

Notice of Meeting:

I hereby give notice that an ordinary meeting of the Dunedin City Council will be held on:

Date: Monday 14 September 2020
Time: 10.00 am
Venue: Council Chamber, Municipal Chambers, The Octagon, Dunedin

Sandy Graham
Acting Chief Executive Officer

Council
PUBLIC AGENDA

MEMBERSHIP

Mayor Mayor Aaron Hawkins
Deputy Mayor Cr Christine Garey

Members

Cr Sophie Barker	Cr David Benson-Pope
Cr Rachel Elder	Cr Doug Hall
Cr Carmen Houlahan	Cr Marie Laufiso
Cr Mike Lord	Cr Jim O'Malley
Cr Jules Radich	Cr Chris Staynes
Cr Lee Vandervis	Cr Steve Walker
Cr Andrew Whiley	

Senior Officer Sandy Graham, Acting Chief Executive Officer

Governance Support Officer Lauren McDonald

Lauren McDonald
Governance Support Officer

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Note: Reports and recommendations contained in this agenda are not to be considered as Council policy until adopted.

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1 PUBLIC FORUM

At the close of the agenda no requests for public forum had been received.

2 APOLOGIES

At the close of the agenda no apologies had been received.

3 CONFIRMATION OF AGENDA

Note: Any additions must be approved by resolution with an explanation as to why they cannot be delayed until a future meeting.

DECLARATION OF INTEREST

EXECUTIVE SUMMARY

1. Members are reminded of the need to stand aside from decision-making when a conflict arises between their role as an elected representative and any private or other external interest they might have.
2. Elected members are reminded to update their register of interests as soon as practicable, including amending the register at this meeting if necessary.
3. Staff members are reminded to update their register of interests as soon as practicable.

RECOMMENDATIONS

That the Council:

- a) **Notes/Amends** if necessary the Elected Members' Interest Register attached as Attachment A; and
- b) **Confirms/Amends** the proposed management plan for Elected Members' Interests.
- c) **Notes** the proposed management plan for the Executive Leadership Team's Interests.

Attachments

	Title	Page
A	Register of Interests as at 14 September 2020 - Elected Members	7
B	ELT Register of Interest as at 14 September 2020	17

Councillor Register of Interest - Current as at 14 September 2020				
Name	Responsibility (i.e. Chairperson etc)	Declaration of Interests	Nature of Potential Interest	Member's Proposed Management Plan
Aaron Hawkins	Trustee	West Harbour Beautification Trust	Potential conflict WHBT work with Parks and Reserves to co-ordinate volunteer activities	Withdrawal from all West Harbour Beautification Trust/ DCC discussions involving this relationship.
	Trustee	St Paul's Cathedral Foundation	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Owner	Residential Property Owner - Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Young Elected Members' Committee	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Shareholder	Thank You Payroll	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	ICLEI Oceania Regional Executive	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Hospital Local Advisory Group	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Green Party	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Connecting Dunedin (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Board Member	Otago Museum Trust Board (Council appointment)	Duties to Trust may conflict with duties of Council Office. Recipient of Council funding	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Member	Otago Theatre Trust (Council appointment)	Potential grants recipient	Withdraw from discussion and leave the table. If in confidential leave the room. Seek advice prior to the meeting.
	Member	Otago Polytech's Research Centre of Excellence	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	LGNZ National Council	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Trustee	Alexander McMillan Trust	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Trustee	Cosy Homes Trust	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Chair	LGNZ Policy Advisory Group	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Local Government New Zealand Zone 6 Committee (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Sophie Barker	Employee	Otago Peninsula Trust	Potential grants recipient	Withdraw from discussion and leave the table. If in confidential leave the room. Seek advice prior to the meeting.
	Director	Ayrmed Limited	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Shareholder	Ocho Newco Limited	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Shareholder	Various publicly listed companies	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Property Owner	Residential Property Owner - Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.

Name	Responsibility (i.e. Chairperson etc)	Declaration of Interests	Nature of Potential Interest	Member's Proposed Management Plan
	Beneficiary	Sans Peur Trust (Larnach Castle)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Public Art Gallery Society (Council appointment)	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Trustee	Dunedin Midwinter Carnival	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Member	Dunedin Gas Works Museum Trust (Council appointment)	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
David Benson-Pope	Owner	Residential Property Ownership in Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Trustee and Beneficiary	Blind Investment Trusts	Duty to Trust may conflict with duties of Council Office	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Yellow-eyed Penguin Trust	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	New Zealand Labour Party	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Heritage Fund Trust (Council appointment)	Duty to Trust may conflict with duties of Council Office	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Member	Connecting Dunedin (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Tertiary Precinct Planning Group (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Delegation holder	Second Generation District Plan (2GP) Authority to Resolve Appeals on behalf of Council (Council appointment)	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Hospital Local Advisory Group	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Otago Regional Transport Committee (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Commissioner (Community Representative)	District Licensing Committee (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Rachel Elder	Owner	Residential Property Ownership - Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Greater South Dunedin Action Group	Decisions may be considered on the future of South Dunedin.	Withdraw from discussion and leave the table. If in confidential leave the room. Seek advice prior to the meeting.
	Host Parent	Otago Girls High School	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Advisor/Support Capacity	Kaffellogic	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Tracks and Trails Interest Group	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Manufacturing Holdings	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Chair	Southern Urban Dunedin Community Response Group	Decisions about emergency response recovery may be conflicted	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Craigieburn Reserve Committee (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Keep Dunedin Beautiful (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.

Name	Responsibility (i.e. Chairperson etc)	Declaration of Interests	Nature of Potential Interest	Member's Proposed Management Plan
	Member	Okia Reserve Management Committee (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Toitu Otago Settlers Museum Board (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Café Logic Advisory Group	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Christine Garey	Trustee	Garey Family Trust - Property Ownership - Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Chair	Creative Dunedin Partnership (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Symphony Orchestra Foundation Board of Trustees (Council appointment)	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Member	Theomin Gallery Management Committee (Olveston) (Council appointment)	No conflict identified	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Chair	Grants Subcommittee (Council Appointment)	No conflict identified	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
		External family member is a Principal Security Consultant	Major supplier to DCC	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Local Government New Zealand Zone 6 Committee (Council Appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Doug Hall	Director/Owner	Hall Brothers Transport Ltd	May contract and provide service to DCC	Withdraw from discussion and leave the table. If in confidential leave the room. Seek prior approval from Office of the Auditor General when required.
	Director/Owner	Dunedin Crane Hire	May contract and provide service to DCC	Withdraw from discussion and leave the table. If in confidential leave the room. Seek prior approval from Office of the Auditor General when required.
	Director/Owner	Wood Recyclers Ltd	May contract and provide service to DCC	Withdraw from discussion and leave the table. If in confidential leave the room. Seek prior approval from Office of the Auditor General when required.
	Director/Owner	Dunedin Concrete Crushing Ltd	May contract and provide service to DCC	Withdraw from discussion and leave the table. If in confidential leave the room. Seek prior approval from Office of the Auditor General when required.
	Director/Owner	Anzide Properties Ltd - Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director/Shareholder	The Woodshed 2014 Limited	May contract and provide service to DCC	Withdraw from discussion and leave the table. If in confidential leave the room. Seek prior approval from Office of the Auditor General when required.
	Owner	Property Ownership - Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Shareholder	Farmlands	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Shareholder	Ravensdown Fertiliser	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Shareholder	PGG Wrightson	Currently no likely conflict	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Shareholder	Silver Fern Farms	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director/Shareholder	Valley View Development Limited	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Shareholder	Geekfix Limited	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.

Name	Responsibility (i.e. Chairperson etc)	Declaration of Interests	Nature of Potential Interest	Member's Proposed Management Plan
	Trustee	Hall Family Trust, Invercargill	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director	Milburn Processing Limited	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Donor of the use of a building free of charge to the group	Fire Brigade Restoration Society	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Appellant	2GP	Appellant to the 2GP	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Financial Donor	Dunedin North Community Patrol	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Donor of the use of a building free of charge to the group	North Dunedin Blokes Shed	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Loan of a four wheel drive truck free of charge to the group for cartage of gravel	Mountainbiking Otago	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Partner	Highland Helicopters	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Supplier	Southweight Truck and Weights for testing Weighbridges Otago & Southland	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Craigieburn Reserve Committee (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Chinese Garden Advisory Board (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Toitu Otago Settlers Museum Board (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Carmen Houlahan	Owner	Residential Property - Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Owner	Rental Property - North Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Part Owner	Adobe Group Ltd, Wanaka	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Rotary Club	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Institute of Directors	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Otago Property Investors Association	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Company Owner/Sole Director	Shelf Company - RU There	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Toitu Otago Settlers Museum Board (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.

Name	Responsibility (i.e. Chairperson etc)	Declaration of Interests	Nature of Potential Interest	Member's Proposed Management Plan
	Member	Dunedin Public Art Gallery Acquisitions Committee (Council appointment)	Possible grants recipient	Withdraw from discussion and leave the table. If in confidential leave the room. Seek advice prior to the meeting.
	Shareholder	Startup Business	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Mosgiel Taieri Community Board (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Marie Laufiso	Property Owner	Residential Property	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Trustee	Community Building Trust - Trust Owner of Property 111 Moray Place	Duty to Trust may conflict with duties of Council Office	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Board Member	Otago Mental Health Trust	Potential grants applicant which would result in pecuniary interest. Duty to Trust may conflict with duties of Council Office	Do not participate in consideration of grants applications. If the meeting is in confidential, to leave the room.
	Trustee	Brockville Community Support Trust	Potential grants recipient	Withdraw from discussion and leave the table. If in confidential leave the room. Seek advice prior to the meeting.
	Trustee	Corso Ōtepoti Dunedin Trust	Potential grants recipient	Withdraw from discussion and leave the table. If in confidential leave the room. Seek advice prior to the meeting.
	Member	Dunedin Manufacturing Holdings Inc	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	National Secretary	P.A.C.I.F.I.C.A Inc	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Dunedin Branch Treasurer	P.A.C.I.F.I.C.A Inc	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Dunedin Branch delegate to Arai Te Uru Marae Council	P.A.C.I.F.I.C.A Inc	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Green Party of Aotearoa New Zealand	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Age Concern (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Abrahamic Interfaith Group (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Refugee Steering Group (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Otago Settlers Association (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Fair Trading Committee (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Deputy Chair	Grants Subcommittee	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Social Well Being Advisory Group (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Mike Lord	Trustee	ML Lord Family Trust - Owner of Residential Properties - Dunedin	Duty to Trust may conflict with duties of Council Office	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Trustee	Otago Rural Support Trust	Duty to Trust may conflict with duties of Council Office	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Trustee	Federated Farmers Charitable Trust	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Shareholder	Fonterra	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.

Name	Responsibility (i.e. Chairperson etc)	Declaration of Interests	Nature of Potential Interest	Member's Proposed Management Plan
	Member	Federated Farmers	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director	Mosgiel Rotary Club	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Mosgiel RSA	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	National Party	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Chairperson	Federated Farmers Charitable Trust	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Shareholder	Various publicly listed companies	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Chairperson	Otago Rural Support Trust	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Strath Taieri Community Board (Council Appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Hereweka Harbour Cone Trust (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	District Licensing Committee (Council Appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Jim O'Malley	Owner	Biocentrix Ltd	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Mosgiel Association Football Club	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director	Ocho Newco Limited	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Owner	Residential Property Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Owner	Ayrmed Limited	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Ice Sports Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Manufacturing Holdings	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Ice Sports Dunedin Incorporated (Council appointment)	Potential grants recipient	Withdraw from discussion and leave the table. If in confidential leave the room. Seek advice prior to the meeting.
	Member	Connecting Dunedin (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Okia Reserve Management Committee (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Tertiary Precinct Planning Group (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Waikouaiti Coast Community Board (Council Appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Jules Radich	Shareholder	Izon Science Limited	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Shareholder	Taurikura Drive Investments Ltd	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.

Name	Responsibility (i.e. Chairperson etc)	Declaration of Interests	Nature of Potential Interest	Member's Proposed Management Plan
	Shareholder	Golden Block Developments Ltd	The Auditor General has issued a declaration under section 6(4) of LAMIA allowing Cr Radich to participate on the grounds that it is in the interests of the electors and inhabitants of the area that he be allowed to do so. The declaration applies to the Council meeting on 25 May 2020 and to discussion and deliberations on the Annual Plan 2020/21 up to and including the adoption of the Annual Plan	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director	Cambridge Terrace Properties Ltd	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director/Shareholder	Southern Properties (2007) Ltd	The Auditor General has issued a declaration under section 6(4) of LAMIA allowing Cr Radich to participate on the grounds that it is in the interests of the electors and inhabitants of the area that he be allowed to do so. The declaration applies to the Council meeting on 25 May 2020 and to discussion and deliberations on the Annual Plan 2020/21 up to and including the adoption of the Annual Plan	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director	Golden Centre Holdings Ltd	The Auditor General has issued a declaration under section 6(4) of LAMIA allowing Cr Radich to participate on the grounds that it is in the interests of the electors and inhabitants of the area that he be allowed to do so. The declaration applies to the Council meeting on 25 May 2020 and to discussion and deliberations on the Annual Plan 2020/21 up to and including the adoption of the Annual Plan	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director/Shareholder	IBMS Ltd	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director/Shareholder	Raft Holdings Ltd	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director/Shareholder	Otago Business Coaching Ltd	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director	Effectivise Ltd	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director	Athol Street Investments Ltd	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director/Shareholder	Allandale Trustee Ltd	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Shareholder	Aberdeen St No2 Ltd	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Public Art Gallery Acquisitions Committee (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Public Art Gallery Society (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Road Safety Action Plan	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Tertiary Precinct Planning Group (Council appointment - alternate)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Saddle Hill Community Board (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.

Name	Responsibility (i.e. Chairperson etc)	Declaration of Interests	Nature of Potential Interest	Member's Proposed Management Plan
Chris Staynes	Chairman	Cargill Enterprises	Contractor and service provider to DCC	Withdraw from discussion and leave the table. If the meeting is in confidential leave the room.
	Director	Wine Freedom	Supplier to DCC	Withdraw from discussion and leave the table. If the meeting is in confidential leave the room.
	Patron	Otago Model Engineering Society	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Balmacewen Lions Club	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Trustee	Otago Southland Manufacturers Association Trust	Possible co-funder of ED project. Duties to the Trust may conflict with duties of Council	Withdraw from discussion and leave the table. If the meeting is in confidential leave the room. Seek advice prior to the meeting.
	Deputy Chair	Cancer Society of Otago/Southland	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Past President	Patearoa Golf Club	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	President	Balmacewen Lions	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Trustee	CJ and CA Staynes Family Trust - Property Owner - Dunedin and Patearoa	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director	George Street Wines Limited	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director/Shareholder	Saddle Hill Investment Trust Limited	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	NZ Association of Amateur Radio and Transmitters	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Board Member	Otago Museum Trust Board (Council appointment)	Duties to Trust may conflict with duties of Council Office. Recipient of Council funding	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Trustee	Theomin Gallery Trust (Council appointment)	Duties to Trust may conflict with duties of Council Office. Recipient of Council funding	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Chairman	Grow Dunedin Partnership (Council appointment)	Duties may conflict with duties of Council Office. Recipient of Council funding	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
Lee Vandervis	Member	Dunedin Shanghai Association (Sister City Society) (Council appointment)	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Member	Social Well Being Advisory Group (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Local Government New Zealand Zone 6 Committee (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Lee Vandervis, Antonie Alm-Lequeux and Cook Allan Gibson Trustee Company Ltd - Residential Property Ownership - Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Director	Bunchy Properties Ltd - Residential Property Ownership - Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Owner	Vandervision Audio and Lighting - Hire, Sales and Service Business	May contract and provide service to DCC	Withdraw from discussion and leave the table. If the meeting is in confidential leave the room. Seek advice prior to the meeting.
	Member	Otago Museum Trust Board (Council appointment)	Duties to Trust may conflict with duties of Council Office. Recipient of Council funding	Withdraw from discussion and leave the table. If the meeting is in confidential leave the room. Seek advice prior to the meeting.

Name	Responsibility (i.e. Chairperson etc)	Declaration of Interests	Nature of Potential Interest	Member's Proposed Management Plan
	Member	District Licensing Committee (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Chair	Dunedin Heritage Fund Trust (Council appointment)	Duties to Trust may conflict with duties of Council Office. Recipient of Council funding	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
Steve Walker	Chairperson	Dunedin Wildlife Hospital Trust	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential leave the room. Seek advice prior to the meeting.
	Chairperson	West Harbour Beautification Trust	Potential conflict WHBT work with Parks and Reserves to co-ordinate volunteer activities	Withdrawal from all West Harbour Beautification Trust/ DCC discussions involving this relationship.
	Member	Orokonui Ecosanctuary	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential leave the room. Seek advice prior to the meeting.
	Member	Port Chalmers Golf Club	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Keep New Zealand Beautiful	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential leave the room. Seek advice prior to the meeting.
	Member	Society of Beer Advocates	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	New Zealand Labour Party	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Port Chalmers Historical Society	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential leave the room. Seek advice prior to the meeting.
	Owner	Residential Property - Dunedin	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Shareholder	Various publicly listed companies	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	NZ Sea Lion Trust	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Edinburgh Sister City Society (Council appointment)	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Member	Connecting Dunedin (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Te Ao Turoa Partnership (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Keep Dunedin Beautiful (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Tertiary Precinct Planning Group (Council appointment - alternate)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	West Harbour Community Board (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Andrew Whiley	Owner/Operator	Whiley Golf Inc and New Zealand Golf Travel Ltd	No conflict identified	Withdraw from discussion and leave the table. If the meeting is in confidential leave the room. Seek advice prior to the meeting.
	Director/Shareholder 22 May 2017	Estate of Grace Limited	No conflict identified	Withdraw from discussion and leave the table. If the meeting is in confidential leave the room. Seek advice prior to the meeting.
	Trustee	Japek (Family Trust) - Property Ownership - Dunedin	Duties to Trust may conflict with duties of Council Office.	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.

Name	Responsibility (i.e. Chairperson etc)	Declaration of Interests	Nature of Potential Interest	Member's Proposed Management Plan
	Member	Otago Golf Club	No conflict identified	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Member	Dunedin South Rotary Club	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Board Member	New Zealand Professional Golfers Assn	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Institute of Directors	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	National Party	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Chairman	Volunteering Otago	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Otaru Sister City Society (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Dunedin Public Art Gallery Society (Council appointment)	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Member	Grow Dunedin Partnership (Council appointment - alternate)	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Member	NZ Masters Games Trust Board (Council appointment)	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Member	Dunedin Community House Executive Committee	Potential grants recipient	Withdraw from discussion and leave the table. If the meeting is in confidential, leave the room. Seek advice prior to the meeting.
	Member	Puketai Residential Centre Liaison Committee (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	Member	Otago Peninsula Community Board (Council appointment)	No conflict identified	Seek advice prior to the meeting if actual or perceived conflict of interest arises.

Executive Leadership Team - Register of Interest - current as at 14 September 2020					
Name	Date of Entry	Responsibility (i.e. Chairperson etc)	Declaration of Interests	Nature of Potential Interest	Member's Proposed Management Plan
Sandy Graham	19/09/2018	Owner	Residential property Dunedin	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Member	SOLGM Democracy and Governance Support Working Party	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Trustee	Trustee of the Taieri Airport Facilities Trust	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	05/06/2019		TAZ Construction	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	25/07/2019	Member	Otago Golf Club	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Simon Pickford	16/08/2017	Owner	Residential property, Dunedin	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Member	SOLGM Regulatory Reference Group	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	23/10/2019		Vehicle purchased from Dunedin City Ford	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	21/02/2020	Wife	Residential property, Dunedin	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Marian Rillstone	09/07/2018	Owner	Residential property, Dunedin	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Member	South Dunedin Catholic Pastoral Area	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Member	Otago Rowing Club	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	11/02/2019	Member	Society of Local Government Managers	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
			Streamline Developments Ltd - building company engaged for house maintenance		
	01/06/2019		Ray White - real estate agent for property sale	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
John Christie	15/09/2017	Trustee	Knox College and Salmond College	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Wife is a member	Taieri Community Facilities Playground Trust	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Shareholder	Various NZX and ASX listed companies	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Owner	Residential Properties Mosgiel	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	09/07/2018	Trustee	Diversity Works NZ	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Member	Society of Local Government Managers	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	23/10/2019	Wife is a member	Mosgiel Pools Trust	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	19/02/2020	Daughter is a member	Youth Council	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.

