

Upper Lakes Catchment Action Plan Governance Group (UL CAP GG) Terms of Reference – DRAFT

Adoption Note: The Upper Lakes Catchment Action Plan Governance Group (UL CAP GG) will review and may propose edits to this Terms of Reference (ToR). The final version will be agreed and adopted by the UL CAP GG at its first meeting.

Access the Upper Lakes Catchment Action Plan at upper-lakes-orc.nz.hub.arcgis.com

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Preamble

The Upper Lakes Catchment Action Plan Governance Group (UL CAP GG) has been formed to support and oversee delivery of the Upper Lakes Catchment Action Plan (UL CAP). The UL CAP reflects a collaborative effort between community, mana whenua, and the Otago Regional Council (ORC) to identify shared priorities and actions for the health of the Upper Lakes environment.

This Terms of Reference sets out the role, structure, and operating principles of the UL CAP GG. It is intended to provide clear guidance for the group’s establishment and functioning, while supporting a collaborative, respectful, and action-focused approach to implementation. The document also recognises the importance of mana whenua partnership, collective leadership, and adaptive learning over time.

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Glossary

Aukaha – Consultancy owned by Kāi Tahu ki Otago papatipu rūnaka that provides environmental and planning advice and represents rūnaka interests.

CAP Community – Individuals who have registered to be involved in the Upper Lakes Catchment Action Plan (UL CAP) but are not Members of the UL CAP GG. CAP Community participants may attend meetings, contribute to discussions, and support implementation activities, but do not have decision-making rights and are not counted toward quorum.

Chairperson(s) – The individual or individuals elected by the UL CAP GG to lead the group. The Chairperson(s) are responsible for facilitating meetings, guiding group processes, supporting membership management, and ensuring the UL CAP GG operates in line with this Terms of Reference.

ICM (Integrated Catchment Management) – An Otago Regional Council (ORC) approach that brings together community, mana whenua, science, and stakeholders to improve environmental and community outcomes across whole catchments (ki uta ki tai). The ICM Programme supports the development and implementation of Catchment Action Plans.

ICM Governance Board – Integrated Catchment Management Governance Board – an ORC-run board of three councillors and mana whenua representatives, providing oversight to the ICM programme.

Mana Whenua – Māori with ancestral authority and responsibilities for land and resources in a particular area through whakapapa (genealogy).

Mātauraka Māori – Māori knowledge and understanding, including cultural, environmental, and traditional wisdom.

Member(s) – Individuals who have been approved to participate in the UL CAP GG, have agreed to this Terms of Reference, and are part of the quorum and decision-making processes.

Meeting – A scheduled gathering of the UL CAP GG, either in person or online, where Members come together to discuss, plan, make decisions, and progress implementation of the UL CAP. Meetings contribute to quorum and formal decision-making.

ORC – Otago Regional Council

Papatipu Rūnaka – Local sub-tribal authorities within Ngāi Tahu, each holding mana whenua and representing their people within their takiwā (area).

QLDC – Queenstown Lakes District Council

Rakatirataka – The authority and leadership exercised by mana whenua over their lands, waters, and natural resources.

Representative Member(s) – Members who participate in the UL CAP GG in a formal representative capacity on behalf of a specific organisation or group (e.g., mana whenua, ORC councillor, QLDC councillor). Where more than one person represents the same organisation, they collectively hold one vote.

Rūnaka – A tribal council or assembly representing local hapū or whānau of Ngāi Tahu.

Te Ao Marama Inc – Consultancy owned by Ngāi Tahu ki Murihiku papatipu rūnaka that provides environmental and cultural advice and represents rūnaka interests.

Te Ao Māori – The Māori worldview, which recognises the interconnectedness of people, nature, and the spiritual world.

ToR – Terms of Reference

UL CAP – Upper Lakes Catchment Action Plan

UL CAP GG – Upper Lakes Catchment Action Plan Governance Group

UL ICG – Upper Lakes Catchment Action Plan Integrated Catchment Group

1. Purpose

The Upper Lakes Catchment Action Plan Governance Group (UL CAP GG) oversees delivery of the Upper Lakes Catchment Action Plan (UL CAP).

The UL CAP was co-developed by the Queenstown Lakes District community and mana whenua, in partnership with the Otago Regional Council (ORC), through the Upper Lakes CAP Integrated Catchment Group (UL ICG). The [UL CAP](#) outlines **13 Strategies** addressing environmental pressures across the Queenstown Lakes District over a 10-year timeframe.

