Council Agenda 29 October 2025

Meeting will be held at Council Chambers, Level 2 Philip Laing House, Rattray Street, Dunedin and live streamed at ORC YouTube Channel



Members:

Cr Robbie Byars

Cr Hilary Calvert

Cr Chanel Gardner

Cr Neil Gillespie

Cr Matt Hollyer

Cr Gary Kelliher

Cr Michael Laws

Cr Kevin Malcolm

Cr Andrew Noone

Cr Gretchen Robertson

Cr Alan Somerville

Cr Kate Wilson

Senior Officer: Richard Saunders, Chief Executive

Meeting Support: Kylie Darragh, Governance Support Officer

29 October 2025 10:00 AM

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The purpose of this report is to provide the Council with a summary of the legislative requirements that the Otago Regional Councillors ("Councillors") need to be aware of and understand as elected members of the Council.

3.5.1 Summary of Legislation Affecting Councillors

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To set Council meeting dates for the remainder of 2025.

4. INTRODUCTION FROM COUNCILLORS

This time is provided for Councillors to introduce themselves.

5. NOTICES OF MOTION

No notices of motion had been submitted at the time of publishing.

6. CLOSURE

3.1. Declaration of Office by Councillors

Prepared for: Council

Report No. GOV2609

Activity: Governance Report

Author: Dianne Railton (Team Leader Governance)

Endorsed by: Amanda Vercoe (General Manager Strategy and Customer)

Date: 29 October 2025

PURPOSE

[1] Councillors-elect will take the declaration as required by Schedule 7, Clause 14 of the Local Government Act 2002.

ATTACHMENTS

Nil

3.2. Voting System for electing the Chair and Deputy Chair

Prepared for: Council

Activity: Governance Report

GOV2608

Author: Dianne Railton (Team Leader Governance)

Endorsed by: Amanda Vercoe (General Manager Strategy and Customer)

Date: 29 October 2025

PURPOSE

Report No.

To inform councillors of the two voting options for the election of the chairperson, and deputy chairperson, as defined by *Schedule 7, Clause 25 of the Local Government Act 2002* (the Act). Once the voting procedure has been determined, the Chief Executive will then call for nominations for chairperson.

EXECUTIVE SUMMARY

Business that must be conducted at the first meeting of Council after the triennial general election includes the election of the chairperson and deputy chairperson. Council must first choose the voting system for the election process from either:

1. System A

- a. Requires that a person is elected or appointed if he or she receives the votes of a majority of the members of the local authority or committee present and voting; and,
- b. Has the following characteristics:
 - (i) There is a first round of voting for all candidates; and
 - (ii) If no candidate is successful in that round there is a second round of voting from which the candidate with the fewest votes in the first round is excluded; and
 - (iii) If no candidate is successful in the second round there is a third, and if necessary subsequent, round of voting from which, each time, the candidate with the fewest votes in the previous round is excluded; and
 - (iv) In any round of voting, if two or more candidates tie for the lowest number of votes, the person excluded from the next round is resolved by lot.

2. System B

- a. Requires that a person is elected or appointed if he or she receives more votes than any other candidate; and
- b. Has the following characteristics:
 - (i) There is only 1 round of voting; and
 - (ii) If two or more candidates tie for the most votes, the tie is resolved by lot.

The Council can choose either of the two voting systems described above. The Council is able to adopt different systems for each of the elections or appointments, however, it is suggested that the Council adopt the same procedure for all appointments for reasons of practicality.

RECOMMENDATION

That the Council:

- 1) **Resolves** a voting option for the election or appointment of chairperson and deputy chairperson, defined by the Local Government Act 2002, either:
 - a) Voting system A

or

- b) Voting system B
- 2) **Agrees** that in the event of a tie between voting systems A and B, it will be resolved by lot as described in paragraph 7 of the report.
- 3) **Agrees** that in the event of a tie under voting system A, the candidate to be excluded from the next round of voting shall be resolved by lot as described in paragraph 5 of the report.
- 4) **Agrees** that in the event of a tie under voting system B, the candidate to be elected or appointed shall be resolved by lot as described in paragraph 5 of the report.