Executive Leadership Team - Register of Interest - current as at 14 September 2020					
Name	Date of Entry	Responsibility (i.e. Chairperson etc)	Declaration of Interests	Nature of Potential Interest	Member's Proposed Management Plan
Simon Drew	17/04/2019 17/04/2019 23/10/2019	Owner	Residential property Dunedin	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Chartered Member	Engineering New Zealand	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Judge	ACENZ (Association of Consulting Engineers NZ) Innovate Awards Judge	ACENZ have own conflict of interest policies.	Would not be allowed to judge a DCC project.
		Member	Society of Local Government Managers	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
			South Coast Builders engaged to carry out work on property	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Graham McKerracher	18/11/2019		Subtrades and suppliers engaged via main builder for house renovation - Fisher Windows Otago, Taylor Made Joinery, Blueskin Electrical, South Coast Scaffolding, Pipe Masters Plumbing and Gas, Mico Plumbing	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Owner	Residential property Dunedin	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Member	Public Relations Institute NZ (PRINZ)	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Member	Mosgiel Association Football Club	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Member	Dunedin Ice Hockey Association	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Robert West		Member	Moana Pool gym/swim	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Owner	Residential property Dunedin	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Trustee	Caselberg Trust	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
Gavin Logie	17/07/2020 17/07/2020	Trustee	Te Poari a Pukekura Co-Management Trust Board	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Owner	Residential property Dunedin	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Owner	Residential property Wanaka	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Minority shareholder	Southern Hospitality	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
		Director	Golden Block Investments Limited	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
	17/07/2020	Director	Five Council-owned non-trading companies	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.
			Wife works in a senior financial position in the Finance Department, University of Otago	No conflict identified.	Seek advice prior to the meeting if actual or perceived conflict of interest arises.

CONFIRMATION OF MINUTES

ORDINARY COUNCIL MEETING - 5 AUGUST 2020

RECOMMENDATIONS

That the Council:

Confirms the public part of the minutes of the Ordinary Council meeting held on 05 August 2020 as a correct record.

Attachments

Title	Page
A  Minutes of Ordinary Council meeting held on 5 August 2020	20

Council MINUTES

Minutes of an ordinary meeting of the Dunedin City Council held in the Edinburgh Room, Municipal Chambers, The Octagon, Dunedin on Wednesday 05 August 2020, commencing at 10.02 am

PRESENT

Mayor Mayor Aaron Hawkins
Deputy Mayor Cr Christine Garey

Members

Cr Sophie Barker	Cr David Benson-Pope
Cr Rachel Elder	Cr Doug Hall
Cr Carmen Houlahan	Cr Marie Laufiso
Cr Mike Lord	Cr Jim O'Malley
Cr Jules Radich	Cr Chris Staynes
Cr Lee Vandervis	Cr Steve Walker
Cr Andrew Whiley	

IN ATTENDANCE

Sandy Graham (Acting Chief Executive), Simon Drew (General Manager Infrastructure Services), Simon Pickford (General Manager Community Services), John Christie (Director Enterprise Dunedin), Tom Dyer (Group Manager 3 Waters), Clare Sullivan (Team Leader Civic) and Graham McKerracher (Manager, Council Communications and Marketing).

Governance Support Officer Lynne Adamson

A moment of reflection was held for people in Beirut following the devastating explosion which occurred earlier in the day. The Mayor acknowledged the effect for the local Lebanese community.

1 PUBLIC FORUM

1.1 Public Forum – Smooth Hill

Scott Weatherall, Chairperson, Saddle Hill Community thanked Councillors and staff for their attendance and participation at a community meeting held on Smooth Hill earlier in the week.

Mr Weatherall spoke of the community concerns on the placement of Smooth Hill.

1.2 Public Forum – Lower Otokia Creek Marsh

Viktoria Kahui, Simon Laing and Anne-Claire Mauger spoke on behalf of the Otokia Creek and Marsh Habitual Trust on the Lower Otokia Creek Marsh. They provided information on the formation of and their roles in the trust and the goals to preserve the creek.

Moved (Mayor Aaron Hawkins/Cr Steve Walker):

That the Council:

Extends the Public Forum.

Motion carried

Ms Kahui, Mr Laing and Ms Mauger responded to questions.

1.3 Public Forum – Smooth Hill

Tessa Gabbott, Taisja Kahui, Payton Marsh and Bella Coatsworth, pupils of Big Rock School spoke on their concerns with the proposed Smooth Hill landfill. They felt the rubbish would attract pests and harm birds and rubbish would leak into the stream adding to the already polluted water thereby affecting wildlife, swimmers and surfers in the area.

The pupils responded to questions.

1.4 Public Forum – Smooth Hill

Sarah Ramsay read information opposing the proposed Smooth Hill landfill. She then responded to questions.

2 APOLOGIES

There were no apologies.

3 CONFIRMATION OF AGENDA

Moved (Mayor Aaron Hawkins/Cr Christine Garey):

That the Council:

Confirms the agenda with the following addition or alteration

In regards to standing order 21.1, that standing order 21.4 Option C be adopted in relation to moving and seconding and speaking to amendments.

Motion carried (CNL/2020/061)

4 DECLARATIONS OF INTEREST

Members were reminded of the need to stand aside from decision-making when a conflict arose between their role as an elected representative and any private or other external interest they might have.

Cr Doug Hall advised that as he was an appellant to the 2GP, he would withdraw from discussions on the District Plan.

Moved (Mayor Aaron Hawkins/Cr Christine Garey):

That the Council:

- a) **Amends** the Elected Members' Interest Register; and
- b) **Confirms** the proposed management plan for Elected Members' Interests.
- c) **Notes** the proposed management plan for the Executive Leadership Team.

Motion carried (CNL/2020/062)

Cr Doug Hall left the meeting at 10.44 am and returned at 10.46am.

REPORTS

5 SUBMISSIONS ON OTAGO REGIONAL COUNCIL OMNIBUS AND WATER PERMITS PLAN CHANGES

A report from 3 Waters summarised the proposal and potential impacts on the DCC's infrastructure provision following the Otago Regional Council (ORC) 'Omnibus' Plan Change proposal. The proposal addressed specific activities that contribute to water quality issues and gaps in the policy and rule framework for managing contaminant discharges to water.

The report sought approval to develop detailed submissions for authorisation by the Mayor before submissions closed on 17 August 2020. The draft submission would be circulated to Councillors for comment prior to authorisation by the Mayor.

The General Manager Infrastructure Services (Simon Drew) and Group Manager 3 Waters (Tom Dyer) spoke to the report and responded to questions.

During discussion Cr Carmen Houlahan left the meeting at 10.49 am and returned at 10.53 am.

Moved (Cr Rachel Elder/Cr Doug Hall):

That the Council:

- a) **Approves** the development of submissions to the Environmental Protection Authority on Otago Regional Council's Omnibus Plan Change and Water Permits Plan Change.
- b) **Authorises** the Mayor to approve the submissions.

Motion carried (CNL/2020/063)

6 LGNZ ANNUAL GENERAL MEETING REMITS AND RULES

A report from Civic presented the remits that were going to the LGNZ AGM, along with a proposed change to the LGNZ Rules at the Local Government New Zealand (LGNZ) 2020 Annual General Meeting (AGM) to be held on Friday 21 August 2020, in Wellington.

The report requested that Council gave consideration as to whether it wished to give pre-AGM direction to the voting delegate about DCC's support or otherwise of any of the remits and proposed rule change.

The Team Leader Civic (Clare Sullivan) spoke to the report and responded to questions.

Moved (Cr David Benson-Pope/Cr Steve Walker):

That the Council:

- a) **Approves** Option Two – Decisions on the voting position on each of the remits and the rule change remains with voting delegate (the Mayor).

Motion carried (CNL/2020/064)

RESOLUTION TO EXCLUDE THE PUBLIC

Moved (Mayor Aaron Hawkins/Cr Christine Garey):

That the Council:

Pursuant to the provisions of the Local Government Official Information and Meetings Act 1987, exclude the public from the following part of the proceedings of this meeting namely:

General subject of the matter to be considered	Reasons for passing this resolution in relation to each matter	Ground(s) under section 48(1) for the passing of this resolution	Reason for Confidentiality
C1 LGNZ Annual General Meeting Election for Officeholders	S7(2)(a) The withholding of the information is necessary to protect the privacy of natural persons, including that of a deceased person.	S48(1)(a) The public conduct of the part of the meeting would be likely to result in the disclosure of information for which good reason for withholding exists under section 7.	
C2 Smooth Hill	S7(2)(g) The withholding of the information is necessary to maintain	S48(1)(a) The public conduct of the part of the meeting would be likely to result in the	

legal professional privilege.

S7(2)(h)
The withholding of the information is necessary to enable the local authority to carry out, without prejudice or disadvantage, commercial activities.

disclosure of information for which good reason for withholding exists under section 7.

S7(2)(i)
The withholding of the information is necessary to enable the local authority to carry on, without prejudice or disadvantage, negotiations (including commercial and industrial negotiations).

This resolution is made in reliance on Section 48(1)(a) of the Local Government Official Information and Meetings Act 1987, and the particular interest or interests protected by Section 6 or Section 7 of that Act, or Section 6 or Section 7 or Section 9 of the Official Information Act 1982, as the case may require, which would be prejudiced by the holding of the whole or the relevant part of the proceedings of the meeting in public are as shown above after each item.

That Michael Garbett (Anderson Lloyd), and Joy Davis (Chairperson, Mosgiel Taieri Community Board) be permitted to remain in the meeting because of their knowledge of Item C2. This knowledge would be of assistance and was relevant to the matter being discussed.

Motion carried

Moved (Mayor Aaron Hawkins/Cr Chris Staynes):

That the Council:

Adjourns the meeting for five minutes to move into non-public.

Motion carried

The meeting adjourned and moved into non-public at 11.40 am and concluded at 3.43 pm.

.....
MAYOR

REPORTS

FREEDOM CAMPING END OF SEASON REPORT

Department: Parks and Recreation

EXECUTIVE SUMMARY

- 1 This report provides a summary of statistics from the Freedom Camping End of Season Report 2019-2020 (Attachment A) and the Freedom Camper Visitors Survey Summary 2019-2020 (Attachment B).
- 2 Data collected during nightly enforcement patrols showed higher numbers of freedom camping vehicles during the period November 2019 to February 2020 than in previous seasons.
- 3 A sharp decline in numbers occurred from March through to April 2020 as Council-managed freedom camping sites were required to close due to the COVID-19 pandemic.
- 4 Staff received 93 freedom camping related complaints and 213 infringement notices were issued and upheld during the 2019 - 2020 season. This represents reductions of 31% and 59% respectively on the season prior.
- 5 A total of 360 freedom campers participated in the Freedom Camper Visitors Survey Summary 2019-2020 (Attachment B), which consisted of 23 questions concerning their stay in Dunedin; 224 campers participated in a similar survey during the previous camping season. The data from the survey provided staff with insight into camper's demographics, spending, motivations for visiting the Dunedin district, experience of their visit and suggestions of ways in which their experience could be improved. Findings were similar to those of the 2018-2019 survey with the largest variance being camper spending which increased by 73%.

RECOMMENDATIONS

That the Council:

- a) **Notes** the Freedom Camping End of Season Report 2019-2020 and the Freedom Camper Visitors Survey Summary 2019-2020.

BACKGROUND

- 6 Freedom camping enforcement officers patrolled known camping sites nightly from 1 November 2019 to 31 May 2020. Officers issued Camping Control Bylaw infringement notices for offences and gathered data on the number of overnight camping vehicles staying in Dunedin City Council (DCC) parking spaces.

- 7 Three Community Rangers visited freedom camping sites daily between December 2019 and March 2020. The purpose of the visits was to provide education on the Bylaw and other relevant information. The Rangers also checked sites for maintenance issues, investigated complaints, gathered data and distributed surveys. Community Rangers played a critical role during the early stages of the COVID-19 pandemic by distributing approved public health information and keeping a register of freedom campers and their intended movements. A summary of Ranger activity is provided in Attachment C.
- 8 Freedom campers staying overnight on DCC land were asked by Community Rangers to participate in the Freedom Camper Visitor Survey, the findings of which would be used to assist Council in the management of freedom camping during future seasons.
- 9 Surveys were previously conducted during the 2014 - 2015 and 2018 - 2019 camping seasons. The 2019 - 2020 was a continuation of these surveys but included additional questions such as asking the respondents port-of-entry into New Zealand and their intended next destination, and refinements to improve the scope and accuracy of collected data.

DISCUSSION

- 10 A total of 21,661 freedom camping vehicles were counted during nightly patrols, down from 26,132 vehicles counted in the season prior. Of these vehicles, 64% stayed at an unrestricted site (Warrington Domain, Thomas Burns Trial Site or Ocean View Reserve) and 62% had a self-containment certificate.
- 11 A 22% increase in camper numbers was observed during the four months from November 2019 to February 2020 compared with figures from the previous season. The COVID-19 pandemic is likely responsible for the 35% decrease in campers during March (compared to March 2019); DCC freedom camping sites were closed from 25 March 2020 to 13 May 2020 to meet Ministry of Health Level 3 and Level 4 lockdown restrictions. DCC freedom camping sites were reopened when lockdown was lifted and 500 campers were counted at these sites from 14 May 2020 to 31 May 2020.
- 12 The Thomas Burns Street trial site and Warrington Domain were the most popular freedom camping sites accommodating 55% of all freedom camping vehicles counted. Overall 11,600 vehicles were counted at these two sites during the season.
- 13 February 2020 was the busiest freedom camping month recorded with 6,315 vehicles counted across Dunedin, being a 16% increase in camper numbers than the busiest month in previous seasons. Dunedin hosted the Masters Games from February 1 to February 11, an Elton John concert on February 4, a Queen concert on February 10 and an increased number of New Zealand Motor Camp Association (NZMCA) members who visited Dunedin following a national event that was held in Christchurch, all of which contributed to the large volume of campers observed.
- 14 The number of infringement notices issued during the 2019 - 2020 season decreased across all locations. 55% of the total number of infringement notices were issued along Dunedin's south coast and 1% issued on the Otago Peninsula. The Otago Peninsula was the area with the greatest decrease in infringements compared to previous seasons. The remainder of infringements were issued at various sites across the city.
- 15 Fifty four percent of infringements were issued to vehicles found to be freedom camping in a restricted area without a valid self-containment certificate.

- 16 There was an increase in the number of infringements issued to vehicles found to be camping longer than the two-night maximum permitted. This was the only offence in which there was an increase in infringement notices issued.
- 17 Currently, 63% of freedom camping infringement notices have been paid. Further action is being taken to recover the outstanding fines. This includes sending of reminder notices and court issued summonses where required.
- 18 Freedom camping on Council land was not permitted during Covid-19 Alert Levels 3 and 4 (25 March – 13 May). Enforcement officers reported that compliance with the ban on freedom camping during this time was very good with most campers finding private accommodation to stay in.
- 19 Results from the 2019/2020 survey were aligned with those from the 2018/2019 survey and variations of more than 5% were rare. An exception was the daily expenditure amount which increased by 73% from \$49.60 to \$85.94 per person, per day. This increase is likely due to participants being better informed of the Dunedin district boundary and reporting expenditure that may have been considered 'outside Dunedin' in the previous season.

Freedom Camping Visitors Survey Summary 2019-2020

- 20 Freedom camper visitor surveys were distributed to campers at the Warrington Domain, Thomas Burns trial site, Ocean View Reserve and Brighton Domain. Community Rangers remained with participants while surveys were completed to provide assistance as required. The survey was Dunedin-centric, and the 2019 - 2020 version included a map of the Dunedin district to improve participants understanding of the area in which questions pertained to.
- 21 Surveys were completed by 360 campers, 136 more than during the previous season. Staff aimed to survey the occupants of at least 400 vehicles as this would provide data with a 95% confidence level and $\pm 5\%$ margin of error for the anticipated number of freedom campers staying in Dunedin over the season. The survey had to be discontinued before this number could be achieved due to COVID-19 restrictions, resulting in survey data with a 94% confidence level and plus/minus 5% margin of error.
- 22 The inclusion of a map in the survey has likely led to more accurate spending data being collected during the 2019–2020 season. Findings from the 2018–2019 survey showed that some respondents did not consider sites such as the Warrington Domain and Ocean View Reserve to be within the Dunedin district.
- 23 Results from the Freedom Camper Visitor Survey indicated the average camper spent \$85.94 per day and a total of \$232.04 during their visit to Dunedin. Food and fuel were the most purchased items with the majority of campers having purchased these by the time they were surveyed.
- 24 The average intended stay in the Dunedin district was 2.7 nights. This was up slightly on the 2018 – 2019 survey, where the intended stay was 2.4 nights on average. On average, campers had been in the district for 1.6 days at the time they were surveyed.
- 25 Campers staying in certified self-contained vehicles spent 52% more per person per day and stayed 38% longer than those staying in non-self-contained vehicles or tents.
- 26 Campers cited budget as a reason for choosing to freedom camp by 81% of respondents and free activities and attractions like walking tracks, wildlife viewing, and beaches were the most

common that were visited or planned to visit. The Royal Albatross Colony was the most popular paid attraction among survey respondents.

- 27 65% of campers visited Dunedin primarily to explore the city and its attractions. Campers cited they were attracted to the Warrington Domain, Ocean View Reserve and Brighton Domain primarily due to the beauty of these areas. The Thomas Burns Street trial site was primarily chosen by survey respondents for its proximity to shops and services.
- 28 Campers between 25 and 34 years of age made up 50% of survey respondents. This demographic intended to stay longer than the average intended stay (2.9 days) and spent more per person, per day (\$119), than the survey average (being 2.7 days intended stay and \$86 average spend). This demographic contributed 61% of the total survey respondent expenditure.
- 29 By analysing survey findings and data collected during nightly patrols it is estimated that 22,330 campers stayed in Dunedin and contributed approximately \$3,700,000 to the Dunedin economy during their visit.

Planning for 2020-2021 Freedom Camping season

- 30 The Draft Amended Camping Control Bylaw 2015 has been out for public consultation and the Bylaw Subcommittee will meet on 1 October 2020 to hear those wishing to talk to their submissions. The proposed amendment includes the Thomas Burns Street site as a permanent unrestricted freedom camping site under Schedule C of the Bylaw. Staff will provide Council with a Findings Report at the conclusion of public consultation.
- 31 Staff are preparing for the 2020-2021 freedom camping season. The impact COVID-19 will have on freedom camper numbers is difficult to predict as an increase in domestic tourist numbers is expected. The DCC will provide the same level of enforcement, monitoring and site facilities as the 2019-2020 season. If the Bylaw is amended to include the Thomas Burns Street carpark as a permanent unrestricted freedom camping site, it is expected this site will be available for unrestricted camping on 1 November 2020.
- 32 The Ministry of Business, Innovation and Employment has provided councils with an opportunity to apply for Responsible Camping initiatives for the 2020-2021 season. The DCC has applied for funding for five initiatives: a continuation of the Department of Conservation/DCC Community Ranger programme, continued support for increased enforcement patrols, continued support for temporary toilet provision, handheld infringement devices and continued administrative support for DCC's Customer Services Agency.
- 33 Staff are recruiting for the 2020-2021 Community Ranger programme. 3 Rangers will be employed to patrol freedom camping hotspots daily, from 1 November 2020 to 30 April 2021. Rangers will provide Bylaw information and responsible camping education to freedom campers, as well as monitoring sites for maintenance issues, gathering camper data, distributing surveys and investigating complaints

OPTIONS

- 34 This report is for noting. There are no options

NEXT STEPS

- 35 DCC staff will continue planning for the beginning of the freedom camping season 2020-2021.

Signatories

Author:	Stephen Hogg - Parks and Recreation Planner
Authoriser:	John Brenkley - Planning and Partnerships Manager Scott MacLean - Acting Group Manager Parks and Recreation Robert West - Acting General Manager City Services

Attachments

	Title	Page
↓A	Freedom Camping End of Season Report 2019/2020	32
↓B	Freedom Camper Visitor Survey Summary 2019/2020	41
↓C	Community Ranger Summary 2019/2020	53

SUMMARY OF CONSIDERATIONS

Fit with purpose of Local Government

This decision promotes the social, economic, and environmental well-being of communities in the present and for the future.

