



**WHANGANUI
DISTRICT COUNCIL**
Te Kaunihera a Rohe o Whanganui

Iteration 3
Governance Manual
2022-25

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Introduction

This document sets out the Governance Structure by which Whanganui District Council:

- carries out its governance functions; and
- formally delegates its powers and responsibilities to committees and other decision-making bodies.

The Governance Structure is developed in accordance with the provisions and requirements of the Local Government Act 2002 and is based on the following governance principles:

- That there is as few governance levels as possible to enable efficient and effective exercise of delegated functions and powers.
- That the business of Council is transacted transparently and inclusively, whenever possible.
- That decisions are made once, not twice. A decision made by a committee under delegation from the Council has the same effect as if it were made by the Council itself.
- That each committee's powers are restricted to the areas of responsibility of that committee.
- That the Council and all committees exercise their powers and functions in accordance with the Local Government Act 2002, other applicable legislation and the Standing Orders.
- That a committee is not obliged to exercise a power or function delegated to it; where appropriate the power or function can be referred back to the Council for decision in consultation with the Mayor.
- That all members are expected to attend the meetings for which they are appointed members.

The Governance Structure for Whanganui District Council is adopted at the beginning of each triennium. It sets out in full the delegations to the committees and other decision-making bodies, as well as Council's appointments to other organisations.

The Governance Structure may also be reviewed and amended by the Council as necessary throughout the triennium.

Ambiguity and Conflict

For clarity, matters that are not delegated by the Council to a committee or another subordinate decision-making body, or to the Chief Executive or other Council officer, are to be determined by the Council.

In the event of uncertainty or dispute as to which committee is authorised to act in respect of a particular matter, due to ambiguity or conflict between the provisions of the Terms of Reference, the Chief Executive will prepare a written report on the matter for Council's consideration. The decision of Council will be final and binding.

Interpretation

Committee includes, for the Council:

- a. A committee comprising all the members of the Council;
- b. A standing committee or special committee ;
- c. A joint committee appointed under clause 30 of Schedule 7 of the Local Government Act 2002;
- d. Any subcommittee of a committee described in items (a) (b), or (c) above.

Quorum

The terms of reference for each committee contain the quorum required.

Where a committee contains members who are not elected representatives, those members are included in calculating the quorum and are counted towards the quorum when present. This reflects the expectation that appointed members will attend those committees to which they are appointed.

References to legislation in this Governance Structure includes amendments, re-enactments and substitutions, as well as any regulations made under that legislation.

Principles

Powers and delegation principles

- The Council and all committees exercise their powers and functions in accordance with the Local Government Act 2002, other applicable legislation and the Standing Orders
- There is clarity around scope and delegation of each Committee and each committee adheres to the agreed terms of reference
- A committee is not obliged to exercise a power or function delegated to it; where appropriate the power or function can be referred back to the Council for a decision, noting that this should be an exception not the norm.
- All Councillors should be involved in significant strategic and operational matters, but those matters not requiring the oversight of all Councillors should be delegated to smaller committees or other subordinate decision-makers
- All members are expected to attend the meetings for which they are appointed members
- Any member can attend any committee and have speaking rights even if they are not appointed to that committee

Decision-making principles

- A decision made by a committee under delegation from the Council has the same effect as if it was made by the Council
- Decisions are driven by evidence-based decision-making and data
- Decisions are to be made once only, unless new information becomes available that fundamentally alters the basis on which the original decision was made.
- Council decision-making to be transparent
- Facilitate community participation where required

Outcome focused principles

- Clear line of sight to delivery of outcomes that impact across at least one of the 4 well-beings
- Implementation by management is able to be achieved efficiently and effectively with resourcing implications being well considered.
- Clear hand-over from governance to management and reporting back mechanism from management to governance
- Strong mechanism for management execution of projects and initiatives
- Emphasis on strong debate, views and perspectives from all around committee table

Council & Committees

Council

Chairperson:	Mayor Tripe
Deputy Chairperson:	Deputy Mayor Cr Craig
Membership:	all other Councillors Rural Community Board Chair David Wells (speaking rights, not entitled to vote)
Meeting frequency:	Eight weekly – or as required
Quorum:	Half of the members (including vacancies)
ELT Lead:	Chief Executive

Terms of Reference

Subject to the other provisions of the Local Government Act 2002 the Council has “full capacity to carry on or undertake any activity or business, do any act, or enter into any transaction.

The Council can, generally, delegate these powers. There are certain powers that the Council cannot delegate and certain powers that the Council chooses not to delegate. These are set out below.

Powers that the Council cannot delegate:

1. The power to make a rate.
2. The power to make a bylaw.
3. The power to borrow money, or purchase or dispose of assets, other than in accordance with the Long-Term Plan.
4. The power to adopt a Long-Term Plan, Annual Plan, or Annual Report.
5. The power to appoint a Chief Executive.
6. The power to adopt policies required to be adopted and consulted on under the Local Government Act 2002 in association with the Long-term Plan or developed for the purpose of the local governance statement, including the Council’s Infrastructure Strategy.
7. The power to adopt a remuneration and employment policy.
8. The power to approve or amend the Council’s Standing Orders.
9. The power to approve or amend the Code of Conduct for elected members, and consider any recommendations made in relation to a complaint lodged under the Code.
10. The power to appoint (including terms of appointment) and discharge:
 - i. members (including chairpersons) of Council committees and subordinate decision-making bodies, subject to the Mayor’s powers under section 41A Local Government Act 2002; and
 - ii. representatives on outside organisations (including Council owned or controlled organisations) other than where the outside organisations have granted appointment rights to the Mayor or Chief Executive.
11. The power to establish a joint committee with another local authority or other public body, and appoint elected members as representatives on such committees or bodies.

12. The power to make the final decision on a recommendation from the Ombudsman where it is proposed that Council not accept the Ombudsman’s recommendation.
13. The power to approve or change the District Plan, or any part of that Plan, in accordance with the Resource Management Act 1991.
14. The power to amend or replace the delegations in Council’s Delegations Register (except where expressly permitted in the Delegations Register).

