

**Report of the 198<sup>th</sup> Meeting of the Board of Ngā Taonga: Sound & Vision**  
**- The New Zealand Archive of Film, Television and Sound**  
**Ngā Taonga Whitiāhua Me Ngā Taonga Kōrero**

**Friday 11 December 2015**

**Board Members**

Jane Kominik (Chair), Louise Baker, Derek Fox, Judith Fyfe, Morris Love, Edie Moke

**In Attendance**

Rebecca Elvy, Chief Executive; Steve Russell, Governance Advisor; Chris Du Fall, Minute Secretary

Prior to the meeting the Board and Chief Executive met with Paul James, Chief Executive, Ministry for Culture and Heritage and other Ministry staff, for a general discussion on cultural sector strategic issues, government priorities and Board priorities, including accommodation and funding issues.

The Chair welcomed Board Members to the 198<sup>th</sup> Meeting of the Board of Trustees.

**Previous Meeting**

RESOLVED THAT the Minutes of the 197<sup>th</sup> meeting of the Board of Trustees held on 30 October 2015 be approved as a true and accurate record.

**Committees**

Assurance and Risk Committee, 10 December 2015

The Chair, Edie Moke, advised that the Committee had agreed a work programme with the Chief Executive, including:

- a review of the Assurance and Risk Committee's Terms of Reference
- investigation and recommendations for a new financial reporting system
- consideration of the process and expectations for appointing the auditor for 2015/16

The Board noted the draft minutes and the report from the Assurance and Risk Committee.

Performance and Appointments Committee, 7 December 2015

The Chair, Judith Fyfe, reported on the outcome of the Chief Executive's performance review and that consideration of Board succession planning would take place at their meeting in January. The Committee will report back to the March meeting.

**Governance**

Review of Board Meeting dates 2015/16

RESOLVED THAT the Board of Trustees approve the amended schedule of Board meetings for the first half of 2016.

Annual Report 2014/15

RESOLVED THAT the Board of Trustees receive and approve the 2014/15 Annual Report for Ngā Taonga Sound & Vision.

#### Constitution and Kaupapa

The Chief Executive advised that the Department of Internal Affairs - Charities Service had now confirmed the changes had been accepted.

#### **Board Support Work Programme**

##### Board Manual

It was agreed the updated Board Manual would be available for the March Board meeting.

##### Conflicts of Interest

RESOLVED THAT the Board of Trustees adopt the Conflict of Interest Policy and noted the new Interest Disclosure Form and revised Members' Interest Register templates, with amendments.

##### Terms of Reference for Board Committees

The Board noted the draft Committee Terms of Reference, with amendments, and referred them to the relevant Committees for review.

##### Trustee Code of Conduct

The Board noted the draft Trustee Code of Conduct, with amendments, and requested that the final Trustee Code of Conduct be presented to the March Board meeting for adoption.

##### Trustee Position Description

The Board noted the draft Trustee Position Description, with amendments, and referred it to the Performance and Appointments Committee for further review and reporting back to the March Board meeting.

##### Delegations Framework

RESOLVED THAT the Board of Trustees adopt the Delegation to Chief Executive Policy.

##### "No Surprises" Policy

RESOLVED THAT the Board of Trustees adopt the "No Surprises" Policy.

#### **Finance**

RESOLVED THAT the Board of Trustees note and approved the Financial Report for the month ended 31 October 2015.

The Chair of the Assurance and Risk Committee reported on a number of recommendations that were proposed for the manner in which the financial report would be presented in the future, including variance reporting against budget and budgetary adjustments, reporting against contracts and the implementation of a new financial reporting system.

#### **Planning**

##### Strategic Plan 2016-24

The Board discussed and suggested a number of changes to the text, particularly regarding the statements of Vision and Purpose and agreed these would be captured in the next iteration of the document. It was

agreed that the next iteration of the Strategic Plan would be shared with Board members by “round robin” email in February, with the final draft to be presented to the March Board meeting.

RESOLVED THAT the Board of Trustees agreed to the overall structure and format of the Strategic Plan.

## **Reports**

### Chair

The Chair reported on meetings with officials from the Ministry for Culture and Heritage and her visit to the new Auckland office. It was agreed it would be beneficial for all Board members to visit Ngā Taonga Sound & Vision’s offices in Auckland and Christchurch.

### Chief Executive

The Chief Executive provided an update on a number of matters, including the recent accommodation move in Auckland, her meeting with Archives New Zealand and the Department of Internal Affairs regarding storage projects at Wigram and Avalon, and the opportunity for a meeting with TVNZ regarding Ngā Taonga Sound & Vision assisting TVNZ with digital archiving.

### Seismic Strengthening & Public Space Redevelopment

RESOLVED THAT the Board of Trustees:

Approve the Programme Management Architecture.

Authorise the Chief Executive to sign the Agreement for Architects Services with Herriot + Melhuish Architects.

Authorise the Building Committee to approve the preferred Engineer’s fee proposal at its meeting on 16 December 2015.

### Engagement Survey

It was agreed that a progress report will be developed for the Board’s June 2016 meeting.

### Wigram (sound collection) and Whitireia (nirate collection) storage facilities

RESOLVED THAT the Board of Trustees requests that urgent investigation be undertaken to ascertain the cost differential between the two Wigram options [access storage v. preservation storage conditions] in order that the Board can consider the options at its March 2016 meeting.

It was agreed that the storage conditions for all collections be assessed with aspirational standards for the entire collection included as targets in the Strategic Plan and that priorities would be established as part of this project, to address any shortcomings in existing storage, including (but not limited to) Whitireia.

### Digital Archive and Storage Solution

RESOLVED THAT the Board of Trustees:

Noted the robust procurement process undertaken to identify the preferred supplier.

Noted that the Budget for this expenditure is covered within the Capex Budget in the Business Plan for 2015/16.

Agreed that the Chief Executive accepts the proposal from Factorial for a dual site Storage Solution.

### WW1 NZ Lottery Grants Board Final Report

Ngā Taonga Sound & Vision's WW1 website would be promoted again in conjunction with the launch of the WW100 Loan programme in January 2016. Website activity would continue to be monitored and regular updates presented to the Board.

Risk Register

It was agreed that in future the Assurance and Risk Committee and the Board would receive regular variance reports as and when risks changed and/or needed to be escalated.

**Next Meeting:**

199th Board meeting: Friday 11 March 2016