



# Governance Structure

Terms of Reference and Delegations for Council,  
and Committees of Council

2025-2028 Triennium

Approved by the Council on 11/12/2025

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# Introduction

## Governance Structure

This document sets out the Governance Structure by which Hamilton City Council:

- carries out its governance functions; and
- formally delegates its powers and responsibilities.

The Governance Structure is developed in accordance with the provisions and requirements of the Local Government Act 2002.

The Governance Structure for Hamilton City Council is adopted at the beginning of each triennium. It sets out in full the delegations to the Committees, including:

### Common delegations

There are a number of common delegations from Council to the following committees of the whole: Finance and Assurance Committee, Growth and Economic Development Committee, City Delivery Committee and Community Committee. These common delegations are set out on page 9 and should be read in conjunction with the Terms of Reference for those committees.

### Specific delegations

There are specific delegations over and above the common delegations. These are set out for each Committee and Subcommittee from page 11.

### Role of Committees of the Whole

All committees of the whole identify and monitor outcomes, visions and performance indicators for the Council's Long-Term Plan within their area of responsibility. The responsibilities of each committee are set out in their Terms of Reference (delegations).

### Role of Subcommittees

Subcommittees will only have the powers, functions and duties specifically given to them by the Council of the standing committee to which they report.

The Governance Structure may be reviewed and amended as necessary throughout the triennium.

## The Role of the Mayor

Section 41A of the Local Government Act 2002 confers a number of powers and responsibilities to the Mayor. The Mayor may:

- Define and promote a vision for the advancement of Hamilton and the people of Hamilton, and to provide leadership to achieve that vision
- Lead the development of council plans, policies and budgets (including the Annual Plan and Long-Term Plan) for consideration by the Council
- Ensure effective engagement between the Council and the people of Hamilton
- Appoint the Deputy Mayor
- Establish committees of the governing body (Council) and appoint the chairperson and deputy chairperson for each of those committees

Section 41A (5) of the Local Government Act 2002 confers that a Mayor is a member of each committee of a territorial authority. As such the Mayor will be an ex officio member of all subcommittees.

## Ambiguity and Conflict

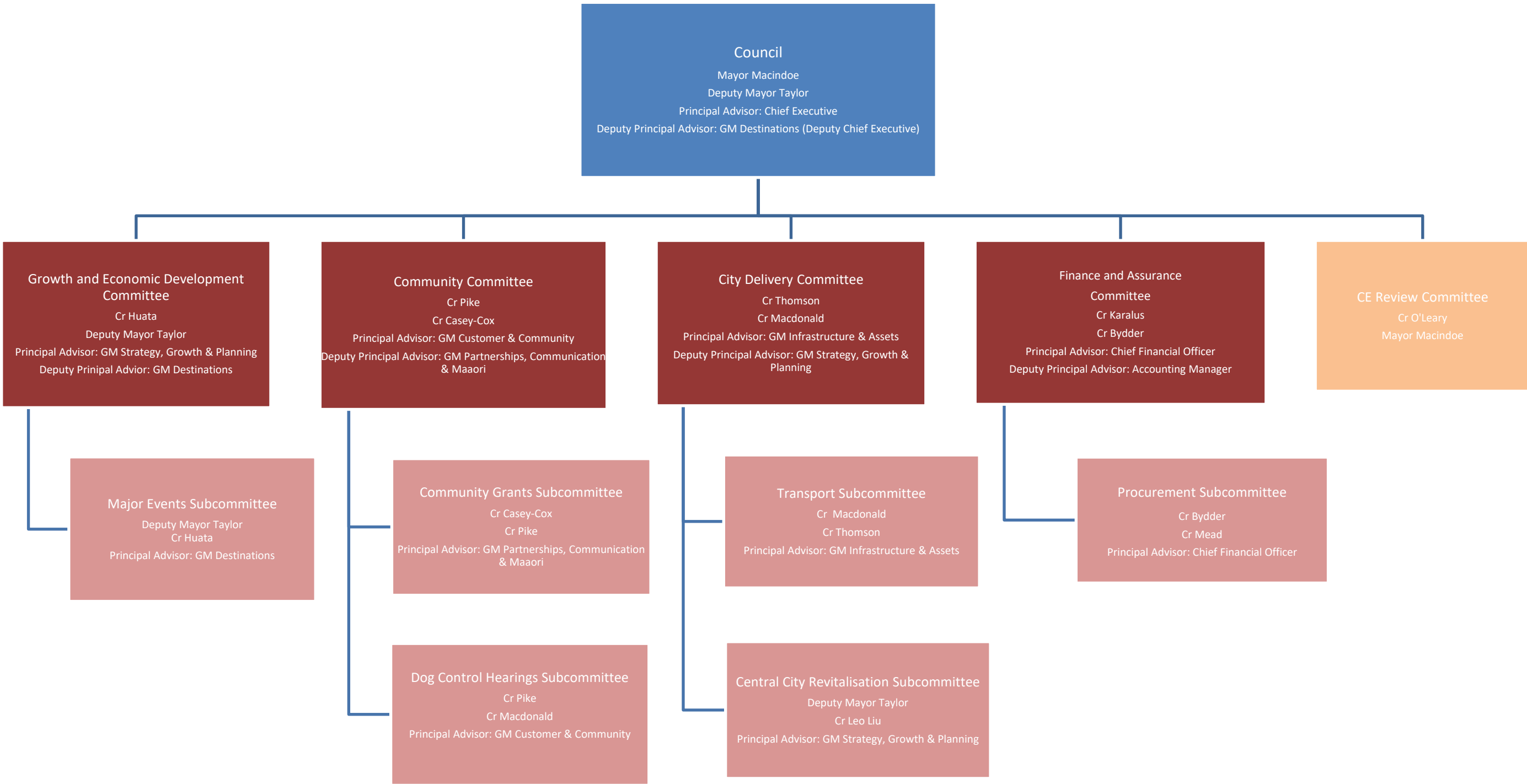
For clarity, matters that are not delegated by the Council to a committee or another subordinate decision-making body, or to the Chief Executive or other Council officer, are to be determined by the Council.

In the event of uncertainty or dispute as to which Committee is authorised to act in respect of a particular matter due to ambiguity or conflict between the provisions of the Terms of Reference, the Chief Executive will prepare a written report on the matter for Council's consideration. The decision of Council will be final and binding.

## Interpretation

References to legislation in this Governance Structure include its amendments, re-enactments and substitutions, as well as any regulations made under that legislation.

# Council and Committees



# Council

<b>Chairperson:</b>	Mayor Tim Macindoe
<b>Deputy Chairperson:</b>	Deputy Mayor Geoff Taylor
<b>Membership:</b>	The Mayor and all Councillors
<b>Meeting frequency:</b>	Monthly
<b>Quorum:</b>	A majority of members (including vacancies)

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## Purpose

The Council is responsible for:

1. Providing leadership to, and advocacy on behalf of, the people of Hamilton.
2. Ensuring that all functions and powers required of a local authority under legislation, and all decisions required by legislation to be made by local authority resolution, are carried out effectively and efficiently, either by the Council or through delegation.

## Terms of Reference

3. To exercise those powers and responsibilities which cannot legally be delegated by Council<sup>1</sup>:
  - a) The power to make a rate.
  - b) The power to make a bylaw.
  - c) The power to borrow money, or purchase or dispose of assets, other than in accordance with the Long-Term Plan.
  - d) The power to adopt a Long-Term Plan or Annual Plan, or Annual Report.
  - e) The power to appoint a Chief Executive.
  - f) The power to adopt policies required to be adopted and consulted on under the Local Government Act 2002 in association with the Long-Term Plan or developed for the purpose of the Council's Governance Statement.
  - g) The power to adopt a remuneration and employment policy.
  - h) The power to approve or change the District Plan, or any part of that Plan, in accordance with the Resource Management Act 1991.
  - i) The power to approve or amend the Council's Standing Orders.
  - j) The power to approve or amend the Code of Conduct for Elected Members.
  - k) The power to appoint and discharge members of committees.
  - l) The power to establish a joint committee with another local authority or other public body.
  - m) The power to make the final decision on a recommendation from the Parliamentary Ombudsman, where it is proposed that Council does not accept the recommendation.
  - n) The power to amend or replace the delegations in Council's *Delegations to Positions Policy*.