Powers that the Council chooses to retain:

15. To adopt an Annual Plan / Long Term document for consultation.
16. To hear and deliberate on Annual Plan / Long Term submissions.
17. To approve a proposed policy statement or plan under the Resource Management Act 1991.
18. To approve changes to boundaries of the District under the Resource Management Act 1991 or any other legislation.
19. In respect of District Plan decisions:
 - i. To appoint independent commissioners to a panel for hearings of a Proposed District Plan;
 - ii. To approve the recommendation of hearings commissioners on a proposed plan, plan change or variation (including private plan change); and
 - iii. To approve a proposed plan or a change to a district plan under Clause 17, Schedule 1 of the Resource Management Act 1991.
20. To adopt or amend the Council’s Leading Edge Strategy, Long Term Plan, Annual Plan, Significance and Engagement Policy, Whanganui District Plan, Economic Development Strategy, and Infrastructure Strategy.
21. To approve investments in accordance with Council policy that exceed the Chief Executive’s delegations and/or as recommended by the Council Controlled Organisations and Economic Development Committee.
22. To approve governance decisions in respect of economic development aligned with Council’s strategies, policies and plans, which exceed the Chief Executive’s delegations and/or as recommended by the Council Controlled Organisations and Economic Development Committee.
23. To approve decisions on Council’s investments and funding arrangements with external bodies (including the Local Government Funding Agency) in accordance with Council policy and applicable legislation and/or as recommended by the Council Controlled Organisations and Economic Development Committee.
24. Any issue, proposal or decision that meets three or more of the criteria in the Significance and Engagement Policy to determine significance (refer to section 7.1 in the Policy) must be recommended to Council for consideration and, if appropriate, approval.
25. To approve Council's recommendation to the Remuneration Authority for the remuneration of elected members.
26. To approve the Triennial Agreement.
27. To approve decisions required to be made by a local authority under the Local Electoral Act 2001, including the appointment of an electoral officer and reviewing representation arrangements.

28. To approve any changes to the nature and delegations of any Council committees or subordinate-decision making bodies.
29. To approve the Local Governance Statement.
30. To consider any matters referred to it from any of its committees or other decision-making bodies.
31. To oversee the Council's relationship with mana whenua.

For clarity, the Council will exercise all functions, powers and responsibilities that are not delegated to any other decision-making body or person.

General Provisions for Committees

The following general provisions will apply, as appropriate, to all delegated decision-making.

General limitation

1. The work of the committees will, generally, be in accordance with the priorities and work programme set by the Council.
2. Committees will have all powers necessary to perform their responsibilities, in accordance with Long Term Plan and Annual Plan budgets.

Consultation and engagement

Where community engagement or consultation is undertaken committees will:

1. Ensure appropriate, effective and transparent engagement with the community, mana whenua and other stakeholders.
2. Conduct any public engagement (including a special consultative procedure) required on issues before the committee, in accordance with Council's Significance and Engagement Policy, Local Government Act 2002 or other applicable legislation.
3. Receive and consider valid petitions, and make any recommendations or decisions (within the committee's delegations) in relation to such petitions.
4. Receive and consider presentations and reports from stakeholders, government departments, organisations and interest groups on development and wellbeing issues and opportunities within the District.

Community Board

1. Committees will consider and make decisions on recommendations from the Rural Community Board that fall within the committee's terms of reference.

Other

Committees will:

1. Consider and make decisions which are within the Chief Executive's delegations, and which the Chief Executive has referred to the committee for decision making.
2. Consider and make decisions on matters that fall within a committee's terms of reference that are outside the delegations to the Chief Executive or other Council staff.
3. Request the Chief Executive to provide any reports that are necessary to respond to significant or compliance issues, or to complete the agreed programme of Council.
4. Make recommendations to the Council or other committees (in relation to decisions that fall outside the committee's decision making powers but fall within that other committee's or the Council's powers).
5. Exercise their powers in accordance with the principles and obligations Council has under the relationship agreements with Hapū, Iwi and managed Iwi Organisations.

Strategy & Policy Committee

Reports to:	Council
Chairperson:	Cr Joblin
Deputy Co-Chairs:	Crs Brown and Melser
Membership:	Mayor Tripe, Deputy Mayor Cr Craig, all other Councillors, and Rural Community Board member Julian Bailey (speaking rights, not entitled to vote)
Meeting frequency:	Eight-weekly
Quorum:	Half of the members (including vacancies)
ELT Lead:	Deputy Chief Executive

Purpose:

The Committee is responsible for:

- Setting the broad vision and direction of the District, determining specific outcomes that need to be met to deliver on that vision, and developing strategies, plans and policies to achieve those goals.
- Developing and recommending bylaws to the Council for approval.
- Guiding the development and growth of the District through land use, transport, and infrastructure to meet the current and future needs of the District. This includes responsibility for:
 - the District Plan (other than those matters reserved for Council).
 - the Resource Management Act and other relevant planning legislation;
 - water supply, stormwater and wastewater;
 - waste management;
 - asset management plans;
 - parks and reserves;
 - cemeteries;
 - oversight of Council’s involvement in central government strategies, plans or initiatives that impact the District’s future land use and infrastructure;
 - climate change response and resilience;
 - urban, rural and waterfront development;
 - roading, parking and other transport assets;
- Overseeing the work of the Regulatory Hearings Committee.
- Ensuring decisions are made with the appropriate level of participation from, and engagement with, the Rural Community Board, mana whenua and the wider community.

The Strategy & Policy Committee has the following Terms of Reference and is delegated the following powers:

General

1. To develop and approve the statement of proposal for new or amended strategies, plans, policies, and approve new or amended strategies, plans, and policies for consultation and community engagement.
2. To hear and decide on the adoption, amendment or revocation of all strategies, plans and policies, except those which the Council cannot delegate or chooses to retain (see Council terms of reference, above).
3. To appoint external members to the Regulatory Hearings Committee, either through establishing a panel of external members or on an ad-hoc basis, to provide skills, attributes and/or knowledge that will assist the work of that committee.