BACKGROUND

- [4] Schedule 7, Clause 25 of the Local Government Act requires that Council must determine a voting system to elect or appoint the chairperson and deputy chairperson of the regional council. The Chief Executive will call for nominations for the voting systems and shall seek a mover and a seconder. Standing orders shall apply.
- Both systems require a resolution by lot if two or more candidates receive an equal number of votes and no one else is elected. Consideration of the method of resolution by lot is required. It is recommended for names to be placed in a container and the name drawn out (by an independent person) be excluded from the next round (under voting system A) or declared the winner (under voting system B).
- The Act requires that any decision by a local authority must be decided by open voting. The method of voting shall be by voice or by show of hands, the result of which, as announced by the Chief Executive, shall be conclusive unless such announcement is questioned immediately, in which case the Chief Executive will call for a division. If called, the Chief Executive will take note of the individual votes, declaring the result.
- [7] If the nominated system is voted down and the alternative system has not been nominated, the Chief Executive will call for nominations for that system. Once that system is moved and seconded, it shall be declared the winner. If neither system is resolved, the system will be determined by lot. The voting system drawn out by an independent person will be the voting system used.
- [8] Once the system of voting has been resolved, the Chief Executive will call for nominations for chairperson.

ATTACHMENTS

Nil

3.3. Election of Chairperson

Prepared for: Council

Report No. GOV2611

Activity: Governance Report

Author: Dianne Railton (Team Leader Governance)

Endorsed by: Amanda Vercoe (General Manager Strategy and Customer)

Date: 29 October 2025

PURPOSE

[1] To receive nominations for, and election of, a chairperson.

EXECUTIVE SUMMARY

- [2] Council is required to elect a chairperson for the triennium at the inaugural meeting. The Chief Executive will call for nominations for the office of chairperson. In line with standing orders, a proposed process is set out below:
 - a. Chief Executive to call for nominations
 - b. Each nomination to be moved and seconded
 - c. Each nominee will have up to 10 minutes to speak to their nomination
 - d. Each councillor will be able to ask one question of each nominee
 - e. Each mover will have a right of reply (up to 5 minutes)
 - f. The Chief Executive shall then call for a vote, in accordance with the system resolved in the previous item
- Once elected, the chairperson must make and attest to the declaration required under Schedule 7, Clause 14 of the Local Government Act 2002. After making the declaration, the newly elected chairperson shall take the chair for the rest of the meeting.
- [4] Election of the deputy chairperson will proceed after the chairperson takes the chair.

3.4. Election of Deputy Chairperson

Prepared for: Council

Report No. GOV2610

Activity: Governance Report

Author: Dianne Railton (Team Leader Governance)

Endorsed by: Amanda Vercoe (General Manager Strategy and Customer)

Date: 29 October 2025

PURPOSE

[1] To receive nominations for, and elect, a deputy chairperson.

EXECUTIVE SUMMARY

- [2] The elected chairperson will call for nominations for deputy chairperson. In line with standing orders, a proposed process is set out below:
 - a. Chair to call for nominations
 - b. Each nomination to be moved and seconded
 - c. Each nominee will have up to 5 minutes to speak to their nomination
 - d. Each councillor will be able to ask one question of each nominee
 - e. Each mover will have a right of reply (up to 5 minutes)
 - f. The Chair shall then call for a vote, in accordance with the system resolved

3.5. Councillor Legal Briefing

Prepared for: Council

Report No. GOV2612

Activity: Governance Report

Author: Simon Anderson, Partner at Ross Dowling Lawyers

Endorsed by: Amanda Vercoe, General Manager Strategy and Customer

Date: 29 October 2025

PURPOSE

- The purpose of this report is to provide the Council with a summary of the legislative requirements that the Otago Regional Councillors ("Councillors") need to be aware of and understand as elected members of the Council.
- [2] This report is a summary only and does not include detailed legal advice on all of the relevant statutory provisions.

EXECUTIVE SUMMARY

- [3] Clause 21(5)(c) of schedule 7 of the Local Government Act ("LGA") requires that certain legislation must be brought to the attention of Councillors at its first meeting.
- [4] This report summarises selected aspects of the following legislation:
 - LGA;
 - Local Government Official Information and Meetings Act 1987 ("LGOIMA");
 - Local Authorities (Members' Interests) Act 1968;
 - Crimes Act 1961;
 - Secret Commissions Act 1910;
 - Financial Markets Conduct Act 2013;
 - Protected Disclosures (Protection of Whistleblowers) Act 2022;
 - Health and Safety at Work Act 2015;
 - Resource Management Act 1991 ("RMA"); and
 - Other statutes.

