

**He Pou a Rangi Climate Change Commission Board Meeting Minutes (Meeting 53)
Tuesday, 27 February 2024**

A meeting of the Climate Change Commission Board Members was held at the office of the Climate Change Commission Board Room, Level 21, Aon Centre, 1 Willis Street, Wellington with attendees also joining via Teleconference Facility. The meeting started on Tuesday, 27 February 2024 at 8.58am and adjourned at 1.35pm.

Climate Change Commission Attendees:

Dr Rod Carr – Board Chair
Lisa Tumahai – Deputy Chair
Catherine Leining
Dr Judy Lawrence
Distinguished Professor Steven Ratuva

Apologies:

Professor James Renwick
Dr Andy Reisinger
Dr Tanira Kingi

Invited Attendees:

Jo Hendy – Chief Executive
Anne Jonathan – Executive Assistant
Gemma Lawson – Senior Board Coordinator and Minute Taker

External Guests:

Dylan Shell – virtual Chief Financial Officer, KPMG

Guests:

Alison Cole – Kaiwhakahaere Matua Māori
Astrid Nunns – General Manager, Strategy Engagement and Corporate Services
Barry Anderson – General Manager, Sector Analysis
Charlotte Delahunty – Programme Manager, Markets
Damian Ryan – Manager, Strategy and Performance
Emily Button – Senior Advisor, Planning and Performance Reporting
Gillian Thornton – Manager, Emissions Budgets
Grant Blackwell – Chief Scientist
Ian Thompson – Programme Manager
Janet Humphris - Manager, Industry and Energy
Karen Lavin – Manager, Adaptation
Kathy Stirrat – Chief Advisor, Operational Delivery
Lara Wood – Manager, Business Services

Martin Dutton – Manager, Transport and Urban Systems
Sophie Carroll - Manager, Government Services and Performance Reporting.
Stephen Walter – General Manager, Emissions, Budgets, Adaptation, and Markets
Stuart Dymond – Chief Advisor, Executive Support

The meeting started at 8.58am on Tuesday, 27 February 2024

Rod Carr, Lisa Tumahai, Judy Lawrence, Catherine Leining, Steven Ratuva, Anne Jonathan and Gemma Lawson joined the meeting at 8.58am

Agenda Item 1: Board only time

1.1 The Board discussed the operating context of the Commission and the Board.

*Jo Hendy, and Astrid Nunns joined the meeting at 9.13am
Anne Jonathan and Gemma Lawson left the meeting at 9.13am*

1.2 The Board discussed the finance papers.

1.3 The Board discussed the upcoming plans for consultation (opening 8 April 2024).

The meeting opened with a karakia by Astrid Nunns.

Barry Anderson, Grant Blackwell, Stephen Walter, Alison Cole, Anne Jonathan, Gemma Lawson, Dylan Shell, Martin Dutton, Janet Humphris, Gillian Thornton, Sophie Carroll, Kathy Stirrat and Stuart Dymond joined the meeting at 9.55am

Agenda Item 2: Welcome and Introductions

2.1 Apologies

2.1.1 The Board noted apologies from James Renwick, Andy Reisinger, and Tanira Kingi.

2.1.2 No other apologies were received for the meeting.

2.2 Call for Additional Items

2.2.1 No additional items were raised.

2.3 Review of Interests

2.3.1 The Board noted receipt of the *Memo on Commissioner Interests* dated 21 February 2024.

2.3.2 The Board noted the amendments to interests listed in the *Memo on Commissioner Interests* and the permissions letter dated 12 January 2024.

2.3.3 The Board discussed a small number of amendments to interests.

2.3.4 The Board noted the Public Interests Register dated 27 February 2024, and approved it for upload to the website, subject to the amendments discussed.

2.3.5 The Board noted no conflicts of interest on the meeting agenda.

2.4 Any other governance matters

2.4.1 No other governance matters were raised.

2.5 Approve draft Board meeting minutes

2.5.1 The Board reviewed the draft Board meeting minutes from 19 and 20 December 2023.

2.5.2 The Board reviewed the draft out-of-cycle meeting minutes from 31 January 2024.

2.5.2 The Board noted that amendments from Commissioners had been incorporated into the draft minutes, and with those amendments, confirmed the minutes from 19 and 20 December 2023 and from 31 January 2024 as true and accurate records of the meetings.

