He Pou a Rangi Climate Change Commission Board meeting minutes (meeting 64)
Wednesday 26 February 2025

A meeting of the Climate Change Commission Board Members was held at the office of the Climate Change Commission Board Room, Level 21, Aon Centre, 1 Willis Street, Wellington with attendees also joining via Teleconference Facility. The meeting started on Wednesday 26 February 2025 at 10.49am and concluded at 2.19pm.

Climate Change Commission attendees:
Rt Hon Dame Patsy Reddy – Board Chair
Lisa Tumahai – Deputy Chair
Dr Judy Lawrence
Dr Andy Reisinger
Dr Tanira Kingi
Distinguished Professor Steven Ratuva
Devon McLean

Apologies:
Felicity Underhill

Invited attendees:
Jo Hendy – Chief Executive
Gemma Lawson – Senior Board Coordinator and Minute Taker
Anne Jonathan – Executive Assistant

Guests:
Astrid Nunns – General Manager, Corporate Accountability and Operations
Fran Lovell – Manager, Strategic Operations
Gillian Thornton – Manager, Analytics and Economics
Grant Blackwell – Chief Science Advisor
James Muwunganirwa – Manager, Primary Industries and Environment
Janet Humphris – Acting General Manager, Evidence and Advice
Julia Fink – Chief Financial Officer and Manager, Finance and People
Marcus Stickley – Manager, Impact
Martin Dutton – Manager, Reports – Deliver
Robert Carr – Project Director, Reports – Deliver
Robin Campbell – General Manager, Delivery
Sophie Carroll - Manager, Government Services and Performance Reporting
Tammy Thompson – Principal Advisor, Governance

The Board and Commission staff welcomed Rt Hon Dame Patsy Reddy to He Pou a Rangi Climate Change Commission Board with a mihi whakatau, opened with a karakia from Tanira Kingi.

The meeting started at 10.49am on Wednesday 26 February 2025

Patsy Reddy, Lisa Tumahai, Judy Lawrence, Tanira Kingi, Andy Reisinger, Steven Ratuva, Devon McLean, Anne Jonathan and Gemma Lawson joined the meeting at 10.49am

Agenda item 1: Board only time

2.1 No matters were raised for Board only time.

Jo Hendy, Grant Blackwell, Astrid Nunns, Robin Campbell, Janet Humphris, James Muwunganirwa, Fran Lovell, Tammy Thompson, Marcus Stickley, Gillian Thornton and Julia Fink joined the meeting at 10.55am.

Agenda item 2: Chief Executive's Update

2.1 The Chief Executive's Report: 1 December 2024 – 31 January 2025 was taken as read.
2.2 The Chief Executive provided the Board with an overview of the Commission's performance during December 2024 and January 2025 and updated the Board on the wider context of the Commission and its advice.
2.3 The Board discussed the context and strategic direction of the Commission's work.
2.4 The Board noted the Chief Executive's report.

Robert Carr joined the meeting at 11.25pm
James Muwunganirwa, Fran Lovell, Marcus Stickley, Robert Carr, Gillian Thornton and Julia Fink left the meeting at 11.41am

Agenda item 3: Welcome and introductions

3.1 Apologies

3.1.1 The Board noted an apology from Felicity Underhill.
3.1.2 The Board noted no other apologies were received for the meeting.

3.2 Call for additional items

3.2.1 No additional items were raised.

3.3 Review of interests

3.3.1 The Board noted receipt of the *Memo on Commissioner Interests* dated 20 February 2025.
3.3.2 The Board noted the following amendments to existing interests:

- Judy Lawrence's interest as Chair of the Peer Review Panel for Multi-Hazards and Liquefaction Study has been extended to 30 March 2026.
- Andy Reisinger has a recently assessed interest where he has been contracted to mentor a senior analyst at Ministry for the Environment, and this contract has been amended to include the provision of coaching and support to a Ministry for the Environment staff member attending international meetings. Dr Reisinger has a previously declared interest for similar work.

3.3.3 The Board noted that Patsy Reddy, Devon McLean, Tanira Kingi, Judy Lawrence and Lisa Tumahai have interests that need to be declared or are in the process of being assessed.
3.3.4 The Board noted the permissions letter for Felicity Underhill dated 20 February 2025.
3.3.5 The Board noted no interests required management with regard to the meeting agenda.

