



Open Executive Committee of the Board Meeting

Friday, 24 April 2020

12 Noon

Via Zoom and Teleconference

Healthy communities | World-class healthcare | Achieved together
Kia kotahi te oranga mo te iti me te rahi o te hāpori

Published 22 April 2020

Open Agenda

Meeting of the Executive Committee of Board

24 April 2020

Venue: Via Zoom and Teleconference

Time: 12 Noon

Executive Committee of Board Members Pat Snedden (Board Chair) Jo Agnew Zoe Brownlie Peter Davis Tama Davis (Board Deputy Chair) Bernie O'Donnell Dame Paula Rebstock	Auckland DHB Executive Leadership Ailsa Claire Chief Executive Officer Rosalie Percival Chief Financial Officer Jo Gibbs Director of Provider Services Auckland DHB Senior Staff Marlene Skelton Corporate Business Manager (Other staff members who attend for a particular item are named at the start of the respective minute)
---	--

Agenda

Please note that agenda times are estimates only

Karakia

12 Noon 1. **APOLOGIES**

12.05pm 2. **REGISTER OF INTEREST AND CONFLICTS OF INTEREST**

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?

12.07pm 3. **CONFIRMATION OF CONFIDENTIAL MINUTES 13 April 2020**

12.10pm 4. **MAJOR CAPITAL EXPERT ADVISORY GROUP – NEW APPOINTMENT**

12.15pm 5. **GENERAL BUSINESS**

12.15pm 6. **EXCLUSION OF THE PUBLIC**

Next Meeting: TBA

Healthy communities | World-class healthcare | Achieved together

Kia kotahi te ora mo te iti me te rahi o te hāpori

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) and “Managing Conflicts of Interest – Guidance for Public Entities” (www.oag.govt.nz).

Register of Interests – Executive Committee of Board

Member	Interest	Latest Disclosure
Pat SNEDDEN	Director and Shareholder – Snedden Publishing & Management Consultants Limited Director and Shareholder – Ayers Contracting Services Limited Director and Shareholder – Data Publishing Limited Trustee - Recovery Solutions Trust Director – Recovery Solutions Services Limited Director – Emerge Aotearoa Limited and Subsidiaries Director – Mind and Body consultants Ltd Director – Mind and Body Learning & Development Ltd Shareholder – Ayers Snedden Consultants Ltd Executive Chair – Manaikakalani Education Trust Chair – National Science Challenge Programme – A Better Start Director – Te Urungi o Ngati Kuri Ltd Director – Wharekapua Ltd Director – Te Paki Ltd Director – Ngati Kuri Tourism Ltd Director – Waimarama Orchards Ltd Chair – Auckland District Health Board Director – Ports of Auckland Ltd Board Member – Counties Manukau DHB Chair – Counties Manukau Audit, Risk and Finance Committee	05.03.2020
Jo AGNEW	Professional Teaching Fellow – School of Nursing, Auckland University Casual Staff Nurse – Auckland District Health Board Director/Shareholder 99% of GJ Agnew & Assoc. LTD Trustee - Agnew Family Trust Shareholder – Karma Management NZ Ltd (non-Director, majority shareholder) Member – New Zealand Nurses Organisation [NZNO] Member – Tertiary Education Union [TEU]	30.07.2019
Zoe BROWNLIE	Director - Belong Director - GenderTick Partner – CAYAD, Auckland Council Committee Member – RockEnrol Steering Committee	24.02.2020
Peter DAVIS	Retirement portfolio – Fisher and Paykel Retirement portfolio – Ryman Healthcare Retirement portfolio – Arvida, Metlifecare, Oceania Healthcare, Summerset, Vital Healthcare Properties	19.11.2019
William (Tama) DAVIS	Director/Owner – Ahikaroa Enterprises Ltd Whanau Director/Board of Directors – Whai Maia Ngati Whatua Orakei Director – Comprehensive Care Limited Board Director – Comprehensive Care PHO Board Board Member – Supporting Families Auckland Chair Mana Whenua Working Group – Auckland Council Te Kete Rukuruku Board Member – Freemans Bay School Board Member – District Maori Leadership Board Iwi Affiliations – Ngati Whatua, Ngati Haua and Ngati Tuwharetoa	12.12.2019
Bernie O'DONNELL	Manager – Manukau Urban Maori Authority Chair – Board of Trustees – Waatea School Deputy Chair – Marae Trustees – Nga Whare Waatea marae Executive Member – Secretary – Te Whakaruruhau o Nga Reo Iriangi Maori Director – Maori Media Network	19.03.2020