Fit with strategic framework

	Contributes	Detracts	Not applicable
Social Wellbeing Strategy	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Economic Development Strategy	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Environment Strategy	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Arts and Culture Strategy	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
3 Waters Strategy	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Spatial Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Integrated Transport Strategy	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Parks and Recreation Strategy	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Other strategic projects/policies/plans	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Māori Impact Statement

There are no known impacts for tangata whenua

Sustainability

Effective monitoring and management of freedom camping is necessary to ensure positive outcomes with regard to social and environmental sustainability.

LTP/Annual Plan / Financial Strategy /Infrastructure Strategy

The operational costs of managing freedom camping is currently provided for in the 10-year plan 2018-2028.

Financial considerations

There are no financial considerations as this report is for noting only.

Significance

The findings within this report are considered low in terms of the Council's Significance and Engagement policy.

Engagement – external

External engagement was conducted through the freedom camper visitor survey.

Engagement - internal

Parks and Recreation Services engage directly with the Customer Services Agency, Fleet Services, Communications and Marketing departments during the freedom camping season.

Risks: Legal / Health and Safety etc.

There are no known risks identified

Conflict of Interest

There are no known conflict of interest

SUMMARY OF CONSIDERATIONS***Community Boards***

Freedom camping sites are located throughout the city. The Community Boards are provided with monthly freedom camping reports.

Attachment A

Freedom Camping End of Season Report 2019/2020

Attachment A

FREEDOM CAMPING VEHICLES COUNTED DURING 2018/2019 AND 2019/2020 SEASONS

Location	Average Daily Vehicles		Maximum Daily Vehicles		Minimum Daily Vehicles		Total Vehicles		Change
Warrington Domain	29	36	74	86	10	3	6202	5885	-5%
Thomas Burns	40	36	68	72	16	11	8431	5907	-30%
Ocean View Reserve	12	12	27	22	2	4	2646	1928	-27%
Kensington Oval	10	9	25	29	1	1	2023	1417	-30%
St Clair Esplanade	5	6	16	26	0	1	1073	1040	-3%
Brighton Domain	16	17	33	37	9	1	3351	2739	-18%
Total camping vehicles (all popular sites):							23726	18916	-20%
Total camping vehicles (unrestricted DCC sites):							17279	13720	-20%

■ Unrestricted DCC freedom camping sites
 ■ 2018/2019
 ■ 2019/2020

* Data source Armourguard Security Ltd

**Freedom camping on Council land was not permitted during Covid-19 Alert Levels 3 and 4 (25 March – 13 May)

***Average and minimum figures do not include periods in which camping areas were closed

	2018/2019	2019/2020	Change
Total camping vehicles counted	26132	21661	-17%
Total infringements issued	682	316	-54%
Infringements waived	161	103	-36%
Infringements upheld	521	213	-59%
Complaints received by DCC	135	93	-31%
% of vehicles that are self-contained	67%	62%	-7%

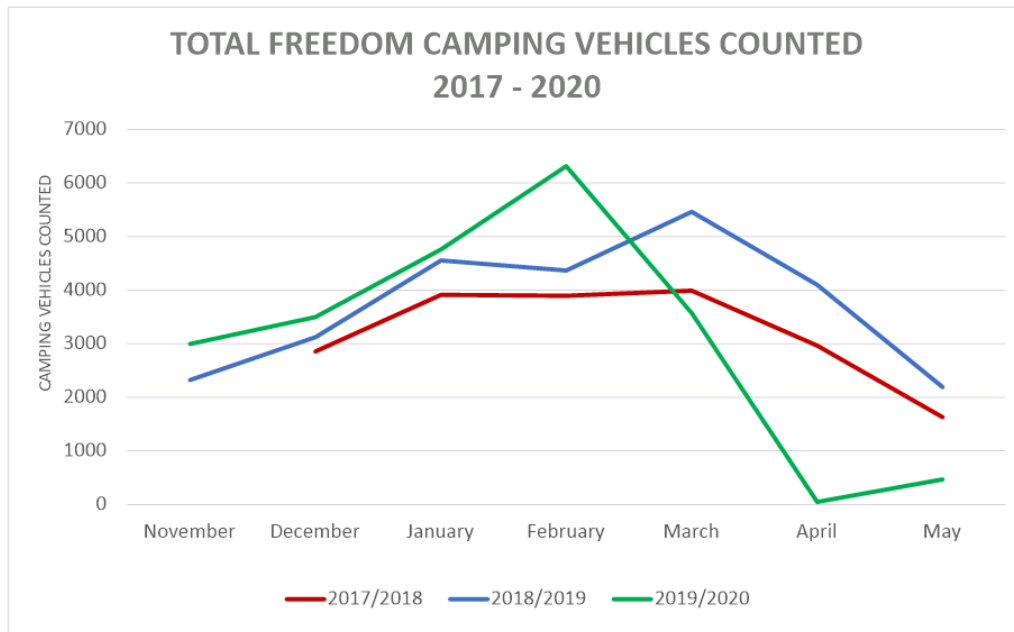


Figure 1

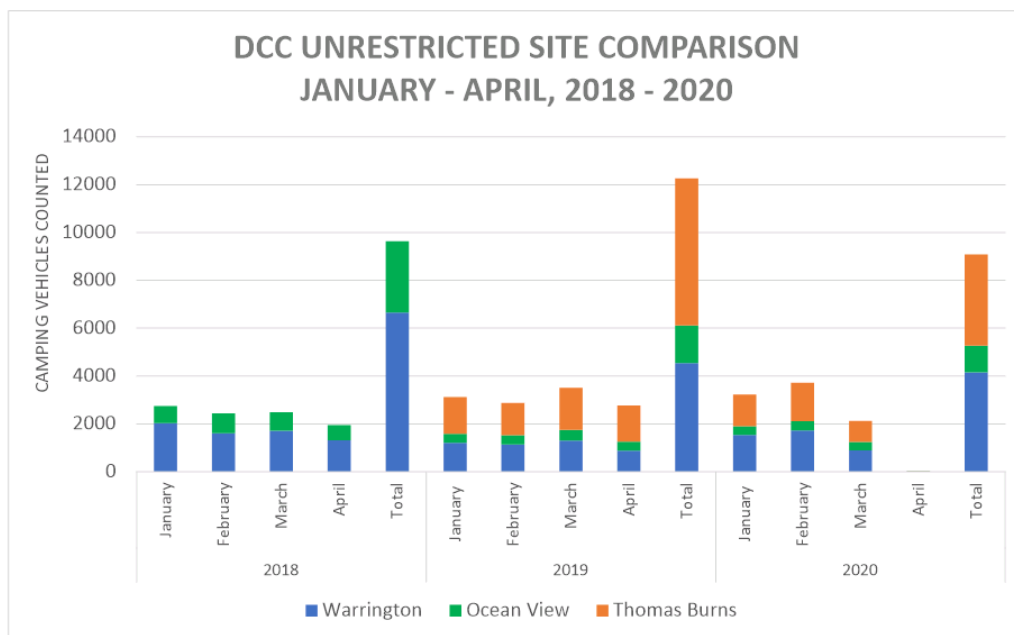


Figure 2

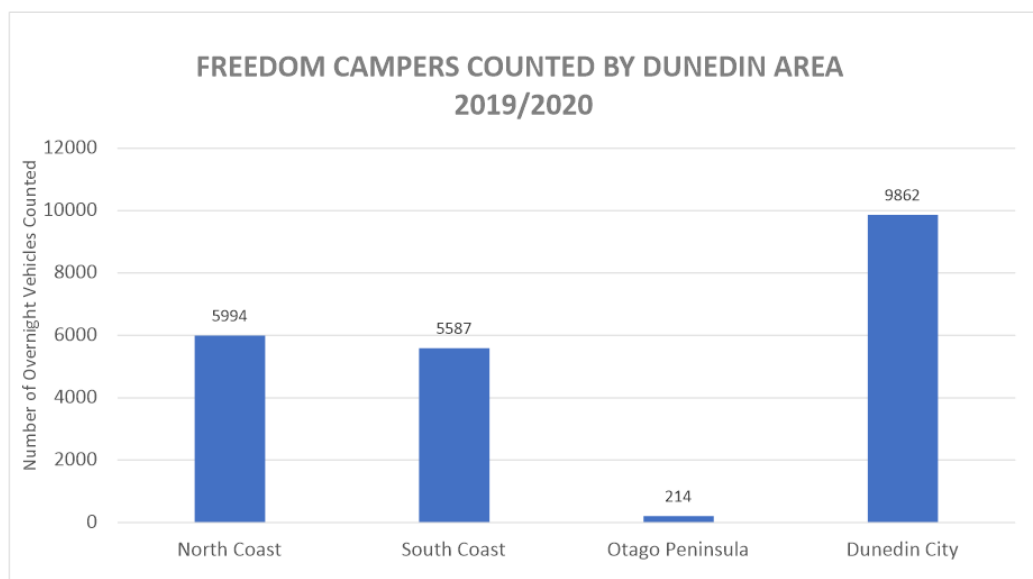


Figure 3

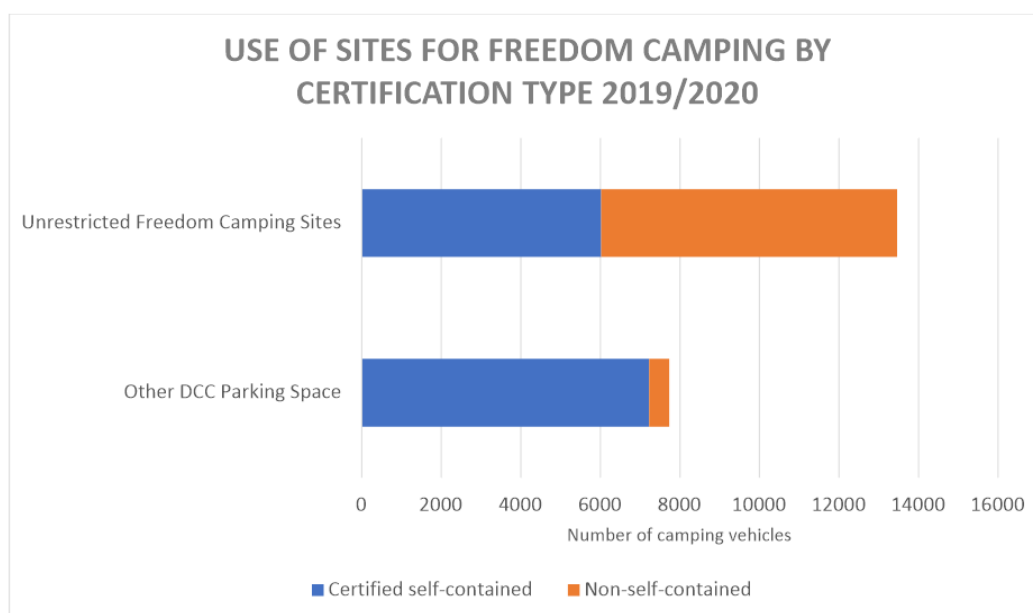


Figure 4

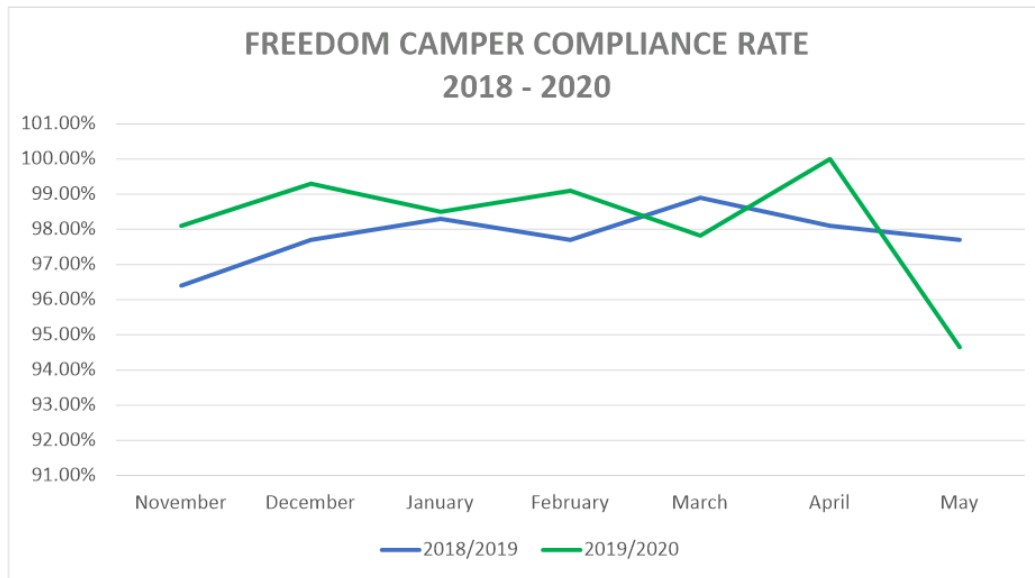


Figure 5

Compliance rate indicates the percentage of freedom campers found to be non-infringing. Compliance rate during April 2020 was 100% as freedom camping sites were closed.

