



Tiaki Wai

BOARD PACK

for

Tiaki Wai - Public Board Meeting

Thursday, 11 June 2026

8:30 am (NZST)

Held at:

Tiaki Wai - Petone Office

Level 4, IBM Building, 25 Victoria Street, Petone, Lower Hutt 5012

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AGENDA

TIAKI WAI

Care in every drop | He wai whakauka

TIAKI WAI - PUBLIC BOARD MEETING

Name:	Tiaki Wai
Date:	Thursday, 11 June 2026
Time:	8:30 am to 9:30 am (NZST)
Location:	Tiaki Wai - Petone Office, Level 4, IBM Building, 25 Victoria Street, Petone, Lower Hutt 5012
Board Members:	Will Peet (Chair), Adrian Wimmers, Elena Trout, Jon Lamonte
Attendees:	Adrienne Black, Bryan Patchett, Dave Humm, Dougal List, Jen Butler, Michael Brewster, Mike Wakefield

1. Meeting Administration

1.1 Chair's Welcome

8:30 am (5 min)

Will Peet

1. Karakia to open the hui
2. Apologies
3. Confirm quorum

Whakataka te hau ki te uru Whakataka te hau ki te taonga Kia mākinakina ki uta Kia mātaratara ki tai E hī aka ana te atakura He tio, he huka, he hau hū Tīhei mauri ora!	Cease the winds from the West Cease the winds from the South Let the breeze blow over the land Let the breeze blow over the ocean Let the red-tipped dawn Come with a sharpened air A touch of frost, a promise of a glorious day
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1.2 Confirm Minutes

8:35 am (3 min)

Will Peet

For Decision

Recommendation: That the Board **approve** the minutes of the Public meeting held 17 April 2026 as a true and correct record of that meeting.

Supporting Documents:

1.2.a Minutes : Tiaki Wai - Public Board Meeting - 13 May 2026	9
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1.3 Interest Register

8:38 am (2 min)

Will Peet

For Noting

Tiaki Wai follows the Model Standards Guidance for disclosing and recording of its real, perceived or potential conflicts of interest set by [Te Kawa Mataaho, Public Service Model Standards Guidance](#)

Supporting Documents:

1.3.a	Interests Register	13
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2. Standing items

2.1 Chief Executive's Report

8:40 am (10 min)

Michael Brewster

For Noting

Recommendation: That the Board **receives** the information in the Chief Executive's report.

Supporting Documents:

2.1.a	2.1 - 2026 06 11 - Chief Executives Report to June Board.pdf	15
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2.2 Establishment Director's Report and Progress Dashboard

8:50 am (15 min)

Dougal List

For Noting

Recommendation: That the Board **receive** the Establishment Director's Report and progress dashboard.

Supporting Documents:

2.2.a	2.2 - 2026 06 11 - Establishment Directors report.pdf	21
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2.2.b	2.2a - 2026 05 29 - Tiaki Wai Est Prog - Progress Dashboard.pdf	26
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2.3 Significance and Engagement Policy (SEP) and Community Charter

9:05 am (10 min)

Adrienne Black

For Decision

Recommendation: that the Board:

1. **Approves and adopts** the Significance and Engagement Policy
2. **Approves and adopts** the Community Charter

Supporting Documents:

2.3.a	2.3 - 2026 06 11 - Significance and Engagement Policy.pdf	43
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2.3.b	2.3a - 2026 06 11 - Tiaki Wai Significance and Engagement Policy for 2026-27.pdf	46
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2.3.c	2.3b - 2026 06 11 - Tiaki Wai Community Charter.pdf	60
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2.4 Governance Matters

9:15 am (10 min)

Adrienne Black, Bryan Patchett

For Decision

Recommendation: that the Board:

1. **Approves** and adopts the:
 - a. Amended Instrument of Delegation to the Chief Executive
 - b. Board Charter
 - c. Terms of Reference for the Audit and Risk Committee
2. **Notes** the Policy and Schedule of Delegations from the Chief Executive to Employees
3. **Discuss, refine and confirms** the proposed design principles and categories for the Annual Board Work Programme

Supporting Documents:

2.4.a	2.4 - 2026 06 11 - Governance Matters.pdf	64
2.4.b	2.4a - 2026 06 04 - Tiaki Wai Instrument of Delegation to CE.pdf	71
2.4.c	2.4b - 2026 06 04 - Tiaki Wai Board Charter.pdf	81
2.4.d	2.4c - 2002 06 11 - Audit and Risk Committee Terms of Reference.pdf	110

2.5 Questions from the Public

9:25 am (5 min)

Will Peet

For Discussion

An opportunity for members of the public to ask any questions of the Tiaki Wai Board.

Members of the public have three minutes of speaking time at the discretion of the Chair of the Board. Questions should be submitted prior to the meeting via info@metrowaterwellington.co.nz

2.6 Move into in committee

Will Peet

For Decision

Recommendation: That the public be excluded from the following parts of the proceedings of this meeting, namely: Agenda Items 3 through 7. The general subject of each matter to be considered while the public is excluded, the reason for passing this resolution in relation to each matter, and the specific grounds under section 48(1) of the Local Government Official Information and Meetings Act 1987 for the passing of its resolution are as follows:

	Subject Matter	Reason for Public Exclusion	Ground(s) under section 48(1)
3	In Committee Meeting Administration		
3.1	Confirmation of in committee minutes and matters arising	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
3.2	Actions from previous in committee meetings	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
4	In Committee Amalgamation		
4.1	Board only - Amalgamation discussion	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)

4.2	Tiaki Wai Financial Position	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
4.3	Material Damage insurance update	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
5	Joint Session with Wellington Water		
5.1	Critical Assets update	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
5.2	Pūnaha Tautoko Pūkenga - Phase 1 - update	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
5.3	Amalgamation Documentation	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
5.4	Joint Board and CE only session	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
	Lunch		
6	In Committee Session		
6.1	Transfer agreement and related matters	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
6.2	Water Services Strategy	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
6.3	Financial Policies	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
6.4	Final operational position report	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
7	Other Business		
7.1	Any other business	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)

This resolution is made in reliance on section 48(1) of the Local Government Official Information and Meetings Act 1987 and the particular interest or interests protected by section 7 of that Act.

In terms of the agenda and reports that will be discussed in public excluded (in-committee), Tiaki Wai relies on the withholding grounds in section 7(2)(h) (enabling Tiaki Wai to carry out, without prejudice or disadvantage, commercial activities) and section 7(2)(i) (enabling Tiaki Wai to carry out, without prejudice or disadvantage, negotiations). The Board is conscious that there will be public interest in the establishment of Tiaki Wai, but at this stage, the establishment process and planning for establishment remain subject to various considerations, with decisions yet to be made on the intended establishment approach, and active discussions and negotiations with Shareholding Councils on various matters. If the information contained in the reports were to be made public at this stage, it could prejudice the active commercial negotiations and/or commercial activities of Tiaki Wai, which would not be in the public interest.

2.7 Morning Tea

3. In Committee Meeting Administration

3.1 Confirmation of Minutes

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

3.2 Action List

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

4. In-Committee - Amalgamation

4.1 Board only - Amalgamation discussion

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

4.2 Tiaki Wai Financial Position

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

4.3 Material Damage insurance update

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

5. Joint session with Wellington Water

5.1 Critical Assets update

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

5.2 Pūnaha Tautoko Pūkenga update

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

5.3 Amalgamation Documentation

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

5.4 Joint Board and CE only time

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

5.5 Lunch with Wellington Water

6. In Committee Session

6.1 Transfer Agreements and related matters

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

6.2 Water Services Strategy

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

6.3 Financial Policies

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

6.4 Final Operational Position Report

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

7. Other Business

7.1 Any other business

Reason for Exclusion: S7(2)(h) and (i) - Relates to commercial activities and the carrying out of commercial negotiations

8. Close Meeting

8.1 Close the meeting

Next meeting: No date for the next meeting has been set.

The Chair closed the hui with a karakia.

Unuhia, unuhia Unuhia i te urutapu nui a Tāne Kia wātea kia māmā Te ngākau, te tinana, te wairua I te ara takatū Hui e! Tāiki e!	Draw on, draw on, Daw on the supreme sacredness To clear, to free the heart, the body and the spirit On a path of unity All of us together
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MINUTES (in Review)

TIAKI WAI - PUBLIC BOARD MEETING



Name:	Tiaki Wai
Date:	Wednesday, 13 May 2026
Time:	9:00 am to 10:00 am (NZST)
Location:	Tiaki Wai, Room A, Ground Floor, 79 Boulcott Street, Wellington
Board Members:	Will Peet (Chair), Adrian Wimmers, Elena Trout, Jon Lamonte
Attendees:	Dougal List, Jen Butler, Adrienne Black, Bryan Patchett, Michael Brewster, Mike Wakefield
Guests/Notes:	2.3 Amy Kears, Tiaki Wai

1. Meeting Administration

1.1 Chair's Welcome

The Chair opened the meeting with a karakia and confirmed the agenda.

1.2 Interest Register

The Board reviewed the interests register and noted that New Zealand Food Innovation is a subsidiary of Callaghan Innovation and has been consolidated.

Elena Trout reminded the Board that she is an independent director of LGFA and that matters on the agenda included LGFA. The Chair accepted the declaration, and any conflict will be noted and managed appropriately by the Board through him in accordance with the conflict of interest policy.

1.3 Confirm Minutes

Tiaki Wai - Public Board Meeting 17 Apr 2026, the minutes were confirmed as presented.

2. Standing items

2.1 Chief Executive's Report

The Board received the Chief Executive Officers Report.

2.2 Establishment Director's Report and Progress Dashboard

The Board received the Establishment Director's Report and Progress Dashboard and invited the Executive Director (ED) to provide key highlights.

The dashboard has been revised to provide a readiness assessment for Day One and give clarity on key focus areas for Day Two. The Board asked for oversight of the status of transferring critical back-office functions.

Programme Status

The programme remains on track, with key issues being worked through. While the overall risk

profile is stable, the time risk to the programme has increased due to the tight timeline and lack of contingency.

The CE shared that the work the Establishment Team is doing to ensure the levels of customer service on Day One are equal to or better than the current customer service. Reporting arrangements are changing to ensure clear accountability. It was noted that the Day Two work is resource-constrained; this is currently being worked through.

The Board reiterated its need for assurance on establishment and transition activities.

2.3 Public Engagement Summary

The Board welcomed Adrienne Black (Policy Lead) and Amy Kears (Strategic Advisor) to the meeting. The public engagement summary was received. The Board invited the Policy Lead to speak to the proposed amendments to the Water Services Strategy (WSS) informed by consultation.

It was noted that the majority of feedback can be addressed in WSS#2 and through planned ongoing public engagement and education campaigns. The WSS has been reviewed with a realistic lens that considers historic performance.

The minor amendments include strengthening commitments to small businesses, Te Wai Ora o Parirua and mana whenua and establishing a customer reference group. The Board requested a clearer view of the purpose of the customer reference group.

It was noted that Tiaki Wai needs to be explicit that it will have a tariff proposal as part of WSS#2. The Board discussed the levels of service targets for abatement and infringement notices and agreed that the target should be zero. However, it acknowledged that the condition of the assets transferring and the legacy of abatement and infringement notices make it more realistic to implement an improvement plan.

Customer Charter

It was noted that the Customer Charter should include a reference to citizens/residents who reside in the area, but are not property owners. It was suggested that this be repositioned as a 'Community Charter'. It was also suggested that service levels and how we will demonstrate service level improvements be considered for the next iteration.

The Policy Lead and Strategic Advisor were thanked and left the meeting.



Water Services Strategy, Customer Charter and Significance and Engagement Policy

Resolved that: the Board approved the proposed changes to be made to the Water Services Strategy, Customer Charter and Significance and Engagement Policy.

Decision Date: 13 May 2026

Outcome: Approved



Ongoing Customer Engagement

Work with the Chief Executive to provide the Board with a clearer view of the terms of reference for the customer reference group, and explore wider input into customer engagement and citizens' assembly.

At the same time, consider how Iwi groups will be engaged.

Due Date: 3 Jun 2026

Owner: Adrienne Black

2.4 Questions from the Public

There was no public in attendance.

2.5 Move into in committee



Move into In-Committee

Recommendation: That the public be excluded from the following parts of the proceedings of this meeting, namely: Agenda Items 3 through 5. The general subject of each matter to be considered while the public is excluded, the reason for passing this resolution in relation to each matter, and the specific grounds under section 48(1) of the Local Government Official Information and Meetings Act 1987 for the passing of its resolution are as follows:

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3.2	Actions from previous in committee meetings	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
3.3	Critical Assets update	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
4	Establishment Phase Matters		
4.1	Financial position update	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
4.2	Insurance Placement	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
4.3	Water Services Strategy Financial update	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
4.4	Legal Transfer update	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
4.5	Lunch		
4.6	Day One: Readiness Assessment	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
4.7	Stormwater Functions	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)

4.8	Final Operational Position Report	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
4.9	Governance Matters	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)
5	Other Business		
5.1	Any other business	Relates to commercial activities and the carrying out of commercial negotiations	7(2)(h) and (i)

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Decision Date: 13 May 2026

Outcome: Approved

3. Close Meeting

3.1 Close the meeting

Next meeting: No date for the next meeting has been set.