RECOMMENDATION

That the Council:

1) **Notes** this report and the information contained in the attached Summary of legislation affecting Councillors.

BACKGROUND

[5] At the first Council meeting following an election there is certain legislation that must be brought to the attention of the Councillors in accordance with clause 21(5)(c) of Schedule 7 of the LGA.

Council Meeting - 29 October 2025

DISCUSSION

- At the first meeting, an overview will be provided of the legislation that is summarised in [6] the Summary of legislation affecting Councillors, attached, as Attachment 1.
- An overarching summary of that legislation is provided below. [7]
- Councillors should ensure that they are aware of: [8]
 - the Council's purpose and powers under the LGA; and
 - the provisions in the LGA concerning personal liability, including the circumstances where they will not be indemnified by the Council.
- The principle of open and transparent Council business that underpins the LGOIMA [9] means that the starting position, subject to limited exceptions, is that:
 - official information is publicly available;
 - meetings are open to the public and are publicly notified; and
 - agendas, reports and minutes are publicly available.
- The Local Authority (Members' Interest) Act prevents Councillors' pecuniary interests [10] from influencing their decision-making by prohibiting them from being interested in contracts with the Council worth more than \$25,000 (including GST) per annum or participating in decision-making where they have a pecuniary interest. The common law also deals with bias and / or pre-determination (non-pecuniary interests).
- It is an offence under the Crimes Act to participate in bribery or corruption, or use [11] Council information for financial benefit.
- It is an offence under the Secret Commissions Act if a person: [12]
 - gives or offers to give a gift or other consideration to a Councillor;1 or
 - a Councillor accepts, receives or solicits a gift or other consideration; as an inducement or reward for doing some act, or showing favour or disfavour to a person, in relation to the Council's business.
- Councillors must comply with the Financial Markets Conduct Act and avoid insider [13] trading and / or untrue statements in disclosure documents.
- The Protected Disclosures (Protection of Whistleblowers) Act provides for the disclosure [14] of serious offending through the Council's internal procedures or to an appropriate external authority.
- The Health and Safety at Work Act imposes duties on the Council and Councillors to ensure a safe work environment. There are significant penalties for a breach of these duties.
- The RMA establishes the Council's role in sustainable management and provides for [16] functions in relations to planning, resource consents, and compliance, monitoring and enforcement.

¹ Secret Commissions Act, sections 3.

- [17] Other legislation confers functions, powers and duties on a Regional Council, in particular:
 - Biosecurity Act 1993 (Pest management);
 - Civil Defence Emergency Management Act 2002 (Emergency Response);
 - Land Transport Management Act 2003 (Public Transport and Regional Transport Planning);
 - Local Government (Rating) Act 2002 (Revenue); and
 - Soil Conservation and Rivers Control Act 1941 (Flood Management).

CAUTION

[18] To avoid doubt, this paper is a very brief summary only. The legislation is both more detailed and more complex. This paper does not constitute legal advice. Specific legal advice may be required on the legislation and its application to any particular case.

OPTIONS

[19] Not applicable.

CONSIDERATIONS

Strategic Framework and Policy Considerations

[20] Not applicable.

Financial Considerations

[21] Not applicable.

Significance and Engagement

[22] Not applicable.

Legislative and Risk Considerations

[23] Relevant legislation is summarised in Attachment 1.

Climate Change Considerations

[24] Not applicable.

Communications Considerations

[25] Not applicable.

NEXT STEPS

[26] Not applicable.

ATTACHMENTS

1. Summary of legislation affecting Councillors [3.5.1 - 9 pages]

Attachment 1 – Summary of Legislation Affecting Councillors

1. Local Government Act 2002 (LGA)

The role of the Council

The LGA sets out the purpose, role and powers of a local authority. The Council has flexibility to perform its role as long as it complies with the LGA and any other legislation.¹

The Council's purpose is:2

- to enable democratic local decision-making and action by, and on behalf of, communities; and
- to promote the social, economic, environmental, and cultural well-being of communities in the present and for the future.