Fran Lovell joined the meeting at 11.55am

3.4 Any other governance matters

3.4.1 The Board noted the attendance register.
3.4.2 The Board directed that the attendance register no longer needed to be tabled in the Board papers, but should be made available for the Board's reference.

3.5 Approve draft Board meeting minutes

3.5.1 The Board reviewed and confirmed the minutes from 17 December 2024 as a true and accurate record of the meeting.
3.5.2 The Board noted that the Deputy Chair presided over the 17 December 2024 meeting and would sign the approved minutes.

3.6 Actions Register (previously agenda item 3.7)

3.6.1 The Board noted the actions proposed for closure.
3.6.2 The Board noted the ongoing actions.
3.6.3 The Board agreed to the proposed closure of actions 486/2024 and 488/2024.

3.7 Letters for noting (previously agenda item 3.6)

3.7.1 The Board noted the letter from Hon Simon Watts (Minister of Climate Change) to the Chair, re: the Climate Change Response Act Technical Amendments dated 11 February 2025.
3.7.2 The General Manager, Delivery updated the Board on the expected next steps with regards to the Climate Change Response Act technical amendments.

Julia Fink joined the meeting at 12.06pm

Agenda item 4: Update from Risk, Audit, Safety and Health Committee

4.1 The Chair of the Risk, Audit, Safety and Health (RASH) Committee provided an update to the Board on the 24 February 2025 meeting of the committee, specifically noting key finance papers provided, and that some of the standing quarterly reports to the committee are to be reviewed as part of a wider refinement of reporting to the Board.
4.2 The Chair of the RASH Committee advised that Financial Year 2024/25 Financial Forecast (as at end of Q2) (Q2 forecast) had been endorsed and referred to the Board for approval.
4.3 The Board noted the Q2 forecast and gave approval for the Chief Executive to spend in accordance with the updated forecast.

Sophie Carroll joined the meeting at 12.11pm

Agenda item 5: Review 2024/25 Q2 Performance Report

5.1 The General Manager, Corporate Accountability and Operations, introduced the 2024/25 Q2 Performance Report, and drew the Board's attention to changes in how this information is presented.
5.2 The General Manager, Corporate Accountability and Operations, outlined the feedback that the RASH Committee gave on the framing of the appended *2024/25 Quarter 1 Financial Report year to date ended 31 December 2024*.
5.3 The Board noted the financial statements are the same as those provided in the Quarterly Finance Update paper presented to the RASH Committee at its 24 February 2025 meeting.
5.4 The Board reviewed the attached Quarterly Performance Report for Q2 2024/25.
5.5 The Board noted the feedback provided by the RASH Committee.
5.6 The Board delegated authority to the Chief Executive to approve the final Quarterly Performance Report for Q2 2024/25 and sign out the amendments suggested by the RASH Committee following the Board meeting.
5.7 The Board agreed to send the Quarterly Performance Report for Q2 2024/25, subject to incorporation of any RASH Committee's amendments, to the Ministry for the Environment in their role as the Commission's monitoring agency.

Sophie Carroll and Julia Fink left the meeting at 12.16pm
Robert Carr and Martin Dutton joined the meeting at 12.16pm

Agenda item 6: Statutory deliverables: update

6.1 The General Manager, Delivery, introduced the update on the statutory deliverables.
6.2 The Board noted and discussed the December and January Programme Dashboard reports and the Programme on a Page for the Statutory Deliverables Programme.

Martin Dutton, Robert Carr, Fran Lovell and Tammy Thompson left the meeting at 12.20pm
The meeting adjourned from 12.20pm - 12.55pm

Agenda item 7: Evolving the Board's ways of working

7.1 The Chair and the Chief Executive introduced the proposed evolution of the Board's ways of working.
7.2 The Board noted the Commission's organisational maturity and growing experience delivering most types of reports prescribed by the Climate Change Response Act 2002.
7.3 The Board discussed what the threshold is for judgements over which the Board wants to retain early visibility and decision-making power.
7.4 The Board agreed that the Board will hold regular quarterly meetings.
7.5 The Board agreed that regular quarterly meetings will be supplemented by an annual strategy meeting and an annual budget meeting and noted that there is provision to call for ad hoc meetings in the Crown Entities Act 2004.
7.6 The Board agreed to the proposed timetable, subject to confirmation with Board members.
7.7 The Board noted the previous establishment of one subcommittee (Risk, Audit, Safety and Health) and one formal advisory group (Te Pou Herenga).