Signature: _____	Date: _____
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Interests Register

Tiaki Wai



As of: 11 Jun 2026

Person	Organisation	Active Interests	Notice Date
Adrian Wimmers	Awhiowhio Advisory Limited	Director and Shareholder	21 Sept 2025
	Crown Infrastructure Delivery Limited	Director	2 Nov 2025
	Fale Malae Trust	Deputy Chair	2 Nov 2025
	KPMG New Zealand	Past Partner - as of 26 October 2025	2 Nov 2025
	MBIE - Science, Innovation and Technology Programme Governance Board	Member	2 Nov 2025
	MHUD - Housing Investment Advisory Group	Member	2 Nov 2025
Elena Trout	Ara Ake Limited	Chair	21 Sept 2025
	Callaghan Innovation	Chair of the Board, and Chair of its subsidiary New Zealand Food Innovation Network Limited	21 Sept 2025
	Chartered Professional Engineers Council (CPEC)	Chair of the Board	25 Nov 2025
	City Care Limited	Independent Director	21 Sept 2025
	Energy Efficiency and Conservation Authority	Chair of the Board	21 Sept 2025
	Kaikohe Berryfruit GP Limited (and LP)	Independent Director	21 Sept 2025
	Ministry of Defence	External Member Capability Governance Board	21 Sept 2025

	Motiti Investments Limited	Director and Shareholder	21 Sept 2025
	New Zealand Local Government Funding Agency Limited	Director	21 Sept 2025
	Opuha Water Limited	Independent Director	21 Sept 2025
	Te Rāhui Herenga Waka Whakatāne Limited	Independent Director	21 Sept 2025
	Waikato Waters Limited	Chair of the Board	21 Sept 2025
	WET Gisborne Ltd	Independent Director	21 Sept 2025
	Worksafe	Member	24 Nov 2025
Jon Lamonte	Jon Lamonte Consulting Limited	Director and Shareholder	21 Sept 2025
	Waikato Waters Limited	Director	21 Sept 2025
Will Peet	Evans Bay Marina Tenants Group (EBMTG)	Recreational groups EBMTG - member of committee that engages with Wellington City Council on behalf of marina users	30 Sept 2025
	Kahanui Ventures Limited (incl Kahanui Consulting and Kahanui Limited)	Director and Shareholder, Consultancy & advisory business to Government, private sector and not-for-profit organisations	21 Sept 2025
	Ministry of Education	Risk and Assurance Board member	30 Sept 2025
	Site Safe NZ	Independent Director and Board Chair	30 Sept 2025
	Te Wai Takamori o Te Awa Kairangi	Independent Chair - Te Wai Takamori o Te Awa Kairangi/ Riverlink (Waka Kotahi, Hutt City Council, Greater Wellington Regional Council, Taranaki Whānui ki Te Upoko o Te Ika, Te Rūnanga o Toa Rangatira)	30 Sept 2025
	The Public Trust	Deputy Chair	30 Sept 2025



Chief Executive's Report

To	Tiaki Wai Board
From	Michael Brewster, Chief Executive
Date	11.06.2026
Recommendation	It is recommended that the Board note the information provided in this report.

Executive Summary

1. Tiaki Wai continues to make steady progress toward Day One, with increasing evidence of transition activity moving from establishment into decision making, operational integration and execution.
2. Delivery activity remains structured across three distinct phases: Establishment Team-led transition, Wellington Water-led preparation for the post-Day One period, and post-establishment Tiaki Wai delivery. Compared to May, there is now greater emphasis on integrating establishment activities into ongoing operational arrangements and ensuring that key functions can transition sustainably into business-as-usual delivery.
3. Progress this month has been most evident across transition agreements, financial readiness, customer service and billing preparation, organisational capability, and development of the strategic and operational frameworks required to support the first year of operations. Pleasing progress has also been made in relation to council approval of transfer agreements and capital support arrangements, with the organisation remaining on track for all required capital and debt facilities to be in place prior to Day One.
4. Further advancement has occurred in relation to service arrangements with councils, strategic planning activity, programme delivery capability, and preparation for the transition of responsibilities from the Establishment Team into Tiaki Wai operational management. Executive recruitment is now well advanced, with appointments expected to be substantially completed over the next month.
5. At the same time, the programme is increasingly transitioning from establishment risk toward operational sustainability risk. While confidence in Day One readiness has improved in several areas, including customer service, billing readiness, and opening financial position, there remains sensitivity around organisational capacity, integration complexity, dependence on a relatively small number of key personnel, and the organisation's ability to absorb the scale of change required during the first year of operation.
6. The external environment is also becoming more active and visible. Public, media, and stakeholder interest in Tiaki Wai continues to increase, particularly in relation to pricing, metering, establishment expenditure, and broader expectations regarding infrastructure investment and

customer outcomes. This reinforces the importance of continued public engagement and clear communication regarding both the rationale for reform and the long-term outcomes sought.

7. Overall, Tiaki Wai remains on track to achieve a stable Day One transition into operations. The focus over the next period is on ensuring continuity through the transition from establishment into business-as-usual operations, embedding new leadership capability, maintaining delivery momentum, and ensuring the organisation enters its operational phase with realistic sequencing, sustainable capacity, and clear strategic direction.

Current Position and Direction

8. Since May, the programme has continued to mature from an establishment-focused initiative into a more integrated operational transition programme.
9. The overall direction remains consistent; however, there is now clearer visibility of the organisational, operational, and leadership requirements needed to sustain delivery beyond Day One. As a result, attention is increasingly shifting from establishing structures and frameworks toward ensuring operational continuity, organisational resilience, and sustainable delivery capacity.
10. The interaction between the three delivery phases is also becoming more pronounced. Wellington Water activity is increasingly focused on preparing operational capability and strategic foundations that will support Tiaki Wai post-Day One. Establishment Team activity is progressively transitioning toward handover and integration into ongoing operational arrangements. At the same time, planning for post-establishment Tiaki Wai initiatives is becoming more developed, particularly where early activation will be required to support first-year priorities.
11. Compared to May, there is also greater clarity around the practical realities of operational transition, including organisational dependencies, capability constraints, and the extent to which successful transition relies on continuity of key personnel and effective sequencing of change activity.
12. Overall, the programme continues to progress in a controlled and increasingly execution-oriented manner, with stronger alignment now evident between transition activity, operational readiness, and longer-term organisational direction.

Transition Progress and Constraints

Progress

13. Progress this period reflects increasing movement from establishment planning into decision making, operational implementation and integration activity. Key areas of advancement since last month include the following:

Transfer agreements, financial readiness and transition integration

14. Pleasing progress has been made in relation to council approval of transfer agreements and capital support arrangements, with the organisation remaining on track for required facilities to be in place prior to Day One. Councils have approved transfer agreements arrangements with detailed schedules progressing toward execution.
15. Planning activity has increasingly shifted toward supporting transition into operational management arrangements, including implementation of plans to integrate Establishment Team activity into Wellington Water and Tiaki Wai operations post-Day One.

Customer service and operational readiness

16. Customer service and billing preparation have advanced significantly, with confidence improving relative to previous months. Work has also progressed on options to reduce longer-term dependence on council-supported customer service arrangements.
17. Operational planning associated with the Sludge Management Facility and Moa Point repairs continues to progress, with improved understanding now established regarding operational and financial implications for Tiaki Wai.
18. Significant progress has been made in completing operational due diligence, establishing key systems and processes, and preparing transition arrangements. This includes electricity supply, transport licences, emergency management and hazardous substances.

Strategic, organisational and delivery capability

19. Further work has progressed on strategic planning frameworks, organisational strengthening, and programme delivery capability. This includes:
 - 19.1. advancement of the Enterprise Change and Performance Office
 - 19.2. further work on strengthening the organisation post-Day 1
 - 19.3. planning for delivery of the FY26/27 capital programme
 - 19.4. due diligence and stormwater planning activity
 - 19.5. continued refinement of organisational foundation documents, leadership expectations, and Day One cultural settings.
20. Executive recruitment is now well advanced, including the appointment of the Head of Treasury, with remaining appointments expected to be substantially completed over the coming month.

External engagement and stakeholder alignment

21. Significant progress has also occurred across stakeholder and external engagement activity.
22. Water Services Strategy 1 consultation feedback has now been incorporated into the final strategy presented to the Partners Committee. Engagement with councils, regulators, contractors, consultants, and peer organisations has continued to strengthen, including discussions with Watercare regarding potential future collaboration opportunities.
23. Initial public engagement activity has also commenced through targeted engagement with key stakeholders and customers, attendance at community forums and ongoing media engagement regarding Tiaki Wai establishment activity and broader reform objectives.
24. Compared to May, these activities are increasingly focused not simply on readiness for Day One, but on establishing a sustainable operational platform for the organisation's first year of delivery.

Constraints and Areas of Unease

25. While several areas of delivery confidence have improved since May, the nature of programme risk is evolving rather than reducing.

Organisational capacity and change absorption

26. The most significant emerging pressure relates to balancing the scale of change required during the first year of operation against the organisation's capacity to absorb and sustain that change.
27. As transition activity intensifies, there is increasing sensitivity around organisational fatigue, sequencing of initiatives, and the ability to maintain operational continuity while simultaneously implementing significant structural, cultural, and operational change.

Key personnel dependency

28. There is increasing visibility of the organisation's dependence on a relatively small number of key Wellington Water personnel for continuity of operational delivery and transition activity.
29. This creates both operational resilience risk and transition risk, particularly given broader organisational fatigue and the potential loss of key establishment or operational personnel during the transition period.

Customer service and billing integration risk

30. While confidence in customer service and billing readiness has improved materially, these activities remain high risk due to the number of dependencies across councils, systems, and post-Day One integration arrangements. This will require a sustained focus through to the initial billing cycle and then beyond to confirm and implement longer term customer and billing arrangements.

Public confidence and external perception

31. Public and stakeholder interest in Tiaki Wai continues to increase as Day One approaches.
32. There remains visible tension between the need to invest in public awareness and limited establishment activity, and public perceptions that expenditure should instead be directed toward infrastructure improvement. This includes increasing scrutiny regarding metering costs, branding activity, and projected future price increases.
33. As a result, ongoing communication regarding the rationale for reform, operational realities, and long-term customer outcomes remains essential.

Service Level Agreements and operational transition

34. While key Service Level Agreements are expected to be completed prior to Day One, the majority will continue to be finalised post-transition. This creates an additional layer of operational and governance complexity during the early operational phase.

Day One Transition and Forward Trajectory**Transition Position**

35. The primary objective remains achieving a stable and credible transition into operations while maintaining continuity of service, organisational stability, and operational confidence.
36. Compared to May, there is now greater confidence in several core readiness areas, including customer service preparation, billing, opening financial position, and transition planning. There is also clearer visibility of what can realistically be achieved within the first year of operations and where sequencing discipline will be required.
37. The position remains achievable; however, successful transition will continue to depend on disciplined prioritisation, sustainable pacing of change, and maintaining organisational resilience through the transition period.

Emerging Pressures and Operational Realities

38. Several themes are now becoming more visible as the organisation approaches operational commencement.
39. There is increasing recognition that Day One does not represent the completion of establishment activity, but rather the commencement of a complex operational transition period requiring continued adaptation and integration.
40. There is also a clearer understanding of the operational realities Tiaki Wai will inherit, including infrastructure risk, dependency on key operational capability, public sensitivity regarding costs

and pricing, and the need to progressively build organisational maturity while maintaining delivery continuity.

41. In parallel, external scrutiny is increasing as Tiaki Wai becomes more publicly visible and stakeholders begin assessing the organisation against broader expectations regarding affordability, investment, customer outcomes, and pace of change.

Priorities Over the Next Period

42. Priority focus areas over the next period include:
- 42.1. finalisation and execution of key financial and transfer arrangements
 - 42.2. smooth transition of responsibilities from the Establishment Team into operational management arrangements
 - 42.3. completion and commencement of executive appointments
 - 42.4. implementation of due diligence and stormwater review findings
 - 42.5. continued strengthening of delivery capability and organisational coordination
 - 42.6. maintaining customer service and billing readiness through Day One transition to the first billing cycle
 - 42.7. continuing public and stakeholder engagement regarding the purpose, expectations, and operational realities associated with Tiaki Wai
43. There is also increasing emphasis on ensuring that the organisation enters its operational phase with realistic sequencing, sustainable delivery expectations, and sufficient organisational resilience to manage ongoing transition activity beyond Day One.