The UL CAP GG is an independent group, which is supported by ORC.

The UL CAP GG is not a delegated decision-making body of the ORC nor a committee under the Local Government Act 2002.

The UL CAP GG's purpose is to support and monitor implementation of the UL CAP through collaboration and collective action.

The key activities of the UL CAP GG include:

- Prioritising strategies and actions;
- Establishing and supporting sub-groups to deliver projects;
- Supporting funding applications; and
- Developing annual work plans.

2. Responsibilities

The UL CAP GG is responsible for:

- Providing direction and decision-making for UL CAP delivery;
- Participating in and supporting strategy sub-groups;
- Monitoring and reporting on project progress;
- Liaising with ORC and technical experts;
- Participating in the 18-month health check and 5-year review;
- Reporting annually to the ORC Council; and
- Communicating progress and achievements to the community.
- Additional activities may include:
 - Applying for project funding; and
 - Supporting sub-groups with reporting and funding requirements.

3. Membership of the UL CAP GG

3.1 Becoming a Member/Membership

- Membership is open throughout the year and applications may be accepted by the Chairperson(s) for consideration at any time,
- To apply to become a member, a membership application form needs to be completed. The form, which is included as **appendix 1**
- Members must agree to the Terms of Reference when applying and before participating.
- Applications are screened by the Chairperson(s) and Membership approved by Members at the next meeting after the application is received.
 - **If an application is accepted:** The applicant becomes a Member of the UL CAP GG and may participate in Meetings and decision-making from that point onward.
 - **If an application is not accepted:** The applicant will be informed of the outcome by the Chairperson(s). The UL CAP GG may, at its discretion, provide feedback and/or invite the applicant to participate as part of the CAP Community. Applicants may reapply at a later date.

3.2 Composition

- Membership will consist of volunteers from the UL ICG and other community members with relevant experience and connections to the 13 Strategies.
- There will be 12 to 16 Members, unless otherwise agreed.
- Representative roles are: Mana Whenua Representative roles (up to 7 Rūnaka), an Otago Regional Councillor Representative, and a Queenstown Lakes District Council (QLDC) Councillor Representative.
- Non-Representative Members firstly act for their communities and themselves – recognising the skillset they bring, and secondly act for their organisation or employer.
- Where more than one person attends on behalf of a Representative Member (for example there are two QLDC Councillors) their vote is counted together, as one vote toward an outcome.
- Representative Members, including elected members, must clearly distinguish between their UL CAP GG role and external organisational responsibilities when conflicts arise.

3.3 Term and Membership Management

- Membership is for 24 months, after which it may be reconfirmed.
- Members may request a shorter term with the Chairperson.
- Members may resign at any time by notifying the Chairperson(s).
- **Removal of Members:** A Member may be removed by the UL CAP GG where there is a reasonable basis, including but not limited to:
 - Failure to attend three consecutive Meetings without notice;
 - Behaviour inconsistent with the expectations set out in this Terms of Reference; or
 - Failure to act in good faith or constructively as part of the group.
 - Any proposed removal will be discussed by the Chairperson(s), with the Member given an opportunity to respond.
 - A decision to remove a Member will be made by consensus where possible, or by a simple majority if required.
- If membership exceeds 20 or drops below 10, the Chair must notify ORC staff and the ICM WG for guidance.

3.4 Participation

- Membership is dynamic. Members are expected to attend meetings and engage and involve others as needed.
- CAP Community, additional attendees or observers may attend meetings, be engaged, involved, participate or advise but they unless they are Members they do not form part of the quorum.

4. Quorum

- A Meeting quorum is half the current Membership plus one (e.g., eight members if there are a total of 15).
- Members may attend a Meeting online and if they do so, their attendance online counts toward the quorum.
- If there is no quorum for a meeting, the meeting is to be adjourned or rescheduled. The meeting time may still be used by attendees for informal discussion and organising.

5. Decision-Making

Decisions will be made where there is a quorum and by consensus (broad agreement with no strong objection).

- If no mana whenua Representative (or delegate) is present, best efforts must be made following the meeting (in-person, phone call or email) to discuss any decisions with mana whenua representative(s).