The Council must act in accordance with the following principles (summarised): 3

- acting in an open, transparent and democratically accountable manner;
- acting in an efficient and effective manner to deliver on its priorities;
- making itself aware of the views of all of its communities;
- in decision-making, taking into account the diverse views of communities and current and future interests of communities, as well as the impact on the 4 'well-beings' (social, economic, environmental, cultural);
- providing an opportunity for Māori to contribute to the Council's decision-making processes;
- seeking to co-operate and collaborate with other councils;
- acting prudently in commercial transactions, including assessing expected returns against risk;
- ensuring prudent stewardship and efficient and effective use of its resources including through planning future management of its assets; and
- in taking a sustainable development approach, taking into account the 4 well-beings, the need to maintain and enhance the quality of the environment, and the reasonably foreseeable needs of future generations.

Subject to limited exceptions, the Council cannot exercise its powers for the benefit of a single district. It must exercise its powers wholly or principally for the benefit of all, or a significant part, of the Otago region.⁴

Governance

The Councillors are the governing body of the Council⁵.

There is a strict separation between governance and management of local authorities. A Council employee who is elected as a Councillor cannot take office without first resigning their employment.⁶

A local authority must act in accordance with the following governance principles⁷:

- ensure the role of democratic governance of the community and the expected conduct of elected members is clear and understood by elected members and the community;
- ensure governance structures and processes are effective, open and transparent;
- ensure, as far as practicable, responsibility and processes for decision-making in relation to regulatory responsibilities are separated from responsibility and processes for decision-making for non-regulatory aspects;
- be a good employer⁸; and

¹ LGA, sections 11 and 12.

² LGA, section 10.

³ LGA, section 14.

⁴ LGA, section 12.

⁵ LGA, section 41(1)

⁶ LGA, section 41(5)

⁷ LGA, section 39

 ensure the relationship between elected members and management is effective and understood.

After each general election the Council must adopt a local governance statement⁹.

Management

A local authority appoints a Chief Executive who is responsible to the Council for 10:

- implementing the decisions of the local authority;
- providing advice to Councillors;
- ensuring delegated responsibilities, duties and powers are properly performed or exercised;
- managing the activities of the Council;
- employing Council staff;
- maintaining systems for the effective planning and accurate reporting of the financial and service performance of the Council; and
- supervising the performance by staff of their responsibilities, duties and powers.

Personal liability

Councillors are indemnified by the Council in relation to:11

- civil liability (both costs and damages) if they were acting in good faith and in pursuance of the Council's responsibilities or powers; and
- costs arising from any successfully defended criminal action relating to acts or omissions in their capacity as a Councillor.

Councillors are, however, jointly and severally liable (including for costs) if the Council incurs loss because of certain unlawful actions by the Council, and the Office of the Controller and Auditor- General ("Auditor-General") reports on that loss. The loss must arise because the Council:12

- unlawfully spends Council money;
- unlawfully sells or disposes of an asset;
- unlawfully incurs a liability; or
- intentionally or negligently fails to enforce the collection of money it is lawfully entitled to receive.

Councillors have a defence if they can prove that the act or failure to act resulting in the loss occurred:¹³

- without their knowledge;
- with their knowledge but against their protest made at or before the time when the loss occurred;
- contrary to the manner in which they voted on the issue at the Council meeting; or
- in circumstances where they acted in good faith and in reliance on information, or advice, from a Council employee or a professional advisor / expert whom they reasonably believed to be competent.

2. Local Government Official Information and Meetings Act 1987 (LGOIMA)

The LGOIMA aims to make available to the public official information held by local authorities, and to promote the open and public transaction of business at Council meetings, to enable more effective public participation and to promote accountability.¹⁴ There are two key aspects: access to information and the conduct of Council meetings.

⁸ "Good employer" is defined in clause 36 of Schedule 7 of the LGA.

⁹ LGA, section 40

¹⁰ LGA, section 42

¹¹ LGA, section 43.

¹² LGA, section 44-47.

¹³ LGA, section 46(4).

¹⁴ LGOIMA, section 4.

Access to Council information

Principle of availability

Anyone may request information held by the Council.¹⁵ The starting position is that all official information held by the Council should be made available to the public unless there is a good reason for withholding it.¹⁶

Reasons for withholding information

Conclusive reasons to withhold information are that disclosure would be likely to prejudice the maintenance of the law or endanger the safety of any person.¹⁷

LGOIMA also provides 'other reasons' for withholding information, unless that reason is outweighed by the public interest in the information being available. Other reasons include the:¹⁸

- protection of privacy, trade secrets, commercial positions, or confidential information;
- avoidance of serious offence to tikanga Maori or disclosure of location of waahi tapu;
- avoidance of prejudice to measures protecting health and safety of the public or preventing or mitigating material loss to members of the public;
- maintenance of legal professional privilege or effective conduct of public affairs;
- enablement of commercial activities or negotiations without prejudice or disadvantage; and
- prevention of improper gain or advantage from official information.