Key Signals and Watchpoints

44. The following areas require continued close attention:
- organisational capacity and change fatigue
 - dependency on key operational personnel
 - customer service and billing integration risk
 - completion of financial and transfer arrangements
 - operational integration of Establishment Team responsibilities
 - public confidence and stakeholder expectations
 - delivery sequencing and organisational sustainability through Year 1 operations

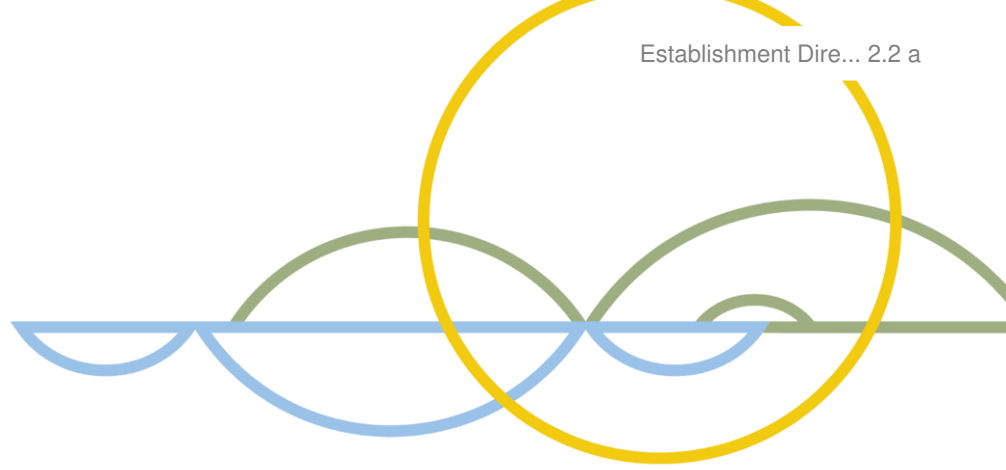
Detailed progress against priorities

45. The table setting out progress against key priorities has not been provided this month. It is proposed that this be provided on a quarterly basis.

Closing Perspective

46. Tiaki Wai continues to make steady and tangible progress toward operational commencement, with increasing evidence that transition activity is now moving into practical implementation and integration.

47. Compared to May, there is improved confidence across several critical readiness areas, clearer understanding of operational realities, and stronger alignment between transition planning and ongoing operational delivery requirements.
48. At the same time, the challenge is increasingly shifting from establishment readiness toward organisational sustainability, operational resilience, and the organisation's ability to absorb and sequence change during its first year of operation.
49. The focus now is not simply on achieving Day One readiness, but on ensuring Tiaki Wai enters operations with the leadership capability, organisational resilience, delivery discipline, and public confidence necessary to establish a stable and credible platform for the years ahead.



Establishment Director's Report

To	Tiaki Wai Board
From	Dougal List, Establishment Director
Approved	Michael Brewster, Chief Executive
Date	11.06.2026
Recommendation	It is recommended that the Board note the information provided in this report.

Executive Summary

1. With around 15 working days to go, the Tiaki Wai establishment programme remains on track for Day One, 1 July 2026, service and operations launch. This is the final establishment report prior to Day One.
 2. Delivery confidence has increased, but continues to rely on a small number of highly interdependent critical path items, particularly customer, billing, transfer arrangements, and financial settings.
 3. The programme risk profile has reduced from red to amber with council decisions completed on transfer agreements and financial support for Tiaki Wai; and as delivery activities move from planning into decision making, operational testing and implementation.
 4. Limited contingency remains across key workstreams, requiring continued executive oversight, rapid decision making, and disciplined prioritisation.
 5. Key deliverables and their status are identified in the refined programme dashboard, which is an appendix to this report.
 6. Focus is increasingly shifting from establishment activity toward operational readiness, service continuity, and achieving integration and stability throughout the transition period to 30 September.
 7. There will remain a period of high intensity of activity through to Day One and into July. This is being managed through close integration and planning between the establishment programme and Wellington Water to ensure key activities up to and beyond Day One are effectively managed.
-

Notable progress

8. The establishment programme remains on track for the operational go-live of Tiaki Wai on 1 July 2026. Highlights of the past month are outlined below and in the attached dashboard report.
-

9. **Water Services Strategy (WSS):** Completion of the draft WSS, including supporting policies, approval of the Significance and Engagement Policy by the Partners' Committee; and completion of the Community Charter.
10. **Policy:** Completion of a range of operational policies and delegations.
11. **Transfer agreements** – councils have all now confirmed decisions on transfer agreements. This is a major milestone and supports decisions by the Tiaki Wai Board.
12. **Financial arrangements:** Including agreement with LGFA on term sheet and detailed documentation nearing completion, insurance arrangements, working capital facilities, and agreement of an uncalled capital facility by councils.
13. **Operational continuity:** Detailed drafting of the Master Services Agreement (MSA) and critical Statements of Work emergency management workshop with Councils, WREMO and Lifelines; and agreement by councils to delegate water related Bylaw administration and operations to Tiaki Wai.
14. **Customer:** Recruitment for the new Tiaki Wai Customer Care team is progressing well, with a team to be in place and ready for training by 15 June; development of a high value customer strategy is complete, knowledge base development and build of the interactive voice response (IVR) system is underway and on-track for 1 July.
15. **Billing:** System configuration is complete, with focus now on operational readiness, including user testing, defect ticket resolution, end-to-end testing, concluding of IQA, pricing confirmation, go-live decision making, and final operational preparations. Operational insights have resulted from testing and independent assurance activities, providing increased confidence in the organisation's ability to issue invoices and collect revenue from Day One. Overall readiness is moving from red to amber and is expected to reach green ahead of go-live.
16. **Organisational design and people:** People transfer processes from councils are being completed, recruitment of Tier Two roles is well advanced and planning for capability uplift.
- 17. Communications and engagement**
 - 17.1 **Public information campaign reach:** In May, Tiaki Wai video and search ads have been seen 1,437,089 times by Wellingtonians across Meta (Facebook and Instagram), YouTube, TVNZ+ (on demand) and Google.
 - 17.2 Along with our digital channels, we have bus backs running across the region and radio ads playing across Newstalk ZB, The Hits, ZM, The Breeze, Edge, More FM, the Sound, the Rock and Radio Tarana.
 - 17.3 The video ad on Meta has reached 244,760 people on average 2.9 times each, with 1,085 interactions (reactions, comments, saves, shares) as well as 806 link clicks to the website.
 - 17.4 **Comments and feedback:** Comments on the Tiaki Wai Facebook page, and related posts on other Facebook pages, have been mostly negative, with key themes around water meters, cost and affordability, executive salaries, existing leaks and service failures, and questions around rate reductions and the council-owned model.
 - 17.5 Our assessment at this point is that the negativity is coming from a relatively small but active group. We are conducting a small piece of research to test perceptions across the community and will report to the Board on the results.
 - 17.6 The next phases of the campaign have a focus on why Tiaki Wai has been established, as well as more details on what people need to know. A brochure will be delivered to every letterbox in the week beginning 22 June.
 - 17.7 **Queries through the website:** Over 250 emails responded to in the month of May, many looking for details about their individual water charges. The online calculator being

developed for the release of the confirmed charges should help people find information themselves.

- 17.8 **Proactive engagement:** We are engaging with key stakeholder groups representing non-residential customers across the region, including business groups, education and sector peak bodies. We are also working with Citizens Advice Bureaux and FinCap to ensure they have the information needed to support people seeking their services. Feedback from meetings to date is an appreciation of clear and direct messages about the scale of the region's water system challenges and the role of Tiaki Wai in addressing them. We are also in the process of finalising arrangements to become a member of Utility Disputes.
- 17.9 **Identity rollout:** The identity rollout of priority items remains on track. PPE orders have been finalised and are in production, fleet decals are being printed, and the rollout schedule is being finalised with site managers. Design development continues across a range of corporate templates, operational documents, and billing assets. Artwork for several corporate items, including gazebos, teardrop banners, ID cards, and business cards, has been approved, with production now underway. Work is also progressing on signage.

Readiness assessment and key risks

Critical Path

18. The critical path to Day One is contingent on:
- 18.1 completing and executing the transfer agreements – on track, noting schedules will not be complete
 - 18.2 financing arrangements, including finalising and adopting the Water Services Strategy (WSS) and financial support from councils – on track
 - 18.3 Day One customer service model, including for billing – on track with a range of risks that will need to be actively managed; and
 - 18.4 a range of service continuity, workforce, systems and transitional matters – generally on track.
19. The programme risk profile has reduced from red to amber with council decisions completed on transfer agreements and financial support for Tiaki Wai, and as delivery activities move from planning into decision making, operational testing and implementation.
20. Limited contingency remains across key workstreams, requiring continued executive oversight, rapid decision making, and disciplined prioritisation. Some non-critical delivery activities will need to be completed post Day One – such as some Statement of Works arrangements with councils.
21. There will remain a period of high intensity of activity through to Day One and into July. This is being managed through close integration and planning between the establishment programme and Wellington Water to ensure key activities up to and beyond Day One are effectively managed. This includes integration of teams and work programmes, with key areas of work being integrated into the accountability structure of Tiaki Wai.

Readiness and Day One risk areas

22. A comprehensive readiness assessment of the key risks and mitigations across all establishment work packages has been provided in the programme dashboard. All work packages have been given both a **RAG** rating that assesses the delivery status of the activity, whether it is on track, delayed or off track, and a **Risk** rating of the risk associated with the activity being completed by 30 June.
23. Areas of risk that are being actively managed include:

- 23.1 **Customer:** confirming escalation pathways for councils, ongoing customer service design and reporting;
 - 23.2 **Billing:** confirming and testing pricing and billing channels to ensure bill issuance, payment and surge management;
 - 23.3 **Tradewaste:** including resolving working arrangements with councils and staff warrants.
24. The programme dashboard also summarises the key Day One readiness risks, including mitigations. This highlights:
- 24.1 Key risk areas at Day One will primarily relate to ensuring stable customer and billing arrangements. These are heavily dependent upon ongoing support arrangements from councils, which will require council leadership support.
 - 24.2 A go-live billing decision is intended to be endorsed by ESG in the week beginning 22 June and agreed by either the Board or Establishment Director (depending on whether this is on track or requires an alternative approach if all requirements are not in place), no later than 30 June. Key requirements include pricing confirmation, system testing, payment channel readiness, customer contact channels, and people and process readiness. Delivery remains dependent on multiple organisations successfully implementing interrelated components of the Day One operating model, including Tiaki Wai customer-facing services and council billing operations. While progress is tracking well, there is limited contingency available to absorb delays or material issues in the lead-up to invoice issuance.
 - 24.3 While transfer agreements are on track to be agreed and executed, the detailed schedules will require ongoing work. This will present some operational risks for Tiaki Wai and councils that will need to be actively managed.
 - 24.4 Capability development and prioritisation for Tiaki Wai will require an ongoing focus well beyond Day One. Embedding change and new capability will therefore be an ongoing challenge for some time for Tiaki Wai. In part this is being mitigated through the integration of establishment functions into the accountability structure of Tiaki Wai from Day One.

Operational position

- 25. Overall, Tiaki Wai is assessed as being operationally ready to assume responsibility for three waters services, with no critical issues identified that would prevent the continuation of essential water, wastewater, and stormwater operations. Significant progress has been made in completing operational due diligence, establishing key systems and processes, and preparing transition arrangements. Refer to the Final Operational Position report on this Agenda for further details.

Budget

- 26. Actual spend to end April FY25/26 is \$9.84m (excluding Wellington Water costs) and is estimated to be \$13m to the end of May (= 80% budget). This is in line with forecast expenditure.
- 27. Actual spend will be provided to the Board verbally at the meeting.
- 28. Forecast spend to the end of the financial year is \$15.5m to \$16m and will be confirmed by mid-June.
- 29. The costs of transition and wind-down of the establishment programme into Tiaki Wai are now forecast at up to \$2.8m for 2026/27 (excluding contingency). This forecast is budgeted for as part of the WSS.

Health, safety and well-being

- 30. There are no establishment programme health and safety issues to note.

31. It is noted that the establishment programme has been complex, challenging and dynamic. This has required staff to step up and deliver. This commitment and hard work is recognised, and thanks go to all of the establishment programme along with staff in councils and Wellington Water.
-

Issues and risks

32. As noted above, there are a range of complex challenges and risks to the delivery of the programme that are being actively managed. Refer to the programme dashboard for further details.
-

Appendices and attachments

Programme dashboard report.

TIAKI WAI

Care in every drop | He wai whakauka

Establishment Programme: Monthly Progress & Readiness Report

As at 29 May 2026



Executive Summary

Overall Position

- The programme remains broadly on track for Day One, with continued strong progress across core establishment and transfer activities.
- Delivery confidence has increased but continues to rely on a small number of highly interdependent critical path items, particularly customer, billing, transfer arrangements, and financial settings.
- Programme risk profile has reduced from red to amber with council decisions completed on transfer agreements and financial support for Tiaki Wai; and as delivery activities move from planning into decision making, operational testing and implementation.
- Limited contingency remains across key workstreams, requiring continued executive oversight, rapid decision making, and disciplined prioritisation.
- Focus is increasingly shifting from establishment activity toward operational readiness, service continuity, and achieving integration and stability throughout the transition period to 30 September.

Key Risks and Exposure

Customer remains RED & Billing has improved to AMBER

- Customer and Billing remain the highest areas of delivery exposure due to multi-agency complexity, vendor dependencies, constrained specialist resourcing, and limited schedule contingency. However, confidence is high that a successful interim Billing solution is achievable for Day One.

Transfer agreements and SLAs

- Transfer documentation and operational agreements remain a significant coordination challenge due to the scale of agreements, complexity of negotiations, and dependency on multiple parties. This has required a prioritization approach with some SLAs to be completed post Day One.

Programme-wide exposure

- WWL capability and capacity constraints continue to create exposure as operational responsibilities, transition activities, and change requires resource commitment.
- Transition risk remains high as focus shifts toward retention of critical establishment capability, effective handover of “in-train” work, and operational stability post Day One.