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<sup>1</sup> Clause 32, Schedule 7, Local Government Act 2002

4. To exercise the following powers and responsibilities of Council, which the Council chooses to retain:
- a) Resolutions required to be made by a local authority under the Local Electoral Act 2001, including the appointment of an electoral officer and reviewing representation arrangements.
  - b) Approval of any changes to Council's vision, and oversight of that vision by providing direction on strategic priorities and receiving regular reports on its overall achievement.
  - c) Approval of any changes to city boundaries under the Resource Management Act 1991.
  - d) Adoption of governance level strategies plans and policies which advance Council's vision and strategic goals.
  - e) Adoption of the Long-Term Infrastructure Strategy.
  - f) Approval of the Triennial Agreement.
  - g) Approval of the local governance statement required under the Local Government Act 2002.
  - h) Approval of a proposal to the Remuneration Authority for the remuneration of Elected Members.
  - i) Approval of any changes to the nature and delegations of the Committees.
  - j) Reporting from IAWAI – Flowing Waters and Shareholder Forum
  - k) Approval or otherwise of any proposal to establish, wind-up or dispose of any holding in, a Council Controlled Organisation (CCO), Council Controlled Trading Organisation (CCTO) or Council Organisation (CO).
  - l) Develop and monitor policy related to the appointment and remuneration of directors of Council Controlled Organisations (CCOs), Council Controlled Trading Organisations (CCTOs) and Council Organisations (Cos).
  - m) Appointments to, and removals from, CCO, CCTO and CO boards.
  - n) Approval of proposed major transactions or constitutional adjustments of CCOs, CCTOs and COs.
  - o) Approval of city boundary changes, including in respect of Strategic Boundary Land Use Agreements.
  - p) Approval of climate change implementation activities and emissions monitoring.
  - q) Appoint representation to relevant regional strategy groups as required.

#### **Oversight of Strategies, Plans and Reports:**

- Long-Term Plan
- Annual Plan
- Annual Report
- Shaping Hamilton Kirikiriroa Together
- Our Climate Future
- He Pou Manawa Ora
- Inclusive Hamilton (*Disability Action Plan, Rangatahi Action Plan, Age Friendly Plan*)
- Working Together

#### **Oversight of Policies and Bylaws:**

- Any Community Engagement Policies
- Appointment and Remunerations of Board Members of COs, CCOs and CCTOs Policy
- City Honours Policy
- Climate Change Policy



- Delegations to officers specific to the Resource Management Act 1991
- Delegations to Positions Policy
- Development Contributions Policy
- Disabilities Policy
- Elected Members Support and Allowances Policy
- Growth Funding Policy
- Significance and Engagement Policy

# Common Delegations of Committees

The following delegations from Council are common to the following Committees within their respective areas of responsibility:

- Growth and Economic Development Committee,
- Community Committee,
- City Delivery Committee, and
- Finance and Assurance Committee

## General Principle

1. The work of the Committees will be in accordance with the priorities and work programme agreed by the Council.
2. The Committees have the powers necessary to perform the Committees' responsibilities, in accordance with the approved Long-Term Plan and Annual Plan budgets. Subject to confirmation of compliance with the Council's Financial Strategy.
3. Committees (through their Chairs) must consult and reach agreement with other relevant Committees:
  - a) where there is an overlap or any uncertainty on responsibilities, and
  - b) where there is the potential for a significant impact through their decisions on another Committee's work.
4. Committees may make recommendations to the Council, other Committees and/or the Chief Executive.

These Committees will:

## Strategy, plans and policy

5. Develop and agree strategy, plans and policy for the purposes of consultation/engagement.
6. Approve new or amended strategies or plans within the committee's terms of reference.
7. Recommend to the Council new or amended policies for adoption/approval.
8. Implement, monitor and review strategy, plans and policy within the committee's terms of reference.
9. Monitor, implement (within the scope of the committee's Terms of Reference) and ensure decisions are consistent with the Strategies and Plans that have remained under the Council's responsibility.

## Bylaws

10. Develop and agree the statement of proposal for new or amended bylaws for consultation.
11. Recommend to the Council new or amended bylaws for adoption.

### **Consultation and engagement**

12. Ensure appropriate, effective, and transparent engagement with the community, tangata whenua, and other stakeholders.
13. Conduct any public engagement required on issues before the Committee, in accordance with Council's Significance and Engagement Policy.
14. Conduct hearings, where appropriate, to consider submissions from members of the public and external organisations, making determinations on such matters unless they are reserved for the Council to decide.

### **Submissions and legislation**

15. Approve submissions to external bodies/organisations on legislation and proposals that impact governance policy or matters. *Special Note: When time does not allow for this to happen the Chairs of the Committees as a group have the delegation to approve final submissions in consultation with Elected Members.*

### **Projects and programmes**

16. Monitor and oversee strategic projects and programmes.
17. Approve an increase in the budget level for a strategic project or programme provided that the overall budget for the relevant activity area is met, i.e. savings are found within the same activity area resulting in a financially neutral impact. Where this is not the case the Committee must recommend to the Finance and Assurance Committee that additional funding is approved (outside the Annual Plan or Long-Term Plan process).

### **Contracts**

18. Approve and monitor contracts and other legally binding arrangements provided that such contracts/arrangements:
  - a) Do not require the approval of the Council,
  - b) Fall within the budget approved under the Long-Term Plan or Annual Plan and have a value exceeding the Chief Executive's financial delegation.

### **Other**

19. Consider and make decisions which are within the Chief Executive's delegations, and which the Chief Executive has referred to the Committee for decision-making.
20. Consider and make decisions on operational matters that fall within a Committee's area of responsibility that are outside of delegations to the Chief Executive or other Council officers.
21. Commission new Committee reports and work required to respond to significant or compliance issues, or to complete the agreed programme of the Council.

# City Delivery Committee

<b>Reports to:</b>	The Council
<b>Chairperson:</b>	Cr Sarah Thomson
<b>Deputy Chairperson:</b>	Cr Mesh Macdonald
<b>Membership:</b>	The Mayor and all Councillors
<b>Meeting frequency:</b>	Approximately Six-weekly
<b>Quorum:</b>	A majority of members (including vacancies)

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## Purpose

The City Delivery Committee is responsible for:

1. Governance of the provision of core infrastructure, services and plans relating to transport corridor (including but not limited to roads, footpaths, public transport and cycleways), IAWAI – Flowing Waters (to 30 June 2026), stormwater and waste management, to meet the current and future needs of Hamilton and to enhance the wellbeing of its communities.
2. Guiding discussion and implementation of innovative core infrastructure and service provision solutions.
3. Assurance that all infrastructure networks and service provisions are legally compliant and operate within resource consent limits.
4. Monitoring and approving contracts relating to core transport infrastructure and provision of transport services.
5. Guiding and monitoring the provision of core infrastructure and services relating to transport (including but not limited to roads, public transport, walkways and cycleways), to meet the current and future needs of the city and to enhance the wellbeing of its communities.

<i>In addition to the common delegations on page 10, the City Delivery Committee is delegated the following Terms of Reference and powers:</i>
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## Terms of Reference:

6. Provide direction on strategic priorities for core infrastructure aligned to city development.
7. Develop and approve policy and bylaws and approve core-infrastructure related operational strategies and plans and monitor their implementation.
8. Monitor and approve contracts relating to core infrastructure and provision of services.
9. Guide discussion and implementation of innovative core infrastructure and service provision solutions.
10. Provide direction on facilitation of community and stakeholder involvement and discussion on core infrastructure and services provision and delivery.

11. Receive and consider presentations and reports from stakeholders, government departments, organisations and interest groups on core infrastructure and associated services and wellbeing issues and opportunities.
12. Provide direction regarding Council's involvement in regional alliances, plans, initiatives and forums for joint infrastructure and shared services (for example Regional Transport Committee).