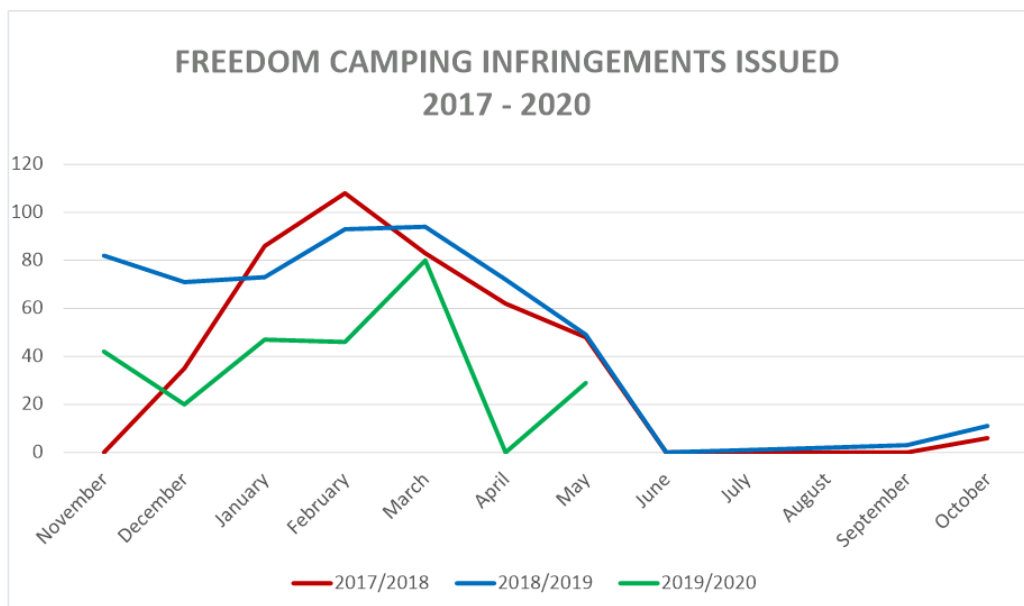


Figure 6

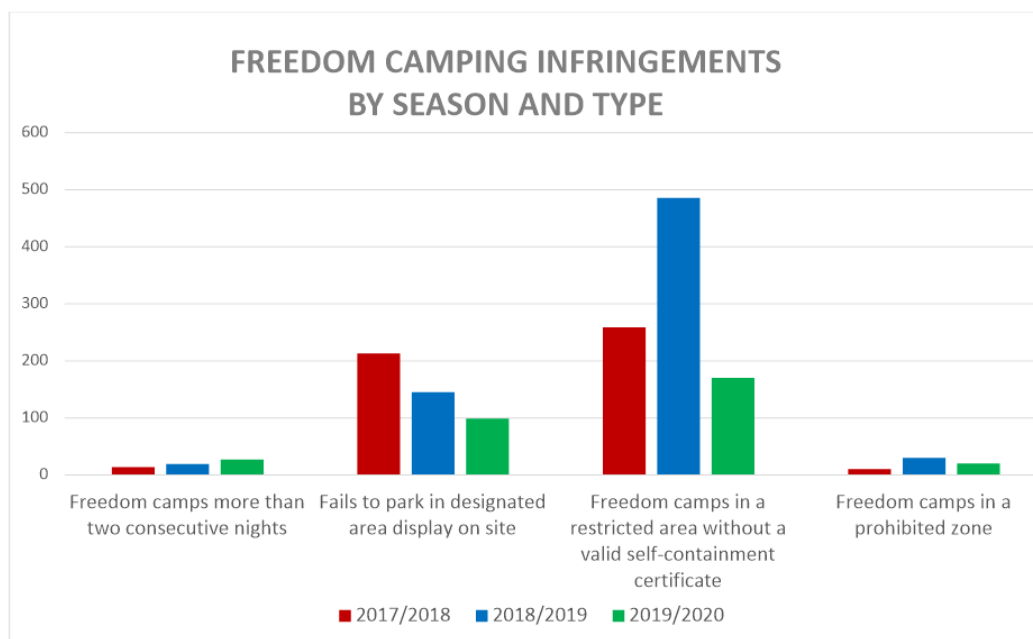


Figure 7

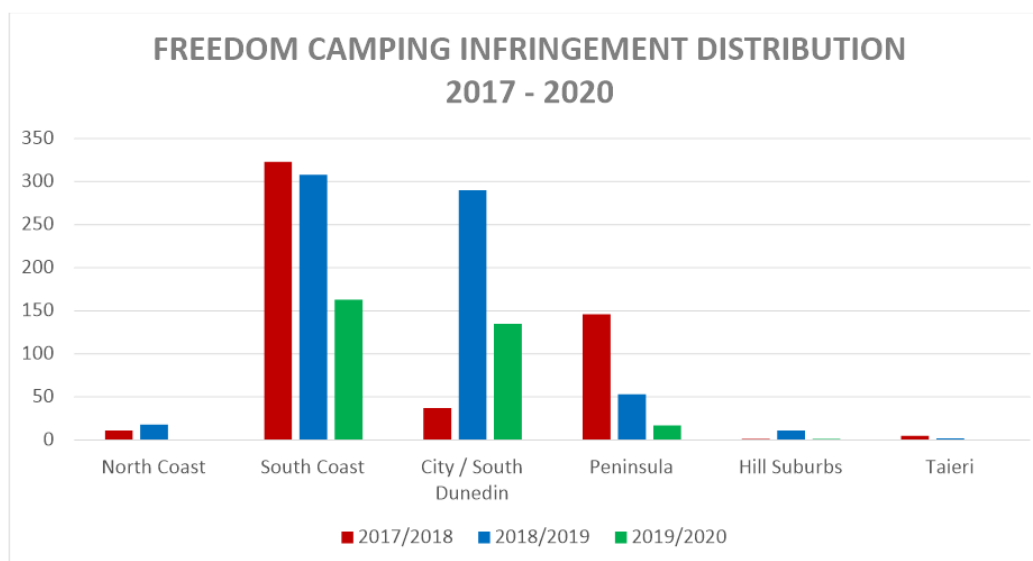


Figure 8

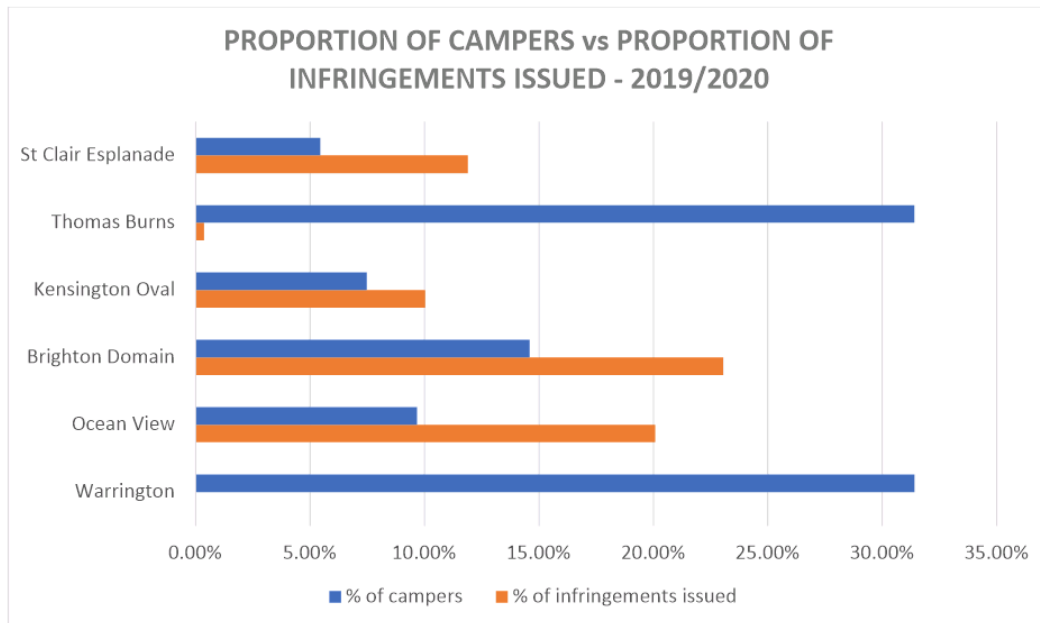


Figure 9

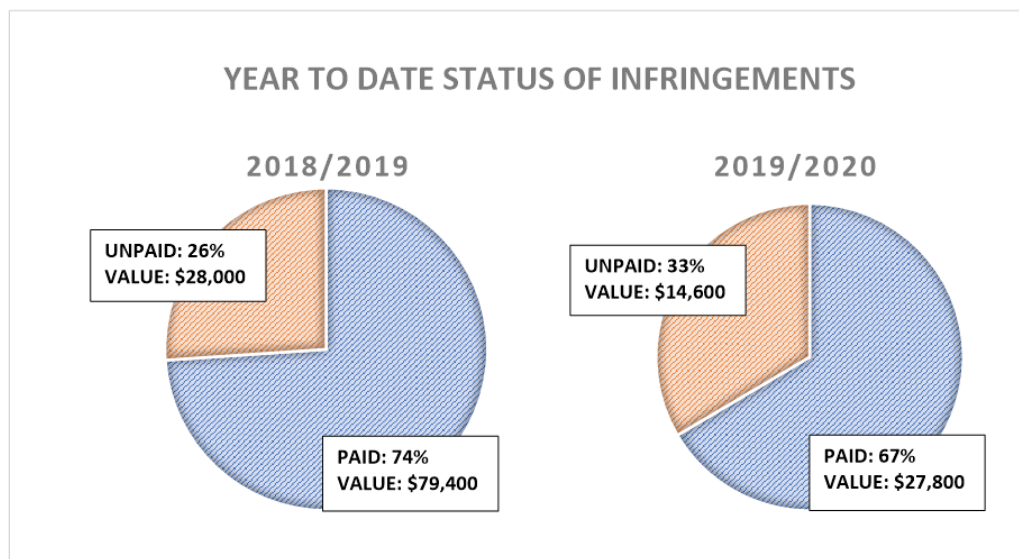


Figure 10

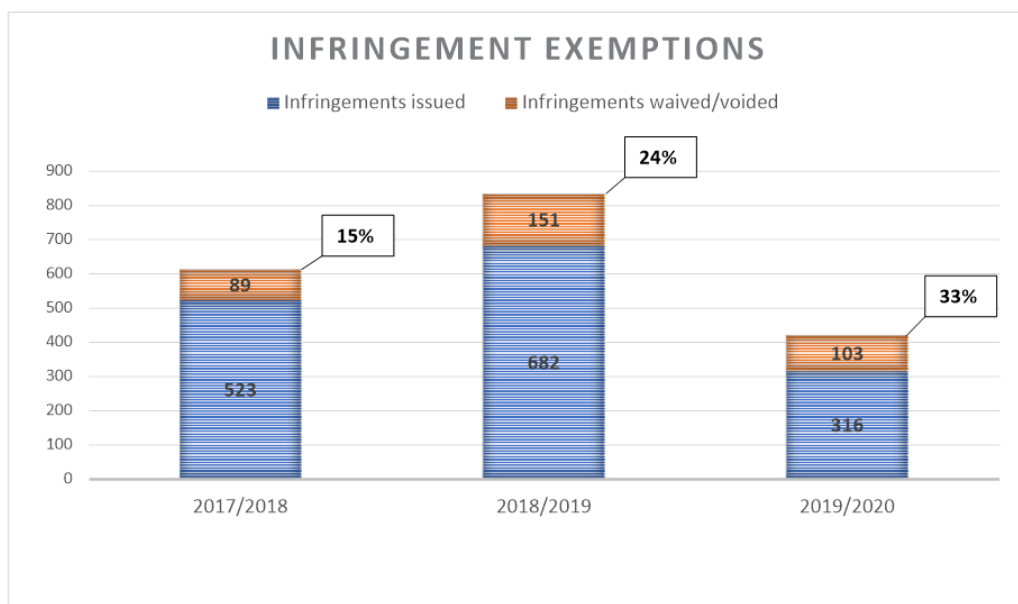


Figure 11

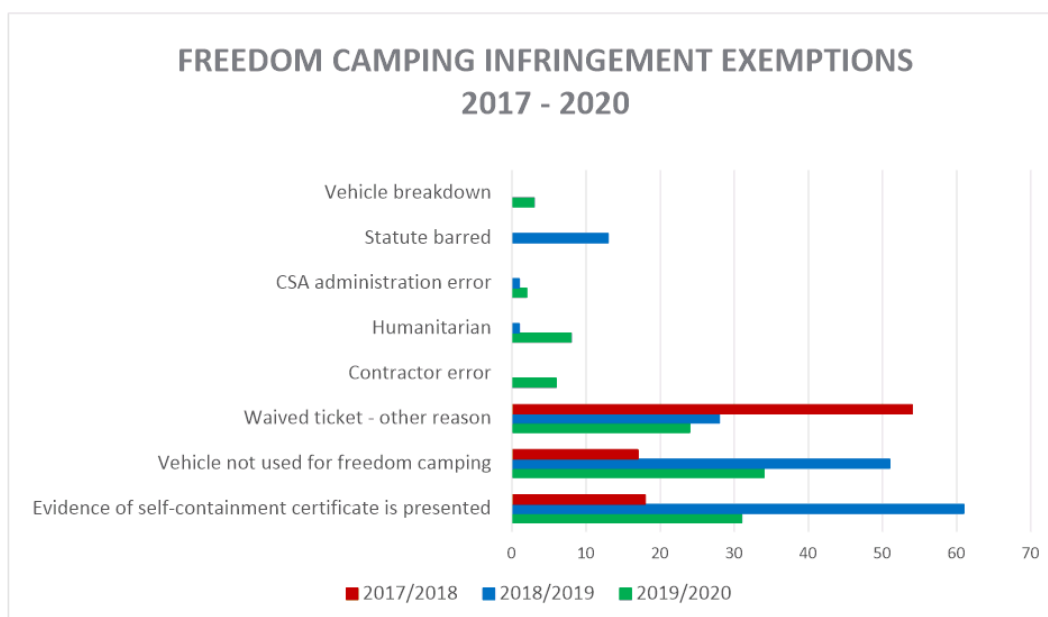


Figure 12

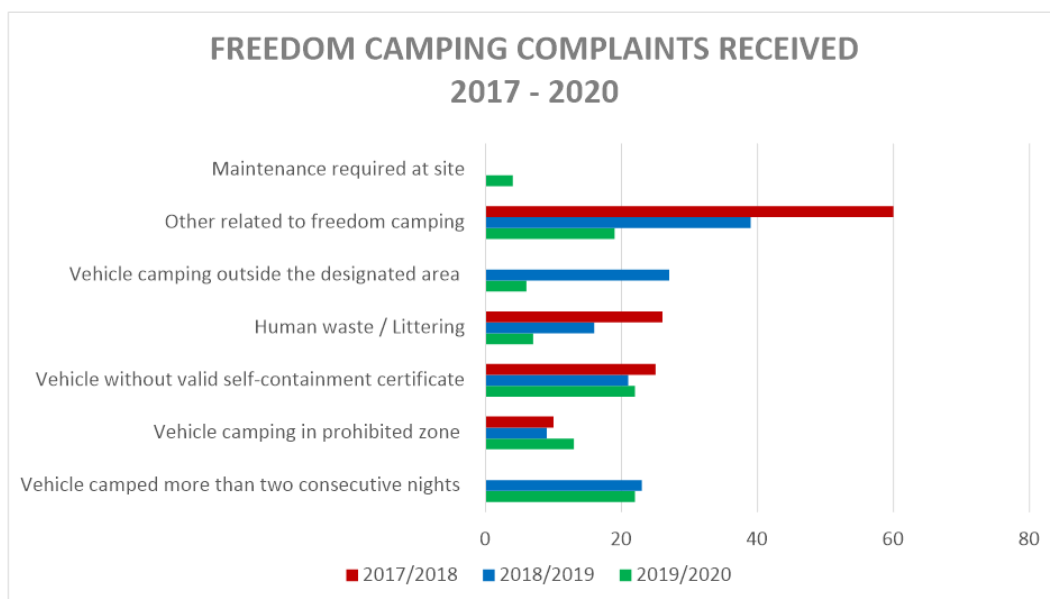


Figure 13

**Freedom camping complaints received by DCC CSA and PARS departments*

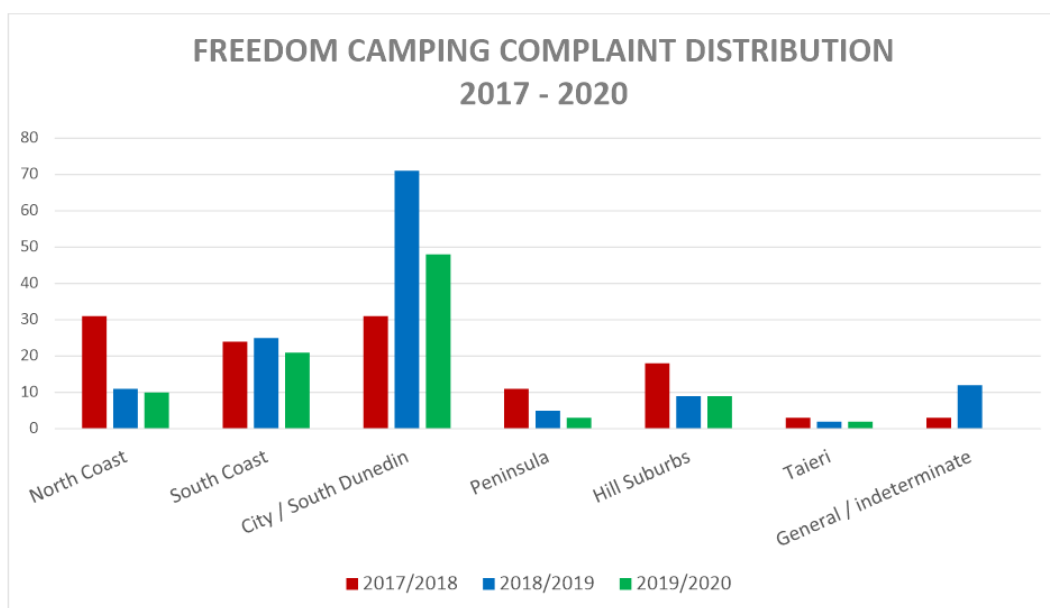


Figure 14

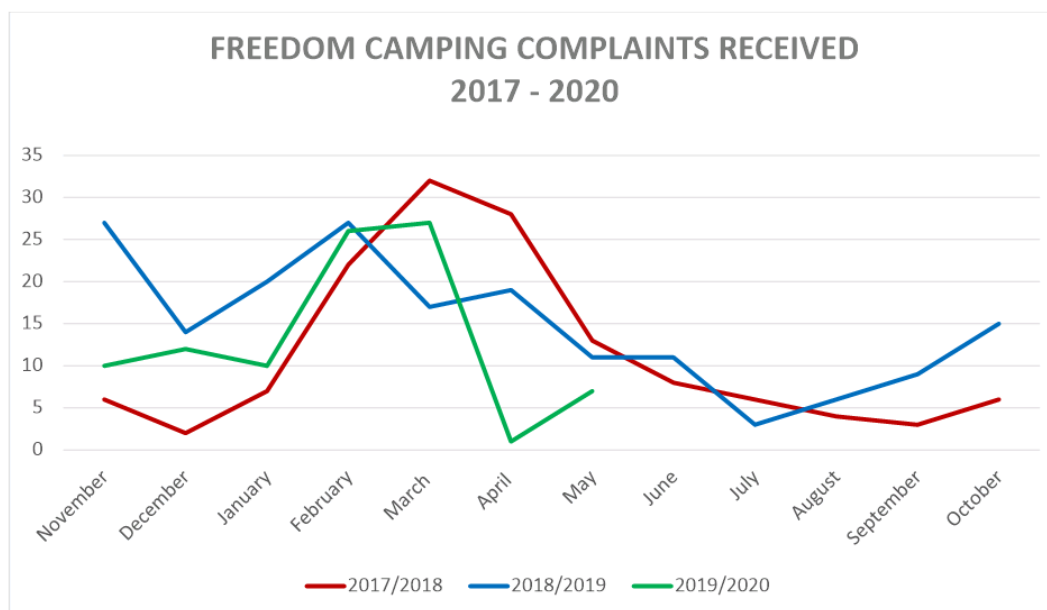


Figure 15

**Freedom camping complaints received by DCC CSA and PARS departments*

Attachment B

Freedom Camper Visitor Survey Findings Report 2019/2020

Between November 2019 and May 2020, Community Rangers distributed 360 surveys to freedom campers in Dunedin. These campers were approached at the Warrington Domain, Thomas Burns Trial Site, Ocean View Reserve and Brighton Domain; Dunedin's most popular freedom camping sites which accommodate approximately 75% of freedom camping visitors.

Surveys included a map showing the Dunedin district boundary and the findings within this report pertain to this area, unless otherwise stated. Community Rangers remained onsite while surveys were completed and were available to assist if campers were having trouble with survey questions.

Here is the key information:

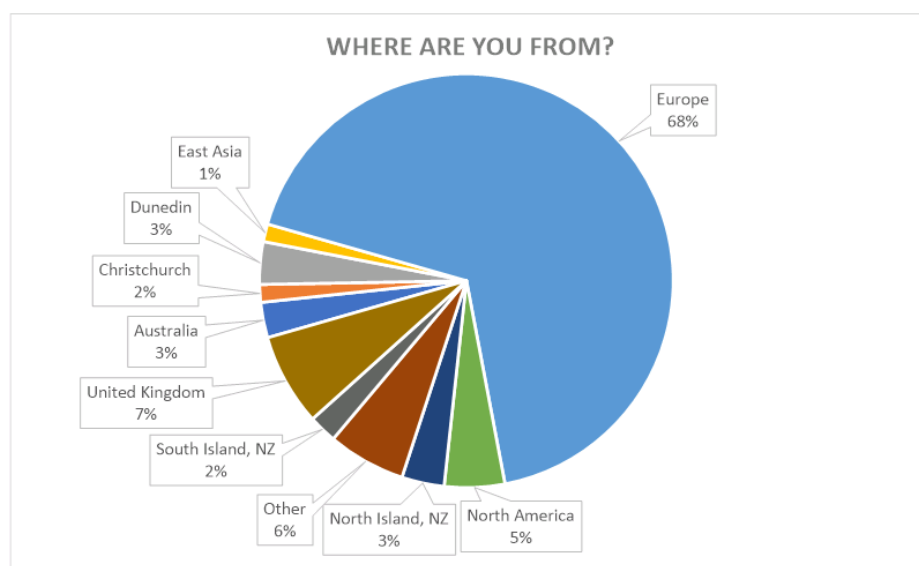


Figure 1

Europeans accounted for 68% of those surveyed with campers from the United Kingdom (7%) and North America (5%) making up the second and third-largest groups. Campers from New Zealand made up 10% of participants.

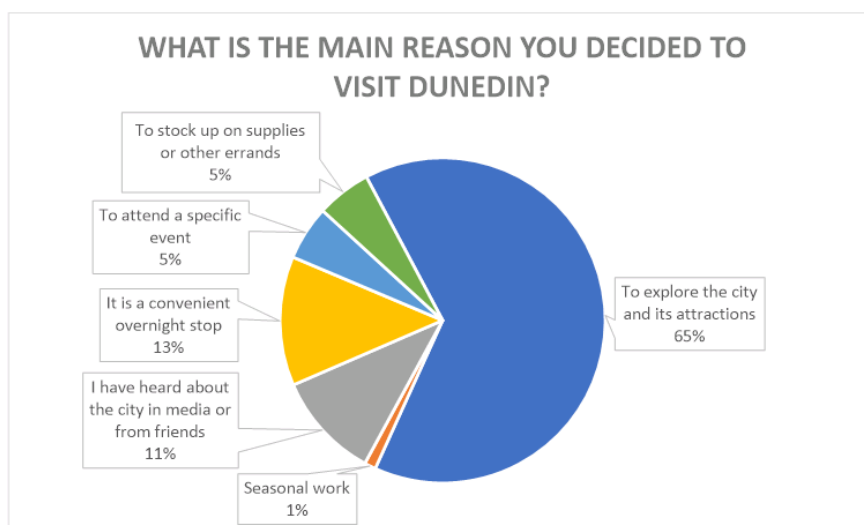


Figure 2

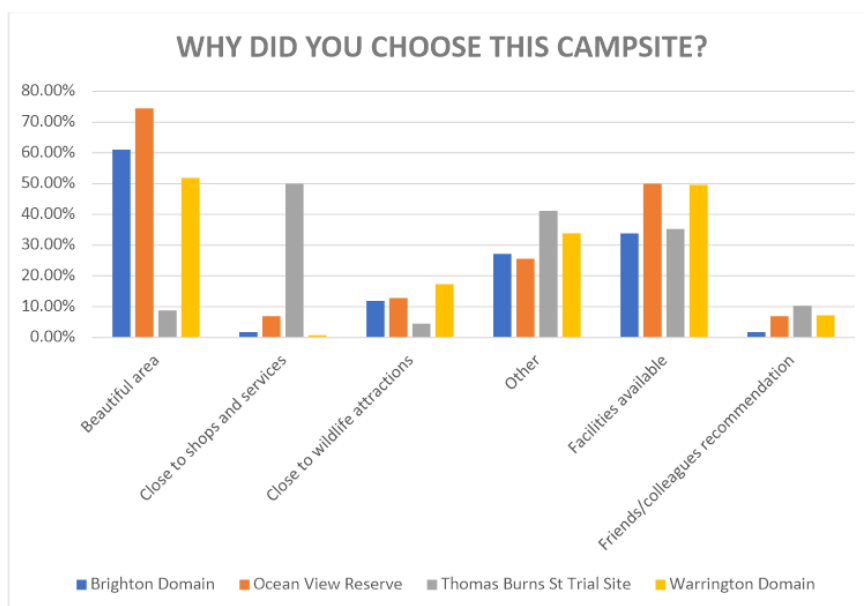


Figure 3

The Warrington Domain, Ocean View Reserve and Brighton Domain were primarily selected by campers who were attracted to the beauty of the area while the Thomas Burns site was popular due to its proximity to shops and services.

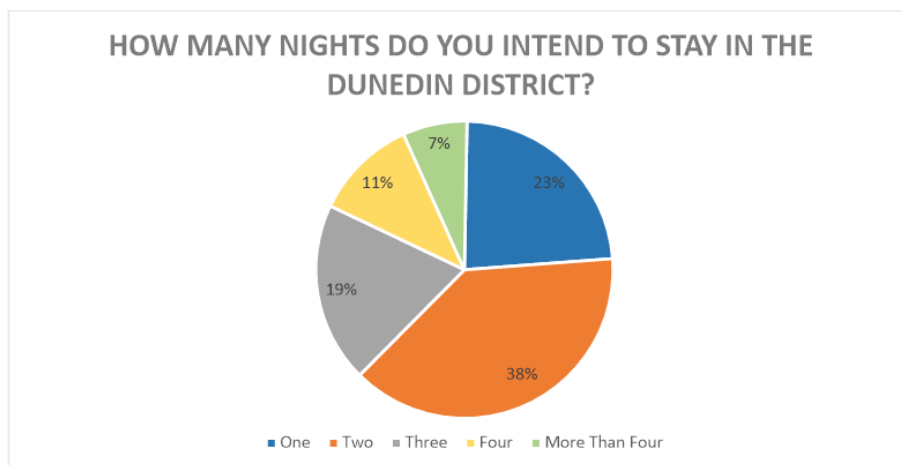


Figure 4

The average camper planned to stay 2.7 nights in the Dunedin district and had spent 2 days in the district at the time the survey was completed.

