

Minutes

Board meeting	Public session
Date	25 November 2025
Venue	Watercare House, Level 4 Boardroom, 73 Remuera Rd, Remuera and via Microsoft Teams
Time	10am

Attendance		
Board of Directors	Watercare staff	Guests
Geoff Hunt (Chair) John Crawford Rukumoana Schaafhausen Graham Darlow Julian Smith Karen Sherry Andrew Clark	Jamie Sinclair (Chief Executive) Richie Waiwai (Tumuaki Rautaki ā-Iwi me ngā Hononga) Sarah Phillips (Chief People Officer) Priyan Perera (Chief Strategy and Planning Officer) Suzanne Lucas (Acting Chief Programme Delivery Officer) Andrew Mercer (Head of Health, Safety and Wellbeing) (from the start until the end of item 7) Michael Webster (Head of Business Performance and Acting Chief Financial Officer) Brent Evans (Head of Strategic Relations and Acting Chief of Corporate Affairs) Emma McBride (Head of Legal and Governance) Via Microsoft Teams Pinaz Pithadia (Legal and Governance Advisor)	Members from Commerce Commission Charlotte Reed, Commerce Commission Head of Water Regulation (via Microsoft Teams) Members from Auckland Council Trudi Fava, Principal Advisor CCO Governance and External Partnerships (via Microsoft Teams)

1.	<p>Opening karakia</p> <p>Graham Darlow opened the meeting with a karakia.</p>
2.	<p>Apologies</p> <p>Councillor Ken Turner sent his apologies.</p>
3.	<p>Quorum</p> <p>A quorum was established.</p>
4.	<p>Declaration of any conflicts of interest</p> <p>Andrew Clark noted his usual conflict of interest when it comes to tax issues, as he is the CFO of Ports of Auckland Limited.</p> <p>No other conflicts of interest were noted.</p>
5.	<p>Minutes of the previous meeting of 28 October 2025 board meeting</p> <p><i>The board resolved that the minutes of the public session of the board meeting held on 28 October 2025 be confirmed as true and correct.</i></p>
6.	<p>Public deputations</p> <p>In response to a questioning, Emma McBride noted the following:</p> <ul style="list-style-type: none"> • As a CCO, Watercare must hold one meeting before 30 June each year for the purpose of considering comments from the public and shareholders on the Watercare’s draft Statement of Intent (SOI) for the following financial year. • Another meeting must be held after 1 July each year for the purpose of considering Watercare’s performance under its SOI in the previous financial year. This item is number 8 on the agenda. • We have not received any public deputations for today’s board meeting.
7.	<p>Health, safety, and wellness update</p> <p>Andrew Mercer presented the report which was taken as read. The following key points were made:</p> <ul style="list-style-type: none"> • The board raised concerns about the Huia operator entering a tank that contained a caustic substance, to retrieve a fallen tool. Mark Bourne noted that active instructions were given to the operator to get out of the tank immediately. The operator is facing disciplinary action, and the Standard Operating Procedure (SOP) has been updated to require two operators for this task to prevent this type of action occurring again in the future. • The board noted that the report includes several serious contractor issues and queried whether the same contractors were involved. It was noted that these were different contractors working on separate capital projects.