Bylaws

1. To develop and approve the statement of proposal for new or amended bylaws and approve new or amended bylaws for consultation and community engagement.
2. To hear and consider submissions on bylaws.
3. To recommend to the Council new or amended bylaws for adoption.

District Plan

1. To review and approve for formal notification (under Schedule 1 of the Resource Management Act 1991) a proposed district plan, a proposed change to the District Plan, or a variation to a proposed plan or proposed plan change (excluding any plan change notified under clause 25(2)(a), Schedule 1 of the Resource Management Act 1991)
2. To make the following decisions to facilitate the administration of plan changes, variations, designation and heritage order processes:
 - i. To decide whether a decision of a Requiring Authority or Heritage Protection Authority will be appealed to the Environment Court and authorise the resolution of any such appeal, provided such decisions are consistent with professional advice.
 - ii. To consider and approve Council submissions on a proposed plan, plan changes, and variations.
 - iii. To monitor the private plan change process.
 - iv. To accept, adopt or reject private plan change applications under clause 25, Schedule 1, Resource Management Act 1991.

Other resource management issues

1. Under Section 34(1) of the Resource Management Act 1991, to exercise all of the Council's functions, powers and duties under that Act, except the functions, powers and duties:
 - i. that cannot be delegated or that are otherwise retained by the Council (see Council terms of reference, above); or
 - ii. that have been expressly delegated to other Council committees, other subordinate decision-making bodies, or staff.
2. To make decisions on environmental management and sustainability within the District.

Infrastructure, Development and Reserves

1. To provide governance advice on the development and implementation of growth and development strategies, land use, and spatial plans in line with national policy requirements.
2. For all Council-owned land that is either open space under the District Plan, or reserve under the Reserves Act 1977:
 - i. To approve draft reserve management plans for consultation and community engagement.
 - ii. To hear submissions and adopt or amend reserve management plans.
 - iii. To adopt names for reserves (subject to appropriate community engagement or consultation).
3. To approve development agreements, other than unfunded agreements which the Committee will review and, if appropriate, recommend to Council for approval.
4. To provide direction on Council's regional alliances, plans and forums for joint infrastructure and shared services.
5. To approve criteria for prioritising projects for an upcoming Long Term Plan or Annual Plan.
6. To consider, and make recommendations to the Council in relation to, the schedule of prioritised future projects presented to it by the Projects & Grants Committee.

Submissions and legislation:

1. To approve submissions to outside organisations, and on legislation and regulatory proposals.

Note:

- *The following process can be used in the event that a submission cannot be considered by the Committee prior to the due date for submission:*

Staff will circulate the submission to all Councillors for their approval, providing a minimum of 48 hours for them to review of the submission.

Councillors will confirm by written response whether they approve the submission or whether they have any feedback on the submission. If no feedback or response is received then it is presumed to be approved.

Staff will then consider all feedback and make amendments to the submission in consultation with the Chief Executive.

Once the submission has been finalised and all feedback has been incorporated where possible, the Mayor or the Deputy Mayor along with the Chief Executive may approve the submission as final.

Any submission approved via this process must be presented to the next Strategy & Policy Committee meeting for noting.
- *If a submission is of a technical and operational nature the submission can be approved by the Chief Executive (in consultation with the Mayor) and presented to the next Strategy & Policy Committee meeting for noting.*

Operations & Performance Committee

Reports to:	Council
Chairperson:	Cr Duncan
Deputy Chairperson:	Cr Law
Membership:	Mayor Tripe, Deputy Mayor Cr Craig, all other Councillors, and Rural Community Board member Michael Dick (speaking rights, not entitled to vote)
Meeting frequency:	Eight-weekly
Quorum:	Half of the members (including vacancies)
ELT Leads:	General Manager - Community and Customer Experience General Manager - Community Property and Places

Purpose

The Operations & Performance Committee is responsible for oversight and monitoring of the implementation of the Council's strategy and the organisation's operational performance (both financial and non-financial) against the Long Term Plan and Annual Plan.

This includes:

- Providing direction on issues relating to external funding agencies, including the Local Government Funding Agency issues.
- Procurement and tendering (other than for those matters expressly reserved by Council or delegated to other committees or the Chief Executive).
- Health and safety due diligence and other related matters
- Community and customer service delivery, including community development, activities and events.
- Advancing the wellbeing of the District's communities.
- Civil defence and emergency management.

Note

- *The Strategy & Policy Committee makes all decisions in relation to the development of strategies, plans and policies. The Operations & Performance Committee may recommend amendments to Council's strategies, plans and policies to the Strategy & Policy Committee.*

The Operations & Performance Committee has the following Terms of Reference and is delegated the following powers:

General

1. To monitor and review the implementation of adopted strategies, plans and policies.
2. To monitor governance issues on regional and cross-border matters.
3. To receive quarterly activity updates from the Whanganui Rural Community Board, Safer Whanganui Group, Positive Aging Group, and Welcoming Communities Group.

Finance

1. To monitor performance against the Council's Financial Strategy.
2. To monitor Council's treasury management against its treasury policies, including funding and investment arrangements with external parties (e.g. the New Zealand Local Government Funding Agency).
3. To monitor and oversee the delivery of Council's non-financial performance against the Long Term Plan and Annual Plan.

To approve expenditure within the Long Term Plan or Annual Plan, that aligns with the Council's Financial Strategy, and that exceeds the Chief Executive's delegation.

4. To approve alterations and transfers within the provisional programme of capital works within the Long-Term Plan and Annual Plan, subject to:
 - the overall scope of the programme remaining unchanged and
 - the programme remaining within overall budget.
5. To approve the process for making decisions where additional operational or capital expenditure, or deferred capital expenditure, is required. **For clarity, the Committee's delegation is restricted to approving the process only.**
6. To review the Annual Report and recommend its adoption to the Council.
7. To approve insurance arrangements that exceed the Chief Executive's delegations.
8. To approve contractual and other arrangements for the purchase and supply of goods and services, and revenue-generating contracts, that exceed the Chief Executive's delegations, but exclude contracts or arrangements that are reserved for the Council or another committee's approval.
9. To approve rating issues where these exceed the delegated authority of staff, or are an appeal against staff decisions. For clarity, this excludes decisions that are required, by law, to be made by the Council (see Council terms of reference, above).
10. To approve the writing-off of debts owed to the Council that exceed staff delegations.