If consensus cannot be reached:

- A vote may be held, requiring a simple majority;
- In the event of a tie, further discussion will occur to seek consensus;
- Votes may be delayed to allow community or rūnaka consultation.
- The Chairperson(s) may seek support from the ICM WG (or equivalent) where consensus has not been reached.

6. Mana Whenua Representation

The UL CAP GG recognises mana whenua as partners under Te Tiriti o Waitangi / the Treaty of Waitangi. The hapū with mana whenua in the Upper Lakes area affiliate to seven papatipu rūnaka across Kāi Tahu ki Otago and Ngāi Tahu ki Murihiku.

Mana whenua representation is organised by Kāi Tahu ki Otago and Ngāi Tahu ki Murihiku through Aukaha and Te Ao Marama Inc.

Role of Mana Whenua Representatives:

- Embed Kāi Tahu values and aspirations in UL CAP GG work;
- Ensure mātauraka and Te Ao Māori perspectives; and
- Provide rūnaka guidance and updates as required.

Mana whenua Representatives may bring other rūnaka members as observers and advisors as needed.

If a mana whenua Representative cannot attend a Meeting, they may nominate a delegate who represents mana whenua and whose attendance shall count towards a quorum.

Mana whenua Representatives may choose to agree to this ToR or produce an alternative document guided by their rūnaka, a copy of which should be provided to the UL CAP GG Chairperson(s) and the ICM WG.

7. ORC Support

The ORC commits to supporting the UL CAP GG as part of ORC Long Term Plan 2021-2031's Integrated Catchment Management (ICM) Programme, by:

- Coordinating meetings, agendas, and invitations;
- Arranging and funding venues, and providing online options;
- Taking meeting minutes and producing summaries and actions;
- Providing expert advice from within ORC;
- Maintaining the online GIS Hub or similar web-based presence (upper-lakes-orcnz.hub.arcgis.com);
- Providing support to the Chairperson(s) to resolve any procedural queries or disputes; and
- Providing support to manage any potential conflicts of interest;
- Coordinating 18-month and 5-year reviews.

Additional support may be requested from ORC by the UL CAP GG via the Chairperson(s). Any request for additional support will be considered by ORC and the ICM WG based upon resourcing and capacity. After 24 months the level of support will be reviewed to ensure it is aligned with evolving UL CAP GG needs.

8. Member Conduct and Criteria

Members should be able to:

- Commit to in-person or online meetings every two months or at least quarterly;
- Listen and communicate respectfully and clearly;
- Seek common ground and focus on solutions;
- Be constructive, open-minded, and practical; and
- Participate actively in discussions and decision making (if appropriate).

9. Chairperson(s) and Spokesperson

The UL CAP GG is to elect a Chairperson or Chairpersons, and may choose to assign a spokesperson

The Chairperson or Chairpersons role is/are to:

- Lead and motivate the UL CAP GG to prioritise and achieve objectives within resources available to it;
- Chair and guide fair and inclusive Meetings and group processes;
- Foster respect, open-mindedness, and group learning;
- Oversee membership processes, including maintaining a current record of Members and managing applications, approvals, and any membership changes in line with this Terms of Reference;
- Identify and manage risks within the UL CAP GG;

- Facilitate discussion support the resolution of issues and disputes within the UL CAP GG, with unresolved matters being referred to the ICM GB (or equivalent) for advice; and
- Ensure compliance with this ToR.

The Spokesperson role is optional, and may be filled by the UL CAP GG if they choose to. This Spokesperson may be a Member or a person outside of the UL CAP GG, and will be appointed by agreement of the UL CAP GG. This Spokesperson's role is to:

- Ensure all media statements on behalf of the UL CAP GG are agreed in advance with the Chairperson(s)
- Act as the primary public voice of the UL CAP GG
- Represent the UL CAP GG in media, public forums, and stakeholder engagements
- Communicate agreed positions and key messages on behalf of the UL CAP GG
- Ensure communications align with the UL CAP, agreed priorities, and UL CAP GG decisions
- Refer sensitive, complex, or contentious matters to the Chairperson(s) and/or the UL CAP GG before commenting

Members may communicate with their own communities, organisations, and networks about UL CAP activities, but must clearly distinguish when they are speaking in a personal capacity and when speaking on behalf of the UL CAP GG. Only the Spokesperson, or a person agreed by the UL CAP GG or Chairperson(s), may speak on behalf of the UL CAP GG as a whole.