Critical Path to Day One

- Final execution of transfer agreements, priority service agreements, and Statements of Work.
- Completion of Water Services Strategy approval, pricing confirmation, and supporting financial arrangements.
- Customer operational readiness, including IVR, webforms, escalation pathways, knowledgebase products, and customer triage capability.
- Billing go-live readiness, including pricing configuration, testing completion, payment channel readiness, and formal go-live decision making.
- Workforce readiness, including staff transfers, delegations, payroll arrangements, and onboarding of key capability.
- Trade waste and Connections is now included as a separate reporting work package to strengthen focus on operational continuity and Day One readiness.

Transition to 30 September

- Transition planning is underway to support operational continuity while progressively integrating Establishment Team workstreams and responsibilities into Tiaki Wai.
- Priority focus areas include customer stabilisation, billing transition support, capability uplift, operational maturity, and embedding new ways of working.
- Day Two planning and handover activities are progressing, with increased focus on identifying “in-train” and Day Two activities, ownership transfer, and capability gaps.
- Retention of critical Establishment Team capability beyond 30 June is progressing and remains essential to support continuity, knowledge transfer, and a robust transition.
- The transition period is expected to remain operationally intensive as Tiaki Wai absorbs new responsibilities while continuing to build organisational capability and resilience.

Financials

- Actual spend to end April FY25/26 is \$9.84m (excluding WWL costs) and is estimated to be \$13m to end May (= 80% budget). This is in line with forecast expenditure.
- Forecast spend to end of year is \$15.5m to \$16m and will be confirmed by mid-June.

Programme Status

Status: Programme Management			
Lens	RAG	Risk	Comments
Scope	C	↓	<ul style="list-style-type: none"> Programme delivery remains highly interdependent and time constrained, with workstreams move from planning into decision making, operational implementation and testing.
Time	A	↔	
Cost	C	↔	<ul style="list-style-type: none"> Significant progress in May in relation to council decision making on transfer agreements and financial support for Tiaki Wai.
Quality	A	↔	
Resourcing	C	↔	<ul style="list-style-type: none"> Overall programme confidence has increased but remains dependent on successful delivery of a small number of critical path activities, particularly customer, billing, transfer agreements.
Stakeholder	C	↔	
Risk	A	↓	<ul style="list-style-type: none"> Active executive oversight, escalation management, and prioritisation continue to be critical due to limited contingency and competing demands across councils, WWL, vendors, and the Establishment Team.
Overall	A	↓	
<ul style="list-style-type: none"> Focus is increasingly shifting toward operational readiness, transition stabilisation, and ensuring continuity of capability and leadership through the transition period to 30 September. 			

Legend: RAG and Risk status

RAG status:

- **Green:** On track, going to plan
- **Amber:** Varying from plan, being managed
- **Red:** Off track, more support needed

Risk status – must do by 30 June:

- **Green:** Low risk and/or well mitigated
- **Amber:** Medium risk, being managed
- **Red:** High or severe risk, intervention needed

Risk trend:

- ↑ increasing
- ↔ stable
- ↓ decreasing

Risk status – in train by 30 June:

- **Green:** Low risk and/or well mitigated
- **Amber:** Medium risk, may not be started before 30 June
- **Red:** High or severe risk, likely to become Day Two activity

Activities that are causing concern:

Status: Work Package Delivery





Work Package: Setting up the new entity

A On track for Day One, carrying some risk and challenges.

Highlights from the last period

- Council approvals of transfer agreements and financial support, transfer schedules largely developed and shared services agreements well advanced.
- Insurance pricing received from market; Tiaki Wai Board direction for coverage levels.
- LGFA term sheet agreed, final negotiation on full documentation nearing completion. Treasurer recruited.
- SWDC share buy-back decisions and negotiations now advanced, with SWDC decision also confirmed.
- Uncalled capital facility terms agreed with Councils.

Focus for next period

- Complete LGFA documentation and accession for Tiaki Wai.
- Final documentation for uncalled capital support.
- Obtain all Tiaki Wai Board approvals of transfer agreements.
- Complete remaining negotiations with Councils on matters of detail for transfer, and execute transfer agreements. Complete key SLAs
- Net asset calculation process to determine preliminary shareholding.
- Insurance cover in place.

Key interdependencies and challenges

- Finalising transfer schedules, with some potential workarounds required.
- Key assets and contracts may require delayed transfer, pending further review of detailed provisions.
- Aligning decision making on services agreements and statements of work.

Key upcoming decisions (ESG/Board/Council)

Board meeting: Final Board approval of transfer agreements, and all other key approvals	11 June
Council and Tiaki Wai execution of transfer agreements & Delegations to CEs	15 June
Amalgamation and Transfer	30 June / 1 July

Must do by 30 June	RAG	Due date	Risk
Privacy Policy, Significance and Engagement Policy, Board Charter, Instrument of Delegations to the CE and the Board Code of Conduct adopted (AB)	Green	11 Jun	Green
LGFA terms sheet and membership approved (DH)	Green	8 Jun	Green
Insurance in place (DH)	Green	15 Jun	Green
Working capital facilities in place (DH)	Green	15 Jun	Green
Debt transfer arrangements in place for execution (DH)	Green	30 Jun	Green
Resourcing and processes in place for new functions for Day One (e.g. Treasury) (DH)	Green	30 Jun	Green
Appropriate council financial support of Tiaki Wai / Director assurance in place (DH)	Green	19 Jun	Yellow
Transfer agreement approvals by Tiaki Wai (MW)	Green	11 Jun	Yellow
WWL amalgamation into Tiaki Wai (MW)	Green	30 Jun	Yellow
Transitional SLAs and other agreements (MW)	Yellow	30 Jun	Yellow
In train by 30 June	RAG	Due date	Risk
Due diligence on debt transfer (DH)	Green	Q1	Green
Ongoing reporting requirements (DH)	Green	Q1	Green
Audit arrangements for FY25/26 in progress (DH)	Green	Q1	Green
Ongoing resourcing in place for new functions beyond Day One (DH, WWL)	Green	Q2	Green
Privacy Act information sharing process requirements documented (LF, WWL)	Green	Q1	Green
Develop transition wash up process	Green	Q1	Green

Key risks

There is a risk that legal transfer activities — including the transfer of assets, contracts, and service-level agreements (SLAs) from councils to the new entity — are not approved by 30 June. This is a critical path activity.	Active oversight and support throughout decision making with escalations as required. Where matters remain unresolved, transfer agreements will include processes for resolution post Day One that do not affect transfer of responsibility.	HIGH
Population of transfer agreements has been complex due to inconsistent and incomplete data across councils and WWL and areas of disagreements. If transfer is not approved, Tiaki Wai cannot assume full responsibility at Day One.		29



Work Package: Ensuring operational continuity

A → On track for Day One, carrying some issues and challenges, particularly around transfer of HCC IAF project and stormwater services.

Highlights from the last period

- Drafting of Master Services Agreement (MSA) and critical Statements of Work are on track for delivery by 30 June.
- Programme to deliver the remaining 24 Statements of Work has been detailed and resources are in place to enable progress.
- Emergency management workshop with Councils, WREMO and Lifelines held.
- Councils have agreed to delegate water related Bylaw administration and operations to Tiaki Wai.

Focus for next period

- June Tiaki Wai Board report providing final Operations position.
- Further progress with Master Services Agreements, Statements of Work and Shared Services Agreement alongside Councils and WWL.
- High priority SoWs drafting to continue with a goal to deliver in July.
- Operational readiness items, including electricity supply, capital projects transfer and HSNO compliance to be completed.

Key interdependencies and challenges

- The successful integration of council operations services and functions across to Tiaki Wai.
- Resolving approach to stormwater (including SoW) is complicated.
- Volume of work across all parties, and availability of key resources.
- Timely delivery of critical SoWs. Not all will be finalised by 30 June and therefore focusing on highest priorities.

Key upcoming decisions (ESG/Board/Council)

Final position of operational matters ahead of Day One (Board)	11 June
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Must do by 30 June	RAG	Due date	Risk
Operational Due Diligence completed (OD)		completed	
Risk and Compliance advice to CE (RL)		completed	
Emergency Management advice to CE (RL)		completed	
Business Continuity Planning advice to CE (RL)		completed	
Interim Stormwater SoWs (OD)	Green	30 Jun	Yellow
SoW – Hutt City IAF project (RL)	Yellow	30 Jun	Yellow
Electricity Non-residential arrangements secure (RL)	Green	30 Jun	Green
Sub-CE Delegations Manual (BP)	Green	30 Jun	Green
Support Councils and WWL through transfer negotiations (OD)		completed	
Tradewaste merger of HCC into WWL (OD)	Green	1 Jul	Yellow

In train by 30 June	RAG	Due date	Risk
Bylaws Transfer (AK)	Green	30 Sep	Yellow
Input to Business Planning (AK)	Green	Q1	Green
Completion of remaining SoW	Yellow	Q1	Green

Key risks

Transfer of Stormwater functions, services and assets has been complex due to inconsistent and incomplete data across councils and WWL.	Continue to work closely with Councils and WWL to arrange an interim Stormwater SoW and reflect position and risks in transfer agreements.	MEDIUM
Transfer of Hutt City Council's IAF project to Tiaki Wai has become more complicated than expected. The NIFF funding agreement held by HCC is not easily transferred to Tiaki Wai	Legal team is engaged and working though matters. New WWL Project Director being brought up to speed to ensure continuity of delivery, while the funding agreement is worked through	MEDIUM
Not all Statements of Work will be finalized by 30 June.	Focus on completion of MSA key Statements of Work and substantial completion of other documents with these finalized post Day One.	MEDIUM



On track for Day One, carrying high risk.

Highlights from the last period

- Consolidation of council feedback and second draft for customer SoW in progress.
- High-Value Customer Strategy has been completed, and next phase of implementation being considered.
- Customer Commercial Day One validated with councils and completed.
- Customer working group with councils continues.
- Knowledgebase products list finalised, with draft articles ready for review (iterative).
- Full Customer Care and Resolutions teams are on track for training to commence 15-30 June.
- IVR build underway with UAT with councils commencing 1 June. Website and webform development on track.

Focus for next period

- Completion of escalation pathway and hand offs between Tiaki Wai and councils.
- Day One readiness.
- IVR UAT and implementation completed.
- Webforms and website ready for 1 July.
- MVP knowledgebase completed for council and Tiaki Wai staff training from 15 June.
- Hypercare plan (for July/go-live) in place.
- High value customer MVP in place for 1 July.
- High demand event management plan in progress.

Key upcoming decisions (ESG/Board/Council)

n/a

Must do by 30 June	RAG	Due date	Risk
IVR options, call transfer to councils understood, pathways documented (RC)	Green	15 Jun	Green
0800-TIAKI WAI number confirmed (RC)		completed	
Customer SoW in place for Day One (PB, AP)	Green	30 Jun	Yellow
Customer care and resolutions team in place in WWL for Day One (GN, PB)	Green	15 Jun	Yellow
Project staff training support for councils/WWL for D1 customer, staff trained for D1 (MD)	Green	15 Jun	Yellow
New Customer Triage model & process defined & in place (GN)		completed	
Implement Day One systems/ processes/ tools/ for customer care team to triage (BA, PA)	Green	15 Jun	Yellow
Agreed Knowledge Base (KB) products (Councils/ WWL) delivered (MD)	Green	Iterative from 21 May	Yellow
Templates / Standard responses high volume query items (MD)	Green	May/June	Yellow
Digital: Website live established channels inc. webforms, email pathways (JR, CS, RC)	Green	30 Jun	Yellow
Non-residential customers transition strategy (high value customers) (DG)	Yellow	1 Jul	Yellow
After hours support contract with PNCC to be approved, Tiaki Wai IB calling (AP, PB)	Green	20 Jun	Green
Hardship / Debtors policies – operational skeleton for Day One (TBC MD)	Green	May/June	Yellow
Day One Readiness Check (PB – ET prog)	Green	20 Jun	Green
IVR testing and go-live (RC)	Green	1 Jul	Yellow
Customer Service Design for Residential and Non-residential Day One completed (DG)		completed	

Key interdependencies and challenges

- Having sufficient resource capacity to meet volume of competing priorities for Day One.
- Ensuring strong working relationships continue with councils through changes in resourcing.
- Handover and integration with Wellington Water and Tiaki Wai Establishment team from 1 July.
- Vendor dependency to complete critical deliverables on time.
- Interdependency: IT lead for implementation and delivery of critical Day One outputs.