**The Committee is delegated the following powers to act:**

- Approval of capital expenditure within the Long-Term Plan or Annual Plan that exceeds the Chief Executive's delegation, excluding expenditure which:
  - a) contravenes the Council's Financial Strategy; or
  - b) significantly alters any level of service outlined in the applicable Long-Term Plan or Annual Plan; or
  - c) impacts Council policy or practice, in which case the delegation is recommendatory only and the Committee may make a recommendation to the Council for approval.
- Approval of any proposal to stop any road (excludes temporary road closures), including hearing and considering any written objections on such matters.
- Approval of purchase or disposal of land for core infrastructure for works and other purposes within this Committee's area of responsibility that exceed the Chief Executives delegation and is in accordance with the Annual Plan or Long-Term Plan.
- Approval of transport strategy and oversight on transport implementation activities.
- Approval and oversight on waste management and waste minimisation implementation activities.
- Approval and oversight on drinking water and wastewater implementation activity (until 30 June 2026), and associated policies and bylaws.
- Approval of matters determined by the Committee within its Terms of Reference.

**The Committee is delegated the following recommendatory powers:**

- Approval of additional borrowing to the Finance and Assurance Committee outside of the Long-Term Plan or Annual Plan.
- The Committee may make recommendations to the Council and other Committees.

**Oversight of Strategies and Plans:**

- *Access Hamilton*
- *Waste Management and Minimisation Plan*
- *Speed Management Plan*
- *Hamilton Biking Plan 2015-45*

**Oversight of Policies and Bylaws:**

- *Arts in Infrastructure Policy*
- *Dangerous and Insanitary Buildings Policy*

- *Streetscapes and Gateways Policy*
- *Stormwater Bylaw*
- *Trade Waste and Wastewater Bylaw*
- *Three Waters Connections Policy*
- *Waste Management and Minimisation Bylaw*
- *Water Supply Bylaw*

# Transport Subcommittee

**Reports to:** The City Delivery Committee

**Chairperson:** Cr Mesh Macdonald

**Deputy Chairperson:** Cr Sarah Thomson

**Membership:** Deputy Mayor Geoff Taylor  
Cr Andrew Bydder  
Cr Graeme Mead  
Cr Sue Moroney  
Cr Angela O’Leary

**Meeting frequency:** Approximately Two Monthly

**Quorum:** Four Members

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## **Purpose:**

The Transport Subcommittee is responsible for:

1. The execution of Council’s transport infrastructure and operational plans.
2. Conducting fair, transparent, and effective hearings, making well-reasoned decisions on objections to the Traffic Bylaw, Speed Limits, and significant temporary road closures that cannot follow standard approval processes. The subcommittee ensures community concerns are heard and decisions comply with legislation, procedural fairness, and the public interest.
3. Facilitating community and stakeholder engagement on transport infrastructure and service delivery, ensuring feedback is effectively captured and reported to the City Delivery Committee to inform strategic decision-making.
4. Recommending to the City Delivery Committee the implementation of innovative transport core infrastructure and service provisions solutions endorsed by this subcommittee
5. Ensuring that all transport infrastructure networks and service provisions are legally compliant and operate within resource consent limits.

## **Terms of Reference:**

6. Provide direction on core transport infrastructure and services aligned to city development and oversight of operational projects and services associated with those activities.
  7. Develop and approve transport policy, bylaws, and plans.
  8. Approve core transport infrastructure and services-related operational plans and monitor their implementation.
  9. Hear and determine any statutory or regulatory hearings under relevant legislation unless otherwise delegated by Council.
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10. Consider and determine traffic, speed limit and parking related matters, including those detailed in the Traffic Bylaw and Speed Management Plan, and hearing any submissions relating to those proposed changes.
11. Hear and determine matters arising under current transport bylaws and policies, including applications for dispensation from compliance with the requirements of these bylaws or policies, unless such matters are otherwise delegated by Council.
12. Consider and determine matters related to road naming proposals.

**The Subcommittee is delegated the following powers to act:**

- Approval of matters determined by the sub-Committee within its Terms of Reference.

**The Subcommittee is delegated the following recommendatory powers:**

- The Subcommittee may make recommendations to the City Delivery Committee.

**Oversight of Policies and Bylaws:**

- *Parking Policy*
- *Traffic Bylaw*



# Central City Revitalisation Subcommittee

**Reports to:** The City Delivery Committee

**Chairperson:** Deputy Mayor Geoff Taylor

**Deputy Chairperson:** Cr Leo Liu

**Membership:** Cr Graeme Mead  
Cr Robbie Neha  
Cr Angela O’Leary  
Cr Jamie Strange  
Cr Sarah Thomson

**Meeting frequency:** Approximately Seven-weekly

**Quorum:** Four Members

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## **Purpose:**

The Central City Revitalisation Subcommittee is responsible for:

1. Governance of Hamilton’s Central City and related investment development opportunities consistent with Council’s vision
2. Enhancing Hamilton’s economic position by actively promoting the Hamilton Central City area.
3. Providing recommendations and advice to the City Delivery Committee on matters in relation to the central city and river precinct on governance matters including strategic initiatives, plans, projects.
4. Providing clarity and giving direction over the direction to the Hamilton City River Plan, and potential development that may increase the central city vibrancy and have an impact on the central city and river precinct.

## **Terms of Reference:**

5. Promote safety, investment and business attraction opportunities for Hamilton Central City area.
  6. Monitor the Infrastructure Asset Funded (IAF) Hamilton City Central City revitalisation programme and actively work with the business community to minimise disruption.
  7. Provide direction on strategic priorities, resource allocation for the Central City programme, ensuring council business units are well coordinated, including initiatives aligned with broader city development goals and oversight of related operational projects and services.
  8. Develop and recommend policy, consider priorities, approve associated operational strategies and monitor progress for central city and BID(s).
  9. Receive presentations, and reports from central city stakeholders, government departments, organisations and interest groups on central city related matters, including infrastructure, associated services and wellbeing issues and opportunities.
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10. Receive programme updates from Hamilton City Business Association (HCBA) in line with their Service Level Agreement.
11. Recommend funding levels for service contracts within Business Improvement District(s), and any others, subject to funding approval by the Council through the Long-Term Plan process and approve said contracts with relevant third parties.

**The Subcommittee is delegated the following recommendatory powers:**

- The Subcommittee may make recommendations to the Committees.

**Recommendatory Oversight of Policies and Plans:**

- *Business Improvement District (BID) Policy*
- *Central City Transformation Plan*
- *Hamilton City River Plan*

# Growth and Economic Development Committee

Reports to:	The Council
Chairperson:	Cr Maria Huata
Deputy Chairperson:	Deputy Mayor Geoff Taylor
Membership:	The Mayor and all Councillors
Meeting frequency:	Approximately Six-weekly
Quorum:	A majority of members (including vacancies)

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## Purpose

The Growth and Economic Development Committee is responsible for:

1. Leading the implementation of sustainable urban growth policies for Hamilton by overseeing strategic land-use planning, boundary alignment, and deployment of planning, funding and financial models that support long-term infrastructure development.
2. Driving collaboration with neighbouring councils, iwi, private sector, and central government to meet Hamilton's growth ambitions.
3. Providing Governance guidance and vision to staff in reviewing appropriate amendments to the Hamilton City Operative District Plan 2017.
4. Providing governance oversight of Hamilton's Economic Agenda and investment development opportunities aligned with Council's vision for the city and aimed at enhancing community wellbeing.

*In addition to the common delegations on page 10, the Growth and Economic Development Committee is delegated the following Terms of Reference and powers:*

## Terms of Reference:

5. Monitor and provide advice on the overall development and implementation of urban growth and development strategies, strategic land use, and spatial plans (e.g. Hamilton to Auckland Corridor and Hamilton-Waikato Metropolitan Spatial Plan), and long-term network infrastructure planning in line with national policy requirements.
6. Provide direction and monitor Council's approach to the levying and use of rates for growth, as well as development contributions.
7. Provide direction on and assess proposals for seeking alternative funding models, such as special purpose vehicles and infrastructure funding and financing.
8. Provide direction on strategic priorities for network infrastructure aligned to city development, and oversight of strategic projects associated with those activities.
9. Assess proposals for Private Developer Agreements that exceed the Chief Executive's delegations for Unfunded Growth Projects<sup>1</sup> and, if appropriate for Unfunded Growth Projects<sup>1</sup>, to recommend such agreements to the Council for approval.