7.8 The Board agreed to establish a new Analytical and Technical Assurance Committee as a subcommittee of the Board.

7.9 The Board noted that the Analytical and Technical Assurance Committee will report regularly to the Board.

7.10 The Board noted that all Board members may continue to attend any subcommittee meetings by choice, but only attendance by permanent members will be remunerated, unless a Board member is specifically requested to attend by the subcommittee Chair.

7.11 The Board discussed the memberships of the two subcommittees and the advisory group.

7.12 The Board noted that Commission staff would not be members in the Analytical and Technical Assurance committee.

7.13 The Board noted that Tanira Kingi would replace Steven Ratuva in the proposed membership of the Analytical and Technical Assurance committee.

7.14 The Board approved the memberships of the two subcommittees, as amended.

7.15 The Board noted that the Chair intends to reconfirm the membership of subcommittees and advisory groups at the first Board meeting of each calendar year.

7.16 The Board agreed to review the Analytical and Technical Assurance committee no later than 31 October 2025 (refer to action item 491/2025).

7.17 The Board gave feedback on the proposed purpose statement for Analytical and Technical Assurance committee and requested that this also cover providing assurance to the Board and advising the Chief Executive regarding the exercise of her new delegations (refer to paragraph 7.21).

7.18 The Board noted agreement in principle with the proposed purpose statement for Analytical and Technical Assurance committee, subject to the Board's feedback.

7.19 The Board requested the Chair of the Analytical and Technical Assurance committee, working with the Chief Science Advisor, to propose a Terms of Reference for the committee to the Board, and circulate by email for approval – no later than the Board meeting in April 2025 (refer to action item 492/2025).

7.20 The Board delegated the approval of project scope proposals to the Analytical and Technical Assurance subcommittee.

7.21 The Board delegated decisions on the analytical findings, recommendations, key messages, and the final content of reports to the Chief Executive, having regard to discussion by the Analytical and Technical Assurance subcommittee and provided they are aligned with an approved project scope proposal.

7.22 The Board noted that where draft analytical findings, recommendations, and/or key messages are not aligned with approved project scope proposals, these will be brought to the Analytical and Technical Assurance subcommittee.

7.23 The Board noted that the Commission's 2025 New Zealand Emissions Trading Scheme settings advice was already in progress.

7.24 The Board agreed that for the Commission's 2025 New Zealand Emissions Trading Scheme settings advice, decisions on findings, recommendations, and key messages will be made by the Chief Executive, having regard to discussion by the Analytical and Technical Assurance subcommittee.

7.25 The Board agreed that, in relation to section 5K requests, the roles of the Board and the Analytical and Technical Assurance subcommittee will be the same as for other reports prescribed by the Climate Change Response Act 2002.

7.26 The Board gave feedback on the suggested principles for Board visibility of other ad hoc advisory work the Commission undertakes.

7.27 The Board requested that the Chief Executive propose a process for Board visibility of other ad hoc advisory work the Commission undertakes at the Board meeting in April 2025, based on the principles set out in this paper and with the addition of a principle that considers strategic value and strategic risk (refer to action item 493/2025).

7.28 The Board noted that a review of the terms of reference for Te Pou Herenga is already due to be undertaken.

7.29 The Board noted the membership of the Pou Herenga might be included in the scheduled review of the terms of reference for the Pou Herenga.

7.30 The Board requested that the Board Chair and the Pou Herenga Chair bring a draft revised term of reference for Te Pou Herenga to the Board for consideration, following discussion with Pou Herenga members (refer to action item 494/2025).

7.31 The Board noted that moving to fewer Board meetings is an opportunity to refine the nature and purpose of secretariat Board reporting to support a more strategic focus.

7.32 The Board agreed to the proposed approach of operational reporting, as set out in the *Evolving ways of working* paper.

Agenda Item 8: General Business

8.1 No matters of general business were raised.

Gemma Lawson closed the meeting with a karakia.

The meeting finished at 2.19pm.

These minutes have been accepted as a true and accurate record by the Board of the Climate Change Commission.

Signed: ______________________ Date: 29/4/2025

Chair