	<ul style="list-style-type: none"> • The board noted that another utility has recently seen, post Covid, an increase in safety incidents involving older, more experienced workers, and asked if similar trends exist at Watercare. Andrew Mercer noted that such a theme is not evident at Watercare. • Regarding the high-potential incident involving a drainlayer contractor who stepped over a pipe while a blade was spinning down beside him, the board queried whether the contractor was using the correct equipment to cut a concrete pipe. Andrew Mercer confirmed that the correct equipment and PPE were being used. Although there was no injury, it was positive that the close call incident was reported. • Regarding the high-potential incident at Hays Creek Dam, the Board requested clarification on the key learnings arising from this event. Mark Bourne noted that the preliminary investigation (subject to change) suggests that this was an operator error on the gravel road, rather than a handbrake failure. • The board thanked management for further update in the report regarding the Onehunga wharf incident. The board was pleased to learn he was wearing a lifejacket. This incident highlighted the seriousness of the matter and the associated PCBU responsibilities. The board queried the overlapping PCBU duties and associated reputational risks and sought clarification on the extent to which these responsibilities are clearly defined. Andrew Mercer explained that the report addresses this in detail and notes that contractors have full control of the sites when preparing materials; however, challenges arise when transporting materials between sites. • Graham Darlow attended the recent contractor conference and reported that it was an excellent event, with strong industry engagement and feedback. We have agreed 10 safety commitments for all sites, with follow-up conferences planned. • The Audit and Risk Committee (ARC), at its meeting on 24 November 2025, received an update from Internal Audit regarding the chemical storage compliance review. The update noted that the review was “unsatisfactory”. Andrew Mercer explained that the review was conducted between September 2024 and May 2025, and changes within the HSW team had impacted the resources in the team. He confirmed that the same task had been undertaken by the Operations team via the Critical Risk System inspections, so while it was technically an “unsatisfactory” review because the H&S team did not do the work, the task was undertaken by the Operations team. <p><i>The board noted the report.</i></p>
<p>8.</p>	<p>Our performance under the 2024-27 Statement of Intent</p> <p>Emma McBride took the paper as read.</p> <p><i>The board noted the report and presentation.</i></p>
<p>9.</p>	<p>Chief Executive’s report</p> <p>The CE introduced the report, which was taken as read. The following key points were made.</p> <ul style="list-style-type: none"> • Despite the rolling 12-month trust score remaining below target, the monthly score is improving. Significant improvements are reported in the confidential pack in relation to the developer sentiments score. • The board Chair met with Ngāti Raukawa. Their executive will now meet with the Watercare CE. • The employee engagement survey is currently underway, and the next CE’s report will include an update on the survey results.

	<ul style="list-style-type: none"> • Regarding the residual chlorine compliance target that was not met in one zone out of 40. Mark Bourne noted this is the third summer of monitoring, and improvements have been made each year. A summer programme is in place with three components: immediate flushing (reactive response); proactive triggers to reduce water age and add chlorine; and collaboration with planning team to implement capital led solutions. • The water quality complaints in Onehunga (noted in the report) are directly linked to upcoming capital works commencing next month, which will change water flow direction. Preparatory works have stirred up suspended materials. Often these materials come from dead-ends in the pipe. Flushing resolves the issue. • Mark Bourne also reported on the NZTA works which will occur between Christmas and New Year (item 6.4 of the report). This roading project involves the relocation of the Waikato watermain, so that it is not under the motorway. The cutover to the new 350m relocated portion of pipe will occur over a 3-4 day window starting Boxing Day (weather permitting). We require one day for shutdown, one for doing the cutover and all welding etc, and one day for recharging the water pipe. The work is being done in this holiday window as flows are lowest during this period. Andrew Clark, Chair of the ARC noted that the ARC reviewed this update and emphasised the need to complete works within the 10-day window. • Central Interceptor works on Queen Street and Snells Beach project are progressing well. • At Warkworth, we are exploring options to accelerate additional packages. • The grouting works for the Ōrākei Main Sewer (OMS) relining project are underway, with minor delays due to work in residential areas. <p><i>The board noted the report.</i></p>
10.	<p>Asset Management Committee membership</p> <p><i>The board appointed Karen Sherry as a member of the Asset Management Committee (AMC), effective from 25 November 2025.</i></p> <p><i>With the above appointment, the three members of the AMC are Graham Darlow (AMC Chair), Geoff Hunt and Karen Sherry.</i></p>
11. and 12.	<p>Economic Regulation Committee meetings and Audit and Risk Committee meeting updates</p> <p>Julian Smith, Chair of the Economic Regulation Committee (ERC), and Andrew Clark, Chair of the ARC, confirmed that they will provide an update during the confidential session of the board meeting scheduled for later this afternoon.</p>
12.1 (new item)	<p>Asset Management Committee meeting update</p> <p>Graham Darlow, Chair of the Asset Management Committee (AMC), noted that the AMC will meet on Monday, 1 December 2025. Graham was pleased to see that a new Chief of Programme Delivery had been appointed and will join the company soon.</p>
13.	<p>Board planner</p> <p>Karen Sherry noted that she will be unable to attend the AMC meeting on 1 December 2025. She also cannot attend the 25 August 2026 Audit and Risk Committee meeting.</p> <p><i>The board noted the board planner.</i></p>

14.	<p>Directors' appointment terms, committee memberships and meeting attendances</p> <p><i>The board noted the report.</i></p>
15.	<p>Disclosure of directors' and executives' interests</p> <p><i>The board noted the report.</i></p>
16.	<p>General business</p> <p>There was no other general business.</p> <p>The public session closed at 10:30am.</p>

CERTIFIED AS A TRUE AND CORRECT RECORD

.....
 Geoff Hunt, Chair