10. Provide direction regarding Council's involvement in and with Urban Development Authorities, regional alliances, plans, initiatives, and forums for spatial planning (for example, Future Proof, strategic boundary land use agreements and joint council growth related discussions).
11. Consider the impacts of land use and urban development on the environment.
12. Provide clear direction on Council's strategic priorities to organisations and groups, for which Council facilitates funding, aligned with these Terms of Reference, and to oversee those funding arrangements and receive their strategic and business plans and annual performance reports.
13. Provide and approve broad strategic direction to inform and guide the development of the District Plan amendments programme of work.
14. Prepare and approve a draft set of District Plan amendments for the purpose of obtaining initial feedback and comment from the community, stakeholder, and tangata whenua groups.
15. Recommend any proposed District Plan amendments to the Council for adoption and release for formal notification.
16. Monitor the progress of the District Plan amendments programme of work.
17. Promote investment and business attraction opportunities for Hamilton and the greater Waikato region.
18. Provide advice on strategic initiatives, plans, projects and potential property developments that have a material impact upon the Hamilton economy.
19. Provide guidance on strategic initiatives, plans, and projects that are focused on the Visitor industry.
20. Provide clear direction on Council Sister and Friendship City relationships.
21. Develop policy, approve and monitor implementation of plans and strategies in relation to the performance of Council's investments in the Municipal Endowment Fund and strategic property.
22. Support and assist with efforts for external partnerships on Council projects that will provide economic development opportunities for Hamilton and the region.

**The Committee is delegated the following powers to act:**

- Approval of purchase or disposal of land for network infrastructure, or parks and reserves for works and other purposes within this Committee's area of responsibility that exceeds the Chief Executive's delegation and is in accordance with the Annual Plan or Long-Term Plan.
- Approval of matters determined by the Committee within its Terms of Reference.
- Approval of acquisition or sale or lease of properties owned by the Council or owned by the Municipal Endowment Fund consistent with the Municipal Endowment Fund Investment Policy, for any endowment properties. Note that if the Mayor or Chair consider that a final decision is more appropriately made by the Council due to its significance, they may direct that and decision remains recommendatory, requiring ratification by the Council.

**The Committee is delegated the following recommendatory powers:**

- Approval of additional borrowing to the Finance and Assurance Committee outside of the Long-Term Plan and Annual Plan.

- Approval of city boundary changes to the Council, including in respect of Strategic Boundary Land Use Agreements
- The Committee may make recommendations to the Council and other Committees.

#### **Oversight of Strategies and Plans:**

- *Hamilton Urban Growth Strategy*
- *Housing Strategy*
- *Economic Development Agenda*
- *Business Improvement District (BID) Policy*
- *Central City Transformation Plan*
- *Hamilton City River Plan*

#### **Oversight of Policies and Bylaws:**

- Sale and Disposal of Council Land Policy
- Freeholding of Council Endowment Land Policy
- Municipal Endowment Fund Policy
- International Relations Policy

<sup>1</sup> Unfunded Growth Projects are defined in the Growth Funding Policy as:

- a) Not funded projects
- b) Funded projects but which are proposed to commence earlier than the sequencing and timing established in the Long-Term Plan; and/or
- c) Funded projects but which are now proposed to occur beyond the scale, scope and cost prescribed or anticipated for those projects in the Long-Term Plan.

# Major Events Subcommittee

**Reports to:** The Growth and Economic Development Committee

**Chairperson:** Deputy Mayor Taylor

**Deputy Chairperson:** Cr Maria Huata

**Membership:** Cr Graeme Mead  
Cr Jamie Strange  
Cr Sarah Thomson

**Meeting frequency:** As required

**Quorum:** Three Members

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## **Purpose:**

The Major Events Subcommittee is responsible for:

1. Approving funding sponsorship decisions for Major Events.

## **Terms of Reference:**

2. Approval of major city event decisions including major event sponsorship, in line with the Event Sponsorship Policy (excluding matters regarding local community-based events).
3. Receive reports on the progress and performance of major city events.
4. Approve annual Event Sponsorship funding applications and monitor any grants made to external organisations under the terms of the Event Sponsorship Policy.
5. Review and monitor the implementation of Council's Event Sponsorship Policy.

## **The Subcommittee is delegated the following powers to act:**

- The Subcommittee has decision-making powers for events sponsorship approvals.
- Approval of event sponsorship applications in accordance with the Event Sponsorship Policy.

## **The Subcommittee is delegated the following recommendatory powers:**

- The Subcommittee may make recommendations to the Growth and Economic Development Committee.

## **Recommendatory Oversight of Policies and Bylaws:**

- *Event Sponsorship Policy*

# Finance and Assurance Committee

Reports to:	The Council
Chairperson:	Cr Rachel Karalus
Deputy Chairperson:	Cr Andrew Bydder
Membership:	The Mayor and all Councillors One external skills-based appointee
Meeting frequency:	No less than Quarterly
Quorum:	A majority of members (including vacancies)

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## Purpose:

The Finance and Assurance Committee is responsible for:

1. Monitoring Council's current financial strategy, revenue generation and financial performance against the Long-Term Plan and Annual Plan.
2. Provide recommendations to the Council on financial matters outside its authority.
3. Providing objective advice and recommendations to the Council on the adequacy and functioning of the Council's risk management and assurance framework and external reporting.

<i>In addition to the common delegations on page 10, the Finance and Assurance Committee is delegated the following Terms of Reference and powers:</i>
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## Terms of Reference:

### *Financial Management*

4. Oversee the development and implementation of Council's financial strategy within the development of each Long-Term Plan.
5. Review Council's financial performance, including capital expenditure, and monitor progress against the financial strategy, Long-Term Plan, and Annual Plans, with consideration of impacts on service levels and ratepayer value.
6. Maintain oversight of Council's credit rating and borrowing capacity, ensuring these remain consistent with the Financial Strategy and support long-term sustainability.
7. Maintain oversight of Council Controlled Organisations (CCOs), including reviewing Statements of Intent, Annual Plans, and Annual Reports, and ensuring that LGFA-related arrangements and borrowing practices align with Council's Financial Strategy and statutory requirements.
8. Direction to Council's CCOs, CCTOs and COs on the Council's expectations, including approval of the letters of expectation and feedback on draft statements of intent.
9. Monitor the performance of Hamilton and Waikato Tourism as a subsidiary of a CCO through their Service Level Agreement.

10. Receives recommendations from the Procurement Subcommittee concerning procurement and contracting practices.
11. Ensures compliance with Council's financial strategy, procurement policies, and approved plans.
12. Review Council's compliance with legislated financial benchmarks and performance standards set by central government in legislation or otherwise.

#### *Risk and Resilience*

13. Review the effectiveness of the risk control environment established by management to safeguard Council's financial and non-financial assets, including the adequacy and appropriateness of insurance policies in place and management's actions to mitigate risks and report six-monthly to the Council.
14. Review Council's strategic and organisational risk register and monitor existing controls and treatment actions.
15. Oversight of risk management and assurance across Council's health, safety and wellbeing and resilience (cybersecurity, protective security, business continuity, crisis, emergency, incident) management programmes.

#### *Internal Audit*

16. Agree and oversee the annual internal audit programme with the Chief Executive, ensuring alignment to significant risks, effective delivery, independence, adequate resourcing, and timely implementation of recommendations.

