

12. APPOINTMENT OF DIRECTORS - TRANSWASTE CANTERBURY LTD

Officer responsible City Water and Waste Manager	Author Kevin Roche, DDI 371-1536
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The purpose of the report is to advise members of the Subcommittee of the position regarding the appointment of directors to Transwaste Canterbury Ltd and to seek guidance on the timing for the review of the existing directorships.

In terms of clause 9.1 of the shareholders agreement Transwaste Canterbury Ltd has a board of up to eight directors comprising four representatives appointed by Canterbury Waste Services (Group A directors) and four representatives appointed by the councils (designated as Group B directors). Clause 3(a)(iii) of the constituting agreement provides that the Canterbury Joint Standing Committee (and consequently the Canterbury Waste Subcommittee) appoints nominee directors to the board of the joint venture company.

Currently directors with their terms are as follows:

Councillor Denis O'Rourke from 17 March 1999 on the basis of the triennial cycle of local government elections

Ms Noeline Allan appointed 17 March 1999 on the basis of the triennial cycle of local government elections

Mr Gerald Clemens appointed from 17 March 1999 for a two year term to 17 March 2001 (term now expired)

Mr Gil Cox appointed from 17 March 1999 for a four year term to 17 March 2003

(Note: It was resolved at the meeting of the Canterbury Waste Subcommittee on 16 March 1999 that commercial directors were to be appointed in future on a four year term.)

As indicated above therefore it is appropriate for the Canterbury Waste Subcommittee to now review the appointment of the two nominee directors appointed by the councils and to review the appointment of the one external director whose term has now expired. Previously nominee directors were appointed on the basis of one representing the rural shareholder councils and one representing the Christchurch City Council.

In view of the fact that a final decision on the regional landfill site is not proposed to be made until February 2002 members may consider this matter should be left for decision at a later meeting of the Subcommittee.

Recommendation: For discussion.

Chairman's

Recommendation: That Councillors Denis O'Rourke and Bill Woods be appointed as nominee directors to the board of Transwaste Canterbury Ltd for the period to 17 March 2005, to replace Ms Noeline Allan, and Mr Gerald Clemens be appointed for a further four year term from 17 March 2001 to 17 March 2005.

(Note: In accordance with clauses 3(a)(iii), 5(b) and 11(a) of the constituting agreement only representatives of those councils holding shares in the joint venture company may vote on this issue.)