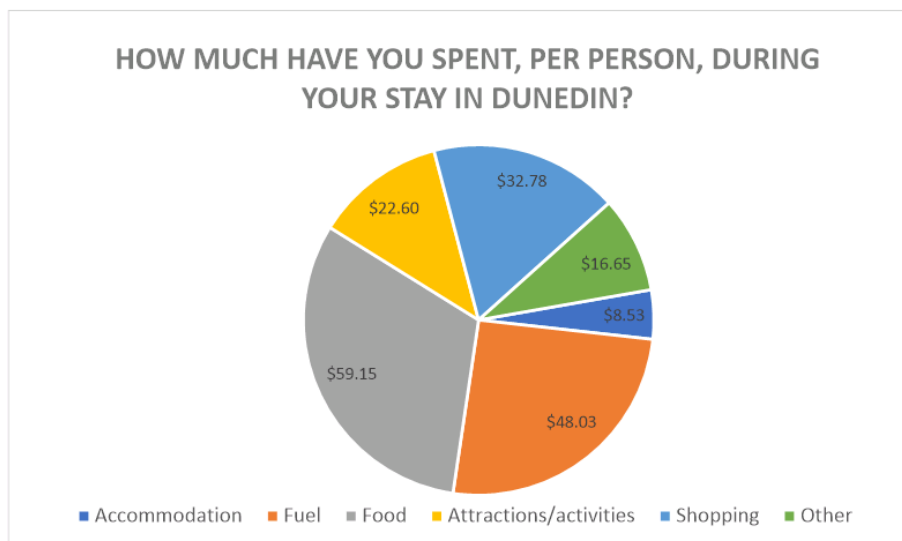


Figure 5

The average camper had spent \$175.69 in the Dunedin district when surveyed. By factoring the time campers had spent in Dunedin when surveyed we calculated an average daily spend of \$85.94 per person. A total of 21,661 freedom camping vehicles were counted citywide during the 2019/2020 camping season. By factoring the average number of occupants per vehicle and average daily spending data we can estimate a total economic contribution of \$3.7m over the 2019/2020 camping season.

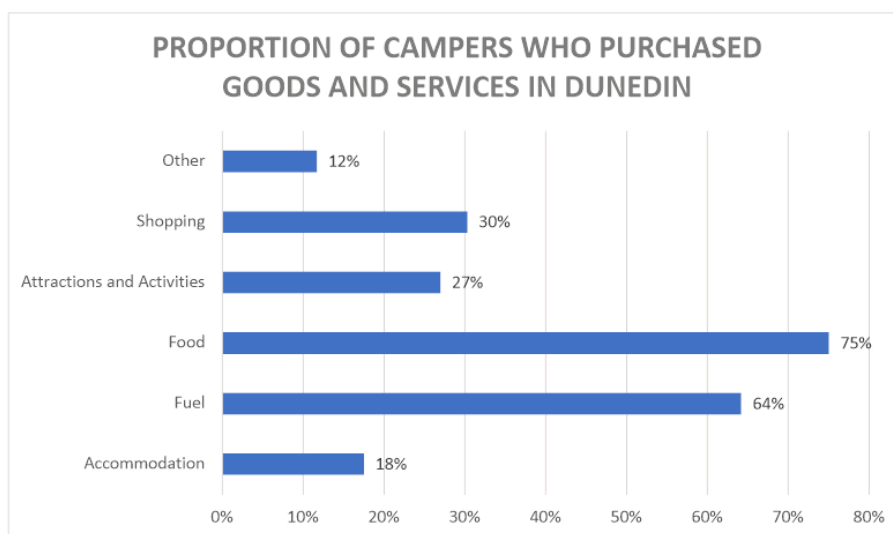


Figure 6

The majority of campers had purchased food and fuel in the Dunedin district when they were surveyed.

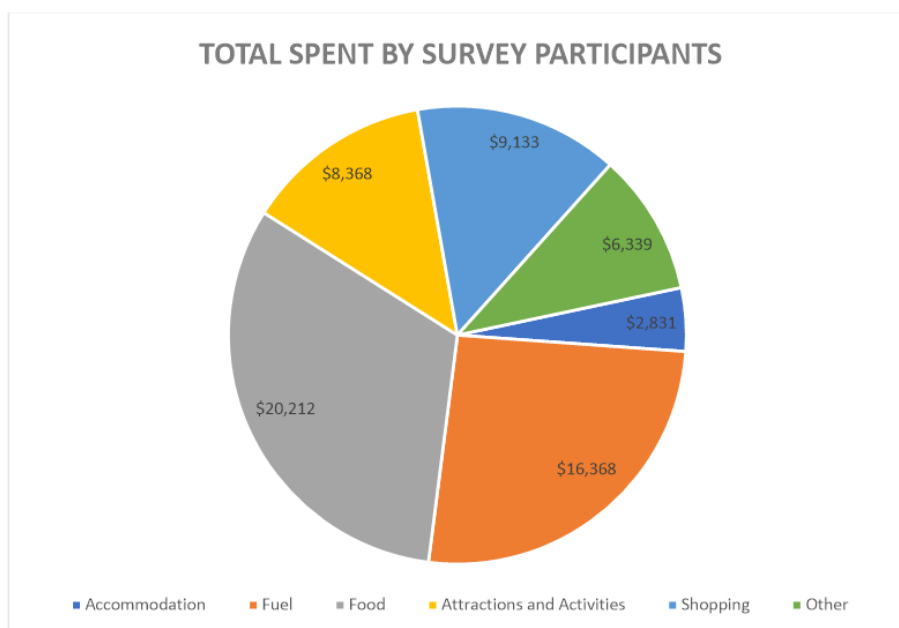


Figure 7

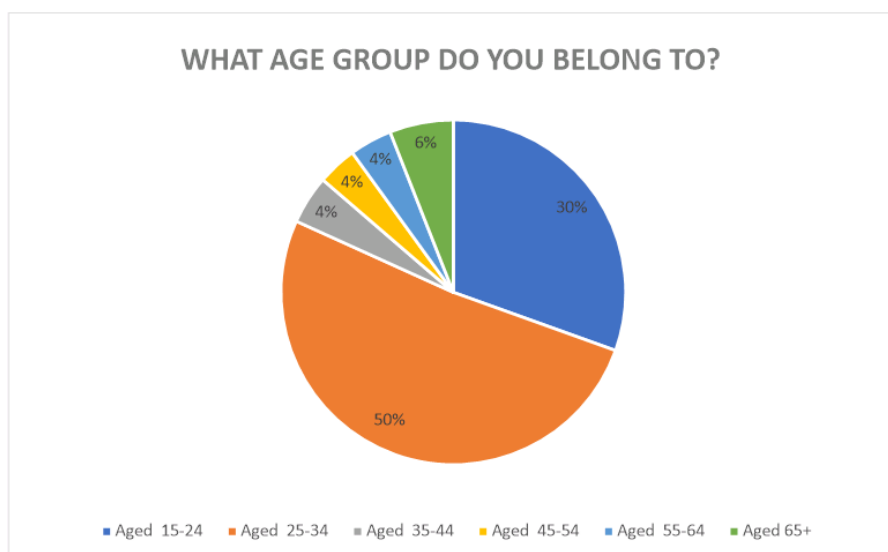


Figure 7

Data referring to age groups should be treated with care, especially those ranges above 35 years of age due to small sample sizes. Of the 360 campers surveyed, only 64 were 35 years of age or older.

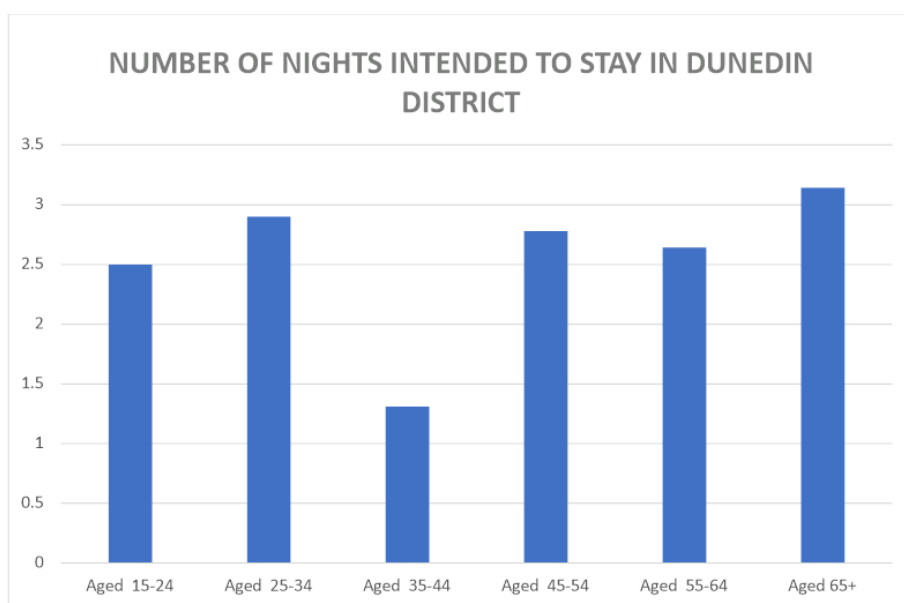


Figure 8

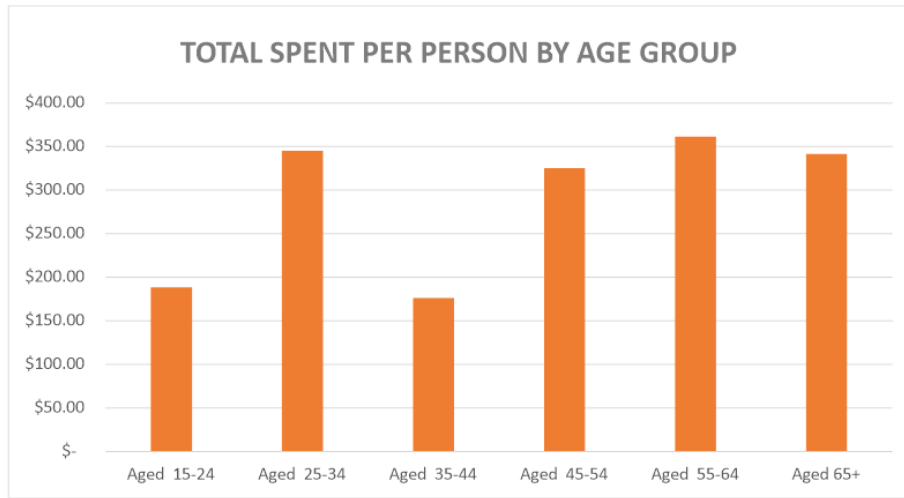


Figure 9

This graph shows the average total amount spent by campers of various age groups during their stay in the Dunedin district. These figures consider the average daily spend and average length of stay of campers within these age ranges.

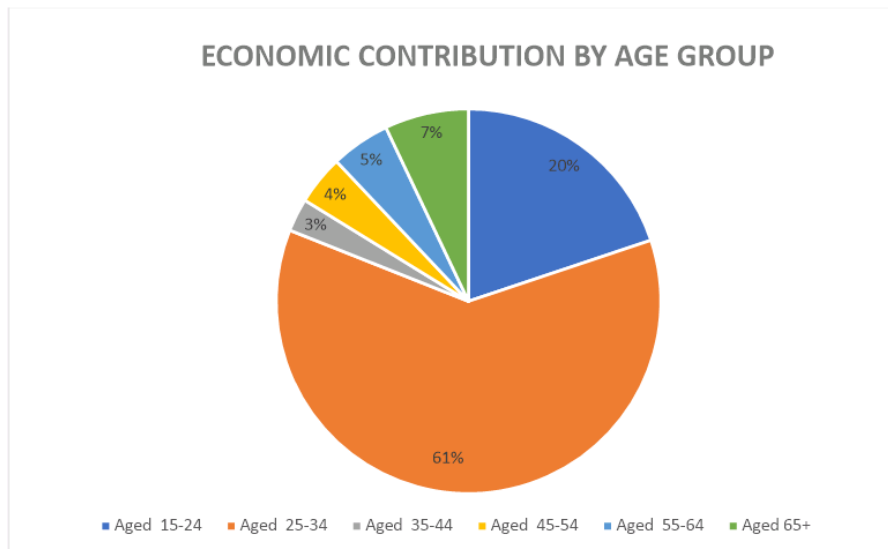


Figure 10

This graph shows the economic contribution of various age groups of freedom campers during their stay in the Dunedin District. It considers average daily spend, average length of stay and the proportion of campers within the various age ranges.

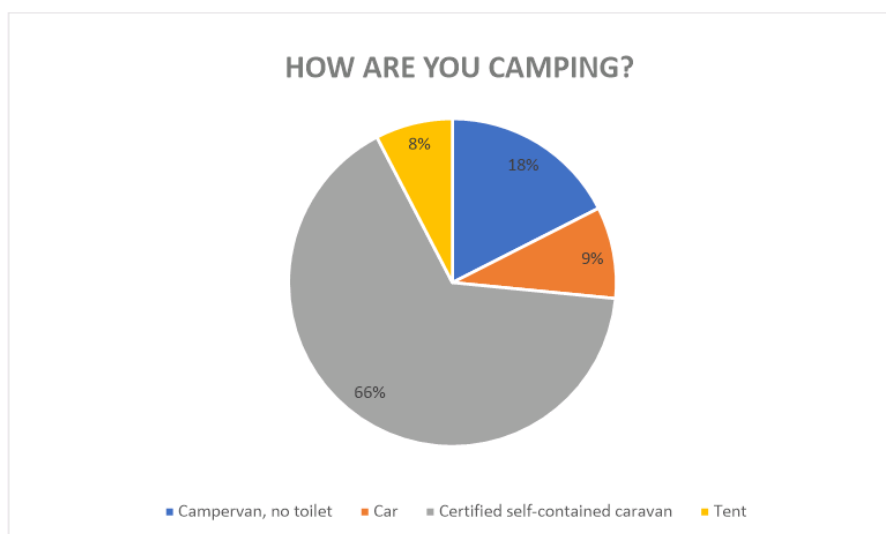


Figure 11

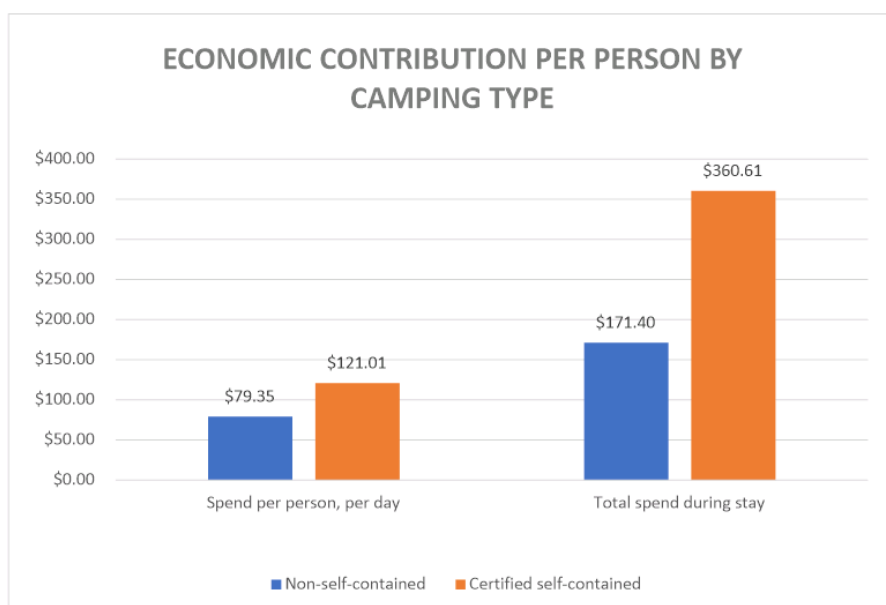


Figure 12

Campers traveling in Certified self-contained vehicles spent more per day and stayed longer than those campers who were non-self-contained, leading to a greater overall economic contribution per person.

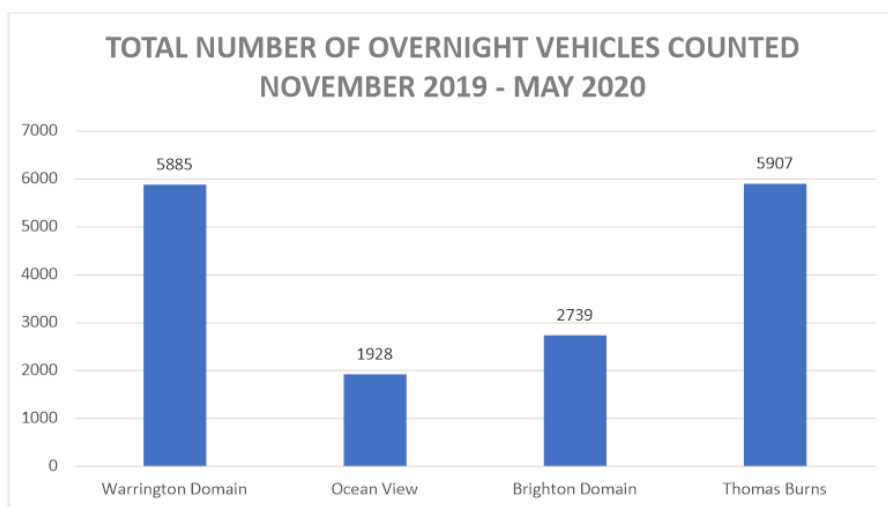


Figure 13

This data was collected outside the survey but included to show the volume and distribution of campers during the 2019/2020 season.