Procedure and decision-making

The Council must follow the procedures set out in LGOIMA regarding assistance, transfer, decision-making, time limits, method of provision, deletions and refusal.¹⁹

The grounds to refuse a request are limited, and include the conclusive and other reasons mentioned above, and for some other reasons, including:²⁰

- the information is or will soon be publicly available, does not exist, or is not held by the Council; and
- the request would require substantial collation or research.

Review rights

If a requestor disagrees with the decision, they can make a complaint to the Ombudsmen who can investigate and review the decision and make recommendations. The Council has a public duty to observe an Ombudsman's recommendation, but may decide not to, in which case it must publicly notify its decision including giving its reasons, grounds in support and any advice relied on. If the Council decides not to observe an Ombudsman's recommendation, then the requestor may apply to the High Court for review of that decision. The High Court's decision may be appealed.²¹

Council meetings

All Council meetings, including committees and sub-committees, should, with limited exceptions be open to the public (including news media).²² That does not apply where there are no resolutions or decisions made at the meeting.²³

¹⁵ LGOIMA, section 10(1).

¹⁶ LGOIMA, section 5.

¹⁷ LGOIMA, section 6.

¹⁸ LGOIMA, section 7.

¹⁹ LGOIMA, sections 10-16.

²⁰ LGOIMA, section 17.

²¹ LGOIMA, sections 27-37.

²² LGOIMA, sections 45, 47 and 49.

²³ LGOIMA, section 45(2).

Exclusion

The public may be excluded from a meeting if any of the reasons in LGOIMA for withholding information apply, or in other limited circumstances. It is not a good reason to exclude the public to enable free and frank discussions to take place between Councillors. ²⁴

Any Council resolution to exclude the public must²⁵:

- use the correct form in Schedule 2A;
- form part of the minutes and be available to the public; and
- state the general subject matter, reasons for passing the resolution and the grounds on which the resolution is based.

Conduct

The person presiding at any meeting is responsible for maintaining order and can require any member of the public to leave if they reasonably believe that person is likely to prejudice, or continue to prejudice, the orderly conduct of the meeting.²⁶

The Council's standing orders outline expected Councillor conduct during meetings.

Notification of meeting

The Council must publicly notify the date, time and place of meetings in accordance with LGOIMA.²⁷

Agendas, reports and minutes

Agendas and reports must be made available to the public:²⁸

- at least two working days before an ordinary meeting; or
- as soon as is reasonable in the circumstances if it is an extraordinary meeting.

Items can be excluded from reports by the chief executive if it is reasonable to expect that item will be discussed with the public excluded.²⁹

Minutes must be made available to the public, unless the public was excluded, in which case any request will be deemed an official information request. ³⁰

Defamation

Defamatory matters in agendas or minutes, and oral statements at meetings are privileged unless the plaintiff can prove they were predominantly motived by ill will towards the plaintiff, or that the defendant otherwise took improper advantage of publication, or that oral statements were made contrary to the Council's standing orders.³¹

3. Local Authority (Members' Interests) Act 1968 (LAMIA)

The LAMIA helps to protect the integrity of local authority decision-making by ensuring that Councillors are not affected by personal motives when they participate in Council decision-making and cannot use their position to obtain preferential access to contracts. The Act provides rules about members discussing and voting on matters in which they have a pecuniary interest and about contracts between members and the Council.

²⁴ LGOIMA, section 48.

²⁵ LGOIMA, section 48(3) and (4)

²⁶ LGOIMA, section 50.

²⁷ LGOIMA, section 46.

²⁸ LGOIMA, section 46A.

²⁹ LGOIMA, section 46A(8).

³⁰ LGOIMA, section 51.

³¹ LGOIMA, sections 52-53.

Financial interests

The LAMIA deals with situations where a Councillor:

- is concerned or interested in a disqualifying contract "the contracting rule"; and / or
- participates in decision-making where they have a pecuniary interest "the non-participation rule".

