



# AGENDA

## Chief Executive Employment and Remuneration Committee Meeting

**Date:** Tuesday, 12 May 2026

**Time:** 2.00pm

**Location:** Tūi/Kōwhai Room  
Waikato Regional Council  
Level 1, 160 Ward Street, Hamilton

**Members:** Cr Warren Maher – Chair  
Cr Mich'eal Downard – Deputy Chair  
Cr Robert Cookson  
Cr Ben Dunbar-Smith  
Cr Chris Hughes  
Cr Liz Stolwyk

## CE Employment and Remuneration Committee

### *Ngā Tikanga Whakahaere* | Terms of Reference

**1. Mana ā-Ture | Status**

This Committee was established by Council under clause 30(1)(a) of [Schedule 7 of the Local Government Act 2002](#). It is a discretionary committee that can be created or disestablished by Council resolution.

**2. Ngā Kawenga | Responsibilities**

The Committee is responsible for advising Council on all matters related to the Chief Executive's employment. This includes overseeing recruitment, remuneration, performance management, relationship and succession planning.

**3. Ngā Apatono | Powers**

The Committee has the following powers required to carry out its responsibilities:

**3.1. Recruitment and Appointment**

- a. Recommending to Council when required, the process for recruiting, selecting, and appointing a Chief Executive.

**3.2. Performance Management**

- a. Developing, in consultation with the Chief Executive, an Annual Performance Agreement for the upcoming financial year – incorporating key performance indicators, and recommend it to Council no later than June each year.
- b. Monitoring the Chief Executive's performance by receiving quarterly review reports that measure progress against the Annual Performance Agreement. The Committee provides feedback to the Chief Executive and reports quarterly to Council on performance outcomes in relation to the agreed key performance indicators.
- c. Negotiating any amendments, additions, or changes to the Chief Executive's Annual Performance Agreement, subject to final approval by Council.
- d. Conducting the Chief Executive's annual performance review, assessing progress against the Annual Performance Agreement and role competencies. This includes receiving the Chief Executive's annual self-assessment and undertaking any necessary enquiries to evaluate performance thoroughly.
- e. Reporting the outcome of the Chief Executive's annual performance review to Council and make recommendations regarding that outcome for Council's approval.
- f. Providing the Chief Executive with feedback on their performance, including identifying areas for development to support ongoing growth and effectiveness in the role.

**3.3. Remuneration and Employment Terms**

- a. Reviewing and recommending to Council any appropriate amendments or adjustments to the Chief Executive's remuneration and terms of employment that arise from the end-of-year performance review.
- b. Negotiating with the Chief Executive any amendments or adjustments to their terms and conditions of employment and remuneration outside the annual review process. This includes changes to the Chief Executive's job description, subject to Council's final approval.

**3.4. Employment Review and Reappointment**

- a. Conduct and complete a review of employment at least 6 months prior to the end of the Chief Executive's first term of employment (LGA 2002, Schedule 7, clause 35) and recommend to Council whether or not the Chief Executive should be appointed for a

second term of up to two years or that the position be declared vacant (LGA 2002, Schedule 7, clause 34).

**3.5. Professional Development and Succession Planning**

- a. Establishing, as part of the Annual Performance Agreement, an annual development plan for the Chief Executive. This plan should identify training, learning, and development needs or opportunities aimed at enhancing the Chief Executive's capability and performance.
- b. Undertaking an annual review of succession planning for the Chief Executive. It also receives reports on succession planning practices for key organisational roles, including the Chief Executive's direct reports, to ensure leadership continuity and capability across the organisation.

**3.6. Oversight**

- a. Receive advice from the Chief Executive prior to appointment or termination of any direct report to the Chief Executive.
- b. Provide the opportunity for Councillors to provide feedback to the annual performance review of the Chief Executive's direct reports.

**3.7. Relationship Management and Complaints**

- a. Considering and advising Council in matters relating to the Chief Executive's job description, employment agreement, performance agreement, and all other related matters relevant to the Chief Executive's employment.
- b. Receiving and assess complaints from the Chief Executive about the behaviour of the Chair, subsequently recommending to Council how such complaints should be handled, including potential use of the Code of Conduct.<sup>1</sup>
- c. Receiving and assessing complaints from a Councillor about the Chief Executive and recommend appropriate action to Council.<sup>2</sup>
- d. Recommending or facilitating mediation, relationship coaching, or other resolution processes when there is a breakdown of trust or communication between the Chief Executive and the Chair of Council.
- e. Conducting preliminary investigations into allegations of misconduct, serious misconduct, or other behaviour that may bring the Council into disrepute. The purpose of these investigations is to equip the Committee to make a recommendation to Council on whether a full investigation (and/or Code of Conduct proceedings) should be implemented.

**4. Ngā Tūranga | Membership**

**4.1 Ngā Mema | Members**

The Committee has six members:

- a. Chair of Council
- b. Deputy-Chair of Council
- c. Four councillors appointed by Council

**4.2 Ūpoko me te Ūpoko Tuarua | Chair and Deputy-Chair**

The Chair and Deputy-Chair of Council serve as the Chair and Deputy-Chair of this Committee.