Infrastructure

Subject to appropriate community engagement or consultation, to:

1. Approve proposed changes to current road names in the District.
2. Approve any proposal to stop or close any road.
3. Approve any traffic regulatory measures, including under the Parking Bylaw and Parking Controls.

Property and Reserves

1. To approve the acquisition or disposal (including by way of lease or easement) of property owned or administered by the Council (including land that is either open space under the District Plan, or reserve under the Reserves Act 1977), where such acquisition or disposal is in conformity with the Long Term Plan or Annual Plan but exceeds the Chief Executive's delegation.
2. To make decisions in respect of the acquisition or construction of new recreational and community facilities and amenities in accordance with the Long Term Plan or Annual Plan.
3. To make any non- significant decision under a reserve management plan that has not been delegated to the Chief Executive.
4. Recommend to Council for approval anything that would change the ownership of such land.

Note

- *Where any decision has a significant impact under a management plan the Committee will make a recommendation to the Council for approval.*

Community and culture

1. To approve funding for existing recreational and community facilities and amenities in accordance with the Long Term Plan and Annual Plan, which exceeds the Chief Executive's delegations.

Health and safety

1. Governance oversight of the systems and processes in place to manage the Council's compliance with health & safety legislation.

Civil defence and emergency management

1. To monitor the performance of the District's civil defence and emergency management response against the Council's requirements under the Civil Defence and Emergency Management Act 2002 including:
 - i. implementation of Government requirements; and
 - ii. co-ordination with, and receiving reports from, the National Emergency Management Agency.

Other delegations

1. To exercise all of the Council's functions, powers and duties under legislation (including Council bylaws) in relation to operational matters that are not significant within the Long Term Plan or Annual Plan, except the functions, powers and duties:

- i. that cannot be delegated by law, or that are otherwise retained by the Council under its terms of reference (see above); or
 - ii. expressly delegated to other Council committees, subordinate decision-making bodies, the Chief Executive, or staff.
2. To oversee and monitor the work of Council’s District Licensing Committee.

Note

- *Review and monitoring reporting to the Committee will typically be on a ‘by exceptions’ basis (i.e. only reporting on issues that fall outside of what was originally approved or planned). This will be supplemented with a programme of “deep-dive” updates that cycle across the different functions and services of the Council.*

Council Controlled Organisations & Economic Development Committee

Reports to:	Council
Chairperson:	Paul Bayly (Independent Chair)
Deputy Chairperson:	Mayor Andrew Tripe
Membership:	Andrew Turner (Independent member), Deputy Mayor Cr Helen Craig, Cr Kate Joblin, Cr Jenny Duncan, Cr Glenda Brown
Meeting frequency:	Eight-weekly, or as required.
Quorum:	4 (including vacancies)
ELT Lead:	Chief Executive

Purpose

The purpose of the CCO & Economic Development Committee (CCO & ED) is to seek new and manage Council's investments to create non-rate revenue in line with Council's Leading Edge Strategy, Economic Development Strategy, Property Portfolio Investment Plan, and Investment Policy.

This includes:

- Provide governance oversight and performance monitoring of Council's CCOs and CCTOs, economic development and commercial investments.
- Recommend to the Council commercial investment activities to deliver sustainable long-term commercial returns.
- Recommend to the Council on economic development activities to deliver sustainable long-term economic growth.
- Undertake due diligence on business opportunities, reviewing of business cases, and make recommendations to Council.

Note

- *The Committee's responsibilities include both the Council's statutory role and its role as shareholder of CCOs.*
- *The Committee's responsibilities include both the Council's statutory role and its role as shareholder of CCTOs.*

For clarity, this committee will have oversight over GasNet Ltd, an energy company under the Energy Companies Act 1992, in the same manner as it does over Council's CCOs/CCTOs.

The CCO & ED Committee has the following Terms of Reference and is delegated the following powers:

CCOs and CCTOs:

1. Set expectations for the rate of return and risk appetite for each CCO/CCTO
2. Set expectations outlining the Council's key priorities and direction for each CCO/CCTO
3. Receive and provide feedback on statements of intent from each CCO/CCTO
4. Recommend to the Council any decision to approve proposed director appointments to CCO/CCTO boards; and determine remuneration for directors where empowered to do so.

5. Recommend to the Council any proposed decision to approve major transactions of CCOs for approval.
6. Exercise the powers of a shareholder in regard to decisions of any CCO/CCTO that is required to be made by ordinary resolution.
7. Recommend to Council any decision of any CCO/CCTO that is required to be made by special resolution.
8. Recommend to the Council any decision to approve any proposal to establish, wind-up or dispose of any holding in, a CCO.
9. Advise and recommend to Council any proposal to establish, wind-up or dispose of any holding in a CCO/CCTO.
10. To undertake any reviews of CCOs approve CCO changes to governance arrangements and consider any issues regarding CCOs .
11. Undertake any review of CCOs/CCTOs and provide advice to the Council on changes to governance arrangements and issue regarding CCOs/CCTOs.
12. Engagement with CCOs to provide the members of the Committee, and each CCO's board and chief executive, the opportunity to discuss issues that have the potential to impact a CCOs funding or strategic outlook.
13. Discuss issues that have the potential impact a CCO's/CCTOs funding or strategic outlook.

Economic Development

1. To make governance recommendations to the Council in respect of and monitor economic development aligned with the Council's strategies, policies and plans, which exceed the Chief Executive's delegations.
2. To monitor performance against the Council's Economic Development Strategy through quarterly reporting.