The contracting rule

Councillors will be disqualified from office if they are 'concerned or interested in' contracts with the Council worth more than \$25,000 (including GST) in total in any financial year. If a Councillor acts while disqualified, they will commit an offence.³²

A Councillor will be 'concerned or interested' in a contract if they, or their spouse or partner (civil union or de facto):³³

- on their own, or together, own 10% or more of the shares in the company or controlling company that the Council is contracting with; or
- either is a shareholder and either is the managing director or general manager of the company, or of the controlling company that the Council is contracting with; and
- with respect to a spouse or partner, when the contract was entered into the Councillor:
 - was living together with their spouse or partner; or
 - knew and had a reasonable opportunity of knowing that their spouse or partner was concerned or interested in the contract.

However, there are exceptions where the contract will not disqualify the Councillor from office, including if the Councillor has:³⁴

- obtained prior approval, or retrospective approval (in limited cases), from the Auditor-General; or
- performed their obligations under the contract for a fixed amount before appointment as a Councillor.

The non-participation rule

Councillors must not vote or participate in Council discussion of any matter if they have a direct or indirect pecuniary interest (other than that in common with the public). A Councillor with a pecuniary interest in a matter must declare the interest when the matter is raised before the Council. However, there are some exceptions, such as if the Auditor-General permits participation.³⁵

A Councillor commits an offence, and will be disqualified from office on conviction, if they participate in Council decision-making when they have a pecuniary interest.³⁶

A pecuniary interest is the reasonable prospect of a direct or indirect financial gain or loss because of a decision. It does not need to be a realised gain or loss. It could, for example, be an increase or decrease in the value of property or shares.

If a Councillor can reasonably be expected to make a financial gain or loss because the decision under consideration, then he or she is disqualified from participating in the decision-making unless:

- the financial interest is an interest in common with the public generally (for example the setting of general rates or uniform charges);
- the Auditor-General has granted an exemption on the grounds that the financial interest

³² LAMIA, sections 2-5.

³³ LAMIA, sections 2-4.

³⁴ LAMIA, section 3(3).

³⁵ LAMIA, section 6.

³⁶ LAMIA, section 7.

is so remote or insignificant it could not reasonably be regarded as influencing the Councillor; and

• the Auditor-General has granted a declaration allowing participation of the Councillor because it is in the public interest to enable the business of the Council to proceed.

The Auditor-General provides more detailed guidance on pecuniary interests in its publication "Guidance for members of local authorities about the Local Authorities (Members' Interests) Act 1968".³⁷

Non-financial interests

The LAMIA does not deal with non-financial interests.

Non-financial interests must still be considered. Broadly, these concern bias, conflicts of interest or pre-determination. Non-financial interests are governed by common law.

Whether a Councillor has a relevant non-financial interest will be fact dependent. The risk is highest where:

- a Councillor's statements or conduct imply pre-determination of a matter; or
- a Councillor has a close relationship or involvement with an individual or organisation affected by the matter.

In contrast to financial interests which expose the individual Councillor to liability, non-financial interests undermine the validity of the Council's decision. If there is perceived, or actual, bias or predetermination the Council's decision may be challenged. Council decisions must be fair and must be seen to be fair.

A useful test is:38

Would a fair-minded observer reasonably think that a member of the decision-making body might not bring an impartial mind to the decision, in the sense that he or she might unfairly regard with favour (or disfavour) the case of a party.

It is critical that Councillors be willing to change their minds during hearings and consultation processes.

The Council's Standing Orders provide that³⁹:

If a member considers that they have a non-financial conflict of interest in a matter, they must not take part in the discussions about that matter or any subsequent vote.

The Auditor-General provides more detailed guidance in its publication "Managing conflicts of interest: A guide for the public sector".⁴⁰

4. Crimes Act 1961

Sections 99, 105 and 105A of the Crimes Act prohibit Councillors from participating in, or benefiting from, bribery and corruption.

Under the Crimes Act a Councillor is an "official", and a bribe is broadly defined as "any money, valuable consideration, office, or employment, or any benefit, whether direct or indirect".⁴¹

³⁷

³⁸ Saxmere Co Ltd v Wool Board Disestablishment Co Ltd [2009] NZSC 72, [2010] 1 NZLR 35.

³⁹ Standing Order 20.8

⁴⁰ https://oag.parliament.nz/2020/conflicts/docs/conflicts-of-interest.pdf

⁴¹ Crimes Act 1961, section 99.

