



## **Special Board Meeting**

**Wednesday, 22 April 2015**

**12:30pm**

**Sir Douglas Robb Board Room  
Building 14, Level 7  
Greenlane Clinical Centre**

*He Oranga Tika Mo Te Iti Te Rahi*

*Healthy Communities, Quality Healthcare*





# Open Agenda Special Meeting of the Board 22 April 2015

**Venue:** Sir Douglas Robb Board Room  
Level 7, Building 14, Greenlane Clinical Centre

**Time:** 12:30pm

<p><b>Board Members</b> Jo Agnew Peter Aitken Doug Armstrong Judith Bassett Dr Chris Chambers Dr Lee Mathias (Deputy Chair) Robyn Northey Morris Pita Gwen Tepania-Palmer Ian Ward</p>	<p><b>ADHB Executive Leadership</b> Ailsa Claire            Chief Executive Officer Simon Bowen           Director of Health Outcomes – AHB/WDHB Margaret Dotchin      Chief Nursing Officer Christine Etherington   Director of Strategic Human Resources Naida Glavish           Chief Advisor Tikanga and General Manager Māori Health – ADHB/WDHB Dr Debbie Holdsworth   Director of Funding – ADHB/WDHB Dr Andrew Old           Chief of Strategy, Participation and Improvement Rosalie Percival        Chief Financial Officer Linda Wakeling        Chief of Intelligence and Informatics Sue Waters              Chief Health Professions Officer Dr Margaret Wilsher    Chief Medical Officer</p> <p><b>ADHB Senior Staff</b> Marlene Skelton        Corporate Business Manager Gilbert Wong            Director Communications</p> <p>(Other staff members who attend for a particular item are named at the start of the respective minute)</p>
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**Apologies Members:**    Lee Mathias, Judith Bassett

**Apologies Staff:**        Linda Wakeling, Andrew Old, Margaret Wilsher and Debbie Holdsworth, Sue Waters

**Register of Interests**

Does any member have an interest they have not previously disclosed?

Does any member have an interest that may give rise to a conflict of interest with a matter on the agenda?

**Agenda**

[Please note that agenda times are estimates only]

- 12:30pm    **1    Attendance and Apologies**
- 2    Conflicts of Interest**
- 12:35pm    **3    Resolution to Exclude Public**

<p><b>Next Meeting:</b>    Wednesday, 13 May 2015 at 2:00pm A+ Trust Room, Clinical Education Centre, Level 5, Auckland City Hospital, Grafton</p>
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***Hei Oranga Tika Mo Te Iti Me Te Rahi***

***Healthy Communities, Quality Healthcare***





## Attendance at Board Meetings

Members	18 Feb. 15	01 Apr. 15	13 May. 15	24 Jun. 15	05 Aug. 15	16 Sep. 15	28 Oct. 15	09 Dec. 15
Lester Levy (Chair)	1	1						
Joanne Agnew	1	1						
Peter Aitken	1	1						
Doug Armstrong	1	1						
Judith Bassett	1	1						
Chris Chambers	1	1						
Lee Mathias (Deputy Chair)	1	1						
Robyn Northey	1	1						
Morris Pita	x	1						
Gwen Tepania-Palmer	1	1						
Ian Ward	1	1						
Key: 1 = present, x = absent, # = leave of absence								



## Conflicts of Interest Quick Reference Guide

Under the NZ Public Health and Disability Act Board members must disclose all interests, and the full nature of the interest, as soon as practicable after the relevant facts come to his or her knowledge.

An “interest” can include, but is not limited to:

- Being a party to, or deriving a financial benefit from, a transaction
- Having a financial interest in another party to a transaction
- Being a director, member, official, partner or trustee of another party to a transaction or a person who will or may derive a financial benefit from it
- Being the parent, child, spouse or partner of another person or party who will or may derive a financial benefit from the transaction
- Being otherwise directly or indirectly interested in the transaction

If the interest is so remote or insignificant that it cannot reasonably be regarded as likely to influence the Board member in carrying out duties under the Act then he or she may not be “interested in the transaction”. The Board should generally make this decision, not the individual concerned.