2.6 Noting approved Risk, Audit Safety and Health Committee meeting minutes

2.6.1 The Board noted the approved Risk, Audit, Safety and Health (RASH) Committee meeting minutes from 20 November 2023.

Karen Lavin joined the meeting at 10.10am

2.7 Letters for noting

2.7.1 The Board noted the letter from Secretary for the Environment to the Board Chair regarding Fiscal Objectives Across the Term and Budget 2024, dated 22 December 2023.

2.7.2 The Board noted the letter to the Chairperson of the Environment Select Committee from the Chief Executive, re: Offer to brief the Environment Select Committee on the Commission's upcoming work programme, dated 31 January 2024.

2.7.3 The Board requested that the Chief Executive reiterate the offer to the Environment Select Committee (*refer to action item 470/2024*).

2.7.4 The Board noted the letter to the Board Chair from Hon Nicola Willis (Minister of Finance, Minister for the Public Service) re: Delivering Fiscal Sustainability, dated 13 February 2024.

2.8 Other matters for noting

2.8.1 The Board discussed and noted the Iwi/Māori Engagement and Consultation Approach.

2.8.2 The Board thanked Commission staff for their work in establishing this approach.

2.9 Actions Register

2.9.1 The Chief Executive updated the Board on the actions proposed to close.

2.9.2 The Board noted and discussed the actions.

2.9.3 The Board requested that action 448/2023 be retained, so the Chair of He Pou Herenga can be present when the Board considers the proposal to close it.

2.9.4 The Board noted the completed action.

2.9.5 The Board noted the Actions Register.

2.10 Board Meeting Agenda Horizon Report

2.10.1 The Chief Executive presented the *Board Meeting Agenda Horizon Report* to the Board.

- 2.10.2 The Board noted and discussed the *Board Meeting Agenda Horizon Report* and the engagements calendar.
- 2.10.3 The Board requested the proposed “ETS 2025: Reflections from ETS 2024 to test scope for ETS 2025” item have its timing with the Board re-confirmed (*refer to action item 471/2024*).

Jo Hendy, Stuart Dymond, Martin Dutton, Janet Humphris, Gillian Thornton, Sophie Carroll and Karen Lavin left the meeting at 10.37am

The meeting adjourned from 10.37am – 10.55am

Lara Wood, and Ian Thompson joined the meeting at 10.55am

Agenda Item 3: Policy and Procedures: Review

- 3.1 The Chief Advisor, Operational Delivery, introduced the context to and approach for the first tranche of the policies (Tranche 1) presented in the *Policy and Procedures Review – Tranche 1 Approval* paper.
- 3.2 The Board noted the contents of the paper.
- 3.3 The Board noted that the Tranche 1 policies have been considered by the RASH Committee.
- 3.4 The Board noted that the RASH Committee requested that the RASH Committee Chair confirm which policies require RASH Committee review prior to Board approval.
- 3.5 The Chief Advisor, Operational Delivery, summarised the RASH Committee discussion and amendments for each policy.
- 3.6 The Board discussed the Tranche 1 policies including the proposed amendments.
- 3.7 The Board approved the Procurement Policy, Credit Card Policy and the Fiscal Management of Appropriation Policy, subject to the amendments discussed, and delegated approval of these minor changes to the Chief Executive.
- 3.8 The Board approved the Fraud Bribery and Corruption Policy and the Protected Disclosures Policy.
- 3.9 The Board noted there are ongoing investigations into proposed areas of review in the Credit Card Policy, and that if there are substantial changes proposed to the policy, this will come to the Board for approval.

Dylan Shell, Lara Wood and Ian Thompson left the meeting at 11.19am

Charlotte Delahunty and Martin Dutton joined the meeting at 11.20am

Agenda Item 4: Statutory Deliverables: Update

- 4.1 The General Manager, Emissions, Budgets, Adaptation and Markets introduced the update on the Statutory Deliverables.
- 4.2 The Board noted and discussed the 1 December 2023 – 31 January 2024 Programme Dashboard report, Project Progress Dashboards, and the Programme on a Page for the Statutory Deliverables Programme.