Further, Councillors cannot:

- accept or solicit a bribe for themselves or anyone else in return for doing, or failing to do, an act as a Councillor; 42
- give a bribe to anyone in return from them doing, or failing to do, some act in their official capacity; and⁴³
- use or disclose information gained in their position as a Councillor for their, or another person's, pecuniary gain or advantage.⁴⁴

If convicted of corruption and bribery, or corrupt use of official information, the consequence is potentially imprisonment for a term of up to seven years and disqualification from office.⁴⁵

5. Secret Commissions Act 1910

The Secret Commissions Act prohibits Councillors, who are deemed to be agents of the Council, from giving or receiving gifts of other consideration in return for actions relating to the Council's business.⁴⁶ The Act also covers gifts or other consideration received by, or the pecuniary interests of, the Councillor's parent, spouse, partner (civil union or de facto), or child.⁴⁷

A Councillor will commit an offence if they:

- give or offer to give a gift or other consideration to an agent, such as a Councillor;⁴⁸ or
- accept, receive or solicit a gift or other consideration;⁴⁹

as an inducement or reward for doing some act, or showing favour or disfavour to a person, in relation to the Council's business.

A Councillor will also commit an offence, with limited exceptions, if they:

- make a contract on behalf of the Council and fail to disclose any pecuniary interest;50
- give the Council any receipt, invoice, account or other document in relation to Council's business which they know is false, omits information, or is likely to mislead;⁵¹
- advise someone to enter a contract with a third party, and receive a gift or benefit from that third person in return;⁵² and / or
- aid or abet any offence.⁵³

The consequences of committing an offence under the Secret Commissions Act include imprisonment for up to seven years and disqualification from office.⁵⁴

6. Financial Markets Conduct Act 2013

Under the Financial Markets Conduct Act Councillors have the same responsibilities as company directors if the Council offers financial products (debt or equity) to the public.⁵⁵

Councillors may be personally liable if investment documents, such as a product disclosure statement, contain untrue statements, and may be liable for criminal prosecution if the Act's

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⁴² Crimes Act, section 105(1).

⁴³ Crimes Act, section 105(2).

⁴⁴ Crimes Act, section 105A.

⁴⁵ Crimes Act, sections 105 and 105A and LGA, schedule 7, clause 1(1)(b).

⁴⁶ Secret Commissions Act 1910, sections 3-4, 16(1)(b).

⁴⁷ Secret Commissions Act, Sections 3 and 5.

⁴⁸ Secret Commissions Act, section 3.

⁴⁹ Secret Commissions Act, section 4.

⁵⁰ Secret Commissions Act, section 5.

⁵¹ Secret Commissions Act, section 7.

⁵² Secret Commissions Act, section 8.

⁵³ Secret Commissions Act, section 9.

⁵⁴ Secret Commissions Act, section 13 and LGA, schedule 7, clause 1(1)(b).

⁵⁵ Financial Markets Conduct Act 2013, sections 6-8; LGA.

requirements are not met.56

Councillors are also prohibited from trading, or advising or encouraging trading, in financial products (such as shares), or disclosing information, if they have information that is not generally available to the market.⁵⁷

The consequences of committing an offence under the Financial Markets Conduct Act include imprisonment for up to ten years, fines up to \$1 million, and disqualification from office.⁵⁸

7. Protected Disclosures (Protection of Whistleblowers) Act 2022

This Act protects Councillors and Council employees who disclose information of serious wrongdoing. The disclosure must either be in accordance with the Council's internal policies or made to an appropriate external authority. For a local authority the appropriate external authorities include Worksafe, the Human Rights Commission, the Police, the Director of Serious Fraud Office, MfE, the Department of Conservation, the Controller and Auditor-General, an Ombudsman, the Privacy Commissioner, the Department of Internal Affairs, and the Parliamentary Commissioner for the Environment. Ministers and MPs are not appropriate authorities.

8. Health and Safety at Work Act 2015 (HSWA)

Under the HSWA the Council is a person conducting a business or undertaking, while Councillors are classified as officers. ⁵⁹ These classifications impose different duties and penalties for offences.