Work Package: Listening to & supporting customers (continued)



In train by 30 June	RAG	Due date	Risk
Hypercare (immediate 2-4 weeks and post interim period) (GN)	Green	30 Jul	Yellow
Knowledge base iterative build and updates, tech writing and non-Day One (MD)	Green	Q1	Yellow
Customer Care team capability build on-going (CF)	Green	Q2	Yellow
Escalation pathways for councils (GN, AP)	Green	Q1	Red
Customer Service Design, Day Two model (PB)	Yellow	Q1/Q2	Red
Compliance, monitoring and reporting (CF)	Yellow	Q1	Red
Ensure SLA/SoWs formalised and set review process (CF)	Green	Q1	Green
Capture/ report common issues and insights to inform future design (PB)	Green	Q1	Yellow
Plans for Non-residential customers (contracts, relationship man, billing, comm etc) (CF)	Green	Q1	Yellow
WWL setting up Customer functions and teams (CF)	Green	Q1	Yellow
Ongoing review of operational policies – hardship/ debt management (CF)	Green	Q4	Green

Key risks

Critical resource gaps	Recruitment and workarounds underway. Additional resources secured, key roles remain under pressure and current capacity insufficient to absorb further slippage.	HIGH
No contingency in schedule	Keeping tight controls on scope for Day One delivery with no further variations, given programme is operating within highly constrained timeline with no contingency. Any delay directly impacts critical path, leaving no buffer to recover from issues.	HIGH
Full Day One readiness not in place	Establishing new Tiaki Wai Customer Care team and additional capacity in councils, leveraging the use of manual workarounds in interim period while capability developed. Maintain focus on minimum viable product critical deliverables.	HIGH
Multi-agency complexity	Project continues to be slowed by complexity of working across multiple councils and Wellington Water, with differing priorities, decision-making processes, and operating models continues to present challenges and delays.	HIGH
Fragmented and siloed ways of working	New ways of working are being progressed, with Customer Sponsor Group meeting weekly as a rapid escalation and decision point. Co-design approach being adopted to complete some key project deliverables. Pivot to sprint delivery bringing cross functional team together to deliver in a more rapid and collaborative way.	HIGH
Vendor dependency to deliver critical outputs for 1 July.	Reliant on third party vendors to deliver several core deliverables in a timely manner and to a high quality and accuracy, in a schedule that has no room for slippage.	HIGH



Identity Roll Out



On track with low risk overall.

Highlights from the last period

- Identity project roll out activities continued in line with Tiaki Wai Board and Chief Executive direction for priority assets.

Focus for next period

- Continue Identity project roll out activities, as per Tiaki Wai Board and Chief Executive direction for priority assets, to meet 30 June go-live.

Key interdependencies and challenges

- We are working to ensure there is alignment across Councils, WWL and Tiaki Wai regarding communications roll out.
- WWL team facing competing priorities and resourcing constraints, which may increase risk of delay.
- Project operation under financial constraints.

Key upcoming decisions (ESG/Board/Council)

n/a

Must do by 30 June	RAG	Due date	Risk
Phase 2: Priority A and Priority B within the total budget (DG)	Green	01 Jul	Green
Handover document for the Identity Manager (LDG)	Green	30 Jun	Green
<i>Day One Identity readiness (DG)</i>		<i>completed</i>	
<i>Alignment of identity and comms for consistency of style and tone (DG)</i>		<i>completed</i>	

In train by 30 June	RAG	Due date	Risk
Handover to Tiaki Wai for initiation of remaining C, D & E assets (DG)	Green	01 Jul	Green
Brand guidelines and Tiaki Wai culture around use of guidelines (AS)	Green	01 Jul	Yellow

Key risks		
Brand fragmentation risk, due to partial completion of roll out to assets for Day One.	Accept and prioritise highly visible, highly public, highly reputational, and safety-related assets.	HIGH



Communications, Partnerships & Engagement

G ↔ On track overall.

Highlights from the last period

- Ongoing communications directly with community and commercial stakeholder groups to clarify information (email and meetings where appropriate).
- Initial meetings with Wellington Water on internal and external communications strategies including media positioning.
- Continuing to roll out public information campaign and billing information.

Focus for next period

- Communications support for release of final WSS and community charter.
- 22 June – 2nd brochure finalised and delivered across region.
- Continuing to roll out public information campaign.
- Continuing to engage with key stakeholders.
- Website transition.

Key interdependencies and challenges

- Planning transition to Tiaki Wai Communications team post 1 July.
- Ongoing work to ensure alignment across councils and WWL.

Key upcoming decisions (ESG/Board/Council)

Confirming final WSS	11 June
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Must do by 30 June	RAG	Due date	Risk
Tiaki Wai website updated and live (JR, RC)	Green	30 Jun	Green
Public information campaign completed	Green	31 Aug	Yellow
Brochure delivered to letterboxes across the region from 15 June (LO)	Green	30 Jun	Yellow
Tiaki Wai interim website decommissioned (JR, RC)	Green	07 Jul	Green
Community Charter published (JR)	Green	16 Jun	Green
Customer research priority 2 update, measure where further work needed (JR, PB)	Green	20 Jun	Green
Increased customer awareness of how to contact Tiaki Wai & how to pay achieved for Day One (JR)	Yellow	1 Jul	Yellow
2026/27 communications strategy (VMcF, JR)	Green	30 Jun	Green

In train by 30 June	RAG	Due date	Risk
Plan for priority 2 website update (videos, lower-traffic pages) (WWL)	Yellow	Q2	Yellow
Public info campaign, leaflet with first Tiaki Wai bill, Q1 messaging (tbd)	Yellow	Q1	Yellow
Ongoing support for billing readiness and first invoice	Yellow	Q1	Yellow

Key risks

Wider sensitivities impact on delivery of public information campaign and identity roll out.	Targeted and focused approach to public information and identity rollout to ensure value for money and impact.	MEDIUM
Resourcing continuity and capacity with lost of key staff	Integration of establishment team and WWL resources with targeted recruitment as required.	MEDIUM

Work Package: Delivering the WSS & pricing



G ↓ On track for Day One.

Highlights from the last period

- Tiaki Wai Board approval of non-financial updates following engagement, and approval of the financial strategy settings for budget and final version of the WSS.
- WWL progressing work to deliver the 'over-programmed' capital programme.

Focus for next period

- Continue planning for the second WSS and handover of planning IP and models. (Finance and Strategy teams)
- QA processes on council pricing calculations.
- Tiaki Wai Board approval and adoption of the WSS and financial policies.

Key interdependencies and challenges

- Confidence in capital investment programme remains low due to poor information and systems within WWL. FY25/26 forecasts uncertain at an activity level, impacting confidence in accurately reflecting starting debt position. This is an ongoing work in progress but reflects systemic issues within WWL which need to be addressed post Day One.
- Opening financial position will influence pricing and covenant pathways.

Key upcoming decisions (ESG/Board/Council)

Final Board decision on WSS	11 June
Partner Committee receive copy of WSS	15 June
Public release of WSS	16 June

Must do by 30 June	RAG	Due date	Risk
Financial strategy settings agreed by Board (DH)		completed	
Responses to public engagement and Partner Committee feedback agreed by Board (AK, AB)		completed	
Report back to public on feedback (JR)		completed	
Final WSS-1 + supporting policies adopted (S&P, Finance, Comms teams)	Green	11 Jun	Green
FY26/27 pricing schedule and prices confirmed and comms to customers (DH, AM)	Yellow	11 Jun	Yellow
WSS designed and published (JR)	Green	11 Jun	Green
FY26/27 budgets loaded into WWL financial system for delivery from Day One (SB)	Green	30 Jun	Green

In train by 30 June	RAG	Due date	Risk
Ensuring WWL are ready to deliver the WSS investment programmes (LF, DH)	Yellow	31 Jul	Yellow
Supporting WWL with WSS-2 including handover engagement feedback + tool, handover of Mafic model (S&P, Finance + Comms teams)	Green	Q1	Green
Investment prioritisation and programme development support for WSS-2 (LF)	Green	Ongoing	Green

Key risks

FY25/26 capital programme forecasts are inaccurate and unverified impacting confidence in accurately reflecting starting debt position.	Continue to work with WWL on confirming the capital programme. Chief Executive is aware of the issues with obtaining project forecast certainty.	HIGH
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G ↓ Generally on track.

Highlights from the last period

- People transfer process from Hutt City Council nearing completion.
- Payroll preparations for transition to Tiaki Wai nearing completion and SoW progressing.
- Recruitment of Tier 2 roles is nearing completion to appointment stage.
- Recruitment plan for critical roles completed and rollout of plan has begun.
- Capability uplift work from Heat Map and Day One readiness awaiting inputs from others.
- Culture foundations workshops completed – common purpose and interim values.

Focus for next period **think the connection is there.**

- Complete people transfer process from Hutt City Council.
- Payroll preparations up to switch over on 1 July need to be completed and Day Two activities identified in a project plan.
- SoW to be completed.
- Recruitment of Tier 2 roles is nearing completion, with four appointments expected.
- Recruitment plan for critical roles and rollout of plan continues.
- Capability uplift work from Heat Map and Day One readiness developed into a plan.
- Collective bargaining roll over decision expected.

Key interdependencies and challenges

- As we work towards 1 July, recruitment activity remains high and needs to be carefully managed between Tiaki Wai and WWL..
- Collective bargaining approach and planning needs to be carefully managed, once a decision has been made on agreement roll over.

Key upcoming decisions (ESG/Board/Council)

n/a

Must do by 30 June	RAG	Due date	Risk
Council staff transfers to Tiaki Wai (KG)	Green	30 Jun	Yellow
Transition of WWL staff to Tiaki Wai (JW)	Green	30 Jun	Green
Payroll SoW and payroll transition to Tiaki Wai (JW)	Green	30 Jun	Yellow
<i>Culture Foundations workshops (JW)</i>		<i>completed</i>	
People policies, low level socialisation of two policies (JW)	Green	30 Jun	Green
Recruitment of Tier 2 roles to appointment stage (KG)	Green	30 Jun	Green
Capability gap analysis initial workplan (post-Martin Jenkins JW)	Yellow	30 Jun	Green
Org design work continuation (JW, KG)	Green	30 Jun	Green
Day One activities plan (JW, JB)	Green	Mid June	Green
Collective bargaining approach and timeline (JW, WWL)	Yellow	30 Jun	Yellow

Must do by 31 June	RAG	Due date	Risk
Induction into Tiaki Wai and onboarding (JW, WWL)	Green	Q1	Green
Day One activities (JW, JB)	Green	31 Jul	Green
Position management and changes for payroll system (JW, WWL)	Green	Q1	Green
Embedding common purpose and interim values statements in Tiaki Wai (JW, WWL)	Green	Q1	Green
Performance management refresh (JW)	Yellow	Q1	Green
Policies transferred to Tiaki Wai template and branding (JW, WWL)	Green	31 Jul	Green
Progressing offers of employment for Tier 2 roles (KG)	Green	31 Jul	Green
Capacity and capability uplift plan for implementation (JW, WWL)	Green	Q1	Green
Org design work continuation (JW, KG)	Green	Q2	Green
Collective bargaining preparation (JW, WWL)	Yellow	Q2	Yellow

Key risks

Collective bargaining – approaching final expiry of current collective agreement (end November 2026).	Escalated to Chief Executive and acting Chief of Corporate Services. New PSA organiser has been assigned to WWL. Discussions on progress occurring.	MEDIUM
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Work Package: Customer billing & payment



High confidence remains that the interim billing solution, payment channels, and supporting business processes will be tested and operational for Day One. Some residual risk remains due to dependencies outside the core Billing workstream, including final pricing approval and customer contact channel readiness.

Highlights from the last period

- Billing & Collections Statement of Work with councils for second review.
- User acceptance testing well underway. High confidence and positive feedback from TTC who are providing third party testing assurance.
- Launched direct debit forms on the Tiaki Wai website and councils have begun setting up and responding to the forms that are being received.
- BSG has agreed the Go-Live decision framework and the timeline for formalising the recommended decision.

Focus for next period

- Complete the Billing & Collections Statement of Work.
- Second IQA review to support Go-Live decision.
- Go-Live decision to be formalised by BSG 18 June, endorsed by ESG week beginning 22 June, and agreed by either the Board or Establishment Director (depending on whether this is on track or requires alternative approach if all requirements are not in place) no later than 30 June.
- Bringing the Customer and Billing workstreams together to ensure a shared understanding of the end-to-end customer experience from Day One.
- Confirm all escalation pathways, handoffs, reporting relationships and

Key interdependencies and challenges

- Successful Day One billing remains dependent on the completion of activities outside the Billing workstream, particularly final pricing approval and customer contact channel readiness.

Key upcoming decisions (ESG/Board/Council)

IQA report	10 June
BSG Go-Live recommendation sign out	18 June
ESG endorse Go-Live recommendation	w/o 22 June
Final Go-Live (Board or Establishment Director)	30 June

Must do by 30 June	RAG	Due date	Risk
Billing and collection Statement of Work (SC, MW)	Green	12 Jun	Yellow
Pricing FY26/27 confirmed and tested (SC, AM)	Green	Mid-June	Red
Billing solution implemented and tested x4 (SC)	Green	Mid-June	Red
Payment channels tested and activated – ANZ and NZ Post (SC)	Green	Mid-June	Yellow
<i>Direct debits live – forms, loading, processing (SC)</i>		<i>completed</i>	
Customer contact channels in place – 0800, email, webform (DG)	Green	15 Jun	Yellow
Escalation pathways confirmed (SC)	Yellow	Mid-June	Yellow
Tiaki Wai operations in place – finance, customer, etc	Green	Mid-June	Yellow
Customer model by segment – high value res/comm, non-res, etc (DG)	Yellow	30 Jun	Yellow
Resourcing for council billing teams – onboarded and trained (SC)	Green	Mid-June	Yellow
Payble live – HCC	Green	30 Jun	Yellow
Knowledge hub content loaded – billing specific (PB)	Green	Ref: Comms	Green
IQA review 2 completed (SC)	Green	Mid-June	Green

In train by 30 June	RAG	Due date	Risk
First invoice ~155k connections issued late July-early August (SC)	Green	31 Jul	Red
Payable implementation – PCC, WCC and UHCC (SC)	Yellow	01 Oct	Yellow
Reminder notice for overdue payments at 30/09 (SC)	Green	30 Sep	Yellow
Financial reporting in place and tested (SF)	Green	Mid-July	Yellow
Hardship support activated (SF, SC)	Green	Mid-July	Yellow
Surge management planning and response (SC)	Yellow	Q1	Red
Tiaki Wai org/management structure to support interim billing transition	Yellow	Ongoing	Yellow
Transition support (SC)	Yellow	Ongoing	Yellow

Key risks

Testing and pricing are on a shared critical path with minimal contingency, requiring final pricing decisions to be confirmed, configured, and validated within tight timeframes while testing is still underway.	HIGH
Delivery for go-live is dependent on a multi-council, multi-vendor model with interdependent payment channels, leaving limited ability to absorb issues in the lead-up to invoice issuance.	HIGH 37



Work Package: Interim services & IT transition

G →

Generally on track.