**5. Tokamatua | Quorum**

Two members. Refer clause 23(3)(b) of [Schedule 7, Local Government Act 2002](#).

**6. Ngā Tikanga Pōti | Voting**

- a. Decisions are made by majority vote of members present.

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<sup>1</sup> Should the Chief Executive receive a complaint about a Councillor, they would in the first instance raise it with the Chair of Council.

<sup>2</sup> Should Councillors wish to make a complaint about staff, these should be raised directly with the Chief Executive in the first instance.

- b. If votes are equal, the Chair has both a deliberative and casting vote.

*Refer to clause 24 of [Schedule 7 of the Local Government Act](#) and [Standing Orders](#).*

**7. Ngā Hui i te Tau | Frequency of meetings**

The committee shall meet five times annually, or as required to fulfil its responsibilities. Additional meetings may be called by the committee chair and/or the Chief Executive.

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## Order Of Business

<b>1</b>	<b>Karakia Timatanga</b> .....	<b>6</b>
<b>2</b>	<b>Apologies</b> .....	<b>6</b>
<b>3</b>	<b>Confirmation of Agenda</b> .....	<b>6</b>
<b>4</b>	<b>Disclosures of Interest</b> .....	<b>6</b>
<b>5</b>	<b>Minutes for Confirmation or Receipt</b> .....	<b>6</b>
	Nil.....	6
<b>6</b>	<b>Public Excluded Items</b> .....	<b>7</b>
6.1	CE KPIs for FY26/27 – Finalise KPIs for the Council Workshop .....	7
<b>7</b>	<b>Karakia Whakamutunga</b> .....	<b>8</b>

**1 KARAKIA TIMATANGA**

<b>Whakataka te hau ki te uru</b>	<b>Cease o winds from the west</b>
<b>Whakataka te hau ki te tonga</b>	<b>Cease o winds from the south</b>
<b>Kia mākinakina ki uta</b>	<b>Bring calm breezes over the land</b>
<b>Kia mātaratara ki tai</b>	<b>Bring calm breezes over the sea</b>
<b>E hī ake ana te atakura</b>	<b>And let the red-tipped dawn come</b>
<b>He tio</b>	<b>With a touch of frost</b>
<b>He Huka</b>	<b>A sharpened air</b>
<b>He hau hū</b>	<b>And promise of a glorious day</b>
<b>Tīhei mauri ora!</b>	<b>Behold we live</b>

**2 APOLOGIES**

**3 CONFIRMATION OF AGENDA**

**4 DISCLOSURES OF INTEREST**

Members are reminded of the need to be aware of maintaining a clear separation between personal interests and duties and their role as an elected member.

If any member has an interest that creates an actual, or could be perceived to create, a conflict in relation to any item on the agenda, it is recommended that this be disclosed.

**5 MINUTES FOR CONFIRMATION OR RECEIPT**

Nil

**6 PUBLIC EXCLUDED ITEMS**

**RESOLUTION TO EXCLUDE THE PUBLIC**

**HE TŪTOHUNGA | RECOMMENDATION:**

1. That in accordance with section 48(1) of the *Local Government Official Information and Meetings Act 1987* (Act) and the interests protected by section 6 or 7 of that Act, the public is excluded from the following parts of this meeting. The general subject of the matters to be considered while the public is excluded, the reason for passing this resolution in relation to each matter, and the specific grounds for excluding the public are set out below:

Meeting item no. and subject	Grounds for excluding the public	Reason for excluding the public
<b>6.1 - CE KPIs for FY26/27 – Finalise KPIs for the Council Workshop</b>	s7(2)(a) of the Act - To protect the privacy of natural persons, including that of deceased natural persons  s7(2)(i) of the Act - To enable Council to carry on, without prejudice or disadvantage, negotiations (including commercial and industrial negotiations)	section 48(1)(a)(i) of the Act - the public conduct of the relevant part of the proceedings of the meeting would be likely to result in the disclosure of information for which good reason for withholding would exist under section 6 or section 7

2. That the Independent Consultant (Paul Loof) remains in this meeting after the public has been excluded because of their knowledge of the items to be discussed. This knowledge, which will be of assistance in relation to the matters to be discussed, is relevant to those matters because of its specialised nature and the benefit to be gained from expert advice.

## **7 KARAKIA WHAKAMUTUNGA**

**Unuhia, unuhia**

**Unuhia mai te uru tapu nui**

**kia wātea, kia māmā,**

**te ngākau, te tinana, te hinengaro,**

**i te ara takatū**

**Koia rā e Rongo**

**e whakairia ake ki runga**

**kia tina! TINA!**

**Haumi ē, hui ē, TĀIKI ē!**

**Draw on, draw on,**

**Draw on to the supreme sacredness**

**To clear, to free**

**our heart, body and soul**

**Our pathway prepared**

**Lo, there is peace**

**suspended high above**

**manifest!**

**draw together!**

**Affirm!**