#### *External Audit*

17. Engage with Council's external auditors to agree on the proposed terms and arrangements for the external audit programme, recommend these to Council, review the effectiveness of the Annual Plan and Long-Term Plan audits, and assess management's response to audit reports, including the implementation of external audit recommendations on internal accounting controls and other matters

#### *Statutory Reporting*

18. Review and monitor the integrity of the interim and annual report, focusing particularly on:
  - a) compliance with, and the appropriate application of, relevant accounting policies, practices and accounting standards
  - b) compliance with applicable legal requirements relevant to statutory reporting
  - c) the consistency of application of accounting policies as well as changes to accounting policies and practices that may affect the way that accounts are presented
  - d) any decisions involving significant judgment, estimation or uncertainty
  - e) the extent to which financial statements are affected by any unusual transactions and the manner in which these are disclosed
  - f) the disclosure of contingent liabilities and contingent assets
  - g) the clarity of disclosures generally
  - h) the basis for the adoption of the going concern assumption
  - i) significant adjustments resulting from the audit

#### *Other Matters*

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19. Review the effectiveness of the systems for monitoring the Council's compliance legislation, regulation, policy and guidelines.
20. Engage with internal and external auditors on any specific one-off audit assignments.
21. Reviewing the effectiveness of the following aspects of governance, risk and resilience management and internal control:
  - a) Risk and resilience management (including topics such as cyber security, business continuity, and civil defence and emergency management)
  - b) Internal and external audit and assurance
  - c) Health, safety and wellbeing
  - d) Integrity and investigations
  - e) Monitoring of compliance with laws and regulations
22. Monitor the performance of Hamilton's civil defence and emergency management response against Council's requirements under the Civil Defence Emergency Management Act 2002 including:
  - a) implementation of Government requirements
  - b) contractual service delivery arrangements with the Waikato Regional Group Emergency Management Office

**The Committee is delegated the following powers to act:**

- Approval of operating expenditure within the Long-Term Plan or Annual Plan that exceeds the Chief Executive's delegation, excluding expenditure that:
  - i. contravenes the Council's Financial Strategy; or
  - ii. significantly alters any level of service outlined in the applicable Long-Term Plan or Annual Plan; or
  - iii. impacts Council policy or practice, in which case the delegation is recommendatory only and the Committee may make a recommendation to the Council for approval.
- Approval of contractual and other arrangements for supply and services, and revenue generating contracts, which:
  - i. exceed the Chief Executive's delegations, but
  - ii. exclude contracts or arrangements that are reserved for the Council or another Committee's approval.
- Approval to write-off outstanding accounts that exceeds the Chief Executive's delegation.
- Approval of matters determined by the Committee within its Terms of Reference.

**The Committee is delegated the following recommendatory powers:**

- To set the direction of Council's Financial Strategy.
- Approval or otherwise of any proposal to establish, wind-up or dispose of any holding in a Council Controlled Organisation (CCO), Council Controlled Trading Organisation (CCTO) or Council Organisation (CO).

- The Committee may make recommendations to the Council and other Committees.

**Oversight of Strategies:**

- *Financial Strategy*

**Oversight of Policies and Bylaws:**

- *Funding Needs Analysis Policy*
- *Investment and Liability Management Policy*
- *Rates Remissions and Postponements Policy*
- *Rating Policy*
- *Revenue and Financing Policy*
- *Risk Management Policy*
- *Fraud and Corruption Management Policy*
- *Protected Disclosure Management Policy*
- *Conflict of Interest Management Policy*
- *Sensitive Expenditure Management Policy*

**Special Notes:**

- *Internal Auditor(s) are required to attend all meetings but are not members and have no voting rights.*
- *The Chief Executive and the Principal Advisor shall be responsible for drawing to the committee's immediate attention any material matter that relates to the financial condition of Council, any material breakdown in internal controls, and any material event of fraud, corruption or malpractice.*

# Procurement Subcommittee

**Reports to:** The Finance and Assurance Committee

**Chairperson:** Cr Andrew Bydder

**Deputy Chairperson:** Cr Graeme Mead

**Membership:** Deputy Mayor Taylor  
Cr Rachel Karalus  
Cr Sue Moroney  
Cr Emma Pike

**Meeting frequency:** Two-monthly

**Quorum:** Three members

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## **Purpose:**

The Procurement Subcommittee is responsible for:

1. Providing governance oversight of Council's procurement framework, ensuring principles, practices and outcomes support transparency, optimal value for money, and minimise costs whilst aligning with Council's strategic objectives.

## **Terms of Reference:**

2. Review and provide assurance that Council's procurement policies and processes reflect best practice and innovation, to enable effective delivery of value for money and achieve cost savings.
3. Review the proposed approach and options for significant procurement processes, providing recommendations that support Council's procurement maturity improvement initiatives, promoting efficiency, innovation, and best practice within procurement considering strategic alignment, value for money, cost savings, risk, and public interest.

## **The subcommittee is delegated the following recommendatory powers:**

- The subcommittee may make recommendations to the Finance and Assurance Committee.

# Community Committee

<b>Reports to:</b>	The Council
<b>Chairperson:</b>	Cr Emma Pike
<b>Deputy Chairperson:</b>	Cr Anna Casey-Cox
<b>Membership:</b>	The Mayor and all Councillors
<b>Meeting frequency:</b>	Approximately Six-weekly
<b>Quorum:</b>	A majority of members (including vacancies)

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## Purpose

The Community Committee is responsible for:

1. Guiding and monitoring the provision of strategic social infrastructure and services to meet the current and future needs of the city and the enhanced wellbeing of its communities.
2. Governance of recreational, community facilities, and amenities.
3. Facilitating community and stakeholder involvement and discussion on community infrastructure, community safety, and community wellbeing matters.
4. The execution of Council's infrastructure and plans and strategies across community asset classes.
5. Funding to enhance the wellbeing of the city and its community.
6. Governance of strategies, policies and plans relating to the wellbeing, protection, enhancement, and sustainability of Hamilton's natural environment as identified in these terms of reference.

<i>In addition to the common delegations on page 10, the Community Committee is delegated the following Terms of Reference and powers:</i>
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## Terms of Reference:

7. Provide direction on strategic priorities for community infrastructure aligned to city's overall development and oversight of strategic projects associated with those activities.
  8. Receive and consider presentations and reports from stakeholders, government departments, organisations, and interest groups on community development and wellbeing issues and opportunities.
  9. Monitor Hamilton's social demographics and social climate to assess current and future impacts on the Council and Hamilton communities.
  10. To receive reports on the progress and performance of the City Investment Programme including the status of external funding applications.
  11. Determine the funding priorities for the Community Grants Subcommittee, in line with the Community Grants Policy, Long-Term Plan and Annual Plan.
  12. Coordinate and make decisions on proposals for the distribution of Council funding and funding provided to Council for public art, recreational and community facilities, and amenities.
-

13. Develop policy, approve, and monitor implementation of plans and strategies in relation to the performance of Council's investments in the Domain Endowment Fund Policy and strategic property.
14. Develop policy, approve strategies and plans for the sustainable use of Hamilton's natural resources, and to monitor their implementation as identified in these terms of reference.
15. Develop policy, approve strategies and plans for Council's corporate environmental sustainability, and to monitor their implementation.
16. Develop policy, approve strategies and plans for Council's biodiversity, and to monitor their implementation.
17. Develop and approve policy and plans for community-based events, and to monitor their implementation.
18. Facilitate community and stakeholder involvement and discussion on community infrastructure, community safety, arts and community wellbeing matters.
19. Develop policy, approve, and monitor implementation of plans and strategies in relation to homelessness and housing affordability.

**The Committee is delegated the following powers to act:**

- Approval of Reserve Management Plans.
- Performing the Council's functions, powers, and duties (excluding those matters reserved to the Council by law, by resolution of the Council or as otherwise delegated by Council) under the Burial and Cremation Act 1964 and the Reserves Act 1977.
- Approval of purchase or disposal of land for parks and reserves required for designated works or other purposes within the Committee's area of responsibility which exceeds the Chief Executive's delegations and is in accordance with the Annual Plan or Long-Term Plan.
- Approval of applications for Council projects suitable for funding through contestable and philanthropic sources.
- Approval of funding for recreational and community facilities and amenities in accordance with the Long-Term Plan.
- Approval of public art proposals put forward by the community and/or Council in accordance with the Public Art Development Process and approved budget.
- Approval of the Heritage Fund grant allocation in line with the Heritage Plan.
- Approval of matters determined by the Committee within its Terms of Reference.
- Approval of acquisition or sale or lease of properties owned by the Domain Endowment Fund consistent with the Domain Endowment Fund Policy, for any endowment properties. Note that if the Mayor and Chair consider that a final decision is more appropriately made by the Council due to its significance, they may direct that and the decision remains recommendatory, requiring ratification by the Council.
- Approval of Domain Endowment Fund.