	Te Matawai Funding Panel – Te Pae Motuhake o Te Reo Tūkūtu Member – Ministry of Corrections Reference Group for AOD, Alcohol and other Drugs Addictions	
Dame Paula REBSTOCK (Chair)	Chair - Accident Compensation Corporation Chair - New Zealand Police, Women's Advisory Network Director - Auckland Transport Member - Synergia Ltd. Advisory Board Consulting Partner - Strategas Consulting Ltd Shareholder - UDS Consulting Chair - New Zealand Defence Force Shareholder and Director - On Being Bold Chir - Kiwi Group Holdings Ltd (KGHL) Chair - Ngati Whatua Whai Maia Director - Vector Ltd	01.04.2020



Open Minutes

Meeting of the Executive Committee of the Board

13 April 2020

Minutes of the Auckland District Health Board Executive Committee meeting held on Monday, 13 April 2020 via Zoom commencing at 4.30pm

Board Members Present Pat Snedden (Board Chair) Jo Agnew Zoe Brownlie Peter Davis Tama Davis Bernie O'Donnell Dame Paula Rebstock	Auckland DHB Executive Leadership Team Present Ailsa Claire Chief Executive Officer Rosalie Percival Chief Financial Officer Jo Gibbs Director Provider Services Auckland DHB Senior Staff Present Marlene Skelton Corporate Business Manager (Other staff members who attend for a particular item are named at the start of the minute for that item)
---	---

PUBLIC ATTENDANCE

Radio New Zealand – Rowan Quinn

Radio NZ has made a request for items 2, 3 and 4 in the unconfirmed confidential minutes of the 1 April 2020 meeting to be transferred to open agenda.

Rowan Quinn addressed members commenting that she did not need to tell them of the huge impact COVID-19 was having on Aucklanders and New Zealanders, whether that was to their health, their families' health, their mental health, their incomes or their way of life.

Rowan argued that it was in the public interest for most matters regarding the virus, and the health response to it, to be discussed in an open and transparent manner in the spirit of the democratically elected board system and the Official Information Act.

Rowan also argued that public interest outweighs the reasons (commercial sensitivity and worries about prejudice to health and safety) listed for keeping this information confidential.

There have been questions raised about the distribution and the availability of PPE. This issue is one that affects thousands of staff and patients, and potentially the hundreds of thousands of people in the Auckland DHB's area. They should have transparency into decisions being made about it.

Rowan asked that when items were placed in confidential session that careful consideration be given as to whether they could not in fact be considered in open agenda.

The Board Chair, Pat Snedden acknowledged that Rowan put forward an important point of view and that the Board itself tried to be a source of information from the Auckland DHB that the public could absolutely rely on. At the same time it had to be acknowledged that there were issues arising so quickly that if the Board could not be completely clear on those issues then they could not put information in the public arena until clarity did exist.

The determination that has to be made here is the importance around *[Pat Snedden lost connection to the Zoom meeting at this point, then picking up again]* I understand entirely your

concerns and it is completely legitimate for the Board to be as transparent as it possibly can be in the interests of the health of the population that we are in service of but I also point out that in a fast moving environment, where we are working largely from information from Incident Management Teams and we are attempting to do the very best that we can to keep the population safe, we are having to make judgements required on behalf of the population in our roles as governors. Sometimes these judgements are having to be made without full information and therefore will occur in confidential session until a clear and unambiguous message can be made to the public. Sometimes that is awkward and difficult and will sometimes be frustrating for the media but in this fast moving environment care needs to be taken with information released and how we message what is being done.

Decisions around conferment of delegated authority during COVID 19 have been moved to the open agenda but the item dealing with PPE cannot be released while there is confusion and sensitivity around the issue and a potential for unclear messaging.