Investments

1. To make governance recommendations to the Council, in respect of and monitor investments aligned with Council's strategies, policies and plans, which exceed the Chief Executive's delegations.
2. To make investment recommendations to the Council in accordance with Council policy that exceed the Chief Executive's delegations.
3. To monitor and make recommendations to the Council on its investments and funding arrangements with its CCOs in accordance with Council policy and applicable legislation.

Note

- *Committee members must be impartial and independent at all times, treating all information received as a member with appropriate confidentiality (as required).*
- *It is anticipated that non-members of the Committee will have speaking rights.*
- *Independent members will be appointed for an initial period not exceeding three years, after which they will be eligible for extension or re-appointment after a formal performance review, provided they have not already served two terms on the committee.*

Risk & Assurance Committee

Reports to:	Council
Chairperson:	Independent Chair Susan Kosmala
Deputy Chairperson:	Cr Joblin
Membership:	Mayor Tripe, Crs Duncan, Chandulal-Mackay, Oskam, Law, and independent member Mike Timmer
Meeting frequency:	No less than quarterly, with other meetings as required.
Quorum:	Half of the members (including vacancies)
ELT Lead:	Chief Executive or Chief Financial Officer

Purpose:

The Risk & Assurance Committee is responsible for providing objective advice and recommendations to the Council on the adequacy and functioning of the Council's risk management and assurance framework and external reporting. This includes ensuring that the Council:

- operates with a robust internal control framework and risk management systems, processes and procedures.
- has effective risk management and robust financial controls in place for significant projects.
- complies with applicable legislation, standards, policies, and best practice guidelines for local government.
- maintains the independence and effectiveness of its internal audit processes;
- maintains controls to safeguard its financial and non-financial assets.

The Risk & Assurance Committee has the following Terms of Reference and is delegated the following powers:

Risk Management

1. To monitor and review:
 - i. the Council's risk management framework and Strategic Risk Register to effectively identify and manage financial, non-financial and emerging risks in line with the Council's risk appetite
 - ii. business continuity planning arrangements, including whether disaster recovery plans have been tested periodically;
2. To undertake periodic in-depth reviews of specific, significant risks.
3. To review the risk appetite and recommend any changes to Council

Internal and Fraud Control Framework

1. To review and monitor whether management’s approach to maintaining an effective internal control framework is sound and effective. In particular, the Committee has the responsibility to:
 - i. review procedures under the Protected Disclosures (Protection of Whistleblowers) Act 2022.
 - ii. review procedures and policies in relation to the prevention, detection, reporting and investigation of fraud and corruption.
 - iii. review and monitor Council’s policies and processes to manage conflicts of interest.
 - iv. review systems to manage legislative compliance.
2. To review the adequacy and effectiveness of Council's health and safety programme and cybersecurity programme.

Note:

- *The Committee may recommend changes to policies to Council or the Strategy & Policy Committee, as appropriate.*

Insurance

1. To review Council’s insurance arrangements, including the terms of annual insurance contracts.
2. To monitor risks associated with the Council’s insurance function, including the Council’s annual insurance contract to ensure that the Council has appropriate and affordable insurance coverage in place.

Treasury

1. To monitor Council’s Treasury policies and any risks associated with the Council’s treasury requirements.

Internal Audit

1. To recommend to the Council the engagement of the internal auditor (out-sourced)
2. With the Chief Executive, to agree on the scope of the annual internal audit work plan, having regard to Council’s risk framework, and Internal Audit Charter and recommend the plan to the Council for approval.
3. To monitor the coordination of audit programmes conducted by the internal and external auditors and other review functions.
4. To review all audit reports and provide direction to the Council on significant issues identified in audit reports and action taken on issues raised, including identification and implementation of good practice.
5. To monitor management’s implementation of the internal auditor’s recommendations.

External Audit

1. To engage with Council's external auditors regarding the external audit work programme and agree the proposed terms and arrangements of the external audit (including error and materiality levels).
2. To review the effectiveness of the external audit work programme (including the Long Term Plan and Annual Report audits).
3. To monitor management's implementation of external auditor's recommendations, including the implementation of external audit recommendations concerning internal accounting controls and other matters.

External Reporting

1. To review the appropriateness of the Council's existing accounting policies and principles and recommend any proposed changes in line with applicable New Zealand and international accounting standards and legislative requirements.
2. To review Council's financial statements, provide direction (including whether appropriate action has been taken in response to audit recommendations and adjustments) and recommend their adoption by the Council. In particular, the Committee will:
 - I. satisfy itself that the financial statements are supported by appropriate management sign-off on the statements and on the adequacy of the systems of internal controls;
 - II. review the processes in place designed to ensure that financial information included in the annual report is consistent with the signed financial statements.

Council Controlled Organisations

3. To consider and provide direction on any CCO matters referred to the Committee by other Council committees.
4. To enquire and monitor to ensure adequate processes at a governance level exist to identify and manage risks within a CCO. Where an identified risk may impact on the Council, the Committee will ensure that all affected bodies and staff are aware of, and appropriately managing, the relevant risk.

Other matters

5. To act as a forum for communication between management, and internal and external auditors.
6. To conduct special investigations in accordance with Council policy and approved budget or in response to material matters raised by staff or committee members.

General

7. The Committee may make recommendations to the Council, a Council committee and/or the Chief Executive, as appropriate.
8. The Committee may request expert external advice, where necessary, through the Chief Executive within budget and the Committee's terms of reference.

Review of Terms of Reference

The Committee will review its terms of reference at least once a year and make any recommendations for change to the Council.