Stuart Dymond joined the meeting at 11.25am

Jo Hendy joined the meeting at 11.30am

Charlotte Delahunty left the meeting at 11.31am

Dylan Shell, Gillian Thornton, Sophie Carroll and Janet Humphris joined the meeting at 11.34am

Agenda item 5: Chief Executive Report

- 5.1 The Chief Executive Report: 1 December 2023 – 31 January 2024 was taken as read.
- 5.2 The Chief Executive provided the Board with an overview of the Commission's performance during December 2023 and January 2024.
- 5.3 The Board noted and discussed the Chief Executive's report.

Martin Dutton left the meeting at 11.59am

Gillian Thornton, Sophie Carroll and Janet Humphris left the meeting at 12.15pm

Agenda Item 6: Update from Risk Audit Safety and Health Committee

- 6.1 The Chair of the RASH Committee provided an update to the Board from the RASH meeting held on 22 February 2024.
- 6.2 The Chair of the RASH Committee noted that the Committee had referred the financial report from the Quarterly Finance Update: End of Q2 FY23/24, and the FY23/24 Financial Forecast (as at end of Quarter 2) to the Board.

The meeting adjourned from 12.20pm until 12.50pm

Sophie Carroll, Damian Ryan and Emily Button joined the meeting at 12.50pm

Agenda Item 7: 2023/24 Q2 Performance Report: Review

- 7.1 The Chief Advisor, Executive Support, introduced the 2023/24 Q2 Performance Report.
- 7.2 The Board reviewed and gave feedback on the Quarterly Performance Report for Q2 2023/24.
- 7.3 The Board noted that the financial statements are the same as those in the Quarterly Finance Update paper presented to the RASH committee.
- 7.4 The Board approved the Quarterly Performance Report for Q2 2023/24 subject to the feedback given.
- 7.5 The Board agreed that any non-substantive post-Board meeting amendments be approved by the Chief Executive, and any substantive amendments be approved by the Commission Chair.
- 7.6 The Board agreed to send the Quarterly Performance Report for Q2 2023/24, subject to incorporation of any Board amendments, to the Ministry for the Environment in their role as the Commission's monitoring agency.

Dylan Shell, Sophie Carroll, Damian Ryan, and Emily Button left the meeting at 1.07pm

Agenda Item 8: Update from He Pou Herenga

- 8.1 The Chief Executive and the Commission Chair introduced the proposal regarding He Pou Herenga membership and updated the Board on He Pou Herenga's meeting held on 12 February 2024.
- 8.2 The Board discussed the update on He Pou Herenga membership.
- 8.3 The Board noted the resignation of Kura Paul-Burke.

- 8.4 The Board agreed to offer a one-year extension of term to Tui Shortland and Dan Hikuroa.
- 8.5 The Board noted the draft He Pou Herenga meeting minutes from the 13 November 2023 and 12 February 2024 meetings.

Dylan Shell, Sophie Carroll, Damian Ryan, and Emily Button joined the meeting at 1.15pm

Agenda Item 9: Statement of Performance Expectations 2024/25

- 9.1 The Chief Advisor, Executive Support, introduced the Statement of Performance Expectations (SPE) 2024/25.
- 9.2 The Board discussed and gave feedback on the proposed outline, narrative themes and key outputs for the SPE 2024/25.
- 9.3 The Board approved using the same non-financial performance measures for FY 2024/25 as were used in the SPE 2023/24, with updates as necessary to reflect our statutory deliverables for the 2024/25 financial year.
- 9.4 The Board approved the revised 'Assessment Performance' measure for the Commission's Vote Environment capital expenditure appropriation.
- 9.5 The Board noted the proposed process for developing the SPE 2024/25, including the development of the prospective 2024/25 financial statements, key milestones and deadlines.
- 9.6 The Board requested that a special meeting be called in April to enable consideration of the first full draft of the SPE 2024/25 at the appropriate time.
- 9.7 The Board approved delegation to the Board Chair and RASH Committee Chair, as appropriate, to approve the draft SPE 2024/25 for sending to the Minister of Climate Change by 1 May 2024.

Astrid Nunns left the meeting at 1.28pm.

Dylan Shell, Sophie Carroll, Damian Ryan, and Emily Button joined the meeting at 1.31pm.

The Board noted that the presentation on Stakeholder Survey Results has been postponed.

Agenda Item 10: General Business

- 10.1 No general business matters were raised.

Stuart Dymond closed the meeting with a karakia.

The meeting finished at 1.35pm.

These minutes have been accepted as a true and accurate record by the Board of the Climate Change Commission.

Signed: _____

Date: 20/3/2024