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# Great South Joint Shareholders Committee

## OPEN MINUTES

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Minutes of a meeting of Great South Joint Shareholders Committee held in the Great South, 143 Spey Street, Invercargill on Thursday, 3 April 2025 at 9:00 am (9:00 am – 10:28 am).

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### **PRESENT**

#### **A class shareholders**

Rob Scott, Mayor Southland District Council (Chair)  
Ben Bell, Mayor, Gore District Council  
Nobby Clark, Mayor, Invercargill City Council  
Nicol Horrell, Chair, Environment Southland

#### **Member**

Jackie Flutey, Chief Executive Officer, Community Trust South  
Sheree Carey, Chief Executive Officer, Southland Chamber of Commerce

### **MEMBER APOLOGIES**

Chris Ramsay, Chief Executive, Invercargill Licensing Trust

### **IN ATTENDANCE**

Ian Collier, Board Chair, Great South,  
Chami Abeysinghe, Chief Executive, Great South  
Suzanne Hotton, General Manager Finance, IT and Facilities, Great South  
Trudie Hurst, Group Manager Community Engagement and Corporate Services, Invercargill City Council  
Vibhuti Chopra, Group Manager Strategy and Partnerships, Southland District Council  
Marcus Roy, Policy and Government Manager, Environment Southland  
Megan Seator, Policy Advisor, Southland Mayoral Forum  
Michal Gray, Democracy Advisor, Southland District Council

**1 Apologies**

Apologies were received from Chris Ramsay.

Moved Mayor Clark, seconded Member Flutey and **resolved:**

**That the Great South Joint Shareholders Committee accept the apology.**

There were no apologies.

**2 Leave of absence**

There were no requests for leave of absence.

**3 Conflict of Interest**

There were no conflicts of interest declared.

**4 Extraordinary/Urgent Items**

There were no Extraordinary/Urgent items.

**5 Confirmation of Council Minutes**

**Resolution**

Moved Mayor Clark, seconded Member Horrell

**That the Great South Joint Shareholders Committee confirms the minutes of the meeting held on 14 February 2025 as a true and correct record of that meeting.**

**Reports**

**7.1 Great South update**

**Record No: R/25/3/14109**

Chami Abeysinghe, Chief Executive, Great South presented this update.

Ms Abeysinghe particularly highlighted the successful bid from the Regional Tourism Boost fund and the recently completed Q2 updates to the Council shareholders.

**Resolution**

Moved Mayor Scott, seconded Member Flutey **and resolved:**

**That the Great South Joint Shareholders Committee:**

- a) **receives the report titled “Great South update”.**

**7.2 Process review**

**Record No: R/25/3/13480**

The purpose of the report was to provide the Great South Joint Shareholders Committee with options for simplifying the director appointments process and letter of expectation and statement of intent process for Great South’s Statement of Intent 2026/2027.

The Committee made minor changes to the director appointments process and provided feedback on the statement of intent process, that workshops should be held with all shareholders leading in to the preparation of a draft LOE.

**Resolution**

Moved Member Horrell, seconded Mayor Bell **and resolved:**

**That the Great South Joint Shareholders Committee:**

- a) **receives the report titled “Process review”.**
- b) **determines that this matter or decision be recognised as not significant in terms of Section 76 of the Local Government Act 2002.**
- c) **determines that it has complied with the decision-making provisions of the Local Government Act 2002 to the extent necessary in relation to this decision; and in accordance with Section 79 of the act determines that it does not require further information, further assessment of options or further analysis of costs and benefits or advantages and disadvantages prior to making a decision on this matter.**
- d) **adopts the process outlined in the Directors Appointments Process as amended and attached to the minutes for appointment of directors of Great South made during this triennium.**
- e) **notes the process flow chart for the Great South Statement of Intent 2026/2027 contained in Attachment B and provides feedback to staff.**

**7.3 Great South Director terms expiring on 30 June 2025**

**Record No: R/25/3/13478**

The purpose of the report was for the Great South Joint Shareholders Committee (JSC) to make decisions on the number of director vacancies and how those vacancies will be filled.