Highlights from the last period

- Implementation of the technical transition plan is progressing as planned. This work is being led by WWL with oversight from Tiaki Wai.
- Pūnaha Tautoko Pūkenga (PTP) phase zero is continuing as planned. WWL has indicated timing for the programme business case has slipped from June to July. Business case approach adapted to provide a single programme business case and multiple detailed business cases.
- Template for interim services agreement drafted and being managed across other contributing work packages (customer, billing, finance, workforce).

Focus for next period

- Continued support for PTP and Tiaki Wai Board discussions including independent options assessment before the business case is tabled in July.
- Ongoing implementation of the technical transition plan including website, IVR and other internal technical changes.
- Confirm payroll data migration approach for staff transitioning from Councils to Tiaki Wai.

Key interdependencies and challenges

- Dependency on WCC to develop SLAs for HR/Payroll and Finance, being actively managed.
- Costs associated with interim service agreements with WCC (finance and payroll) will include additional costs over current WWL arrangements, on a cost recovery basis.

Key upcoming decisions (ESG/Board/Council)

PTP business case approval	July
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Must do by 30 June	RAG	Due date	Risk
IT transition plan delivered (MS tenant transfer /devices/VPN/branding, IVR)	Green	30 Jun	Green
Payble live for HCC	Yellow	30 Jun	Yellow
Website tech changes (re-skin) and additional content (webforms)	Green	30 Jun	Green
Paperless direct debit process available on Tiaki Wai website (removed from scope)	Grey	30 Jun	Grey
Interim HR/payroll/finance technical arrangements in place with WCC	Green	30 Jun	Green

In train by 30 June	RAG	Due date	Risk
Determine approach to P2 interim customer/billing arrangements post Day One	Green	TBD	Green
Ongoing PTP programme delivery	Green	n/a	Yellow
Ongoing Payble implementation for PCC, WCC and UHCC	Green	1 Oct	Yellow

Key risks

Transition of metrowater.co.nz domain and data to Tiaki Wai	Testing and trialling of options to transfer underway.	MEDIUM
Completion of operational Day One systems – IVR, website, forms	Development and testing of system changes	MEDIUM
Timing and scope of decision making process on Pūnaha Tautoko Pūkenga	Business case, options assessment and Board decisions in July	MEDIUM

Work Package: Trade waste and connections



A This is a new work package to bring together work on trade waste and new connections to ensure the Day One approach provides continuity of services for customers and avoid introducing unnecessary risk.

Highlights from the last period

- Confirmation that introducing minimal change for Day One is preferred to avoid unnecessary risk to services provided to customers, particularly high-value, high-risk customers.
- Councils have therefore agreed to adopt the contingency approach of billing on behalf of Tiaki Wai for trade waste and connections work. Customer contact arrangements have been agreed.
- Councils have all now formally agreed to delegate administration and enforcement of bylaws to Tiaki Wai.

Focus for next period

- Completion of HCC staff transfer and readiness arrangements.
- Updates to forms and webpages completed and systems and process requirements confirmed and documented.
- Delegation of bylaws completed.
- Billing services ready.
- Statement of Works for interim services to be delivered by Councils agreed.

Key interdependencies and challenges

- Timely input into Day One activity already in-train across a range of areas is required, including on Contact Model (eg, IVR scripts), customer engagement, form and website updates, billing, delegations.
- Work is underway to identify priority process requirements and/or training for staff who need authorisations or warrants to enter land and/or undertake enforcement activity.

Key upcoming decisions (ESG/Board/Council)

Council CEs approve bylaws delegation instrument	10 June
Board approve sub-delegations to CE on bylaws	11 June
Statements of Works agreed by Tiaki Wai and Council CEs	19 June TBC

Must do by 30 June	RAG	Due date	Risk
Councils CEs approve bylaws delegation instrument (AK)	Green	10 Jun	Green
Staff transfer and readiness arrangements completed (KG, RD)	Yellow	12 Jun	Yellow
Contact model IVR and Contact Care/Council call centres collateral in place (PB)	Green	30 Jun	Yellow
External forms, documents, webpages content signed off for Day One approach (AK, JR)	Yellow	12 Jun	Yellow
Messages on trade waste/connections integrated with comms to existing HV customers (MA)	Yellow	15 Jun	Green
WWL staff communications on Day One approach (CF)	Green	16 Jun	Green
Statement of Works covering Council services in support of billing agreed (AK)	Yellow	19 Jun	Yellow
CE sub-delegations to staff approved (AK, BP)	Green	19 Jun	Green
WWL staff authorised and warranted (AK)	Yellow	19 Jun	Yellow
Billing by Councils enabled (SF)	Yellow	29 Jun	Yellow
Website updates go-live (JR)	Green	1 Jul	Yellow
HCC staff transferring authorised and warranted (AK)	Green	1 Jul	Green

In train by 30 June	RAG	Due date	Risk
Day Two working group set up (NT)	Yellow	15 Jun	Yellow
Design and mobilise Day Two (TBC)	Yellow	1 Sep	Yellow
Implement Day Two (TBC)	Green	30 Nov	Yellow

Key risks and mitigation

There has been confusion on the approach for Day One and future Day Two changes, with duplicative effort across both at different times, diverting focus from Day One readiness.	RE-FOCUS on Day One MVP only and PAUSE Day Two planning until 1 July or until risks with Day One addressed.	MEDIUM
Trade waste and connections activity has many touchpoints across the programme, and the lack of a clear lead has contributed to different levels of understanding about what has been agreed and what activity is a priority.	Re-establish lead and contributors for the key activities for Day One MVP and establish a weekly coordination meeting to focus on the highest priority activity; and programme-wide updates.	MEDIUM



Work Package: Day Two Roadmap

G ↔ On track.

Highlights from the last period

- The draft Change Impact Heat Map is now completed and has been handed over to WWL.
- A memo to describe high impact areas has been drafted and is in review with Leads.
- The Day Two and Handover plans are being drafted.
- MSA and SOW tracking in place and updated review and approval dates are in approval.
- The plan to wind down and integrate the Establishment Team has been agreed.

Focus for next period

- Complete high impact areas memo to WWL.
- WWL and Tiaki Wai to work together to prepare for change in the high impact functions.
- Handover document drafted and in review.
- The Day Two planning continues development.

Key interdependencies and challenges

- Availability of key staff at WWL to begin preparing for change in the high impact areas.
- Systems and processes are able to be adapted to implement change ready for Day One.
- Maintaining continuity of critical Establishment Team members as the Establishment Team winds down and integrates into Tiaki Wai.

Key upcoming decisions (ESG/Board/Council)

n/a

Must do by 30 June	RAG	Due date	Risk
<i>Heat map completed (LB)</i>		<i>completed</i>	
High impact areas identified & owners assigned (LB)	Green	05 Jun	Green
High impact areas have an action plan in place (LB/WWL)	Green	30 Jun	Green
Handover Document drafted and with WWL (JOT)	Green	12 Jun	Green

In train by 30 June	RAG	Due date	Risk
Handover document updated with Transition phase (JOT)	Green	31 Jul	Green
Day Two Activities finalised (JOT)	Green	Q2	Green
Medium and low impact areas identified (LB)	Green	31 Jul	Green

Key risks		
<i>Retaining critical Establishment Team resources beyond 30 June.</i>	<i>Agreement in place and conversations had with key staff.</i>	<i>CLOSED</i>
Smooth handover of critical establishment <i>In Train</i> tasks to Tiaki Wai to allow work to continue.	Identify in train tasks and plan handover to Tiaki Wai, ensuring there is resource in place from 1 July to receive work to date.	MEDIUM

Risk Register – Day One readiness

Work Package	Risk Description	Mitigation / Control Activities	Residual Risks	Owner	Timeframe
Legal establishment	If post-transfer wash-up issues are more extensive or take longer than expected, then Tiaki Wai may face unresolved legal, operational, and financial liabilities, due to the scale and complexity of transferring assets, liabilities, consents, contracts, and related obligations on an 'as is, where is' basis.	Transitional SLAs, escalation processes, Board oversight, ongoing CE oversight, 2-3 year wash-up provision.	Long tail of unresolved legal and financial liabilities.	Legal / ELT	Transition–Day Two
Financial arrangements	If Tiaki Wai begins operations with a weak opening financial position, then it may struggle to achieve financial sustainability and meet funding obligations, due to historic financial pressures and the long-term nature of the recovery pathway.	Financial strategy, council support, working capital, governance oversight.	Ongoing financial fragility and dependence on councils.	Finance / CFO	Transition–Day Two
Financial arrangements	If revenue forecasts, investment priorities, or pricing assumptions prove inaccurate, then financial planning and delivery decisions may be compromised, due to poor underlying information and uncertainty in future investment and pricing settings.	WSS2 refinement, active financial management, reprioritisation.	Continued uncertainty affecting pricing and investment decisions.	Finance / CFO	Transition–Day Two
Customer care	If the interim customer care model and the interfaces between councils and TW do not perform effectively, then customers may experience poor service and reduced confidence in Tiaki Wai, due to reliance on councils, legacy systems, and limited end-to-end control by Tiaki Wai.	Interim SoWs, triage model, new customer team, effective training, hypercare.	Poor customer experience outside Tiaki Wai control.	Customer / CCO	Day One–Transition
Customer care	If customers do not understand the role of Tiaki Wai and customer proposition, then trust and engagement may be slow to establish, due to limited public visibility of the new entity and its service aspirations.	Community Charter, ongoing comms, Day Two model development.	Slow establishment of customer trust and identity.	Customer / Comms / CCO	Transition
Customer care	If the interim non-residential customer model fails to operate effectively, then service continuity and customer satisfaction may be impacted, due to immature processes, system workarounds, and dependence on alignment between councils and Tiaki Wai.	Alignment with councils, transition strategy for non-residential customer, improvement plan and capability building.	Ongoing instability and inefficiency in servicing key customers.	Customer / CCO	Transition–Day Two
Customer care	If the Day Two customer operating model is not defined in time, then customer service continuity and service maturity may be delayed, due to incomplete transition planning and unresolved future-state design decisions.	New T2 Customer role and group, strategy development and ongoing design.	Delayed service maturity and operating model clarity.	Customer / CCO	Transition
Billing	If interim billing arrangements fail or underperform, then revenue collection and customer service may be disrupted, due to reliance on councils, multiple vendors, and legacy billing systems.	Interim billing model, SoWs, system improvements roadmap.	Limited control over billing quality and performance.	Finance / Billing / CFO	Day One–Transition
Billing	If customers delay or fail to pay water invoices, then Tiaki Wai may experience cashflow pressure and revenue shortfalls, due to customer unfamiliarity with the new charging model and payment behaviours at go-live.	Communications, direct debit, monitoring, hardship policies.	Cashflow volatility in early billing cycles.	Finance / CFO	Day One–Transition
Billing	If enforcement mechanisms are not effective at go-live, then non-payment levels may increase and debt recovery may be constrained, due to limited initial collections tools, policies, and regulatory levers.	Policy development, regulatory approach, monitoring and reporting.	Reduced ability to manage non-payment.	Finance / CFO	Transition–Day Two
Billing	If pricing reforms or charging model changes are poorly managed, then customer dissatisfaction, compliance issues, and financial uncertainty may increase, due to poor transition toward harmonised and volumetric charging arrangements.	Future pricing policy development.	Stakeholder resistance and implementation complexity.	Strategy / Finance / CFO	Transition–Day Two

Risk Register – Day One readiness (cont'd)