Rowan Quinn responded saying that sometimes uncomfortable things are part of the facts of a matter and just because something is uncomfortable does not mean it should not be in the public arena. Rowan acknowledged the sensitivity of what was being dealt with and the fact of privacy and commercial sensitivity but wanted to remind members that consideration should always be given to what could be transferred to open session. She was pleased that this discussion had occurred in the public part of the meeting.

[Pat Snedden lost connection to the Zoom meeting at this point]

Tama Davis assumed the chair. He thanked Rowan Quinn for her attendance and for raising an important issue.

A discussion was had in relation to Public access to Board meetings during COVID 19 going forward. Ailsa Claire advised that she and the Board Chair, Pat Snedden had been discussing how this would be managed. As the situation is now stabilising there is an opportunity to have regular Board meetings of a more formal nature. Consideration was being given to when and how frequently this it is a public organisation.

Up until now things had been happening so quickly that the Executive Committee of Board was being used to manage day-to-day arrangements. Now that a much more stable position had been attained a full formal Board meeting would be held within the next few weeks with formal papers describing where the organisation is at.

The position now is that public documents around planning can be put forward. One good reason for doing that is to provide assurance to the public that coming into the hospital is safe. The lockdown has engendered a fear of moving outside of one's own home and this has meant that a lot of the hospitals business as normal is not occurring. This relates to people who would normally be seen with chronic conditions but are now coming into the ED very late. The Board now has to demonstrate in the public domain that a hospital is not a place that you should feel unsafe; it is probably one of the safest places as management of infection is well understood and strictly followed. Therefore, it is proposed that some clear reports around what stage the hospital is at and where it is with its planning should be released.

Rowan Quinn thanked Ailsa Claire for the clarification and left the Zoom meeting.

1. ATTENDANCE AND APOLOGIES

There were no apologies

2. REGISTER OF INTERESTS AND CONFLICTS OF INTEREST

There were no changes to the interests register and no conflicts of interest with any item on the agenda.

3. CONFIRMATION OF OPEN MINUTES 1 APRIL 2020

Resolution: Moved Jo Agnew / Seconded Zoe Brownlie

1. That the minutes of the Briefing of the Executive Committee of the Board held on 1 April 2020 be confirmed as a true and correct record
2. That the decisions made for items 2 and 3 dealing with delegated authority be transferred to the Open Minutes of 1 April 2020.

Carried

4. ITEMS TRANSFERRED FROM CONFIDENTIAL AGENDAS OF 1 AND 13 APRIL 2020

The following resolutions were transferred from the confidential agenda of 1 April 2020

4.1 Delegations During COVID 19 Event Response [was confidential Item 2]

That the Executive Committee of the Board:

1. Approves the following changes to delegated authority levels to enable appropriate and efficient response and decision making on urgent and unbudgeted COVID-19 events and will stop on advice from the CEO to the Board that these are no longer required.

Proposed Das for COVID-19 requests only (In \$'000s)		Capex Delegations			Opex Delegations	
Role	Name	Current		Proposed	Current	Proposed
		Budgeted	Unbudgeted	All	All	All
CEO	Ailsa Claire	500	300	1,000	3,000	No change
CFO	Rosalie Percival	250	150	500	1,000	No change
ADHB IMT COVID-19 Controller	COVID 19 Controllers	100	50	200	250	No change

2. Delegates Authority to the Board Chair and Chief Executive Officer to jointly approve COVID-19 related operational spend required under emergency for a value up to \$20M, with any such approval being reported to the Executive Committee of the Board within 48 hours.
3. The Corporate Business Manager to append a list of any such items approved to each meeting of the Executive Committee of Board so that patterns and trends can be identified.

4.2 Delegated Authority Conferred to CEOs During COVID 19 [was confidential Item 3]

Resolution:

That the letter from the Ministry of Health be noted.