Note:

Membership

- *Committee members must be impartial and independent at all times, treating all information received as a member with appropriate confidentiality (as required).*
- *Independent members will be appointed for an initial period not exceeding three years, after which they will be eligible for extension or re-appointment after a formal performance review, provided they have not already served two terms on the committee.*
- *The members, taken collectively, will have a broad range of skills and experience relevant to the operations of the council. At least one member of the committee should have accounting or related financial management experience, with an understanding of accounting and auditing standards in a public sector/local government environment. Members should also have familiarity with risk management approaches.*

Attendance at meetings

- *The Chief Executive, Executive Leadership Team members, the Risk Manager and internal and external audit representatives will generally attend each meeting. Other Council staff, or other suitably qualified persons with interest or expertise in special topics, may attend committee meetings or be present for certain agenda items.*
- *The committee should meet separately with both the internal and external auditors at least once a year.*

Reporting

The Committee should review its own performance annually. The review should include:

- *a summary of the work the committee performed to discharge its responsibilities during the preceding year and how it has contributed to the Council's governance and strategic objectives; and*
- *a summary of the Whanganui District Council's progress in addressing the findings and recommendations made in internal and external audit reports, and the Auditor-General's reports as derived from the Organisational Improvement Register (if applicable).*
- *The Committee may, at any time, report to the Chief Executive or the Council on any other matter it considers of sufficient importance to do so. In addition, at any time an individual committee member may request a meeting with the Chief Executive or the Council.*

Projects & Grants Committee

Reports to:	Council
Co-Chairs:	Crs Vinsen and Chandulal-Mackay
Deputy Chairperson:	Cr Baker-Hogan
Membership:	Mayor Tripe, Deputy Mayor Cr Craig, Crs Anderson, Melser, Brown, Duncan, Joblin, Oskam, and Fallen. Rural Community Board member (speaking rights, not entitled to vote)
Meeting frequency:	Eight-weekly, or as required
Quorum:	6 (including vacancies)
ELT Lead:	Deputy Chief Executive

Presiding Member

The Projects & Grants Committee will have two Co-Chairs appointed by the Mayor.

Each Co-Chair shall preside on an alternate basis. If a Co-Chair is absent from a meeting at which they are scheduled to be the presiding member, the other Co-Chair shall preside at the meeting.

The Deputy Chair shall preside for matters relating to the allocation of grants that the Committee has delegated responsibility.

Purpose

The purpose of the Projects & Grants Committee (P & G) is to:

- Consider project ideas via a point of entry business case in accordance with the Council's project management framework.
- Consider detailed business cases once they move past the point of entry business case stage
- Prioritise detailed business cases in accordance with criteria approved by the Strategy & Policy Committee
- Oversee the governance oversight of Tier 1 and high Tier 2 projects.
- Consider and approve specified grant applications.
- Receive update reports from the Elected Member portfolio holders and portfolio lead.

The **Projects & Grants Committee** has the following Terms of Reference and is delegated the following powers:

Projects

1. Consider point of entry and detailed business cases or project briefs in accordance with Council's project management framework.

2. Approve business cases or programmes of work that are to be considered for funding as part of the next Long Term Plan or Annual Plan, in accordance with criteria set by the Strategy & Policy Committee.
3. Receive a schedule of point of entry business cases prioritised in accordance with criteria set by the Strategy & Policy Committee in line with Council's Long-Term Plan and Annual Plan planning cycles.
4. Recommend changes to the criteria for prioritising projects set by the Strategy & Policy Committee.
5. Recommend proposed projects (including community-led initiatives), to the Council for consideration in accordance with the Council's strategies, plans and policies.
6. Review the progress of the Council's programme of projects on an annual basis.
7. Provide governance oversight of significant project delivery, such as those classified as Tier 1 and complex or high-risk Tier 2 projects through regular project status reporting by project managers
8. Provide governance oversight of all projects within the Council's portfolio of projects through 6 monthly dashboards reports that capture on project scope, timelines, budget, and exceptions.
9. Evaluate completed significant projects, such as those classified as Tier 1 and high Tier 2 projects, against expected outcomes.
10. Receive reports on opportunities for continuous improvement of the project management framework and project delivery methodology.

Note:

- *The Project & Grants Committee's terms of reference and delegations apply to all future projects that exceed the Chief Executive's delegations. The Chief Executive may refer an issue or project within his delegation to the committee for its consideration.*
- *The Project & Grants Committee does not decide on the funding of any future project, which will be determined as part of the Council's next Long Term Plan or Annual Plan (as appropriate) should a business case be approved.*

Grants

1. To consider and decide on officer recommendations for the allocation of grants or funds including the performance and impact from any previous funding rounds, from the following funds:
 - Community Contracts Funding Scheme
 - Events Fund;and any other grants or funds that the Council may establish and delegate responsibility to this Committee.

Note:

- ***Community Contracts Funding Scheme and Events Fund applicants will present their application to officers before an officer recommendation is put forward to the Projects & Grants Committee.***
2. To set the funding criteria, monitor performance, impact and the use of grants or funding through half-yearly reporting for the following funds:
 - Heritage Grant Fund
 - Waste Levy

- Public Art Fund
- Sport and Recreation Facilities Fund

Note:

*Approval of funding applications for the **Heritage Grant Fund, Public Art Fund, Waste Levy, and Sport and Recreation Facilities Fund** is delegated to the Chief Executive. Approval will be based on the recommendations of technical officers, or where in place, the associated funding panel.*

3. To monitor approved and funded projects in accordance with Council policy until project completion.
4. To co-opt external mana whenua and/or community representatives for a specific Committee meeting where:
 - i. this is necessary to comply with the terms of a fund (including a strategy, plan, policy or guide in relation to that fund); or
 - ii. this is appropriate for effective and good decision-making in relation to the matters to be considered by the Committee,

and where such persons to be co-opted have the skills, attributes, or knowledge that will assist the work of the Committee.

5. To assist in the promotion of grants or funds to the District's communities.
6. To provide the Council with an annual summary of grants/funds allocated.