Work Package	Risk Description	Mitigation / Control Activities	Residual Risk	Owner	Timeframe
Service continuity & operations	If roles, responsibilities, and operational interfaces are unclear at Day One, then service delivery decisions may be delayed or inconsistently executed, due to the rapid establishment of interim operating arrangements across Tiaki Wai and councils.	SoWs, delegations, BCP arrangements.	Operational confusion and inefficiency.	Operations / ELT / COO	Day One
Service continuity & operations	If a major asset failure or network event occurs, then service continuity may be significantly disrupted, due to limited visibility of network condition and inherited infrastructure risks.	Interim arrangements, operational delivery arrangements, future investment planning.	High impact service failure risk remains.	Operations / COO	Day Two
Service continuity & operations	If councils or key suppliers do not deliver as expected, then operational continuity may be compromised, due to dependency on coordinated multi-party delivery and potential gaps in alignment or execution.	Supplier management, stormwater reference group, effective business and partnership planning.	Delivery inconsistency across network.	Operations / COO	Transition
Workforce & systems	If organisational capability gaps are not addressed, then Tiaki Wai may be unable to operate effectively across critical functions, due to immature organisational capability, capacity constraints, and the creation of new functions.	Recruitment, phased capability uplift, transition support, improved visibility of capability gaps.	Ongoing performance limitations and delivery risk.	HR / CCSO	Transition–Day Two
Workforce & systems	If WWL cannot provide sufficient capability or staffing support at transition, then Day One and transition operations may be compromised due to inherited vacancies and dependence on WWL resources.	Transitional arrangements, integration support.	Continued capacity limits effectiveness and speed of transition.	HR / Operations / CCSO	Transition
Workforce & systems	If collective bargaining is not concluded in a timely manner, then workforce stability, industrial relations, and organisational focus may be affected, due to unresolved employment arrangements.	Planned bargaining process, workforce strategy.	Industrial relations risk and workforce instability.	HR / CCSO	Transition
Transition & delivery	If key establishment staff leave or knowledge is lost after 30 June, then delivery momentum and transition effectiveness may decline, due to reliance on establishment team expertise and limited knowledge transfer time.	Handover planning, early lock-in of contract extensions for Establishment Team, transition support.	Loss of momentum and institutional knowledge and gaps in capability.	PMO / ELT	Transition
Transition & delivery	If in-train work is not effectively handed over, then critical deliverables may stall or fail, due to incomplete transition documentation, ownership transfer, or management continuity.	Structured handover, transition planning, Day Two roadmap.	Work gaps, duplication, or delays, loss of momentum.	PMO / Transformation	Transition
Transition & delivery	If critical workstreams slip or dependencies are not actively managed, then Day One and transition milestones may be missed, due to high interdependency across work packages and lack of schedule contingency.	PMO reporting, ECPO establishment, SLT oversight, prioritisation, escalation.	Delivery fragility persists.	PMO / ELT / ECPO	Day One–Transition
Transition & delivery	If governance, reporting, or compliance arrangements are not effectively transitioned, then decision-making, assurance, and statutory obligations may be compromised, due to changes in governance support structures and operating accountability.	Governance forward planning, transition planning, leadership oversight.	Early-stage governance instability.	PMO / Governance / CRCO	Day One
Transition & delivery	If Wellington Water capacity constraints persist, then Tiaki Wai's transition and operational delivery moving into Day Two may be adversely affected, due to lack of resources and inability to focus on building capacity during the stabilisation period.	Joint planning, prioritisation, targeted recruitment.	Delivery delays, operational instability.	SLT / ELT	Transition–Day Two



Significance and Engagement Policy, and Community Charter

To Tiaki Wai Board

From Adrienne Black, Strategy and Policy Lead
Paula Brasovan, Customer, Partnerships and Communications Lead

Approved Mike Brewster, Chief Executive

Date 11.06.2026

Recommendation It is recommended that the Board:

- 1. Approve and adopt** the Significance and Engagement Policy
 - 2. Approve and adopt** the Community Charter
 - 3. Notes** that a full review of the Community Charter will be initiated in January 2027.
-

Executive Summary

1. Tiaki Wai is required under section 37(3) of the Local Government (Water Services) Act 2025 to engage with shareholders, consumers and communities when preparing its first Significance and Engagement Policy. Following that engagement, Tiaki Wai must obtain shareholder approval before the policy is adopted.
 2. Engagement on the draft policy was undertaken from 25 March to 24 April 2026, alongside engagement on the Water Services Strategy and Customer Charter (now called Community Charter). Feedback from the public and the Partners Committee broadly supported the intent of the policy, while identifying opportunities to improve clarity, transparency, accountability and the way Tiaki Wai demonstrates how feedback has influenced decisions.
 3. The final proposed Significance and Engagement Policy is attached as Attachment A. It is an interim policy for the 2026/27 financial year and includes a review date of 30 June 2027. This paper seeks Board approval of the Significance and Engagement Policy.
 4. The final proposed Community Charter is attached as Attachment B. The Charter has been informed by the customer charter principles provided by shareholder councils and mana whenua partners, and has also been subject to feedback from the public and Partners' Committee.
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Background

5. The Significance and Engagement Policy sets out how Tiaki Wai will determine the significance of issues, proposals, assets, decisions and activities; and how it will engage with communities and stakeholders on relevant matters.
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6. The Local Government (Water Services) Act 2025 requires Tiaki Wai to follow specific process steps when preparing its first policy. These include engagement with shareholders, consumers and communities, and approval of the proposed policy by shareholders before adoption.
7. As noted at the May Board meeting [refer paper 03.3 - 2026 05 13 - Summary of public engagement feedback - WSS, Customer Charter and SEP], public and Partner Committee engagement on the draft Significance and Engagement Policy and Customer Charter (now called Community Charter) was undertaken from 25 March to 24 April 2026, alongside engagement on the Water Services Strategy.
8. In response to the public, partner and Board feedback received, both documents have been updated:
 - 8.1 The Significance and Engagement Policy now includes:
 - 8.1.1 an updated accessibility principle, to better reflect the need to respect cultural and other individual differences across the communities Tiaki Wai serves
 - 8.1.2 guidance on the typical decision-making process, from consultation through to confirmation, and
 - 8.1.3 an explanation of how Tiaki Wai will identify interested stakeholders and be transparent about who they are.
 - 8.2 The Charter has been renamed from a Customer Charter to Community Charter to reflect that the Charter applies to all water users and communities, not only customers with a direct financial relationship with Tiaki Wai. It now also includes:
 - 8.2.1 a commitment for a full review of the Charter to commence in January 2027, recognising that some customer-facing processes and standards are still being established;
 - 8.2.2 a link to the service performance measures and targets to strengthen transparency and accountability, in addition to links to information and guidance relevant to the community;
 - 8.2.3 an acknowledgement that councils are delivering customer services during establishment.

Partner Committee approval of the proposed Significance and Engagement Policy

9. Tiaki Wai is required under section 37(3) of the Local Government (Water Services) Act 2025 to engage with shareholders, consumers and communities when preparing its first Significance and Engagement Policy. Following that engagement, Tiaki Wai must obtain shareholder approval before the policy is adopted.
10. The Partners Committee's Terms of Reference, set out in Schedule 3 of the Partners Agreement, states that the Committee is responsible for engaging with Tiaki Wai as part of the preparation of the policy, and then approving the proposed policy.
11. The Partners Committee resolved to approve the proposed Significance and Engagement Policy at its meeting on 20 May 2026.

Next steps

12. Subject to Board approval, both the final Significance and Engagement Policy and the Community Charter will be shared with the Partners Committee on 15 June 2026, along with the final Water Services Strategy.

13. The final Significance and Engagement Policy will be published on the Tiaki Wai website on 16 June 2026. The final Community Charter will be published on the Tiaki Wai website by 30 June once all the links to the supporting information are live.
 14. The Significance and Engagement Policy will apply for the 2026/27 financial year. It will be reviewed and updated before 30 June 2027, alongside the development of the 2027-37 Water Services Strategy for Tiaki Wai.
-

Attachments

Attachment A: Significance and Engagement Policy

Attachment B: Community Charter



Tiaki Wai Significance and Engagement Policy for 2026/27

11.06.2026

Scheduled review date

Approved

This policy will apply to decisions made during the 2026/27 financial year.

Tiaki Wai intends to review this policy and make any amendments prior to 30 June 2027.

This review will occur alongside the development of the next Water Services Strategy for Tiaki Wai, which will apply to the 2027-37 period.

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1 About Tiaki Wai

Tiaki Wai is a council-owned water organisation that, from 1 July 2026, will deliver drinking water, wastewater and piped stormwater services across the metropolitan Wellington area.

Tiaki Wai was established by five shareholding councils – Wellington City, Hutt City, Upper Hutt City, Porirua City, and Greater Wellington Regional Council – and two mana whenua partners, Ngāti Toa Rangatira and Taranaki Whānui ki Te Upoko o Te Ika.

Tiaki Wai recognises that it is managing and delivering water services on behalf of, and for, the communities across the metropolitan Wellington area, and that it needs to engage meaningfully with those who are likely to be affected by decisions made by Tiaki Wai.

2 About this Policy

The Local Government (Water Services) Act 2025 (LGWSA) requires Tiaki Wai to adopt a significance and engagement policy. The purpose of the policy is to guide the approach Tiaki Wai takes to engagement and provide clarity about when communities can expect to be engaged in relation to decisions by Tiaki Wai. It is also required to include content that relates to significant contracts and the water services strategy, in particular whether and how consultation is required to be undertaken for certain proposed contracts or types of decisions.

Tiaki Wai will be required to make a range of decisions in relation to water services throughout the year, including decisions about: the level of service customers receive, where and when essential infrastructure is renewed or built, the investment required in water infrastructure and assets, how that investment is financed (including through water charges), and the contracts that will be entered into to deliver services and infrastructure projects.

Many strategic decisions will be made and documented through the Water Services Strategy and Water Services Annual Budget, but there is also the potential for other decisions to be made throughout the year. This could include decisions about significant contracts, potential joint water service provider arrangements, and other significant proposals or projects.

The decisions Tiaki Wai makes will affect residents, businesses and communities in different ways. It is important that people who are likely to be affected by decisions are informed and that they have the opportunity to provide their views when necessary.

3 Purpose of this Policy

This policy:

- sets out how Tiaki Wai will determine the significance (importance) of particular proposals, issues, infrastructure, decisions and activities
- identifies criteria and matters that will generally be used when assessing the significance of proposals
- outlines how and when communities can expect to be engaged, and by who, and what Tiaki Wai will do with feedback and views provided through engagement.

Any engagement or consultation about decisions, proposals, significant contracts and joint water service provider arrangements Tiaki Wai intends to make will generally be conducted by Tiaki Wai. The only other parties that may consult on behalf of Tiaki Wai, where there is good reason for doing so, are: Hutt City Council, Porirua City Council, Wellington City Council, Upper Hutt City Council and Greater Wellington Regional Council.

There may be situations where joint consultation with one of the shareholding councils is appropriate, for example, in relation to development contributions. This will be managed in line with this significance and engagement policy and the relevant council's significance and engagement policy, to ensure that all relevant requirements are met.

4 Engagement Principles

Clarity	Tiaki Wai will provide clear information about the proposed decision, the purpose of consultation (including the feedback desired), and the timing of consultation and the eventual Tiaki Wai decision.
Accessibility	Tiaki Wai will provide access to all relevant information in a form people in the community can understand. This means we need to engage in ways that show we understand the make-up of our communities, respecting cultural and individual differences.
Opportunity	Tiaki Wai will provide clear feedback forms and accept feedback online and in writing but will also accept feedback from the community in other ways, where practical and where that will work better for any communities or individuals.
Identifying key or interested stakeholders	Before consulting, Tiaki Wai will work to identify the key or most interested stakeholders in relation to a proposal and invite feedback from those stakeholders. This will include mana whenua, for any proposals or decisions of relevance to Māori interests.
Open-mindedness and fairness	Tiaki Wai will receive feedback from the community with an open mind and give due consideration to those views when making decisions.
Transparency	Where it can, Tiaki Wai will publish a clear record of decisions made and details of how it considered the community feedback it received.
Coordination	Where required, Tiaki Wai will coordinate with Shareholding Councils when planning engagement and consultation to ensure consistency in approach and minimise confusion and costs.

5 Approach to Decision-Making

For all decisions, Tiaki Wai will adopt the following approach:

1. determine the significance of the proposal/decision using the criteria in **Schedule 1: Determining Significance**, and **Schedule 2: Significant Assets** and then
2. based on that determination, decide whether any engagement is required for the proposal/decision; and
3. if engagement is considered appropriate, develop an engagement plan in a manner that aligns with the guidance in **Schedule 3: Engagement Planning**.

Specific additional considerations apply to the following matters or types of decisions, as set out below:

4. Water Services Strategy.
5. Significant Tiaki Wai decisions on projects or proposals.
6. Decisions relating to joint water service provider arrangements.
7. Decisions about significant contracts.

5.1 Water Services Strategy

The Water Services Strategy is the key strategic planning document developed by Tiaki Wai, which sets out the short, medium and long term direction for Tiaki Wai. It includes infrastructure investment plans, proposed levels of service, performance measures, proposed water charges, and financial forecasting.

Tiaki Wai will generally consult with the community in relation to its proposed Water Services Strategy by:

- developing a draft Water Services Strategy and making this available to the public. This will be communicated across multiple channels, including the Tiaki Wai website, social media, news media and advertising
- inviting feedback on the draft Water Services Strategy through the use of feedback forms, available both on-line and in hard copy
- allowing feedback from the community over a period of generally no less than three weeks; and
- publishing insights received from community feedback at the time of publishing its final Water Services Strategy and decisions.

When consulting the community on its draft Water Services Strategy, Tiaki Wai will specifically seek community feedback on:

- any proposal to transfer ownership or control of a strategic water services asset from Tiaki Wai to another party
- any proposal to transfer ownership or control of a strategic water services asset to Tiaki Wai from another party; and/ or
- any proposal to significantly change levels of service provided by Tiaki Wai.

Schedule 1 provides a definition of a significant change in level of service and **Schedule 2** provides definitions of what is considered a strategic water services asset.