The following resolution was transferred from the confidential agenda of 13 April 2020

4.3 Public Access To Board Meetings During COVID 19 [was confidential Item 6.1]

The Executive Committee of Board:

- 1. Gives approval for Executive Committee of Board meetings to be held as special meetings and for the agendas to be published to the Auckland DHB website two clear working days prior to the meeting, except where an emergency situation arises and that all meetings be held via Zoom with the facility for press and public to join by registering an interest to do so and that minutes be produced and published as soon as practicable following a meeting.**
- 2. That a formal full Board meeting be held within the next four weeks.**

5. RESOLUTION TO EXCLUDE THE PUBLIC FROM THE MEETING

Recommendation: Moved Jo Agnew / Seconded Zoe Brownlie

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. Chairs Verbal Report	Commercial Activities Information contained in this report is related to commercial activities and Auckland DHB would be prejudiced or disadvantaged if that information was made public [Official Information Act 1982 s9(2)(i)] Prejudice to Health or Safety Information about measures protecting the health and safety of members of the public is enclosed in this report and those measures would be	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. CEOs Verbal Briefing COVID 19	<p>prejudiced by publication at this time [Official Information Act 1982 s9(2)(c)]</p> <p>Commercial Activities Information contained in this report is related to commercial activities and Auckland DHB would be prejudiced or disadvantaged if that information was made public [Official Information Act 1982 s9(2)(i)]</p> <p>Prejudice to Health or Safety Information about measures protecting the health and safety of members of the public is enclosed in this report and those measures would be prejudiced by publication at this time [Official Information Act 1982 s9(2)(c)]</p>	<p>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]</p>
3. Public Access To Board Meetings During COVID 19	<p>Commercial Activities Information contained in this report is related to commercial activities and Auckland DHB would be prejudiced or disadvantaged if that information was made public [Official Information Act 1982 s9(2)(i)]</p>	<p>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]</p>
4. Execute Regional Rehabilitation Equipment Rental Services with Invacare	<p>Commercial Activities Information contained in this report is related to commercial activities and Auckland DHB would be prejudiced or disadvantaged if that information was made public [Official Information Act 1982 s9(2)(i)]</p> <p>Negotiations Information relating to commercial and/or industrial negotiations in progress is incorporated in this report and would prejudice or disadvantage if made public at this time.</p>	<p>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]</p>

	Information Act 1982 s9(2)(c)]	
--	--------------------------------	--

Carried

The meeting closed at 6.00pm.

Signed as a true and correct record of the Board meeting held on Monday, 13 April 2020

Chair: _____ Date: _____
Pat Snedden

Major Capital Expert Advisory Group – New Appointment

Recommendation:

That the Executive Committee of Board approve the removal of Doug Armstrong from and the appointment of Fiona Lai to the Major Capital Advisory Expert Group

Prepared by: Pat Snedden (Board Chairman)

Purpose

This paper proposes the removal of Doug Armstrong from and the appointment of Fiona Lai to the Major Capital Advisory Expert Group

Background

The Advisory Group membership is currently as follows:

Major Capital Programmes Expert Advisory Group	
Chair	Norman Wong
Member	Doug Armstrong
Member	Ian Ward
External Member	Graeme Bell
External Member	Brian Dackers

There are currently three members, who as external appointees, bring with them experience that does not widely exist within the current Board membership. There are two Board Members on this Advisory Group.

To allow more flexibility in ensuring that not only does an appropriate mix of experience and skill exist, but also a better representation gender wise within the Group, it is proposed that Fiona Lai replace Doug Armstrong. Board member Doug Armstrong supports this replacement.

This will ensure a good skill and experience level within the group and provide for appropriate representation.

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. Apologies	N/A	N/A
2. Conflicts of Interest	As per that stated in the open agenda	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. Confirmation of Confidential Minutes 13 April 2020	Commercial Activities Information contained in this report is related to commercial activities and Auckland DHB would be prejudiced or disadvantaged if that information was made public [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]
4.1 Hospital Administration Replacement Project: Single Stage Business Case	Commercial Activities Information contained in this report is related to commercial activities and Auckland DHB would be prejudiced or disadvantaged if that information was made public. Negotiations Information relating to commercial and/or industrial negotiations in progress is incorporated in this report and would prejudice or disadvantage if made public at this time.	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]
4.2 Purchase of Digital Mobile Imaging Machines	Commercial Activities Information contained in this report is related to commercial activities and Auckland DHB would be prejudiced or disadvantaged if that information was made public. Negotiations	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

	Information relating to commercial and/or industrial negotiations in progress is incorporated in this report and would prejudice or disadvantage if made public at this time.	1982 [NZPH&D Act 2000]
--	---	------------------------