Note:

- *The Projects & Grants Committee's consideration of, and decisions on, the allocation of grants or funds must:*
 - *comply with any Council strategy, plan, policy, or guidelines associated with that specific grant or fund; and*
 - *funding budgeted for a specific fund or grant must only be used for that fund or grant – i.e. funds cannot be allocated from a Fund or Grant for the benefit of another Fund or Grant.*
- *The Projects & Grants Committee does not administer, or make decisions in relation to, the Creative Communities Scheme, which is governed in partnership between Whanganui District Council and Creative New Zealand.*

Community Portfolios

1. Receive quarterly community portfolio updates prepared and presented by the Community Portfolio Lead.

Chief Executive’s Performance Review Committee

Reports to:	Council
Chairperson:	Cr Duncan
Membership:	Mayor Tripe, Crs Joblin, Chandulal-Mackay, and Brown
Meeting frequency:	As required, at least 3 times each calendar year.
Quorum:	Majority (half+1) of members (including vacancies)

Purpose

The Chief Executive’s Performance Review Committee has the responsibility, on behalf of the Council, to undertake the Chief Executive’s performance review and make recommendations to Council on matters relating to the employment of the Chief Executive.

The Chief Executive’s Performance Review Committee has the following Terms of Reference and is delegated the following powers:

- To undertake any recruitment and selection process for a Chief Executive (but see **Note** below).
- To agree with the Chief Executive his or her annual performance objectives.
- To review progress against the annual performance objectives, provide feedback, ongoing monitoring and agree to any modifications to the annual performance objectives with the Chief Executive.
- To conduct the performance review required in the employment agreement between the Council and the Chief Executive.
- To undertake the annual remuneration review and make recommendations to Council regarding the Chief Executive’s remuneration.
- To represent the Council in regard to any issues which may arise in respect to the Chief Executive’s job description, agreement, performance objectives or other similar matters (including disciplinary or performance issues).
- To conduct and complete a review of employment under clause 35 schedule 7 Local Government Act 2002 and make a recommendation to Council as to continued appointment or vacancy under clause 34 schedule 7 Local Government Act 2002.

Note:

- *The decision to appoint or dismiss the Chief Executive must be made by Council.*

Independent Support

The Committee can be supported by an independent consultant, mutually agreed by the Council and the Chief Executive. The independent consultant will attend all the committee meetings but will not have any voting rights.

Regulatory Hearings Committee

Reports to:	Strategy & Policy Committee
Co-Chairperson:	Cr Brown, and Melser
Membership:	Mayor Tripe, Crs Chandulal-Mackay, Oskam, and Anderson
Meeting frequency:	As and when required
Quorum:	A panel of three members to be appointed for each hearing.
ELT Lead:	Deputy Chief Executive

Purpose

- To conduct fair and effective hearings and make determinations on the Council's regulatory functions under legislation and other matters as referred to the Committee.
- To recommend to the Council or relevant Council committee any matters that it considers necessary to enable the effective management of the Council's regulatory functions.

The Regulatory Hearings Committee has the following Terms of Reference and is delegated the following powers:

To hear and determine any statutory or regulatory hearings under relevant legislation unless otherwise delegated or retained by the Council, including (but without limitation):

- objections under the Dog Control Act 1996;
- matters under the Impounding Act 1955;
- matters regarding drainage and works on private land under the Local Government Act 1974 and Local Government Act 2002;
- matters regarding residential pools under the Building Act 2004.
- matters regarding road stopping or closures.

To hear and determine matters arising under Council bylaws and policies, including applications for dispensation from compliance with the requirements of bylaws or policies, unless such matters are otherwise delegated by Council.

To hear and determine other matters that require hearings or submissions, as referred to the Committee by the Council or other Committees.

To establish and amend hearings protocols relating to the general conduct of hearings and hearings-related matters in accordance with the applicable legislation and the principles of administrative law and natural justice.

Note:

- *The Committee may request expert advice through the Chief Executive when necessary, within budget and the Committee’s terms of reference.*
- *The General Manager of Community & Customer Experience, in consultation with the Chairperson of the Committee, is delegated the power to determine the composition of any hearings panel to be convened under the Committee’s terms of reference; and*

Emergency Committee

Reports to:	Council
Chairperson:	Mayor Tripe
Deputy Chairperson:	Deputy Mayor Cr Craig
Membership:	Cr Joblin – Chairperson – Strategy & Policy Committee Cr Duncan – Chairperson – Operations & Performance Committee Crs Chandulal-Mackay & Vinsen – Co-Chairpersons – Projects & Grants Committee
Meeting frequency:	As required
Quorum:	Three members.
ELT Lead:	Chief Executive

Purpose:

The Emergency Committee is to determine matters within the authority of Council, Council committees or other decision-making bodies (except the Risk & Assurance Committee) where an urgent decision is required and a full meeting of Council cannot be convened in time for any reason.

The Committee is to be convened only in a situation that the person calling the meeting considers to be an emergency.

The Emergency Committee has the following Terms of Reference and is delegated the following powers:

To exercise all the powers, responsibilities and duties of the Council, Council committees or subcommittees (excluding the Audit & Risk Committee) except for those that:

1. Have been delegated to staff; and
2. Cannot be delegated pursuant to clause 32, Schedule 7 of the Local Government Act 2020, or under any other legislation.

Note:

- *An Emergency Committee meeting can be called by the Chief Executive or Mayor if a Council meeting cannot be convened, on providing at least 24 hours' notice.*
- *Emergency Committee agendas and minutes will be circulated to all Councillors.*
- *For clarity, Councillors who are not members of the Emergency Committee may attend an Emergency Committee meeting, but cannot participate in voting.*

District Licensing Committee

Reports to:	Council
Chairperson:	Stuart Hylton, District Licensing Commissioner
Deputy Chairperson:	Mayor Tripe
Members:	List appointees
Meeting frequency:	As required
Quorum:	Three members (but see Note below)

Purpose

To administer the Council's alcohol licensing obligations and responsibilities as determined by the Sale and Supply of Alcohol Act 2012 ('the Act').

Terms of Reference:

1. To consider and determine applications for licences and manager's certificates
2. To consider and determine applications for renewal of licences and manager's certificates
3. To consider and determine applications for temporary authority to carry on the sale and supply of alcohol in accordance with certain requirements.
4. To consider and determine applications for the variation, suspension, or cancellation of special licences.
5. To consider and determine applications for the variation of licences (other than special licences).
6. With the leave of the chairperson of the Alcohol Regulatory and Licensing Authority ('the licensing authority'), to refer applications to the licensing authority.
7. To conduct inquiries and to make reports as may be required of it by the licensing authority.
8. Other functions conferred on the District Licensing Committee by the Act or other legislation.