Gifts and offers of hospitality or sponsorship could be perceived as influencing your activities as a Board member and are unlikely to be appropriate in any circumstances.

- When a disclosure is made the Board member concerned must not take part in any deliberation or decision of the Board relating to the transaction, or be included in any quorum or decision, or sign any documents related to the transaction.
- The disclosure must be recorded in the minutes of the next meeting and entered into the interests register.
- The member can take part in deliberations (but not any decision) of the Board in relation to the transaction if the majority of other members of the Board permit the member to do so.
- If this occurs, the minutes of the meeting must record the permission given and the majority’s reasons for doing so, along with what the member said during any deliberation of the Board relating to the transaction concerned.

### IMPORTANT

If in doubt – declare.

Ensure the full **nature** of the interest is disclosed, not just the existence of the interest.

This sheet provides summary information only - refer to clause 36, schedule 3 of the New Zealand Public Health and Disability Act 2000 and the Crown Entities Act 2004 for further information (available at [www.legislation.govt.nz](http://www.legislation.govt.nz)) and “Managing Conflicts of Interest – Guidance for Public Entities” ([www.oag.govt.nz](http://www.oag.govt.nz)).

## Register of Interests – Board

Member	Interest	Latest Disclosure
<b>Lester LEVY (Chair)</b>	<p>Chairman - Waitemata District Health Board (includes Trustee Well Foundation - ex-officio member as Waitemata DHB Chairman)</p> <p>Chairman - Auckland Transport</p> <p>Independent Chairman - Tonkin and Taylor Ltd (non-shareholder)</p> <p>Director - Orion Health (includes Director – Orion Health Corporate Trustee Ltd)</p> <p>Professor (Adjunct) of Leadership - University of Auckland Business School</p> <p>Head of the New Zealand Leadership Institute – University of Auckland</p> <p>Member – State Services Commission Performance Improvement Framework Review Panel</p> <p>Director and sole shareholder – Brilliant Solutions Ltd (private company)</p> <p>Director and shareholder – Mentum Ltd (private company, inactive, non-trading, holds no investments. Sole director, family trust as a shareholder)</p> <p>Director and shareholder – LLC Ltd (private company, inactive, non-trading, holds no investments. Sole director, family trust as shareholder)</p> <p>Trustee – Levy Family Trust</p> <p>Trustee – Brilliant Street Trust</p>	19.02.2015
<b>Jo AGNEW</b>	<p>Professional Teaching Fellow - School of Nursing, Auckland University</p> <p>Appointed trustee Starship Foundation</p> <p>Casual Staff Nurse - ADHB</p>	01.03.2014
<b>Peter AITKEN</b>	<p>Pharmacy Locum - Pharmacist</p> <p>Shareholder/ Director, Consultant - Pharmacy Care Systems Ltd</p> <p>Shareholder/ Director - Pharmacy New Lynn Medical Centre</p>	17.01.2014
<b>Doug ARMSTRONG</b>	<p>Fisher and Paykel Healthcare</p> <p>Ryman Healthcare</p> <p>Trustee – Woolf Fisher Trust</p> <p>Daughter is a partner – Russell McVeagh Lawyers</p>	11.03.2015
<b>Judith BASSETT</b>	<p>Fisher and Paykel Healthcare</p> <p>Westpac Banking Corporation</p>	14.05.2014
<b>Chris CHAMBERS</b>	<p>Employee - ADHB</p> <p>Wife is an employee - Starship Trauma Service</p> <p>Clinical Senior Lecturer in Anaesthesia - Auckland Clinical School</p> <p>Member – Association of Salaried Medical Specialists</p> <p>Associate - Epsom Anaesthetic Group</p> <p>Shareholder - Ormiston Surgical</p>	26.01.2014



