will we end up?
 - d. What will future generations thank us for?
10. The key themes that emerged from the City Summit included:
 - a. Looking after our environment;
 - b. Connected communities;
 - c. Education and empowerment;
 - d. Community and whānau wellbeing;
 - e. Planning to help future generations;
 - f. Taking action; and
 - g. Inclusivity and fairness.
11. The City Summit provided good initial insight into how people feel about Te Awa Kairangi ki Tai Lower Hutt. This feedback will enable us to test themes and issues with wider stakeholders.

City Leadership Group

12. To ensure that Tō Tātou Tāone 2055 – Our City 2055 is owned and implemented by stakeholders across the city, we intend to establish a City Leadership Group (the Leadership Group). The intention is that members of the Leadership Group will include key local leaders of anchor institutions who are going to have significant roles in delivering the city strategy.

13. Anchor institutions are organisations that are deeply embedded in our city, with enduring ties to our community through significant physical presence, employment base, and long-term investment. Through their scale and influence, these institutions have both the capability and responsibility to support positive, transformational and long-term change in the city.
14. When there is an alignment of anchor institutions (through a vehicle like the city leadership group) there can be significant power to combining procurement practices, infrastructure development, operational spending and service delivery.
15. The Leadership Group will provide a forum to agree priorities and drive action on the strategy. It will include participants from anchor organisations in the city, including Council, Mana Whenua, business, education, health, and social services.
16. The draft Terms of Reference for the Leadership Group are attached as Appendix 2 to the report. Membership of the Leadership Group will be confirmed at an upcoming Mayor and Chair's meeting.
17. The Leadership Group will finalise the Terms of Reference at its first meeting. This will include identifying any individuals or groups that ought to be on the leadership group, particularly key representatives from the wider community sector.
18. We propose that the Leadership Group will agree the draft strategy document in July 2025 and then take it to their organisations and broader stakeholders, including the newly elected Council, for endorsement by December 2025.
19. Following endorsement of the City Strategy, the role of the Leadership Group would shift to a focus on implementation and monitoring progress against the agreed actions.

Communications and Engagement

20. Stakeholder engagement on participation in the Leadership Group will be led by the Mayor and Council's Chief Executive.
21. Wider engagement is currently underway, with key stakeholder interviews and hui taking place until Christmas. This includes engaging with Mana Whenua, businesses, migrant community, and key organisations.
22. A website on Tō Tātou Tāone 2055 – Our City 2055 will be launched in November 2024. This provides online information about the city strategy, timeline and key documents, such as the City Summit Insights Report. The website is also a platform for keeping the wider community informed of progress on developing the City Strategy and to test ideas and expectations as required.
23. Strong deliberative engagement practices will be deployed throughout the development of the city strategy at key points. This will include hui, facilitated sessions, and other qualitative and quantitative strategies to ensure community insights are fed into the strategy.

Options

24. Options are not relevant to this matter, which relates to progress in developing a city strategy.

Next steps

25. Officers will provide the next update to the Policy, Finance and Strategy Committee in March 2025.

Climate Change Impact and Considerations

26. The matters addressed in this report have been considered in accordance with the process set out in Council's Climate Change Considerations Guide.
27. The projected impact of the changing climate and other environmental considerations will feature strongly in the development of the city strategy.

Consultation

28. This project was discussed at the Mana Whenua Quarterly Hui in August and November 2024.

Legal Considerations

29. Not applicable.

Financial Considerations

30. There is budget allocated in the 2024-2034 Long Term Plan for the city strategy.
31. Members of the Leadership Group will not be paid, so there will be no financial impact on the City Strategy budget.

Appendices

No.	Title	Page
1	City Summit Insights Report	115
2	City Leadership Group draft Terms of Reference	120

Author: Amy Prebble
Principal Advisor City Strategy

Reviewed By: Richard Hardie
Head of Strategy and Policy

Reviewed By: Jarred Griffiths
Director Strategy and Engagement

Approved By: Jo Miller
Chief Executive

TO: Chair and Members
Policy, Finance and Strategy Committee



FROM: Jack Kilty

DATE: 04 November 2024

SUBJECT: KOMITI RATONGA RANGATŌPŪ ME TE RAUTAKI |
POLICY, FINANCE AND STRATEGY COMMITTEE
FORWARD PROGRAMME

Purpose of Memorandum

1. The memorandum aims to provide the Committee with a draft forward programme of work planned for the Committee for 2025.

Recommendation

That the Committee receives and notes the draft forward programme for 2025 attached as Appendix 1 to the memorandum.

Background

2. The Committee assists Council in setting the broad vision and direction of the city to promote the social, economic, environmental, and cultural well-being of the city's communities in the present and for the future.
3. This involves determining specific outcomes that need to be met to deliver on the vision for the city, and overseeing the development of strategies, policies, bylaws, and work programmes to achieve those goals. This committee is also responsible for monitoring the overall financial management and performance of the Council Group.
4. The forward programme for 2025 provides a planning tool for both members and officers to coordinate programmes of work for the year. The programme is attached as Appendix 1 to the memorandum.

Executive Summary

5. The forward programme is a working document and is subject to change.

Appendices

No.	Title	Page
1↓	Policy, Finance and Strategy Committee Forward Programme 2025	126

Author: Jack Kilty
Democracy Advisor

Approved By: Kate Glanville
Senior Democracy Advisor