The Committee is delegated the following recommendatory powers:

- The Committee may make recommendations to the Council and other Committees.

**Oversight of Strategies and Plans:**

- *He Rautaki Whakawhanake Hapori - Community and Social Development Strategy*
- *Nature in the City Strategy*
- *Open Spaces Strategy*
- *Play Strategy*
- *City Libraries Strategy*
- *Welcoming Communities Plan – Te Waharoa ki ngaa Hapori*
- *Age Friendly Plan*
- *Aquatics Strategy*
- *Rangatahi Action Plan*
- *Disability Policy Action Plan*

**Oversight of Policies and Bylaws:**

- *Alcohol Control Bylaw*
- *Alcohol Fees Bylaw*
- *Animal Nuisance Bylaw*
- *Citizens Initiated Referenda Policy*
- *Class 4 Gambling Venue Policy*
- *Cemeteries and Crematorium Bylaw*
- *Community Occupancy Policy*
- *Cemeteries and Crematorium Bylaw*
- *Dog Control Policy and Bylaw*
- *Domain Endowment Fund Policy*
- *Events Policy*
- *External Funding Policy*
- *Monuments and Memorial Art Policy*
- *Naming of Roads, Open Spaces and Council Facilities Policy*
- *Open Space Provision Policy*
- *Parks, Domains and Reserves Bylaw*
- *Permanent Public Art Policy*
- *Local Alcohol Policy (if developed)*
- *Prostitution Bylaw*
- *Psychoactive Substances Policy*
- *Public Places Bylaw*

- *Safety in Public Places Bylaw*
- *Trading in Public Places Policy*
- Smokefree and Vapefree Outdoor Areas Policy
- TAB Board Venue Policy
- Tree Policy

# Community Grants Subcommittee

**Reports to:** The Community Committee

**Chairperson:** Cr Anna Casey-Cox

**Deputy Chairperson:** Cr Emma Pike

**Membership:** Cr Rachel Karalus  
Cr Robbie Neha  
Cr Jamie Strange

**Meeting frequency:** As required

**Quorum:** Three Members

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## **Purpose:**

The Community Grants Subcommittee is responsible for:

1. Governance of community grants to enhance the wellbeing of the city and of its communities.
2. Facilitating community and stakeholder involvement and discussion on community grants.

## **Terms of Reference:**

3. Approval of the allocation of the following Community grants in line with the Community Grants Policy, in particular:
  - Community Partnership Agreement
  - Community Services Grant
  - Development Contribution grants for small-scale community development.

## **The Subcommittee is delegated the following powers to act:**

- The Subcommittee has decision-making powers for the Community Partnership Agreement and Community Services Grant
- The Subcommittee has decision-making powers to consider and approve Development Contribution grants for small-scale community development.

## **The Subcommittee is delegated the following recommendatory powers:**

- The Subcommittee may make recommendations to the Community Committee.

## **Recommendatory Oversight of Policies and Bylaws:**

- *Community Grants Policy*



# Dog Control Hearings Subcommittee

**Reports to:** The Community Committee

**Chairperson:** Cr Emma Pike

**Deputy Chair:** Cr Mesh Macdonald

**Membership:** Cr Anna Casey-Cox  
Cr Leo Liu  
Cr Robbie Neha

**Meeting frequency:** As required

**Quorum:** Three members

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## Purpose

The Dog Control Hearings Subcommittee is responsible for:

1. Conducting fair and effective hearings and make determinations on objections under the Dog Control Act 1996.

<i>The Dog Control Hearings Subcommittee is delegated the following Terms of Reference and powers:</i>
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## Terms of Reference:

2. Hear and determine any objections under the Dog Control Act 1996.

## The Subcommittee is delegated the following powers to act:

- The Subcommittee has decision-making powers to Hear and determine any objections under the Dog Control Act 1996.

## The Subcommittee is delegated the following recommendatory powers:

- The Subcommittee may make recommendations to the Community Committee.

# Chief Executive Review Committee

<b>Reports to:</b>	The Council
<b>Chairperson:</b>	Cr Angela O’Leary
<b>Deputy Chairperson:</b>	Mayor Tim Macindoe
<b>Membership:</b>	Deputy Mayor Geoff Taylor Cr Maria Huata Cr Rachel Karalus
<b>Meeting frequency:</b>	As required
<b>Quorum:</b>	Three members

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## **Purpose and Terms of Reference:**

The Chief Executive Review Committee is responsible for:

1. Reviewing the Chief Executive’s performance and making recommendations to the Council about all matters relating to the employment of the Chief Executive and the Chief Executive’s employment agreement.

## **The Committee is delegated the following recommendatory powers:**

- The Committee has no decision-making powers.
- The Committee must make recommendations to the Council on all matters relating to the employment of the Chief Executive, including performance measures and remuneration.

## **Special Notes:**

- The Committee may request expert advice through the Governance Lead when necessary.

# Independent Hearings Commissioners' Panel

<b>Reports to:</b>	The Council
<b>Chairperson:</b>	As appropriate
<b>Membership -</b>	with up to three sitting at any one time (including the Chairperson, if required):  Alan Matheson Alistair Black Amy Robinson Barry Mosley Chris Dawson Dave Moule David Hill David McMahon Eileen von Dadelszen Gina Sweetman Heike Lutz Helen Atkins Ian Munro John Olliver Judith Makinson Karyn Kurzeja Ken Fletcher Mark Tamura Nicholas Manukau Richard Knott Robert Schofield Sarah Stevenson Siani Walker Simon Berry Vanessa Hamm Vicki Morrison-Shaw William (Bill) Wasley; and any Hamilton City Councillor who is a Ministry for the Environment accredited RMA Commissioner.
<b>Meeting frequency:</b>	As required

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## Purpose:

1. To undertake certain hearings under the Resource Management Act 1991 ('RMA'), unless otherwise reserved by full Council.

<i>The Independent Hearings Commissioners' Panel is delegated the following Terms of Reference and powers:</i>
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## Terms of Reference:

2. The power to hear and decide any of the following RMA matters:
    - a) application for a resource consent or change to conditions of resource consent;
-

- b) notice of objection;
  - c) notice of requirement to designate land and alter a designation; for a heritage order and alteration to a heritage order; or
  - d) to hear submissions and decide on Plan Changes and Reviews of the Operative Hamilton City District Plan under Schedule 1 to the Resource Management Act 1991 where Council resolves to not hear and decide on those matters.
3. The power to exercise all procedural powers under the RMA relevant to the matter to be heard from the date selection being confirmed by the General Manager Growth until the date the final decision is delivered by the hearings commissioner(s).
  4. The power to select a hearings chairperson; and give the chairperson, if one is selected, a casting vote.

**Special Notes:**

- The General Manager Strategy, Growth and Planning is delegated authority to select the Hearings Commissioner/s from the appointed list to hear and decide RMA matters within the Terms of Reference.
- The Commissioners' decisions are reported to Council for information and District Plan effectiveness monitoring.

# District Licensing Committee

<b>Reports to:</b>	The Council
<b>Chairperson:</b>	External appointee – Truc Tran
<b>Membership:</b>	Philip Connell (Alternate Commissioner) Cr Angela O’Leary Dr Patsi Davies Deirdre Hilditch Chrissy Hodgkinson Dr Brett McEwan Roger Mathews Ewan Wilson

*Noting that Section 192 of the Sale and Supply of Alcohol Act 2012 provides that a person may be appointed to the list of approved District Licensing Committee members for a period of up to five years and may be approved for any one or more further periods of up to five years. As such, appointments to this committee will be made by the Council from time to time.*

<b>Meeting frequency:</b>	As required
<b>Quorum:</b>	Three members (with the exception of uncontested applications, which can be considered by the Commissioner/Chairperson acting alone).