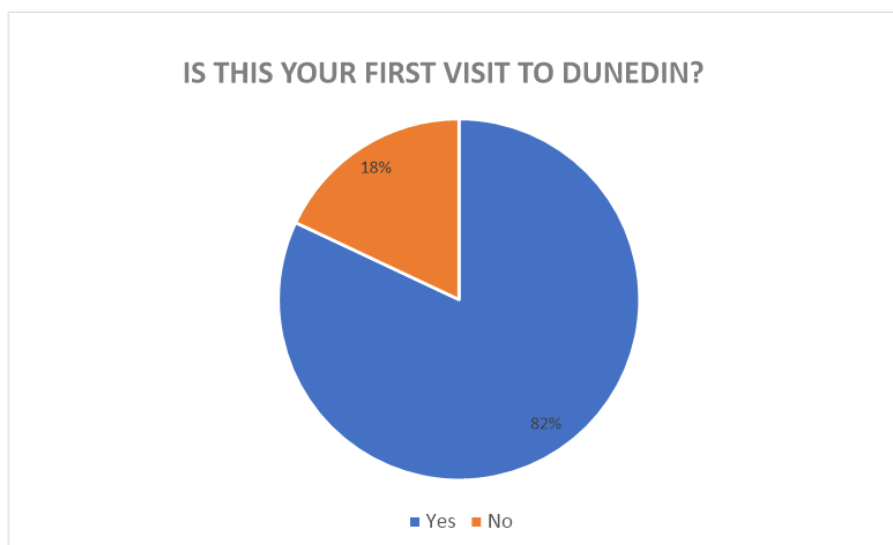


Figure 14

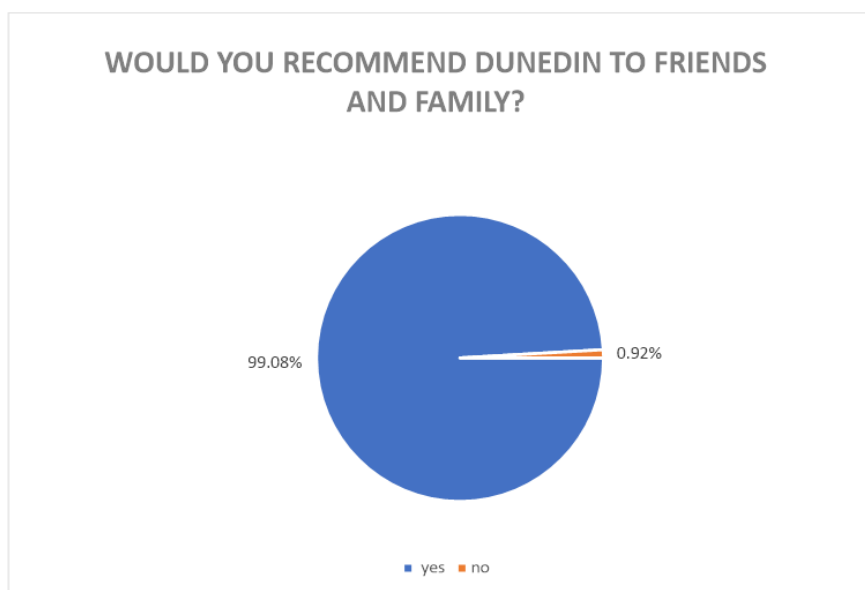


Figure 15

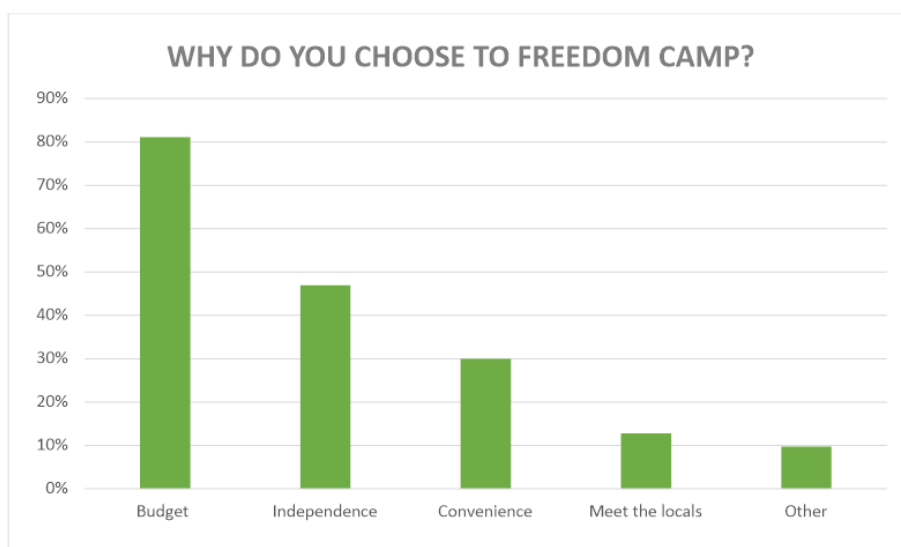


Figure 16

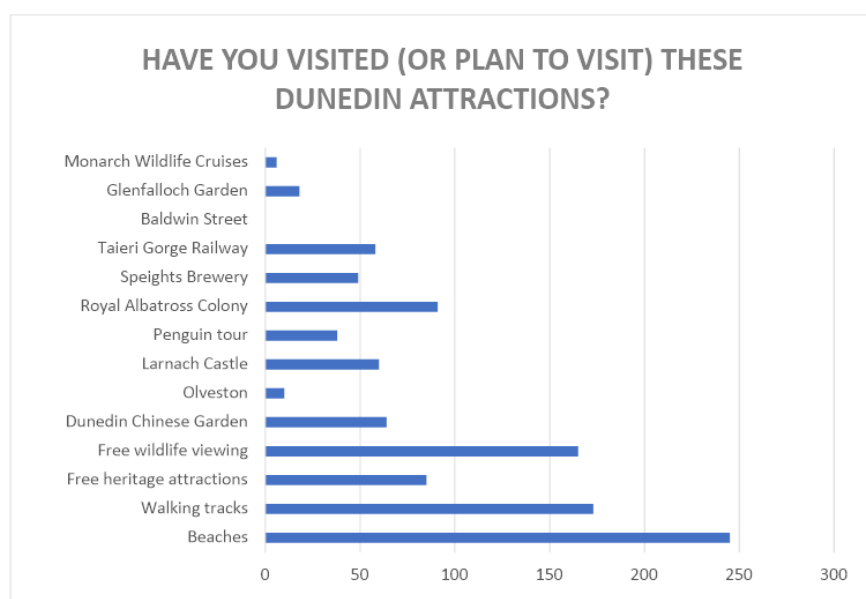


Figure 17

Comparisons with 2018/2019 Freedom Camper Visitor Survey

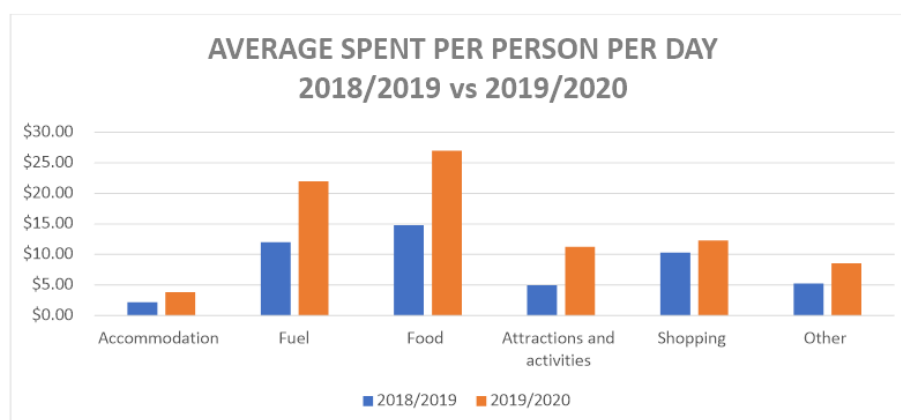


Figure 18

Results from the 2019/2020 survey were well aligned with those from the 2018/2019 survey and variations greater than 5% were rare. An exception was the daily expenditure amount which increased by 73% from \$49.60 to \$85.94 per person, per day. This increase is likely due to participants being better informed of the Dunedin district boundary and reporting expenditure that may have been considered 'outside Dunedin' in the previous season.

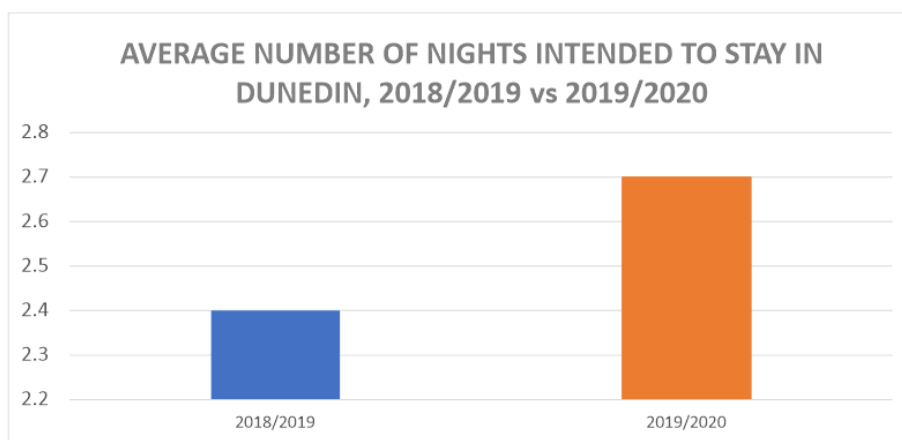


Figure 19

There was a 12% increase in camper's intended length of stay in Dunedin from 2.4 nights to 2.7 nights. This increase may also have been affected by campers having a better understanding of which locations were within the Dunedin boundary.

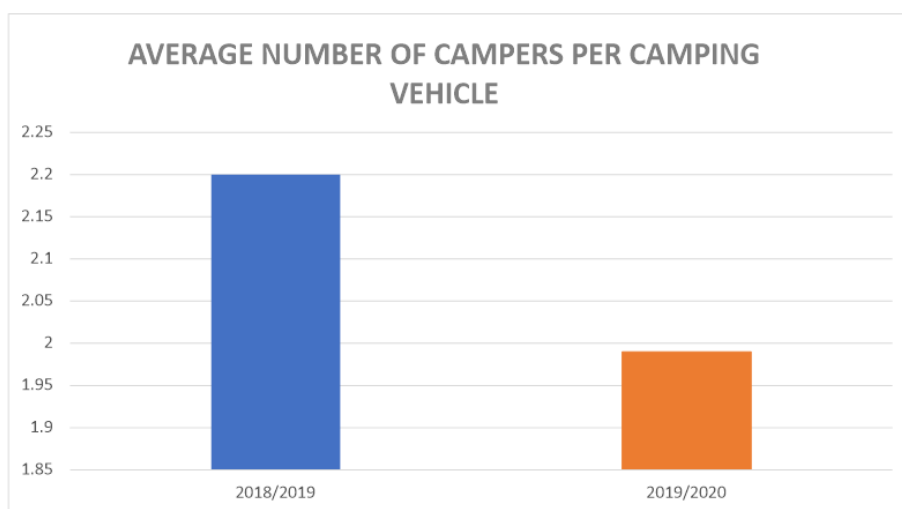


Figure 20

There was a decrease in the number of campers per vehicle reported during the 2019/2020 season. Nightly vehicle counts, intended length of stay and numbers of campers per vehicle can be used to estimate the number of distinct camping vehicles and campers visiting Dunedin. During the 2018/2019 season an estimated 13,600 freedom camping vehicles visited the city with 30,100 campers onboard. In the 2019/2020 season this decreased to 11,300 vehicles with 22,300 campers onboard.

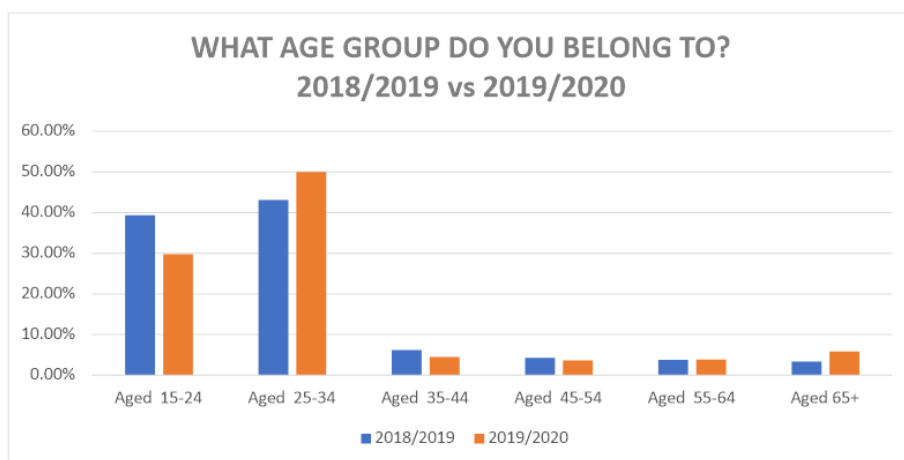


Figure 21

Campers who responded in the 2019/2020 survey were slightly older than respondents from the previous season.

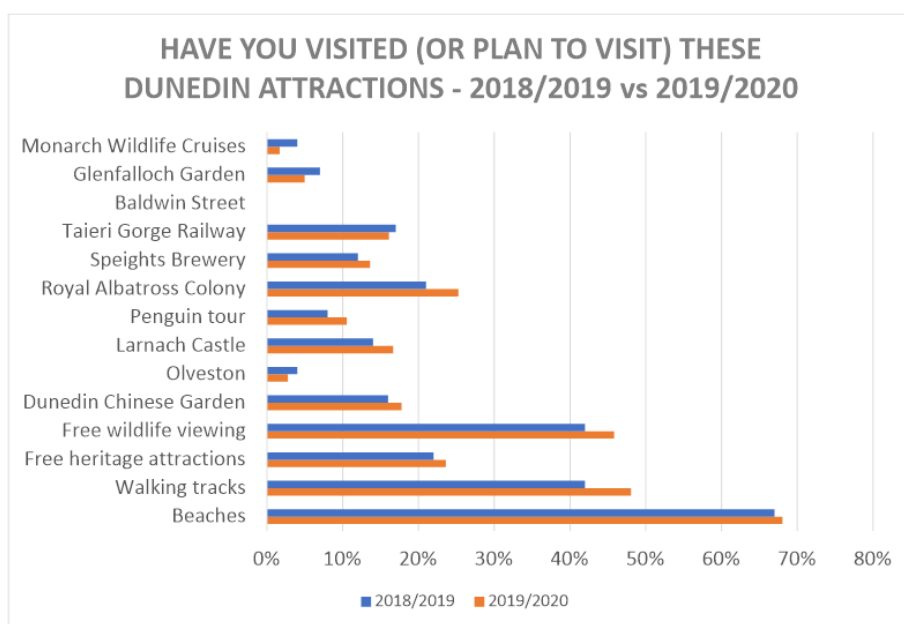


Figure 22

Respondents in both surveys planned to visit 3.4 Dunedin attractions during their stay. Dunedin's free attractions drew the most visitors and the Royal Albatross Colony was the most popular paid attraction.

Attachment C

Community Ranger Summary

The 2019/2020 freedom camping season was the third in which the DCC and Department of Conservation collaborated to provide a Community Ranger programme.

Three Rangers were employed this season to encourage responsible camping and promote compliance to the Camping Control Bylaw. Freedom camping hotspots were visited daily from December 2019 through to the 25 March 2020 at which point they were ceased to meet COVID-19 Level 3 restrictions.

This season, Rangers:

- Provided 12 hours of daily coverage at sites across Dunedin, from Waikouaiti Beach to the Brighton Domain
- Made 380 site submissions to update Council staff with reserve and beach information
- Distributed and collected 360 completed Freedom Camper Visitor Surveys
- Distributed more than 500 'Where Can I Camp in Dunedin?' brochures
- Checked for site maintenance issues and reported these to Council Staff
- Gathered data on parking availability

Council staff have received positive feedback regarding the 2019/2020 Community Ranger programme from campers and Dunedin residents. A number of positive Ranger interactions are described within camping apps by users reviewing Dunedin's freedom camping sites with the Rangers being widely recommended as valuable sources of information and advice.

The Ranger performed a critical role in the early stages of the COVID-19 pandemic by providing campers with pandemic updates and public health advice. Rangers also collected a register of campers, their vehicles and travel plans to assist with contact tracing if necessary. The COVID-19 pandemic forced daily Ranger patrols to finish prematurely; during Level 3 and 4 lockdown Rangers were reassigned with administrative tasks.

DUNEDIN CITY HOLDINGS LIMITED - CONSTITUTION

Department: Dunedin City Holdings Ltd

EXECUTIVE SUMMARY

- 1 This report presents an updated Constitution of Dunedin City Holdings Ltd for Council approval.
- 2 The updated Constitution formalises a small number of amendments to maintain alignment with Dunedin City Council Policy and changes to the Companies Act 1993.

RECOMMENDATIONS

That the Council:

- a) **Approves** the updated Constitution of Dunedin City Holdings Limited; and
- b) **Authorises** signing of the Special Resolution under Seal.

BACKGROUND

- 3 Dunedin City Holdings Limited (DCHL) is a Council Controlled Organisation (CCO) owned wholly by Dunedin City Council (DCC).
- 4 DCHL's current Constitution was approved by Council in 2016.
- 5 Updates to the Constitution have now been drafted to align with:
 - a) changes to Dunedin City Council policy regarding the maximum service of DCHL Group directors;
 - b) changes to the Companies Act 1993 regarding Annual Meetings; and
 - c) other minor administrative matters.

DISCUSSION

- 6 A "tracked changes" copy of the Constitution has been prepared by legal advisors and is attached to this report (Attachment A).
- 7 The rationale for each amendment is as follows:

Section Reference	Relating to:	Rationale for change
2.2	Shareholder of DCHL	Resolves potential for conflict between s2.2 and s4.2 in current Constitution
4.1	Shares	<p>The number of DCHL shares changes relatively often and this figure quickly becomes out of date. Legal advice confirms this section is not required in the Constitution.</p> <p>The current number of DCHL shares is always publicly available on the Companies Office website and is disclosed in DCHL's Annual Report.</p>
8.1-8.2	Annual Meetings	<p>The amendments to this section takes into account the new section 120(5) of the Companies Act 1993. This provides that an annual meeting is not required if –</p> <ul style="list-style-type: none"> a) There is nothing required to be done; and b) The Board has resolved it is in the interests of the company to rely on that exclusion, having regard to whether there is any issue shareholders should be given opportunity to discuss or ask questions about. <p>The amendment does not preclude DCHL from holding an Annual Meeting.</p> <p>DCHL does not usually hold an Annual Meeting, with shareholder approval. This amendment will therefore reduce annual documentation required.</p> <p>The DCHL Chair and General Manager are present and answer questions on Annual Reports at a public Council meeting each year.</p>
10.2	Adding "re-appointed"	Minor edit for clarity
10.4	Changes maximum service of directors from three consecutive terms to nine years (consecutive or otherwise).	Aligns with July 2019 change to Dunedin City Council Procedure for Appointment and Remuneration of Directors of Dunedin City Holdings Ltd
14 (b)	Change who to whose	Minor edit for grammar
Schedule 1, 6.1	Update paragraph reference	Minor edit to correct paragraph reference

- 8 The Constitutions of DCHL's subsidiary companies have been similarly updated and are due for approval by the DCHL Board later this month.

OPTIONS

- 9 Not applicable.

NEXT STEPS

- 10 Council approved updated Constitution will be signed under seal and take effect. The updated Constitution will be uploaded to the Companies Office within ten working days.

Signatories

Author:	Jemma Adams - General Manager, Dunedin City Holdings Ltd
Authoriser:	Sandy Graham - Acting Chief Executive

Attachments

	Title	Page
↓A	Updated Dunedin City Holdings Limited Constitution ("tracked changes" version)	58
↓B	Updated Dunedin City Holdings Limited Constitution ("clean" version)	75
↓C	Special Resolution	92

SUMMARY OF CONSIDERATIONS
Fit with purpose of Local Government

This decision relates to Council's role as shareholders of a Council Controlled Organisation (CCO).

Fit with strategic framework

	Contributes	Detracts	Not applicable
Social Wellbeing Strategy	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Economic Development Strategy	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Environment Strategy	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Arts and Culture Strategy	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
3 Waters Strategy	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Spatial Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Integrated Transport Strategy	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Parks and Recreation Strategy	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Other strategic projects/policies/plans	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

There is no contribution to the Strategic Framework.

Māori Impact Statement

There are no known impacts for tangata whenua.

Sustainability

There are no implications for sustainability.

LTP/Annual Plan / Financial Strategy /Infrastructure Strategy

There are no implications.

Financial considerations

There are no financial implications.

Significance

This decision is considered low in terms of the Council's Significance and Engagement Policy.

Engagement – external

Dunedin City Holdings Limited support the updated Constitution.

Engagement - internal

There has been no internal engagement.

Risks: Legal / Health and Safety etc.

There are no identified risks. Drafting has been undertaken by legal advisers.

Conflict of Interest

There are no known conflicts of interest.

Community Boards

There are no implications for Community Boards.



DUNEDIN CITY HOLDINGS LIMITED

Constitution of Dunedin City Holdings Limited

4898805v1

Constitution of Dunedin City Holdings Limited

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Constitution of Dunedin City Holdings Limited	2
<hr/>	
5. Minutes	16
6. Resolutions	16
7. No notice to Directors outside New Zealand	16
8. Other proceedings	16

1. Definitions and Interpretation

Definitions

1.1 In this Constitution, unless the context otherwise requires:

"Act"	means the Companies Act 1993.
"Board"	means Directors who number not less than the required quorum, acting together as a board of Directors.
"Chairperson"	means the chairperson of the Board appointed in accordance with clauses 10.5 to 10.8.
"Company"	means Dunedin City Holdings Limited.
"Constitution"	means this constitution of the Company (including the Schedules) and all amendments to it from time to time.
"Council"	means the Dunedin City Council.
"Council-Controlled Organisation"	has the meaning set out in section 6 of the LGA.
"Deputy Chairperson"	means the deputy chairperson of the Board appointed in accordance with clauses 10.5 to 10.8.
"Director"	means a person appointed as a director of the Company in accordance with this Constitution.
"LGA"	means the Local Government Act 2002.
"Ordinary Resolution"	means a resolution that is approved by the Shareholder.
"Schedules"	means Schedules 1 and 2.
"Shareholder"	means the Council.
"Special Resolution"	means a resolution that is approved by the Shareholder
"Statement of Intent"	means the statement of intent to be completed by the Board in accordance with section 64 of the LGA and, where the context requires, means the most recent statement of intent completed by the Board.
"Subsidiary"	has the meaning set out in the Act.

Interpretation

1.2 In this Constitution, unless the context otherwise requires:

- (a) the singular includes the plural and the reverse;

- (b) a reference to any party includes that party's executors, administrators or permitted assigns, or if a company, its successors or permitted assigns or both;
- (c) in this Constitution reference to any statutory provision includes any provision which amends or replaces it and any legislation made under it;
- (d) words in this Constitution have the same meaning as in the Act unless inconsistent with the context;
- (e) a reference to a clause means a clause in this Constitution and a reference to a rule means a rule in the relevant Schedule; and
- (f) clause headings are for reference purposes only.

1.3 If there is any conflict:

- (a) between a provision in this Constitution and a mandatory provision in the Act or the LGA, then the mandatory provision in the Act or the LGA will prevail; and
- (b) between:
 - (i) a provision in this Constitution and a provision in the Act which is expressly permitted to be altered by this Constitution; or
 - (ii) a word or expression defined or explained in the Act and a word or expression defined or explained in this Constitution,then the provision, word or expression in this Constitution will prevail.