After a discussion the members suggested that the report is left to lay on the table while the board completes a skills and experience self-assessment.

**Resolution**

Moved Mayor Scott, seconded Mayor Clark **and resolved:**

**That the Great South Joint Shareholders Committee:**

- a) receives the report titled “Great South Director terms expiring on 30 June 2025” and resolves that it be left to lay on the table.**

The meeting concluded at 10:28

CONFIRMED AS A TRUE AND CORRECT RECORD AT A  
MEETING OF THE GREAT SOUTH JOINT  
SHAREHOLDERS COMMITTEE HELD ON 3 April 2025

**DATE:**.....

**CHAIRPERSON:**.....

## **Proposed director appointment process for 2025**

### **Term of appointment**

Directors are appointed for a three-year term. Directors can apply for reappointment at the end of their term. Reappointments exceeding a continuous nine years are generally discouraged. Applications for reappointment will be considered on a case-by-case basis and the director should have no expectation of reappointment.

### **Appointment process**

When a director vacancy arises on the board the following process will be applied:

1. The JSC will decide whether or not to advertise the vacancy and in making this decision it will consider:
  - the costs of any advertising and selection process
  - the urgency of the appointment
  - the known availability of qualified candidates
  - whether reappointment is proposed and it is appropriate that they be considered for reappointment.
2. The JSC will select an appointments panel of up to four members with at least two from members from the A class shareholder representatives on the JSC and one from B class shareholder representatives on the JSC. The appointments panel can also include chairperson of board or any person with particular knowledge or skills that would be beneficial to selection.
3. The JSC may itself complete any or all of the steps outlined below that are otherwise assigned to the appointments panel.
4. The appointments panel will identify the specific skills and experience required for the director vacancy taking the following factors into account:
  - the mix of skills and experience on the board (using the directors skills and experience matrix contained in Schedule 1)
  - encouraging diversity
  - the objectives of Great South as described in the SOI
5. The appointments panel will consider applications, conduct interviews and make recommendations to the JSC of suitable candidates based on the skills and experience required of the director vacancy.
6. The JSC by a majority vote of the shareholder representatives approve the appointment of the proposed directors.

### **Additional guidance when reappointments are considered**

Where a reappointment is being considered the JSC or appointments panel may decide that it is not necessary to interview the incumbent seeking reappointment.

Where reappointment is being considered the JSC will have particular regard to whether reappointment of the incumbent will match the governance requirements of GS (including succession planning) and is appropriate given the mix of skills now on the board.

### Conflict of interest

Appointments panel members and applicants must declare any potential conflicts of interests and the appointments panel will consider whether appointment is appropriate.

### Appointment of the chair

When a director who is also appointed as chairperson is seeking reappointment the process will apply to their reappointment as director.

## Schedule 1

### Directors skills and experience matrix

The table below lists the collective skills required of the board with an indication of whether they are essential or desired skills.

Skill Area	Description	Essential or desired
Strategy and planning	Experience in developing and implementing long-term strategic plans, particularly in context of the strategic objectives of Great South.	Essential
Economic Development Knowledge	Understanding of regional and national economic development trends, policies and strategies.	Essential
Governance, Risk and Compliance	Understanding of corporate governance principles and processes	Essential
	Ability to identify, assess and manage key risks to in a wide range of areas including financial, legal and regulatory compliance.	Essential
Financial Performance	Knowledge of financial principles, budgeting, and performance analysis. Proficiency in interpreting financial statements and budgets.	Essential
Shareholder and Stakeholder relations	Proven ability to engage with shareholders, stakeholders, including government bodies, private sector, iwi and community groups	Essential
Tikanga Māori	Understanding and knowledge of tikanga Māori	Essential

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**03 April 2025**

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Skill Area	Description	Essential or desired
Commercialisation and Emerging Technologies	Experience as an owner/operator of a business, capital raise and capital investments, use of technologies for business growth	Desired
Public sector experience	Familiarity with the workings of local or regional government including funding mechanisms, policies and regulatory frameworks.	Desired