<b>Lee MATHIAS</b>	Chair - Counties Manukau Health Deputy Chair - Auckland District Health Board Chair - Health Promotion Agency Chair - Unitec. Director - Health Innovation Hub Director - Health Alliance Limited Director - Health Alliance (FPSC) Limited Chair - IAC IP Limited Director/shareholder - Pictor Limited Director - Lee Mathias Limited Director - John Seabrook Holdings Limited Advisory Chair - Company of Women Limited Trustee - Lee Mathias Family Trust Trustee - Awamoana Family Trust Trustee - Mathias Martin Family Trust	23.10.2014
<b>Robyn NORTHEY</b>	Self-employed Contractor - Project management, service review, planning etc. Board Member - Hope Foundation Trustee - A+ Charitable Trust	20.06.2012
<b>Morris PITA</b>	Member – Waitemata District Health Board Shareholder – Turuki Pharmacy, South Auckland Owner and operator with wife - Shea Pita & Associates Ltd Wife is member of Northland District Health Board Wife provides advice to Maori health organisations	13.12.2013
<b>Gwen TEPANIA-PALMER</b>	Board Member - Waitemata District Health Board Board Member - Manaia PHO Chair - Ngati Hine Health Trust Committee Member - Te Taitokerau Whanau Ora Committee Member - Lottery Northland Community Committee Member - Health Quality and Safety commission	02.04.2013
<b>Ian WARD</b>	Board Member - NZ Blood Service Director and Shareholder – C4 Consulting Ltd CEO – Auckland Energy Consumer Trust Shareholder – Vector Group	09.07.2014



## Resolution to exclude the public from the meeting

### Recommendation

That in accordance with the provisions of Clauses 32 and 33, Schedule 3, of the New Zealand Public Health and Disability Act 2000 the public now be excluded from the meeting for consideration of the following items, for the reasons and grounds set out below:

General subject of item to be considered	Reason for passing this resolution in relation to the item	Grounds under Clause 32 for the passing of this resolution
1. HBL Transition	<b>Commercial Activities</b> To enable the Board to carry out, without prejudice or disadvantage, commercial activities [Official Information Act 1982 s9(2)(i)]	That the public conduct of the whole or the relevant part of the meeting would be likely to result in the disclosure of information which good reason for withholding would exist under any of sections 6, 7, or 9 (except section 9(2)(g)(i)) of the Official Information Act 1982 [NZPH&D Act 2000]
2. FPSC – Restated Business Case	<b>Commercial Activities</b> To enable the Board to carry out, without prejudice or disadvantage, commercial activities [Official Information Act 1982 s9(2)(i)]	That the public conduct of the whole or the relevant part of the meeting would be likely to result in the disclosure of information which good reason for withholding would exist under any of sections 6, 7, or 9 (except section 9(2)(g)(i)) of the Official Information Act 1982 [NZPH&D Act 2000]
3. Patient Transfer Service Contract Extension	<b>Commercial Activities</b> To enable the Board to carry out, without prejudice or disadvantage, commercial activities [Official Information Act 1982 s9(2)(i)]	That the public conduct of the whole or the relevant part of the meeting would be likely to result in the disclosure of information which good reason for withholding would exist under any of sections 6, 7, or 9 (except section 9(2)(g)(i)) of the Official Information Act 1982 [NZPH&D Act 2000]
4. Shared Commercial Banking Arrangements	<b>Commercial Activities</b> To enable the Board to carry out, without prejudice or disadvantage, commercial activities [Official Information Act 1982 s9(2)(i)]	That the public conduct of the whole or the relevant part of the meeting would be likely to result in the disclosure of information which good reason for withholding would exist under any of sections 6, 7, or 9 (except section 9(2)(g)(i)) of the Official Information Act 1982 [NZPH&D Act 2000]