2. Capacity and Objectives

- 2.1 The Company has been established as a Council-Controlled Organisation.
- 2.2 The Company's sole shareholder is the Council and, [subject to clause 4.2](#), there can be no other shareholders of the Company.
- 2.3 The principal objectives of the Company in carrying out its activities and functions, as set out in the LGA, are to:
 - (a) achieve the objectives of the Council, both commercial and non-commercial, as specified in the Statement of Intent;
 - (b) be a good employer (as defined in clause 36 of Schedule 7 of the LGA);
 - (c) exhibit a sense of social and environmental responsibility by having regard to the interests of the community in which it operates and by endeavouring to accommodate or encourage those while able to do so; and
 - (d) conduct its affairs in accordance with sound business practice.
- 2.4 Subject to this Constitution, the Act, the LGA and the Statement of Intent, the Company has full capacity, rights, powers and privileges to carry on or undertake any business or activity, do any act, or enter into any transaction.

3. Council-Controlled Organisation Requirements

3.1 The Company must comply with:

- (a) its obligations under the LGA when preparing the Statement of Intent;
- (b) all applicable statutory and regulatory obligations relating to Maori and the Treaty of Waitangi, including those set out in the LGA; and
- (c) the applicable part of the Local Government Official Information and Meetings Act 1987.

4. Shares

Existing Shares

~~4.1 As at the date of adoption of this Constitution there are 850,000,000 fully paid ordinary shares in the Company held by the Shareholder.~~

Redeemable shares

~~4.24.1~~ The Company may issue redeemable shares, which may be redeemed:

- (a) at the option of the Company;
- (b) at the option of the holder of the share; or
- (c) on a date specified in this Constitution,

for a consideration that is specified or to be calculated by reference to a formula or required to be fixed by a suitably qualified person who is not associated with or interested in the Company.

Restriction on share issue

~~4.34.2~~ The Board may not issue shares to any person other than the Council, without prior Shareholder approval.

5. Calls on shares

Board may make calls

5.1 The Board may make calls on the Shareholder in respect of any money unpaid on their shares and not previously made payable at a fixed time by prior written notice to the Shareholder specifying the time and date for payment. The Shareholder must comply with the terms of any call made by the Board. A call may be payable by instalments. The Board may revoke or postpone a call.

Interest and expenses

5.2 A person who fails to pay a call on the due date must pay:

- (a) interest on that money from the day payment was due to the day of actual payment at a rate fixed by the Board; and
- (b) all expenses which the Company has incurred or may incur because of non-payment;

The Board may waive payment of all or part of that interest or those expenses.

6. Distributions

Board may authorise distributions

- 6.1 The Board may authorise a distribution by the Company to the Shareholder in accordance with the Act, this Constitution and the Statement of Intent.

Dividends on shares not fully paid up to be paid proportionately

- 6.2 All dividends on shares that are not fully paid up must be authorised and paid in proportion to the amount paid up.

Payment of distributions

- 6.3 Any money payable in cash in respect of shares may be paid to the Shareholder in such manner as the Board determines, or to such other person and in such manner as the Shareholder may direct in writing.

No interest on dividends

- 6.4 No interest is payable by the Company on any dividend.

7. Company acquiring its own shares

Company may acquire its own shares

- 7.1 The Company may purchase or otherwise acquire shares issued by it which, subject to clause 7.2, shall be deemed to be cancelled immediately on acquisition.

Treasury stock

- 7.2 The Company may hold its own shares uncanceled but only in accordance with sections 67A, 67B and 67C of the Act.

8. Shareholder meetings

Annual meeting

- 8.1 Subject to clause 8.2, the Board must hold an annual shareholder meeting in accordance with section 120 of the Act. ~~unless in the case of any annual meeting, everything required to be done at that meeting (whether by way of resolution or otherwise) is done by written resolution in accordance with section 122 of the Act.~~

- 8.2 No annual shareholder meeting need be called and held if:

- (a) everything required to be done at the meeting is done by written resolution in accordance with section 122 of the Act (resolution in lieu of meeting); or
(b) there is nothing to be done at the meeting and the Board has resolved that it is in the interests of the Company to not hold the meeting, in accordance with the section 120(5) of the Act.

Special meetings

~~8.18.3~~ A special shareholder meeting:

- (a) may be called at any time by the Board; and
- (b) must be called by the Board on the written request of the Shareholder.

Proceedings at shareholder meetings

~~8.28.4~~ The provisions of the First Schedule to the Act as modified by this Constitution, including the rules set out in Schedule 1, govern proceedings at shareholder meetings.

9. Reporting Requirements

9.1 Subject to clause 9.2, within:

- (a) two months of the end of the first half of the financial year of the Company, the Board must deliver to the Shareholder a report on the Company's operations during that half-year which must include any information required to be included by the Statement of Intent; and
- (b) three months of the end of each financial year of the Company, the Board must deliver to the Shareholder, and make available to the public, a report on the Company's operations during that year which must include the information required to be included by:
 - (i) the Statement of Intent;
 - (ii) sections 68 and 69 of the LGA; and
 - (iii) the Act.

9.2 Nothing in this clause 9 requires the inclusion in any Statement of Intent, annual report, financial statement or half-yearly report required to be produced under this Constitution of any information that may be properly withheld if a request for that information was made under the Local Government Official Information and Meetings Act 1987.

10. Directors

Number of Directors

10.1 The number of Directors may be determined by Ordinary Resolution from time to time.

Appointment and removal

10.2 Subject to clauses 10.3 and 10.4, a person may be appointed (or reappointed) and removed as a Director at any time by Ordinary Resolution.

Term of Appointment

10.3 No person may be appointed as a Director for a term of more than three years.

- 10.4 [No person may be a Director for more than 9 years \(whether consecutive or not\).](#)

~~A Director may be reappointed at the expiry of his or her term of appointment, provided that no Director may be appointed for more than three consecutive~~

Appointment of Chairperson and Deputy Chairperson

- 10.5 The Shareholder may by Ordinary Resolution appoint a Chairperson and a Deputy Chairperson of the Board.
- 10.6 The Chairperson and Deputy Chairperson will hold office until:
- (a) they cease to be a Director of the Company; or
 - (b) they are removed from the office of Chairperson or Deputy Chairperson (as applicable) by an Ordinary Resolution.
- 10.7 If the Chairperson ceases to hold office, the Deputy Chairperson (if any) will hold office as Chairperson until such time as a new Chairperson is appointed by Ordinary Resolution.
- 10.8 In the event that no Chairperson or Deputy Chairperson is appointed under clause 10.5, the Board may appoint such of the Directors as it thinks fit to act as Chairperson and Deputy Chairperson (as applicable) until such time as new office holders are appointed.

Proceedings of the Board

- 10.9 The provisions of the Third Schedule to the Act as modified by this Constitution, including the rules set out in Schedule 2, govern proceedings at meetings of Directors.
- 10.10 A Director who abstains from voting is not presumed to have voted in favour of the relevant resolution of the Board.

Directors Duties

- 10.11 In addition to the duties set out in the Act, the Directors must assist the Company to meet its objectives and any other requirements set out in the Statement of Intent.

Indemnity and insurance of Directors and employees

- 10.12 The Company may indemnify and effect insurance in accordance with any part or all of section 162 of the Act provided that:
- (a) the Board must ensure that particulars of any indemnity given to, or insurance taken out for, any director, or employee of the Company are immediately entered in the interests register; and
 - (b) the Board may impose any conditions in relation to any indemnity or insurance if the conditions do not contravene the Act.
- 10.13 For the purposes of clause 10.12 "director" includes any former director, "employee" includes any former employee and "Company" includes any related company.

Disqualification of Directors

10.14 A person will be disqualified from holding the office of Director if he or she:

- (a) is or becomes disqualified from being a Director under any provision of the Act; or
- (b) dies; or
- (c) becomes a protected person under the Protection of Personal and Property Rights Act 1988; or
- (d) is an undischarged bankrupt.

Remuneration of Directors

10.15 The Board may not authorise any form of remuneration to be paid to a Director without approval by Special Resolution and unless such payment is made and authorised in accordance with the provisions of the Act.

Director may act in the Council's interests

10.16 At all times while the Company remains a Council-Controlled Organisation, a Director may, when exercising powers or performing duties as a Director, act in a manner which they believe is in the best interests of the Council, even though it may not be in the best interests of the Company.

11. Interests of Directors

Interested Directors

11.1 A Director must disclose particulars or any interest in a transaction or proposed transaction of the Company in accordance with section 140 of the Act.

11.2 As set out in section 139 of the Act, a Director is "interested" in a transaction to which the Company is a party if they:

- (a) are a party to the transaction or may derive a material financial benefit from it; or
- (b) have a material interest in another party to the transaction; or
- (c) are a director, officer or trustee of another party to the transaction; or
- (d) are a director, officer or trustee of a person who may derive a material financial benefit from the transaction; or
- (e) are a parent, child or spouse, civil union partner, or de facto partner of a person described in clause 11.2(a); or
- (f) are otherwise directly or indirectly materially interested in the transaction.

11.3 A Director who is interested in a transaction entered into, or to be entered into, by the Company must not do any of the following:

- (a) vote on any matter relating to that transaction;
- (b) sign a document relating to that transaction on behalf of the Company; or

- (c) do any other thing in their capacity as a Director in relation to that transaction,

provided that a Director may vote, sign documents and otherwise do any other thing in their capacity as a Director with regard to any matter relating to the following:

- (d) any payment or other benefit of the kind referred to in section 161 of the Act in respect of that Director in accordance with clause 10.15;
- (e) the entry into an indemnity or insurance arrangement in respect of that Director in their capacity as a director of the Company in accordance with clause 10.12; or
- (f) transactions in which a Director is interested solely in their capacity as a director of a Subsidiary of the Company.

- 11.4 No prohibition under this clause 11 will prevent the attendance of a Director at a Board meeting from counting for quorum purposes.

12. Notices

Service

- 12.1 Notices may be served by the Company upon any Director or Shareholder, either by personal delivery, by electronic means, by posting it in a prepaid envelope or package addressed to the recipient at his or her last known address (or, in the case of a company, its registered office), or by facsimile to the facsimile telephone number of the recipient.

Time of service

- 12.2 Notices are deemed served at the following times:

- (a) when given personally, on delivery;
- (b) when sent by post (other than airmail) or document exchange, 3 business days after (but exclusive of) posting;
- (c) when sent by fax or email, at the time of transmission (subject to clause 12.4).

- 12.3 Any notice which has been served on a Saturday, Sunday or public holiday is deemed to be served on the first business day after that day.

- 12.4 A notice given:

- (a) by fax, is not deemed received unless (if receipt is disputed) the sender produces a fax transmission report of the device from which the transmission was made which evidences full transmission, free of errors, to the fax number of the recipient;
- (b) by email, is not deemed received unless (if receipt is disputed) the sender produces a printed copy of the email which evidences that the email was sent to the email address of the recipient.

13. Liquidation

13.1 If the Company is liquidated, the liquidator may, with the approval of the Shareholder and any other approval required by the Act:

- (a) distribute to the Shareholder in kind the whole or any part of the assets of the Company; and
- (b) vest the whole or any part of any such assets in trustees upon such trusts for the benefit of the persons so entitled as the liquidator thinks fit, but so that the Shareholder is not compelled to accept any shares or other securities on which there is any liability.

14. Methods of Contracting

14.1 A deed which is to be entered into by the Company may be signed on behalf of the Company by:

- (a) two or more Directors;
- (b) a Director, and any person authorised by the Board, whose signatures must be witnessed; or
- (c) one or more attorneys appointed by the Company.

14.2 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 express or implied authority of the Company.

14.3 Any other obligation or contract may be entered into on behalf of the Company in writing or orally by a person acting under the express or implied authority of the Company.

Schedule 1 - Rules for Shareholder Meetings**1. Chairperson**

- 1.1 If the Chairperson is present at the meeting, he or she must chair the meeting.
- 1.2 If there is no Chairperson or if the Chairperson is not present at the meeting within 15 minutes of the start time the Deputy Chairperson if present at the meeting will chair the meeting.
- 1.3 If there is no Deputy Chairperson, the Directors present may elect a chairperson for that meeting, failing which, the Shareholder present may elect a chairperson for that meeting.

2. Notice of meetings

- 2.1 The Shareholder and every Director and an auditor of the Company must be sent written notice of the time and place of the meeting at least 10 working days before the meeting.
- 2.2 The notice must state:
 - (a) the nature of the business to be discussed at the meeting in sufficient detail to enable the Shareholder to form a reasoned judgment in relation to it; and
 - (b) the text of any special resolution to be put to the meeting.
- 2.3 An irregularity in a notice of a meeting is waived if:
 - (a) the Shareholder attends the meeting without protest as to the irregularity; or
 - (b) if the Shareholder agrees to the waiver.
- 2.4 If a meeting is adjourned for 30 days or more, notice of the adjourned meeting must be given as in the case of an original meeting. It is not otherwise necessary to give any new notice for an adjourned meeting.
- 2.5 The accidental omission to give a notice of a meeting to, or the non-receipt of a notice of a meeting by, any person entitled to receive notice does not invalidate the proceedings at that meeting.

3. Methods of holding meetings

- 3.1 A shareholder meeting may be held either:
 - (a) at the place, date, and time appointed for the meeting; or
 - (b) by means of audio, or audio and visual, communication. The Shareholder participating must constitute a quorum and must all be able to simultaneously hear all participants throughout the meeting.

4. Quorum

- 4.1 No business may be transacted at a shareholder meeting if a quorum is not present.
- 4.2 A quorum for a shareholder meeting is present if the Shareholder or its proxy:
- (a) is present; or
 - (b) have completed postal votes (where permitted).
- 4.3 If a quorum is not present within the 30 minutes after the start time for the meeting:
- (a) if the meeting is called under section 121(b) of the Act, the meeting is dissolved;
 - (b) for any other meeting, the meeting is adjourned to:
 - (i) the same day in the following week at the same time and place, or
 - (ii) to a date, time and place to be fixed by the Directors.

5. Adjournments

- 5.1 The Chairperson:
- (a) may adjourn the meeting from time to time and from place to place, but no business can be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
 - (b) must adjourn the meeting as above if directed to do so by the meeting.

6. Voting

- 6.1 If a shareholder meeting is held under rule ~~3.1(a)~~ 3.1(b), unless a poll is demanded, voting at the meeting will be by:
- (a) voting by voice; or
 - (b) voting by show of hands.
- The Chairperson will decide which method is used.
- 6.2 If a shareholder meeting is held under rule 3.1(b), unless a poll is demanded, voting at the meeting will be by the Shareholder signifying its assent or dissent by voice.
- 6.3 A declaration by the Chairperson of the meeting that a resolution is carried by the necessary majority is conclusive evidence of that fact unless a poll is demanded.

7. Proxies and Postal Votes

- 7.1 The Shareholder has the right to appoint a Council representative as its proxy to attend and vote at shareholder meetings on its behalf. Any Council representative

so appointed is entitled to attend and be heard at shareholder meetings and to demand or join in demanding a poll, as if that Council representative was the Shareholder.

- 7.2 The Shareholder may not cast a postal vote at a Shareholders meeting unless the Board has previously authorised postal votes for that meeting in which case:

- (a) the notice of that meeting must state whether postal votes are authorised; and
- (b) postal voting must be carried out in accordance with clause 7 of the First Schedule to the Act.

8. **Minutes**

- 8.1 The Board must ensure that minutes are kept of all proceedings at shareholder meetings.
- 8.2 Minutes which have been signed correct by the Chairperson of the meeting are prima facie evidence of the proceedings.

9. **Shareholder proposals**

- 9.1 The Shareholder may give written notice to the Board of a matter the Shareholder proposes to raise for discussion or resolution at the next shareholder meeting. The provisions of clause 9 of the First Schedule of the Act apply to any notice given under this rule 9.1.
- 9.2 The Chairperson of a shareholder meeting will allow a reasonable opportunity for the Shareholder to question, discuss or comment on the management of the Company.

10. **Other proceedings**

- 10.1 Except as provided in this Schedule 1, and subject to this Constitution, a shareholder meeting may regulate its own procedure.

Schedule 2 - Rules for Board Proceedings**1. Notice of meeting**

- 1.1 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 this clause.
- 1.2 At least 2 days' notice of a meeting of the Board must be given to every Director who is in New Zealand. The notice must include the date, time and place of the meeting and the matters to be discussed.
- 1.3 An irregularity in the notice of the meeting is waived if all Directors attend the meeting without protest as to the irregularity or if all Directors entitled to receive notice of the meeting agree to the waiver.
- 1.4 Notice of a meeting may be given by any means, including by telephone. Notice given by a letter addressed to a Director at his or her last known residential address in New Zealand will be deemed to have been given on the next day after the letter is posted.

2. Method of holding meetings

- 2.1 A meeting of the Board may be held either:
 - (a) by a quorum of Directors gathered together at the place, date and time appointed for the meeting; or
 - (b) by means of audio, or audio and visual communication. The Directors participating must constitute a quorum and must all be able simultaneously hear each other throughout the meeting.

3. Quorum

- 3.1 A quorum for a meeting of Directors (the Board) is a majority of the Directors.
- 3.2 No business may be transacted at a meeting of Directors if a quorum is not present.

4. Voting

- 4.1 Every Director has one vote.
- 4.2 The Chairperson does not have a casting vote.
- 4.3 A resolution of the Board is passed if it is agreed to by all Directors present without dissent or if a majority of the votes cast on it are in favour of it.
- 4.4 Subject to clause 11 of this Constitution, a Director may vote in respect of any transaction in which the Director is interested and if the Director does so the Director's vote will be counted and the Director will be counted in the quorum present at the meeting.

5. Minutes

- 5.1 The Board must ensure minutes are kept of all proceedings at meetings of the Board.

6. Resolutions

- 6.1 A resolution in writing, signed or assented to by all Directors then entitled to receive notice of a Board meeting, is as valid and effective as if it had been passed at a meeting of the Board duly convened and held.
- 6.2 A resolution may consist of several documents (including facsimile or other similar means of communication) in like form each signed or assented to by one or more Directors.
- 6.3 A copy of all resolutions must be entered in the minute book of Board proceedings.

7. No notice to Directors outside New Zealand

- 7.1 It is not necessary to give notice of a meeting of the Board to any Director temporarily absent from New Zealand.

8. Other proceedings

- 8.1 Except as provided in this Schedule 2 and this Constitution, the Board may regulate its own procedure.



DUNEDIN CITY HOLDINGS LIMITED

Constitution of Dunedin City Holdings Limited

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Constitution of Dunedin City Holdings Limited

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1. Definitions and Interpretation

Definitions

1.1 In this Constitution, unless the context otherwise requires:

"Act"	means the Companies Act 1993.
"Board"	means Directors who number not less than the required quorum, acting together as a board of Directors.
"Chairperson"	means the chairperson of the Board appointed in accordance with clauses 10.5 to 10.8.
"Company"	means Dunedin City Holdings Limited.
"Constitution"	means this constitution of the Company (including the Schedules) and all amendments to it from time to time.
"Council"	means the Dunedin City Council.
"Council-Controlled Organisation"	has the meaning set out in section 6 of the LGA.
"Deputy Chairperson"	means the deputy chairperson of the Board appointed in accordance with clauses 10.5 to 10.8.
"Director"	means a person appointed as a director of the Company in accordance with this Constitution.
"LGA"	means the Local Government Act 2002.
"Ordinary Resolution"	means a resolution that is approved by the Shareholder.
"Schedules"	means Schedules 1 and 2.
"Shareholder"	means the Council.
"Special Resolution"	means a resolution that is approved by the Shareholder
"Statement of Intent"	means the statement of intent to be completed by the Board in accordance with section 64 of the LGA and, where the context requires, means the most recent statement of intent completed by the Board.
"Subsidiary"	has the meaning set out in the Act.

Interpretation

1.2 In this Constitution, unless the context otherwise requires:

- (a) the singular includes the plural and the reverse;

- (b) a reference to any party includes that party's executors, administrators or permitted assigns, or if a company, its successors or permitted assigns or both;
- (c) in this Constitution reference to any statutory provision includes any provision which amends or replaces it and any legislation made under it;
- (d) words in this Constitution have the same meaning as in the Act unless inconsistent with the context;
- (e) a reference to a clause means a clause in this Constitution and a reference to a rule means a rule in the relevant Schedule; and
- (f) clause headings are for reference purposes only.