10. Conflict of Interest

- Members must inform the Chairperson(s) of any actual, potential, or perceived conflicts of interest (including financial, organisational, political, governance, or personal interests) and how they propose they will be managed.
- Conflicts of interest may be declared in writing (e.g. via the membership form or email) and/or verbally at the start of a Meeting or when an item arises, and will be recorded.
- A conflict of interest register will be maintained by the Chairperson(s) and kept up to date.
- Conflicts of interest must be considered by the Chairperson(s), who together with the UL CAP GG will decide on management steps and/or seek support and advice from the ICM GB if needed.

- Where appropriate, a Member may be asked to step back from discussion and/or decision-making on the relevant item.
- Where funding, project prioritisation, or decisions involving direct benefit to a Member or their represented organisation are concerned, additional conflict management steps (including abstaining from voting) may be required.
- Representative Members, including elected members, must clearly distinguish between their UL CAP GG role and external organisational responsibilities when conflicts arise.
- Conflicts of interest and their proposed management steps must be recorded in the membership applications and/or Meeting records, and kept up to date via the Chairperson.

11. Review of the UL CAP

The UL CAP follows an adaptive management approach, recognising that knowledge evolves and learning informs future actions. The plan draws from science, mātauraka Māori, local and community knowledge.

Review Milestones

- 18-month Health Check: Early assessment of progress, identifying strategies on track, delayed, or needing support.
- 5-year Evaluation Review: A comprehensive mid-term review assessing progress, success, and revisiting underlying assumptions and strategies.

The UL CAP GG will participate actively in both reviews.

12. Review of the Terms of Reference

- This ToR will be reviewed annually or more often to ensure it remains current and effective.
- The Chairperson(s) will lead the review of the ToR, with ORC staff support (including ORC Legal Team and ICM GB) if required.

Appendix 1: Upper Lakes CAP Governance Group (UL CAP GG) Membership form DRAFT

The Upper Lakes Catchment Action Plan Governance Group (UL CAP GG) oversees and supports delivery of the Upper Lakes Catchment Action Plan (Upper Lakes CAP).

The Upper Lakes CAP was developed collaboratively by the Upper Lakes community and mana whenua in partnership with the Otago Regional Council (ORC).

UL CAP GG Members help guide, monitor, and support implementation of the Upper Lakes CAP's **13 strategies**, which aim to protect and enhance the environment and natural resources of the Upper Lakes area.

In applying for membership of the UL CAP GG please provide your form to ICM@ORC.govt.nz who will forward it to the UL CAP GG Chairperson(s) for consideration, and approval (as appropriate).

1. Applicant information

Full name:

Organisation(s)/employer(s):

Iwi affiliation(s) (if any):

Postal address:

Email:

Phone:

WhatsApp:

Preferred way to be contacted (tick all that apply): Email Phone call Text WhatsApp

2. Relevant experience and skills

Please describe your experience, interests, or skills relevant to the Upper Lakes CAP

3. Connection to the Upper Lakes area

Please describe your connection to the Upper Lakes CAP area (the QLDC area)

4. Meeting commitment

I understand that I Members commit to participate for a 24-month term, attending Meetings every two months or quarterly.

I agree to participate for a 24-month term.

Please indicate how you plan to attend meetings:

In person Online Sometimes online / sometimes in person

5. Conflicts of interest

Having a conflict of interest does not prevent Membership, but it allows the UL CAP GG to manage conflict of interest situations appropriately — for example, by ensuring conflicted Member participation in certain decisions is managed appropriately.

Conflicts may include (but are not limited to):

- Employment or board membership likely to cross-over with CAP projects
- Involvement with a group or organisation likely to cross-over with CAP projects
- Personal or financial benefit from a CAP project

Do you have any actual, potential, or perceived conflicts of interest that may relate to your participation in the UL CAP GG?

No Yes – please describe:

Please set out how you propose to manage your conflict of interest (you may choose to discuss this further with the Chairperson(s) before completing):

6. Consent

I agree that my email address may be shared with other UL CAP GG Members for group communication.

I understand that photos may be taken at UL CAP GG Meetings and Upper Lakes CAP events and understand I will be contacted for consent before any recognisable photos are published.

7. Declaration

By submitting this form, I confirm that:

I have read and agree to the UL CAP GG ToR.

I understand that if I do not attend three Meetings in a row without providing notice, I may be replaced as a Member.

I agree to participate in good faith, work collaboratively with other Members

Signature:

Date:

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