The Committee has the following statutory powers to act:

- To make decisions on applications and renewals for licences and manager's certificates in accordance with its terms of reference, the Act and other relevant legislation.

Other delegations:

- The Chairperson of the District Licensing Committee, in consultation with the Secretary of the District Licensing Committee, is delegated the power to appoint members to the District Licensing Committee from the approved list of members for any specific hearing.

Note:

- *In respect of an application for a licence or manager’s certificate, or renewal of such licence(s) or certificate(s), where no objection has been filed and no matters of opposition have been raised under section 103, 129, or 141, of the Sale and Supply of Alcohol Act 2012, the **quorum is 1** and that person must be the Chairperson.*
- *The Committee may request expert advice through the Chief Executive when necessary.*
- *The Secretary of the District Licensing Committee will prepare a quarterly report to the Operations & Performance Committee on the proceedings and operations of the District Licensing Committee.*

Rural Community Board

Chairperson:	David Wells
Deputy Chairperson:	Julian Bailey
Membership:	Grant Skilton, Bill Ashworth, Michael Dick, Jenny Tamakehu, Brian Doughty, Crs Fallen, and Craig
Meeting frequency:	[Six weekly]
Quorum:	Majority (half+1) of members (including vacancies)
Senior Officer:	Democracy Services Manager

Role

The Rural Community Board is a statutory unincorporated body pursuant to the Local Government Act 2002.

The role of a community board is to:

- represent and act as an advocate for the interests of its community
- consider and report on all matters referred to it by the Council, or any matter of interest or concern to the community board
- maintain an overview of services provided by the territorial authority within the community
- prepare an annual submission to the Council for expenditure within the community
- communicate with community organisations and special interest groups within the community and undertake any other responsibilities that are delegated to it by the Council.
- Undertake any other responsibilities that are delegated to it by the Council.

Note:

- *The Council will consult with the Board on issues that impact on the board's area and allow sufficient time for the board's comments to be considered before a decision is made.*

The Community Board is delegated the following powers to act:

- To facilitate the Council's consultation and engagement with local residents and community groups on local issues and local aspects of citywide issues including input into the Long-term Plan, Annual Plan, policies, strategies, and bylaws that impact on the board's area
- To engage with Council staff on local issues and levels of service, including infrastructural, recreational, community services and parks and gardens matters.
- To make submissions (as a community board) to any organisation, including Council, relating to matters of interest to the board in respect of the board's area (a copy of any such submission is to be given to the Council's chief executive).

Note

- *Any Board submissions to organisations other than Council must clearly state that it does not necessarily reflect the position of Council.*
- To develop and adopt a strategic community plan, and monitor the implementation of the plan.
- To represent the interests of the community at Council, a Council committee or other decision-making body when a report relates to a matter that the board considers of particular interest to the residents within its community.
- To consider and decide on officer recommendations for the allocation of grants or funds allocated by Council to the Board for specific purposes, in accordance with any relevant policy.
- To consider matters referred to it by staff, the Council, its committees or other decision-making bodies, including reports relating to the provision of council services within the Board's area, and make submissions or recommendations in response to those matters as appropriate. This will include:
 - monitoring and keeping the Council informed of community aspirations and the level of satisfaction with services provided
 - providing input to the Council's Long-term and Annual Plans
 - providing input to proposed District Plan changes that impact on the Board's area
 - providing input to Council's strategies, policies and plans
 - providing input to bylaw changes that impact on the Board's area.
 - providing input (whether from the full Board, a committee of the board, or a nominated board member/s) to staff on the following matters:
 - i. local road work priorities
 - ii. traffic management issues (such as traffic calming measures, pedestrian crossing, street lighting, etc.)
 - iii. street facilities management (such as taxi stands, bus stops, bicycle stands, etc.)
 - iv. the emergency management needs of the area, including the appointment of emergency centre coordinators
 - The final decision on matters set out above will be made by Council, Council committees or staff (as appropriate) acting under their respective delegated authority.
- To provide quarterly reports on the activities of the community board to the Operations & Performance Committee.

Appointments

To support information sharing and encourage engagement with the Rural Community Board, the Council will appoint a representative of the Board to each of the following committees:

- Strategy & Policy Committee (speaking rights, not entitled to vote)
- Operations & Performance Committee (speaking rights, not entitled to vote)

In addition, a representative of the community board will have speaking rights at Council

Iwi Working Parties and Co-Governance Bodies

Whanganui District Council has entered into agreements with various local runanga and iwi groups in the district and may enter into additional agreements in future. These agreements sometimes create working parties which provide an opportunity for collaboration and information sharing between the Council and representatives of their agreement partners.

These groups will operate under the terms defined in the relevant relationship agreements.

When entering the Treaty of Waitangi settlements, the Crown sometimes establishes governance bodies, to which Council may have appointment rights. These bodies determine their own processes and procedures.

Current Working Parties

Tūpoho

Tamaupoko Link

Current Co-Governance Bodies

Te Kōpuka

Te Karewao

Ngā Wai Tōtā o Te Waiū

Change Log			
Version	Author	CNCL Resolution date	Changes made
	Anna Palamountain	CNCL/2023/17 Council 20 June 2023	Danny Jonas Appointed to Sport & Recreation Advisory Group
	Anna Palamountain	CNCL/2023/19 Council 20 June 2023	Cr Peter Oskam Appointed Sustainability & Waste Advisory Group
	Anna Palamountain	CNCL/2024/1 Council 7 May 2024	CCO & ED Committee Paul Bayly was appointed as an Independent Member and Chair and Andrew Turner as Independent Member
Iteration 3	Anna Palamountain	CNCL/2024/2 Council 25 July 2024	Changes because of Mayors Mid- term Governance Review