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## Purpose

1. To administer the Council’s alcohol licensing framework as determined by the Sale and Supply of Alcohol Act 2012 (‘the Act’).

## Terms of Reference:

2. Consider and determine applications for licences and manager’s certificates
  3. Consider and determine applications for renewal of licences and manager’s certificates
  4. Consider and determine applications for temporary authority to carry on the sale and supply of alcohol in accordance with certain requirements
  5. Consider and determine applications for the variation, suspension, or cancellation of special licences
  6. Consider and determine applications for the variation of licences (other than special licences)
  7. With the leave of the chairperson of the Alcohol Regulatory and Licensing Authority (‘the licensing authority’), refer applications to the licensing authority
  8. Conduct inquiries and to make reports as may be required of it by the licensing authority
  9. Other functions conferred on the District Licensing Committee by the Act or other legislation
-

**The Committee is delegated the following powers to act:**

- To make decisions on applications and renewals for licences and manager's certificates in accordance with its terms of reference, the Act and other relevant legislation

**The Committee is delegated the following delegatory powers:**

- This Committee may make recommendations to the Council

**Special Notes:**

- The Committee may request expert advice through the Chief Executive and Secretary when necessary
- The licensing authority is the overarching national body set up to ensure that the Act is fairly applied

# Appointments

# Waikato-Tainui Hamilton City Council Co-Governance Forum

<b>Reports to:</b>	The Council
<b>Chairperson:</b>	Co Chairs: Mayor Tim Macindoe and Trustee Parekawhia Mclean
<b>Membership:</b>	Cr Sarah Thomson (alternate co-chair) Cr Maria Huata Cr Mesh Macdonald Cr Robbie Neha Trustee Ihaka Stanley Trustee Donald Turner Trustee Anaru Adams Trustee Linda Te Aho
<b>Meeting frequency:</b>	As required – no less than four times a year.
<b>Quorum:</b>	Two members from Hamilton City Council (including the Co-Chair), and two members from Te Arataura (including the Co-Chair)

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*The Waikato-Tainui Hamilton City Council Co-Governance Forum is delegated the following Terms of Reference and powers:*

## **Parties / Ngaa Mema**

1. Hamilton City Council
2. Te Arataura as the Executive of Te Whakakitenga o Waikato Incorporated

## **Purpose / Te Tikanga**

3. The purpose of the Co-governance forum is to:
  - a) Provide an enduring structure that enables Hamilton City Council and Waikato-Tainui to build a strong and mutually beneficial relationship
  - b) Provide opportunities for collaboration that promote and support better environmental, social, cultural and economic outcomes through agreed projects
  - c) To meet obligations under the Joint Management Agreement between Hamilton City and Waikato-Tainui through the shared exercise of functions, duties, powers and involvement in planning processes as it relates to the Waikato Tainui Raupatu Claims (Waikato River) Settlement Act 2010.

## **Structure / Te Hanganga**

4. The co-governance forum structure is:
  - a) Five (5) elected members from Hamilton City Council



- b) Five (5) elected members from Te Arataura and Te Whakakitenga o Waikato.
- 5. The quorum for the meetings is:
  - c) Two (2) members from Hamilton City Council (including the Co-Chair), and
  - d) Two (2) members from Waikato-Tainui (including the Co-Chair)
- 6. The governance structure is supported by Chief Executives who shall set the meeting agenda and recommend annual projects for approval by the Co-governance forum.
- 7. Staff from either party may attend hui to provide reports, information and deliver presentations to assist decision making.
- 8. The Chief Executives are required to report back to their respective governance bodies.
- 9. All discussions and information shared will be public record unless the information contained within reports and discussions meet the specific requirements of the Local Government Official Information and Meetings Act 1987.

#### **Status of Terms of Reference / Te mana o teenei whakatau**

- 10. The Terms of Reference provide guidance on how the Co-governance forum will operate and decide on annual projects.

#### **Values and Principles / Ngaa Waariu me nga Maataapono**

- Pono - To act with mana/integrity
- Tika - To acknowledge the mana/integrity of each member
- Manaaki - To have a shared commitment to the relationship
- Aroha - To act in good faith, open, honest, responsive and constructive in a 'no surprises' approach.
- Mahi Tahi - To work in collaboration

#### **Meeting Structure / Ngaa Hui**

- 11. The hui will operate as follows:
  - a) The Co-governance Forum meets four times a year
  - b) Hui are hosted on an alternate basis
  - c) The agenda will be approved by Chief Executives from both Waikato-Tainui and Hamilton City Council
  - d) All forum hui are co-chaired by Te Arataura and Hamilton City Council
  - e) Hamilton City Council Governance unit is responsible for all administration duties including collation and distribution of hui packs
  - f) Hui packs must be received by members no later than three clear working days prior to meeting date.

**Annual Plan / Maahere-aa-tau**

12. The Chief Executives from both parties are responsible for presentation and delivery of an annual plan that will consist of:

- a) No more than four agreed annual projects
- b) Agreed performance monitoring indicators aligned to individual projects
- c) An annual report outlining successes, challenges and recommendations for each individual project

# IAWAI – Flowing Waters Forum

Reports to:	The Council
Membership:	<b>Hamilton City Council</b> Mayor Macindoe Deputy Mayor Taylor Hamilton City Council Chief Executive Lance Vervoort <b>Waikato District Council</b> Mayor Aksel Bech Cr Patterson Cr Thomson <b>Waikato-Tainui</b> Jaydene Kana Norm Hill
Vacancy	

**Meeting frequency:** Approximately two-monthly

**Quorum:** One member from Hamilton City Council, one member from Waikato District Council and one member from Waikato-Tainui.

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<b><i>The IAWAI – Flowing Waters Forum is delegated the following Terms of Reference:</i></b>
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1. The IAWAI – Flowing Waters Forum will be constituted in accordance with the Terms of Reference contained within the IAWAI – Flowing Waters Shareholders’ Agreement.

## **Purpose**

2. The purpose of the IAWAI – Flowing Waters Forum is:
  - to provide a forum for joint shareholding decisions; and
  - to provide governance oversight of the Company
3. The IAWAI – Flowing Waters Forum shall ensure its decisions support the ongoing operation and success of the Company and does not undermine the Company’s financial position or viability.

## **Members and Voting**

4. The IAWAI – Flowing Waters Forum will consist of nine members consisting of:
    - three representatives appointed by each shareholder (Hamilton City Council and Waikato District Council); and
    - three representatives appointed by Waikato-Tainui.
  5. Each Shareholder holds one vote on the IAWAI – Flowing Waters Forum, which shall be exercised as follows:
    - each Shareholder shall elect one of its appointed Members as the Lead Representative;
    - Only the Lead Representatives shall be authorised to exercise a vote on any matter for which the IAWAI – Flowing Waters Forum has been delegated decision making in accordance with the Terms of Reference; and
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- in the absence of the Lead Representative, one of the other Members appointed by the Shareholder will be authorised to exercise that Lead Representative's vote.
6. Each Member, including the representatives appointed by Waikato-Tainui, shall have one vote in respect of:
- The appointment or removal of a Director or Chairperson of the Board; and
  - The appointment or removal of the chairperson of the IAWAI – Flowing Waters Forum.

#### **Chair**

7. The chair of the IAWAI – Flowing Waters Forum shall be the Member elected by the unanimous agreement of the Members from time to time.
8. The chair of the IAWAI – Flowing Waters Forum does not hold a casting vote.