1.3 If there is any conflict:

- (a) between a provision in this Constitution and a mandatory provision in the Act or the LGA, then the mandatory provision in the Act or the LGA will prevail; and
- (b) between:
 - (i) a provision in this Constitution and a provision in the Act which is expressly permitted to be altered by this Constitution; or
 - (ii) a word or expression defined or explained in the Act and a word or expression defined or explained in this Constitution,then the provision, word or expression in this Constitution will prevail.

2. Capacity and Objectives

- 2.1** The Company has been established as a Council-Controlled Organisation.
- 2.2** The Company's sole shareholder is the Council and, subject to clause 4.2, there can be no other shareholders of the Company.
- 2.3** The principal objectives of the Company in carrying out its activities and functions, as set out in the LGA, are to:
 - (a) achieve the objectives of the Council, both commercial and non-commercial, as specified in the Statement of Intent;
 - (b) be a good employer (as defined in clause 36 of Schedule 7 of the LGA);
 - (c) exhibit a sense of social and environmental responsibility by having regard to the interests of the community in which it operates and by endeavouring to accommodate or encourage those while able to do so; and
 - (d) conduct its affairs in accordance with sound business practice.
- 2.4** Subject to this Constitution, the Act, the LGA and the Statement of Intent, the Company has full capacity, rights, powers and privileges to carry on or undertake any business or activity, do any act, or enter into any transaction.

3. Council-Controlled Organisation Requirements

3.1 The Company must comply with:

- (a) its obligations under the LGA when preparing the Statement of Intent;
- (b) all applicable statutory and regulatory obligations relating to Maori and the Treaty of Waitangi, including those set out in the LGA; and
- (c) the applicable part of the Local Government Official Information and Meetings Act 1987.

4. Shares

Redeemable shares

4.1 The Company may issue redeemable shares, which may be redeemed:

- (a) at the option of the Company;
- (b) at the option of the holder of the share; or
- (c) on a date specified in this Constitution,

for a consideration that is specified or to be calculated by reference to a formula or required to be fixed by a suitably qualified person who is not associated with or interested in the Company.

Restriction on share issue

4.2 The Board may not issue shares to any person other than the Council, without prior Shareholder approval.

5. Calls on shares

Board may make calls

5.1 The Board may make calls on the Shareholder in respect of any money unpaid on their shares and not previously made payable at a fixed time by prior written notice to the Shareholder specifying the time and date for payment. The Shareholder must comply with the terms of any call made by the Board. A call may be payable by instalments. The Board may revoke or postpone a call.

Interest and expenses

5.2 A person who fails to pay a call on the due date must pay:

- (a) interest on that money from the day payment was due to the day of actual payment at a rate fixed by the Board; and
- (b) all expenses which the Company has incurred or may incur because of non-payment;

The Board may waive payment of all or part of that interest or those expenses.

6. Distributions

Board may authorise distributions

- 6.1 The Board may authorise a distribution by the Company to the Shareholder in accordance with the Act, this Constitution and the Statement of Intent.

Dividends on shares not fully paid up to be paid proportionately

- 6.2 All dividends on shares that are not fully paid up must be authorised and paid in proportion to the amount paid up.

Payment of distributions

- 6.3 Any money payable in cash in respect of shares may be paid to the Shareholder in such manner as the Board determines, or to such other person and in such manner as the Shareholder may direct in writing.

No interest on dividends

- 6.4 No interest is payable by the Company on any dividend.

7. Company acquiring its own shares

Company may acquire its own shares

- 7.1 The Company may purchase or otherwise acquire shares issued by it which, subject to clause 7.2, shall be deemed to be cancelled immediately on acquisition.

Treasury stock

- 7.2 The Company may hold its own shares uncanceled but only in accordance with sections 67A, 67B and 67C of the Act.

8. Shareholder meetings

Annual meeting

- 8.1 Subject to clause 8.2, the Board must hold an annual shareholder meeting in accordance with section 120 of the Act.

- 8.2 No annual shareholder meeting need be called and held if:

- (a) everything required to be done at the meeting is done by written resolution in accordance with section 122 of the Act (resolution in lieu of meeting); or
- (b) there is nothing to be done at the meeting and the Board has resolved that it is in the interests of the Company to not hold the meeting, in accordance with the section 120(5) of the Act.

Special meetings

- 8.3 A special shareholder meeting:

- (a) may be called at any time by the Board; and

- (b) must be called by the Board on the written request of the Shareholder.

Proceedings at shareholder meetings

- 8.4 The provisions of the First Schedule to the Act as modified by this Constitution, including the rules set out in Schedule 1, govern proceedings at shareholder meetings.

9. Reporting Requirements

- 9.1 Subject to clause 9.2, within:

- (a) two months of the end of the first half of the financial year of the Company, the Board must deliver to the Shareholder a report on the Company's operations during that half-year which must include any information required to be included by the Statement of Intent; and
- (b) three months of the end of each financial year of the Company, the Board must deliver to the Shareholder, and make available to the public, a report on the Company's operations during that year which must include the information required to be included by:
 - (i) the Statement of Intent;
 - (ii) sections 68 and 69 of the LGA; and
 - (iii) the Act.

- 9.2 Nothing in this clause 9 requires the inclusion in any Statement of Intent, annual report, financial statement or half-yearly report required to be produced under this Constitution of any information that may be properly withheld if a request for that information was made under the Local Government Official Information and Meetings Act 1987.

10. Directors

Number of Directors

- 10.1 The number of Directors may be determined by Ordinary Resolution from time to time.

Appointment and removal

- 10.2 Subject to clauses 10.3 and 10.4, a person may be appointed (or reappointed) and removed as a Director at any time by Ordinary Resolution.

Term of Appointment

- 10.3 No person may be appointed as a Director for a term of more than three years.
- 10.4 No person may be a Director for more than 9 years (whether consecutive or not).

Appointment of Chairperson and Deputy Chairperson

- 10.5 The Shareholder may by Ordinary Resolution appoint a Chairperson and a Deputy Chairperson of the Board.
- 10.6 The Chairperson and Deputy Chairperson will hold office until:
- (a) they cease to be a Director of the Company; or
 - (b) they are removed from the office of Chairperson or Deputy Chairperson (as applicable) by an Ordinary Resolution.
- 10.7 If the Chairperson ceases to hold office, the Deputy Chairperson (if any) will hold office as Chairperson until such time as a new Chairperson is appointed by Ordinary Resolution.
- 10.8 In the event that no Chairperson or Deputy Chairperson is appointed under clause 10.5, the Board may appoint such of the Directors as it thinks fit to act as Chairperson and Deputy Chairperson (as applicable) until such time as new office holders are appointed.

Proceedings of the Board

- 10.9 The provisions of the Third Schedule to the Act as modified by this Constitution, including the rules set out in Schedule 2, govern proceedings at meetings of Directors.
- 10.10 A Director who abstains from voting is not presumed to have voted in favour of the relevant resolution of the Board.

Directors Duties

- 10.11 In addition to the duties set out in the Act, the Directors must assist the Company to meet its objectives and any other requirements set out in the Statement of Intent.

Indemnity and insurance of Directors and employees

- 10.12 The Company may indemnify and effect insurance in accordance with any part or all of section 162 of the Act provided that:
- (a) the Board must ensure that particulars of any indemnity given to, or insurance taken out for, any director, or employee of the Company are immediately entered in the interests register; and
 - (b) the Board may impose any conditions in relation to any indemnity or insurance if the conditions do not contravene the Act.
- 10.13 For the purposes of clause 10.12 "director" includes any former director, "employee" includes any former employee and "Company" includes any related company.

Disqualification of Directors

- 10.14 A person will be disqualified from holding the office of Director if he or she:
- (a) is or becomes disqualified from being a Director under any provision of the Act; or

- (b) dies; or
- (c) becomes a protected person under the Protection of Personal and Property Rights Act 1988; or
- (d) is an undischarged bankrupt.

Remuneration of Directors

- 10.15 The Board may not authorise any form of remuneration to be paid to a Director without approval by Special Resolution and unless such payment is made and authorised in accordance with the provisions of the Act.

Director may act in the Council's interests

- 10.16 At all times while the Company remains a Council-Controlled Organisation, a Director may, when exercising powers or performing duties as a Director, act in a manner which they believe is in the best interests of the Council, even though it may not be in the best interests of the Company.

11. Interests of Directors

Interested Directors

- 11.1 A Director must disclose particulars or any interest in a transaction or proposed transaction of the Company in accordance with section 140 of the Act.
- 11.2 As set out in section 139 of the Act, a Director is "interested" in a transaction to which the Company is a party if they:
- (a) are a party to the transaction or may derive a material financial benefit from it; or
 - (b) have a material interest in another party to the transaction; or
 - (c) are a director, officer or trustee of another party to the transaction; or
 - (d) are a director, officer or trustee of a person who may derive a material financial benefit from the transaction; or
 - (e) are a parent, child or spouse, civil union partner, or de facto partner of a person described in clause 11.2(a); or
 - (f) are otherwise directly or indirectly materially interested in the transaction.
- 11.3 A Director who is interested in a transaction entered into, or to be entered into, by the Company must not do any of the following:
- (a) vote on any matter relating to that transaction;
 - (b) sign a document relating to that transaction on behalf of the Company; or
 - (c) do any other thing in their capacity as a Director in relation to that transaction,

provided that a Director may vote, sign documents and otherwise do any other thing in their capacity as a Director with regard to any matter relating to the following:

- (d) any payment or other benefit of the kind referred to in section 161 of the Act in respect of that Director in accordance with clause 10.15;
- (e) the entry into an indemnity or insurance arrangement in respect of that Director in their capacity as a director of the Company in accordance with clause 10.12; or
- (f) transactions in which a Director is interested solely in their capacity as a director of a Subsidiary of the Company.

11.4 No prohibition under this clause 11 will prevent the attendance of a Director at a Board meeting from counting for quorum purposes.

12. Notices

Service

12.1 Notices may be served by the Company upon any Director or Shareholder, either by personal delivery, by electronic means, by posting it in a prepaid envelope or package addressed to the recipient at his or her last known address (or, in the case of a company, its registered office), or by facsimile to the facsimile telephone number of the recipient.

Time of service

12.2 Notices are deemed served at the following times:

- (a) when given personally, on delivery;
- (b) when sent by post (other than airmail) or document exchange, 3 business days after (but exclusive of) posting;
- (c) when sent by fax or email, at the time of transmission (subject to clause 12.4).

12.3 Any notice which has been served on a Saturday, Sunday or public holiday is deemed to be served on the first business day after that day.

12.4 A notice given:

- (a) by fax, is not deemed received unless (if receipt is disputed) the sender produces a fax transmission report of the device from which the transmission was made which evidences full transmission, free of errors, to the fax number of the recipient;
- (b) by email, is not deemed received unless (if receipt is disputed) the sender produces a printed copy of the email which evidences that the email was sent to the email address of the recipient.

13. Liquidation

13.1 If the Company is liquidated, the liquidator may, with the approval of the Shareholder and any other approval required by the Act:

- (a) distribute to the Shareholder in kind the whole or any part of the assets of the Company; and
- (b) vest the whole or any part of any such assets in trustees upon such trusts for the benefit of the persons so entitled as the liquidator thinks fit, but so that the Shareholder is not compelled to accept any shares or other securities on which there is any liability.

14. Methods of Contracting

- 14.1 A deed which is to be entered into by the Company may be signed on behalf of the Company by:
 - (a) two or more Directors;
 - (b) a Director, and any person authorised by the Board, whose signatures must be witnessed; or
 - (c) one or more attorneys appointed by the Company.
- 14.2 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 express or implied authority of the Company.
- 14.3 Any other obligation or contract may be entered into on behalf of the Company in writing or orally by a person acting under the express or implied authority of the Company.

Schedule 1 - Rules for Shareholder Meetings

1. Chairperson

- 1.1 If the Chairperson is present at the meeting, he or she must chair the meeting.
- 1.2 If there is no Chairperson or if the Chairperson is not present at the meeting within 15 minutes of the start time the Deputy Chairperson if present at the meeting will chair the meeting.
- 1.3 If there is no Deputy Chairperson, the Directors present may elect a chairperson for that meeting, failing which, the Shareholder present may elect a chairperson for that meeting.

2. Notice of meetings

- 2.1 The Shareholder and every Director and an auditor of the Company must be sent written notice of the time and place of the meeting at least 10 working days before the meeting.
- 2.2 The notice must state:
 - (a) the nature of the business to be discussed at the meeting in sufficient detail to enable the Shareholder to form a reasoned judgment in relation to it; and
 - (b) the text of any special resolution to be put to the meeting.
- 2.3 An irregularity in a notice of a meeting is waived if:
 - (a) the Shareholder attends the meeting without protest as to the irregularity; or
 - (b) if the Shareholder agrees to the waiver.
- 2.4 If a meeting is adjourned for 30 days or more, notice of the adjourned meeting must be given as in the case of an original meeting. It is not otherwise necessary to give any new notice for an adjourned meeting.
- 2.5 The accidental omission to give a notice of a meeting to, or the non-receipt of a notice of a meeting by, any person entitled to receive notice does not invalidate the proceedings at that meeting.

3. Methods of holding meetings

- 3.1 A shareholder meeting may be held either:
 - (a) at the place, date, and time appointed for the meeting; or
 - (b) by means of audio, or audio and visual, communication. The Shareholder participating must constitute a quorum and must all be able to simultaneously hear all participants throughout the meeting.

4. Quorum

- 4.1 No business may be transacted at a shareholder meeting if a quorum is not present.
- 4.2 A quorum for a shareholder meeting is present if the Shareholder or its proxy:
- (a) is present; or
 - (b) have completed postal votes (where permitted).
- 4.3 If a quorum is not present within the 30 minutes after the start time for the meeting:
- (a) if the meeting is called under section 121(b) of the Act, the meeting is dissolved;
 - (b) for any other meeting, the meeting is adjourned to:
 - (i) the same day in the following week at the same time and place, or
 - (ii) to a date, time and place to be fixed by the Directors.

5. Adjournments

- 5.1 The Chairperson:
- (a) may adjourn the meeting from time to time and from place to place, but no business can be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
 - (b) must adjourn the meeting as above if directed to do so by the meeting.

6. Voting

- 6.1 If a shareholder meeting is held under rule 3.1(a), unless a poll is demanded, voting at the meeting will be by:
- (a) voting by voice; or
 - (b) voting by show of hands.
- The Chairperson will decide which method is used.
- 6.2 If a shareholder meeting is held under rule 3.1(b), unless a poll is demanded, voting at the meeting will be by the Shareholder signifying its assent or dissent by voice.
- 6.3 A declaration by the Chairperson of the meeting that a resolution is carried by the necessary majority is conclusive evidence of that fact unless a poll is demanded.

7. Proxies and Postal Votes

- 7.1 The Shareholder has the right to appoint a Council representative as its proxy to attend and vote at shareholder meetings on its behalf. Any Council representative

so appointed is entitled to attend and be heard at shareholder meetings and to demand or join in demanding a poll, as if that Council representative was the Shareholder.

- 7.2 The Shareholder may not cast a postal vote at a Shareholders meeting unless the Board has previously authorised postal votes for that meeting in which case:

- (a) the notice of that meeting must state whether postal votes are authorised; and
- (b) postal voting must be carried out in accordance with clause 7 of the First Schedule to the Act.

8. Minutes

- 8.1 The Board must ensure that minutes are kept of all proceedings at shareholder meetings.
- 8.2 Minutes which have been signed correct by the Chairperson of the meeting are prima facie evidence of the proceedings.

9. Shareholder proposals

- 9.1 The Shareholder may give written notice to the Board of a matter the Shareholder proposes to raise for discussion or resolution at the next shareholder meeting. The provisions of clause 9 of the First Schedule of the Act apply to any notice given under this rule 9.1.
- 9.2 The Chairperson of a shareholder meeting will allow a reasonable opportunity for the Shareholder to question, discuss or comment on the management of the Company.

10. Other proceedings

- 10.1 Except as provided in this Schedule 1, and subject to this Constitution, a shareholder meeting may regulate its own procedure.

Schedule 2 - Rules for Board Proceedings**1. Notice of meeting**

- 1.1 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 this clause.
- 1.2 At least 2 days' notice of a meeting of the Board must be given to every Director who is in New Zealand. The notice must include the date, time and place of the meeting and the matters to be discussed.
- 1.3 An irregularity in the notice of the meeting is waived if all Directors attend the meeting without protest as to the irregularity or if all Directors entitled to receive notice of the meeting agree to the waiver.
- 1.4 Notice of a meeting may be given by any means, including by telephone. Notice given by a letter addressed to a Director at his or her last known residential address in New Zealand will be deemed to have been given on the next day after the letter is posted.

2. Method of holding meetings

- 2.1 A meeting of the Board may be held either:
 - (a) by a quorum of Directors gathered together at the place, date and time appointed for the meeting; or
 - (b) by means of audio, or audio and visual communication. The Directors participating must constitute a quorum and must all be able simultaneously hear each other throughout the meeting.

3. Quorum

- 3.1 A quorum for a meeting of Directors (the Board) is a majority of the Directors.
- 3.2 No business may be transacted at a meeting of Directors if a quorum is not present.

4. Voting

- 4.1 Every Director has one vote.
- 4.2 The Chairperson does not have a casting vote.
- 4.3 A resolution of the Board is passed if it is agreed to by all Directors present without dissent or if a majority of the votes cast on it are in favour of it.
- 4.4 Subject to clause 11 of this Constitution, a Director may vote in respect of any transaction in which the Director is interested and if the Director does so the Director's vote will be counted and the Director will be counted in the quorum present at the meeting.

5. Minutes

- 5.1 The Board must ensure minutes are kept of all proceedings at meetings of the Board.

6. Resolutions

- 6.1 A resolution in writing, signed or assented to by all Directors then entitled to receive notice of a Board meeting, is as valid and effective as if it had been passed at a meeting of the Board duly convened and held.
- 6.2 A resolution may consist of several documents (including facsimile or other similar means of communication) in like form each signed or assented to by one or more Directors.
- 6.3 A copy of all resolutions must be entered in the minute book of Board proceedings.

7. No notice to Directors outside New Zealand

- 7.1 It is not necessary to give notice of a meeting of the Board to any Director temporarily absent from New Zealand.

8. Other proceedings

- 8.1 Except as provided in this Schedule 2 and this Constitution, the Board may regulate its own procedure.

Special resolution

(Section 32(2) of the Companies Act 1993)

DUNEDIN CITY HOLDINGS LIMITED (Company)

Company number 559098

Date

Resolved that the Company:

- 1 revoke its existing constitution; and
 - 2 adopt the constitution attached to this resolution and marked "A",
- with effect from the date of this resolution.

Signed as a written resolution in accordance with section 122 of the Companies Act 1993:

Dunedin City Council

RESOLUTION TO EXCLUDE THE PUBLIC

That the Council excludes the public from the following part of the proceedings of this meeting (pursuant to the provisions of the Local Government Official Information and Meetings Act 1987) namely:

General subject of the matter to be considered	Reasons for passing this resolution in relation to each matter	Ground(s) under section 48(1) for the passing of this resolution	Reason for Confidentiality
C1 Chair Reappointments	S7(2)(a) The withholding of the information is necessary to protect the privacy of natural persons, including that of a deceased person.	S48(1)(a) The public conduct of the part of the meeting would be likely to result in the disclosure of information for which good reason for withholding exists under section 7.	This report is confidential because the appointment of a chair is made public once the appointee has been notified of the decision..
C2 Development of the Centre of Digital Excellence (CODE) Legal Entity	S7(2)(g) The withholding of the information is necessary to maintain legal professional privilege. S7(2)(h) The withholding of the information is necessary to enable the local authority to carry out, without prejudice or disadvantage, commercial activities. S7(2)(i) The withholding of the information is necessary to enable the local authority to carry on, without prejudice or disadvantage, negotiations (including commercial and	S48(1)(a) The public conduct of the part of the meeting would be likely to result in the disclosure of information for which good reason for withholding exists under section 7.	

	industrial negotiations).		
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This resolution is made in reliance on Section 48(1)(a) of the Local Government Official Information and Meetings Act 1987, and the particular interest or interests protected by Section 6 or Section 7 of that Act, or Section 6 or Section 7 or Section 9 of the Official Information Act 1982, as the case may require, which would be prejudiced by the holding of the whole or the relevant part of the proceedings of the meeting in public are as shown above after each item.

That Chris Ford (consultant) be permitted to remain at the meeting, after the public has been excluded, because of his knowledge of Item C2. This knowledge, which would be of assistance in relation to the matters discussed, was relevant because they would be reporting on the item under consideration.