

4. APPOINTMENT OF DIRECTOR – TRANSWASTE CANTERBURY LTD

General Manager responsible:	General Manager City Environment, DDI: 941 8608
Officer responsible:	City Water and Waste Manager
Author:	Zefanja Potgieter, Senior Resource Planner, Asset & Network Planning

PURPOSE OF REPORT

1. The purpose of this report is to recommend the reappointment of Mr Gerry Clemens as a director to Transwaste Canterbury Ltd (TCL) for a further period of three years.

BACKGROUND

2. Members will recall that at its meeting on 10 March 2008 the Committee resolved to extend the term of Mr Gerry Clemens to the date of the 2009 Annual General Meeting of TCL. Transwaste has advised that the AGM will be held in October 2009.
3. Mr Clemens has served as a director since his appointment on 31 March 1999. **Attachment 1** is a letter received from Mr Gill Cox, Chairperson of the Transwaste Board of Directors, in support of Mr Clemens being appointed for a further three years, being up to the 2012 AGM. Mr Clemens has been a particularly valuable member of the Transwaste Board and there are no reasons to replace Mr Clemens at this stage with a planned review of contracts to be addressed and implemented. In addition, Mr Clemens has specific knowledge of the land resource requirements of the company which need addressing in the next two years. The request for Mr Clemens' reappointment is also supported by the directors representing Transpacific Industries Ltd.
4. On 10 March 2008 the Committee adopted a revised policy on appointment and reimbursement of directors to TCL (**Attachment 2**). It requires inter alia that the Transwaste Chairperson be consulted, which has been done (see attached letter from Mr Cox). It also provides for the reappointment of a director for an additional period of three years following nine years of service in exceptional circumstances, therefore a tenure of a total of 12 years. Both Mr Cox and Mr Clemens were appointed on 31 March 1999 and Mr Cox's already approved current term expires on 8 June 2011, which takes it up to 12 years. Should the Committee support the appointment of Mr Clemens up to the 2012 AGM of Transwaste, which is supported by staff, it implies an agreed departure from the 12 year policy provision to a 13 year period, which the Committee is able to resolve at a formally convened meeting. It is recommended by staff that the Committee, as a matter of priority at a subsequent meeting, consider the issue of expiry of terms of appointment of experienced external directors.

STAFF RECOMMENDATION

It is recommended that Mr Gerry Clemens be re-appointed as director to the Transwaste Board of Directors up to the Company's Annual General Meeting in October 2012.