#### **Meetings**

9. The following terms govern the proceedings at meetings of the IAWAI – Flowing Waters Forum:
- If the Chairperson is not present within 15 minutes of the time appointed for the commencement of the meeting, the Members present may choose one of their number to chair the meeting;
  - Written notice of the time and place of the meeting must be sent to every Member not less than 10 working days before the meeting. The notice must state the nature of the business to be transacted in sufficient detail, with relevant supporting documents, to enable a Member to form a reasoned judgment in relation to it;
  - An irregularity in a notice of meeting is waived if agreed to by all the members;
  - Members may attend the meeting in person or via audio, audio and visual or electronic communication;
  - Minutes are maintained to record the proceedings of each meeting. All minutes that have been signed correct by the chair of the meeting are prima facie evidence of the meeting.
  - Members can not cast a postal vote;

#### **Decision-Making**

10. The Members will strive to make all decisions by consensus;
11. If a consensus can not be reached, the matter will be put to the vote to the Shareholders (Clause 3 of Terms of Reference);
12. If there is an equality of votes on the matter, the vote is defeated and the status quo remains;
13. Other than for those matters for which the IAWAI – Flowing Waters Forum has effective decision-making capacity through the Terms of Reference, each Shareholder retains its powers to make its own decisions on matters referred to it by the IAWAI – Flowing Waters Forum and any Reserved Matters under the Shareholders' Agreement.

# Joint Organisations and Advisory Groups

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## Reports to the Council:

- LGNZ Zone Two  
*Membership: Cr Angela O’Leary*
- Waikato Region Civil Defence Emergency Management Group  
*Membership: Cr Emma Pike*
- People’s Project  
*Membership: Cr Anna Casey-Cox*

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## Reports to the Community Committee:

- University of Waikato Animal Ethics Committee  
*Representative: Cr Anna Casey-Cox*
- Rototuna Indoor Recreation Centre Trust  
*Representative: Cr Jamie Strange*
- Creative Communities Scheme Assessment Committee  
*Representative: Cr Maria Huata*
- Creative Waikato Trustees Appointment Panel  
*Representative: Cr Maria Huata*  
*Chief Executive Lance Vervoort (Alternate)*
- Public Arts Panel  
*Representative: Cr Maria Huata*
- Neighbourhood Support Groups:  
*Representative: Cr Emma Pike*  
*Cr Graeme Mead (Alternate)*

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## Reports to the City Delivery Committee:

- Waikato Regional Council Regional Transport Committee  
*Membership: Cr Sue Moroney*  
*Cr Mesh Macdonald (Alternate)*
  - Regional Transport Committee Public Transport Subcommittee  
*Membership: Cr Sue Moroney*  
*Cr Mesh Macdonald*  
*Cr Sarah Thomson (Alternate)*
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## Reports to the Growth and Economic Development Committee:

- **Future Proof Implementation Committee (Joint Committee)**  
*Membership:* Mayor Tim Macindoe  
Cr Maria Huata  
Deputy Mayor Geoff Taylor (Alternate)
- **Future Proof Public Transport Subcommittee** (\*awaiting official notice that this Subcommittee will be disbanded/ replaced)  
*Membership:* Cr Maria Huata  
Cr Sue Moroney  
Deputy Mayor Geoff Taylor (Alternate)
- **Waikato District Council/Hamilton City Council Governance Group**  
*Membership:* Mayor Tim Macindoe  
Deputy Mayor Geoff Taylor  
Cr Maria Huata
- **Waipā District Council/Hamilton City Council Governance Group**  
*Membership:* Mayor Tim Macindoe  
Deputy Mayor Geoff Taylor  
Cr Maria Huata
- **Waikato Regional Council/Hamilton City Council Governance Group**  
*Membership:* Mayor Tim Macindoe  
Deputy Mayor Geoff Taylor  
Cr Maria Huata

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## Reports to the Finance and Assurance Committee:

- **Hamilton City Council Health and Safety Forum:**  
*Representative:* Cr Sue Moroney

# Council Internal Panels

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## City Honours Panel

**Reports to:** Council

**Membership:** Mayor Tim Macindoe (Lead)  
Deputy Mayor Geoff Taylor  
Cr Angela O’Leary  
Cr Emma Pike  
Cr Maria Huata  
Martin Gallagher (honorary)

***Special Note:** Panel recommendations/decisions are guided by Council’s City Honours Policy.*

# Governor's Operational Lead

## Senior Cr Angela O'Leary

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### **Purpose of the Role**

The Governor's Operational Lead strengthens how Council runs its governance work - improving coordination, communication, and preparation so elected members can make well-informed decisions.

The role connects the governance and organisational sides of Council, working closely with the Mayor's Office, Chief Executive, Chief of Staff, Senior Leadership Team, and Committee Chairs.

The focus is to make sure elected members are informed, prepared, and able to engage constructively in both decision-making and community conversations.

### **Key Responsibilities**

#### **1. Information Workshops**

- Plan, schedule, and chair elected member workshops.
- Keep sessions focused, well-structured, and practical.
- Record attendance and follow up on agreed actions.
- Keep Committee Chairs informed of upcoming topics and discussions that affect their portfolios.
- Work with the Governance Unit to make information clear, consistent, and easy to access.

#### **2. Planning and Preparation**

- Coordinate and lead elected member preparation for the Annual Plans and Long-Term Plan (2027-2037).
- Set clear timelines, responsibilities, and workshop schedules.
- Bring elected members, senior staff, and the Mayor's Office together around shared priorities and key decisions.
- Review and advise on early consultation plans, checking they are clear, fair, and in plain English to support genuine public engagement.

#### **3. Public and Citizen Fora**

- Coordinate how public and citizen fora are run and responded to.
- Make sure replies are timely, respectful, and follow up is clear.
- Promote open, transparent, and practical ways for the public to share views with Council.
- Look for opportunities to improve public engagement like organising meetings out in public spaces.

#### **4. Governance Improvement**

- Spot opportunities to improve governance processes, meetings, and member participation.
- Work with the Mayor's Office or Governance Unit to put agreed changes in place.



**Key Relationships**

- Mayor and Deputy Mayor
- Chief Executive
- Chief of Staff and Executive Leadership Team (ELT)
- Committee Chairs
- Governance Unit
- Elected Members

**Outcome**

- Elected members are well-prepared and engaged.
- Information sessions run smoothly with strong attendance.
- Governance and management communicate clearly and consistently.
- The role is recognised for improving the flow and professionalism of Council's governance work.

# Hamilton City Ambassador Role

Hamilton Ambassadors are appointed elected members who act as champions for a specific portfolio area in Hamilton.

An ambassador's role is to be visible in the community, build relationships, and highlight opportunities and achievements. They provide a clear link between the community and the Council by listening, advocating, and supporting activities that strengthen the city.

Ambassadors do not speak on behalf of Council as an organisation, but represent their portfolio in a supportive, promotional capacity. They bring feedback and opportunities back to Council, helping ensure the community's voice is heard.

## **Purpose**

To champion (*portfolio*) across Hamilton, connect communities and Council, and build partnerships that lift participation and civic pride.

## **Core Responsibilities**

- Act as the public champion and first point of contact for the portfolio.
- Attend and support events, activities, and initiatives connected to the portfolio.
- Advocate publicly for the portfolio and its value to Hamilton.
- Spot gaps and opportunities in the sector and raise these with Council.
- Uphold Council values and the Code of Conduct in all Ambassador activities.
- Report back to Council or the relevant Committee as and when required.

*Special Note: Ambassadors do not make funding decisions or direct staff.*

**Age Friendly Ambassador:** *Cr Rachel Karalus*

**Creative Ambassador:** *Cr Maria Huata*

**Disability & accessibility Ambassador:** *Cr Sarah Thomson*

**Environment Ambassador:** *Cr Anna Casey-Cox*

**Sister City Ambassador:** *Cr Angela O'Leary*

**Sports Ambassador:** *Cr Graeme Mead, Cr Jamie Strange, Cr Robbie Neha*

**Rangatahi Ambassador:** *Cr Mesh Macdonald*

# Council Controlled Organisations

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Waikato Local Authority Shared Services (WLASS)

New Zealand Local Government Funding Agency (LGFA) Ltd

New Zealand Local Government Insurance Corporation Ltd

Waikato Regional Airport Ltd

IAWAI – Flowing Waters Limited

## Schedule of Amendments to Hamilton City Council 2025-28 Governance Structure and Terms of Reference

Date	Section	Amendment/Addition/Deletion	Authorisation
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