

4. DIRECTORS ON TRANSWASTE BOARD

General Manager responsible:	General Manager City Environment
Officer responsible:	City Water and Waste Manager DDI 941-6231
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PURPOSE OF REPORT

1. The purpose of this report is to advise the Committee on the remaining terms for the four Committee appointed directors on the Transwaste Board and recommend extending the term of Mr Gerry Clemens.

BACKGROUND

2. In terms of Clause 9.1 of the Shareholders Agreement of Transwaste Canterbury Ltd the company has a board of eight directors, four appointed by Canterbury Waste Services Ltd (CWS) (Group A) and four appointed by the shareholding councils (Group B). All shareholder council rights in terms of Transwaste's Shareholders Agreement and Constitution are exercised through the Canterbury Landfill Joint Committee (CLJC), which as from 1 July 2006 is the successor to the Canterbury Waste Joint Committee and the Canterbury Waste Subcommittee.

3. Current CLJC directors and their terms are as follows:

Mr Denis O'Rourke to 17 September 2006
Mr Gerald Clemens to 17 September 2006
Mr Gil Cox to 18 March 2007
Councillor Robbie Brine 17 March 2008

4. The Committee's *Policy on Appointment and Remuneration of Directors Transwaste Canterbury Ltd* adopted 9 June 2003 is attached as Appendix A. Clause 5 provides for the appointment of two Councillor directors, one appointed from the three Christchurch City Council representatives, and one from the other remaining shareholder Council representative. In addition it also provides for the appointment of two external appointees with the emphasis being on the commercial skills that they will bring to represent the interests of the shareholder councils on the Transwaste board. Clause 5 also requires that CLJC as a whole will be responsible for the appointment of the one Councillor director representing the five shareholder Councils other than the CCC, while the Councillor director representing the CCC should be nominated by the three CCC representatives on the Committee.
5. With Mr O'Rourke's term terminating on 17 September 2006 the three CCC representatives are therefore to nominate the CCC's representative on the board in due course, and advise the Committee accordingly.
4. Mr Gerry Clemens' term as external director also expires on 17 September 2006, and it is recommended that his term be extended to 17 September 2009. He has indicated his availability.
5. Until June 2007 when Kate Valley landfill will have been operational for two years the chairmanship of the Transwaste board remains with one of the four directors appointed by the CLJC. By September 2006 the Committee will therefore need to appoint a new chairman for the period up to the June 2007. The position can be filled by either a councillor or external director. In terms of length of directorship and proven business skills it is recommended that consideration be given to appointing one of the external directors as chairman for the period up to when a Canterbury Waste Services Ltd director is appointed chairman of Transwaste.

STAFF RECOMMENDATION

It is recommended that Mr Gerry Clemens be reappointed as Transwaste director from 18 September 2006 to 17 September 2009.