Among other things, the Council has a duty of care to ensure, so far as is reasonably practicable, the health and safety of those who may be affected by the Council's work.⁶⁰ Councillors must exercise due diligence to ensure that the Council complies with its duty of care.⁶¹

Due diligence (abbreviated) means taking reasonable steps to keep up to date with Council operations and their hazards and risks; and ensuring and verifying appropriate resources and processes are available and used to comply with the Council's duties under the Act.⁶²

9. Resource Management Act 1991 (RMA)

The purpose of the RMA is the sustainable management of natural and physical resources.⁶³ The Council has functions, powers and duties in relation to the soil, water, air and coastal environment of the Otago Region.⁶⁴

Broadly, the Council has three main functions:

- developing regional policy statements and regional plans;65
- hearing and making decision on resource consent applications;⁶⁶ and
- undertaking compliance, monitoring and enforcement.⁶⁷

⁵⁶ Financial Markets Conduct Act, sections 485, 510-512.

⁵⁷ Financial Markets Conduct Act, sections 234, 240-244.

⁵⁸ Financial Markets Conduct Act, sections 244, 510, 511 and 512 and LGA, schedule 7, clause 1(1)(b).

⁵⁹ HSWA, sections 17-18.

⁶⁰ HSWA, section 36.

⁶¹ HSWA, section 44.

⁶² HSWA, section 44(4)

⁶³ RMA, section5.

⁶⁴ RMA, section 30.

⁶⁵ RMA, sections 59-71.

⁶⁶ RMA, sections 87AA-139F.

⁶⁷ RMA, sections 28A, 35, Part 12.

The Government announced in March that it plans to replace the RMA with a Planning Act and Natural Environment Act. It aims to introduce Bills in Parliament in late 2025 and pass these into law in mid-2026. Further reading on proposed reform is footnoted.⁶⁸

⁶⁸ https://environment.govt.nz/what-government-is-doing/areas-of-work/rma/changes-to-resource-management/, https://environment.govt.nz/assets/publications/Replacing-the-RMA-MfE.pdf and https://environment.govt.nz/assets/publications/Final-EAG-Report.pdf

3.6. Meetings for 2025

Prepared for: Council

Report No. GOV2624

Activity: Governance Report

Author: Amanda Vercoe (General Manager Strategy and Customer)

Endorsed by: Amanda Vercoe (General Manager Strategy and Customer)

Date: 29 October 2025

PURPOSE

[1] To set Council meeting dates for the remainder of 2025.

EXECUTIVE SUMMARY

- [2] It is proposed that Council meetings for the ORC take place on:
 - a. Wednesday 5 November 2025, 10.30am
 - b. Wednesday 26 November 2025, 10.00am (in Cromwell)
- [3] This allows meeting time to consider the committee structure for the 2025-2028 triennium, and the elected member remuneration distribution, in addition to business related papers before the end of the year.
- [4] It is proposed that induction briefings, and workshops will also be scheduled alongside Council meetings, following discussions with the Chair.
- [5] A proposed meeting schedule for 2026 will be brought to the meeting on 26 November 2025 for adoption, following discussions with the Chair.

RECOMMENDATION

That the Council:

- 1) **Notes** this report.
- 2) **Agrees** that Council meetings will take place on 5 November and 26 November 2026.
- 3) **Notes** that a Council meeting schedule for 2026 will be presented to the 26 November Council meeting for consideration and adoption.

BACKGROUND

[6] The Local Government Act, Schedule 7, Clause 21(5)(d) requires Council to fix the date and time for the first meeting of the local authority, or the adoption of a schedule.

DISCUSSION

[7] Nil.

OPTIONS

[8] To consider meeting dates.

CONSIDERATIONS

Strategic Framework and Policy Considerations

[9] **Nil**.

Financial Considerations

[10] Nil.

Significance and Engagement

[11] Nil.

Legislative and Risk Considerations

[12] Setting meeting dates is a requirement under the Local Government Act.

Climate Change Considerations

Otago Regional Councillors come to meetings from around the region. To maximise the efficiency of the travel and minimise emissions, typically Council, committee and workshop/briefing meetings are scheduled over two consecutive days.

Communications Considerations

Council meetings are advertised in line with requirements under the Local Government Official Information and Meetings Act, which includes advertising in the ODT and on the ORC website. Members of the public can attend the public parts of Council and committee meetings in person in the council chamber, or watch the livestream of the meetings on the ORC's YouTube channel (the meetings then remain here for future viewing). Meeting agendas are also put online a minimum of two working days ahead of the meeting.

NEXT STEPS

[15] To organise the meetings, as per Council's decision.

ATTACHMENTS

Nil