5.2 Significant Tiaki Wai decisions on projects or proposals

Tiaki Wai will generally undertake consultation / engagement for new significant projects or proposals, in particular when they have not been consulted on through the Water Services Strategy process. Where existing planned significant projects or proposals are proposed to be amended, Tiaki Wai will determine whether consultation is warranted based on the significance of the proposed amendments.

5.3 Decisions relating to joint water service provider arrangements

If Tiaki Wai was to consider the delivery of water services through a joint water services arrangement, outside of the Tiaki Wai service delivery area, then it would consider whether engagement is warranted in line with this policy.

5.4 Decisions on significant contracts

Tiaki Wai is required to determine whether any proposed contracts are significant, based on this policy. If a contract is assessed as significant, then Tiaki Wai must undertake engagement, including with its shareholders, before entering into the proposed contract. Following that consultation, Tiaki Wai must also obtain its shareholder's approval to enter the proposed contract, as required by section 23 of the Local Government (Water Services) Act 2025.

For proposed contracts to be considered significant, the following additional criteria apply in addition to the criteria in Schedule 1:

- Contracts that would create a public-private partnership as defined by the Crown ([National Infrastructure Funding and Financing](#)).
- Contracts that could risk the ability of Tiaki Wai to meet its statutory obligations.
- Contracts that have a value of greater than 20% of total annual revenue.

Where one or more of the above criteria are met, the contract will likely be considered significant, with some form of consultation required.

However, Tiaki Wai will not usually consult on significant contracts when:

- the matter, proposal or project that the proposed contract relates to has already been consulted on and approved by Tiaki Wai, i.e. through the Water Services Strategy, and
- the scale or outcome of the matter, proposal or project the proposed contract will cover has not substantively changed from what has previously been consulted on.

In those instances, Tiaki Wai will instead inform the community that the contract has been awarded, and the key terms of that contract.

Where a proposed significant contract relates to a matter, proposal or project that has not already been consulted on, then Tiaki Wai will consult on the proposed contract in line with **Schedule 3**.

Any consultation on a significant contract would not include any matters that could impact on the ability of Tiaki Wai to conduct a competitive commercial tender process.

Schedule 1: Determining significance

In relation to this policy, the term “significance” means the relative importance of the decision or proposal being considered. When assessing significance, Tiaki Wai will consider a number of criteria. These will be considered from the perspective of the entire service area covered by Tiaki Wai, while also taking into account local interests and impacts, recognising that Tiaki Wai decisions will not be relevant, or impact, the entire service area in all cases.

While a decision or proposal will be assessed against each criterion separately, Tiaki Wai will make a decision on the overall level of significance before determining whether, and what form, of engagement may be required.

The criteria used to assess significance are:

Criteria	High significance	Medium significance	Low or no significance
<p>Consistency with existing policy, decision or contract</p> <p><i>The extent to which a decision is consistent with, or a departure from, existing policy, decisions or contracts made by or entered into by Tiaki Wai.</i></p>	<p>Decision is inconsistent or contrary to existing policy or plans made in the Water Services Strategy, prior decisions made by Tiaki Wai, or amounts to a material change to an existing contract entered into by Tiaki Wai.</p> <p>Decision will result in a significant change in outcomes (or scale of outcomes for a project) being delivered.</p>	<p>Decision involves some variation from existing policy or plans but will not result in a material change to the overall outcomes being delivered.</p>	<p>Decision aligns with existing policy or decisions or is a reasonable consequence of Water Services Strategy or previous decisions.</p>
<p>Impact on Mana Whenua interests</p> <p><i>The extent to which a decision relates to land or a body of water, takes into account the relationship of Māori and their culture and traditions with their ancestral land, water, sites, waahi tapu, valued flora and fauna, and other taoka.</i></p>	<p>Decision has a significant impact on te mana o te wai (the health and wellbeing of the water), freshwater quality, or could impact on a site / area of significance to mana whenua.</p>	<p>Decision may relate to te mana o te wai (the health and wellbeing of the water), freshwater quality, or land of interest to Mana Whenua, but will not lead to any adverse effects or cultural consequences.</p>	<p>Decision relates to projects, assets or plans with no link to matters of specific interest to mana whenua.</p>
<p>Community interest</p> <p><i>The extent to which existing individuals, organisations, groups and sectors in the community are affected by the Tiaki Wai decision.</i></p>	<p>High level of interest likely across the entire Tiaki Wai service area.</p>	<p>High level of interest for a particular location or community, but low to moderate interest elsewhere.</p>	<p>Low level of interest, either at a wider service area or local frame of reference, or only likely to impact a small group (e.g. single street or household).</p>

Criteria	High significance	Medium significance	Low or no significance
Level of service provided	Large, permanent change to level of service from that outlined in Water Services Strategy.	Moderate effect or temporary impact on level of service outlined in Water Services Strategy.	Decision has little effect on levels of service, or resourcing requirements.
Transfer of ownership or control of strategic assets (see definitions of strategic assets below)		Note: Mandatory consultation required under section 28, Local Government (Water Services) Act 2025.	
Ability for decision to be reversed	Very difficult to reverse. (e.g. project already under contract)	Moderately difficult.	Easy to reverse. (e.g. policy amendment)
Financial impact on for water charges	Decision causes an uplift in annual water charges >5% above projections.	NA	NA

Schedule 2: Strategic assets

A strategic asset is an asset that is needed to deliver on the strategic outcomes and priorities that are important to the current or future performance of Tiaki Wai.

Tiaki Wai considers the following assets, in their entirety, to be strategic assets:

- The drinking water network, including pump stations and reservoirs.
- Drinking water treatment plants.
- The wastewater network, including pump stations.
- Wastewater treatment plants.
- Piped stormwater network, including pump stations.
- Resource consents for water takes and discharges.

Although Tiaki Wai owns and manages a number of assets as a single group (i.e., the drinking water network), and considers it to be strategic asset, not all decisions made about a group of assets will be regarded as significant, nor do they affect the asset's strategic nature.

For example, the drinking water network is a strategic asset, but individual water meters measuring volumes of drinking water are not considered strategic assets themselves. As another example, the wastewater network is strategic, but small parcels of land related to that network may not be, and the purchase or sale of such parcels of land are unlikely to amount to a significant decision. It is only where separate decisions could materially impact on the ability to deliver across the whole network that they will generally be significant decisions.

Schedule 3: Engagement

In general, the higher the significance of a proposal or decision, the more likely there will be a need for some form of community engagement. The principles set out above will inform the approach Tiaki Wai takes to engagement.

Forms of engagement

The engagement methods used will reflect the level of significance and respond to the diverse needs and requirements of communities. There is a level of judgement required when deciding on the level of engagement, as reflected in the table below. For example, a decision may be of medium significance when considered across the whole service area, but high significance for a particular community (for example a new reservoir). This would suggest 'consult' with the local community but 'inform' for the wider region.

Identifying stakeholders and audiences

When appropriate, Tiaki Wai will use different levels of engagement for different audiences depending on the level of interest in, or the potential impact of the decision or proposal. Where we are targeting specific communities or groups of stakeholders, rather than the whole region, we will make this clear in consultation materials.

We will identify stakeholders by considering those who live, work and/or recreate in affected areas, and the level of impact of the decision or proposal on them. We will draw on our existing knowledge and understanding of communities, as well as proactively working with community representatives to identify additional stakeholders.

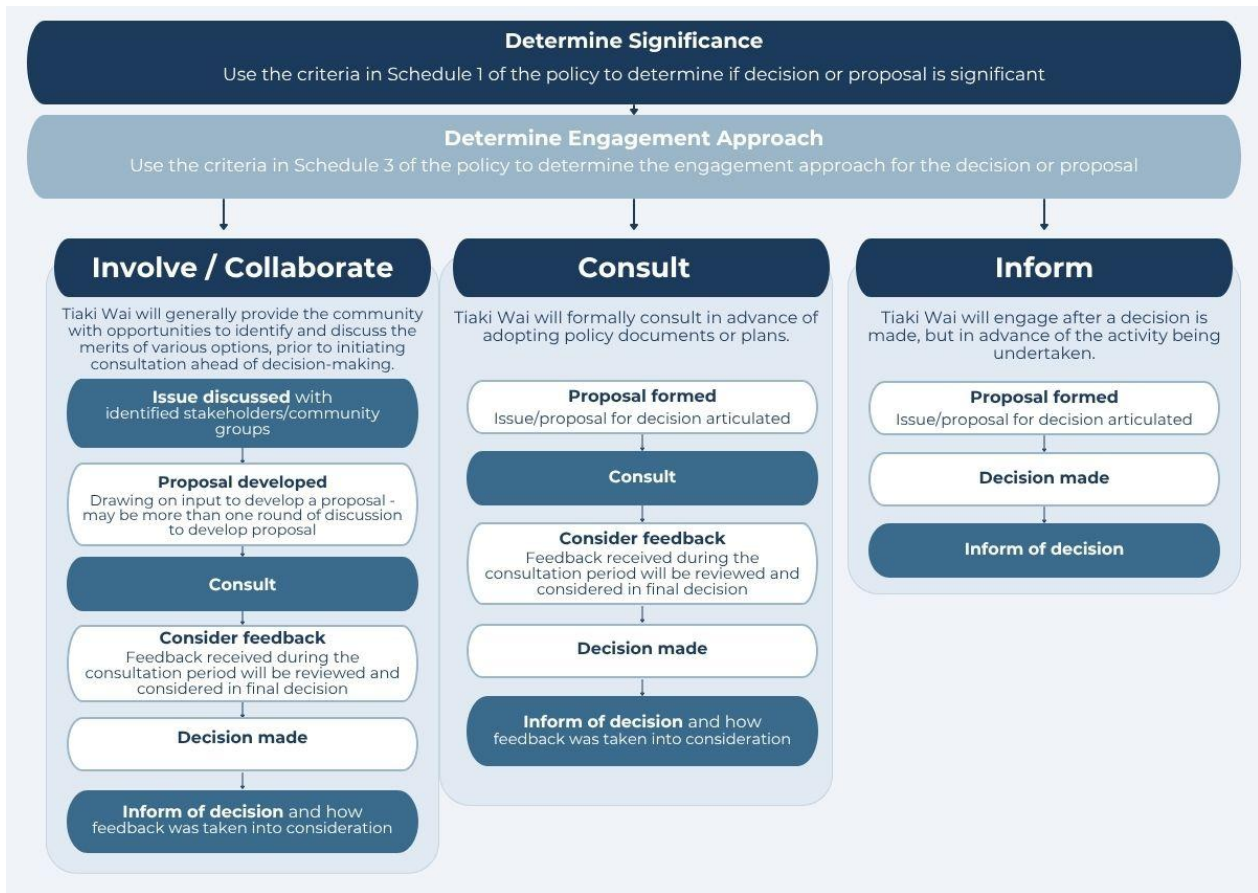
The following table provides examples of different levels of engagement that may be appropriate, and the tools that may be used by Tiaki Wai.

Level of engagement	Involve /collaborate	Consult	Inform
Significance level (refer to Schedule 1)	High significance decisions	Water Services Strategy and medium to high significance decisions	Low to medium significance decisions
What does this level of engagement involve?	Participatory process to help the public identify issues and views to ensure concerns and aspirations are consistently understood and considered when making decisions.	Two-way communication where Tiaki Wai provides information and supporting analysis and seeks public feedback to inform decision-making.	<p>Tiaki Wai provides balanced and objective information to help the public understand the issue requiring a decision, the alternatives, opportunities and solutions.</p> <p>Tiaki Wai regulatory reports on decisions made, and implementation of those decisions.</p>

Level of engagement	Involve /collaborate	Consult	Inform
Types of issues we might use this level of engagement for	Major projects that involve environmental, cultural, economic concerns, including material amendments or changes to existing major projects.	Proposed (draft) Water Services Strategy (other than for major projects); major infrastructure projects that impact communities for extended periods. Significant contracts not otherwise consulted on through the proposed (draft) Water Services Strategy.	Local water restrictions, works that will disrupt traffic/ access, night works, general operational decisions, small or temporary level of service change.
Tools Tiaki Wai might use for this level of engagement	Online information. Face to face engagement (e.g. targeted meetings, community stakeholder forums, public workshops, focus groups).	Formal submissions through an online process.	Direct delivery e.g. information fliers/ letters, public notices in newspapers/ social media/ newsletters/via council channels. Website information.
When the community can expect to be involved for this level of engagement	Tiaki Wai will generally provide the community with opportunities to identify and discuss the merits of various options, prior to initiating consultation ahead of decision-making.	Formal consultation in advance of adopting policy documents or plans.	Usually after a decision is made, but in advance of the activity being undertaken.

Engagement decision making process

The following diagram illustrates the typical steps in the engagement decision making process.



TIAKI WAI

Care in every drop | He wai whakauka

Community Charter

Nau mai, haere mai | Welcome

Tiaki Wai cares for the water from source to sea and cares for the people in our community who rely on water. This Charter sets out how we show care every day.

Tiaki Wai is your publicly owned water services organisation. We recognise water as a public good and manage it for the benefit of all.



1. Our community commitments

Safety and quality

- We are committed to supplying safe, good quality drinking water.
- We operate wastewater systems to protect public health and te taiao (the natural environment).
- We manage stormwater with a commitment to continuous improvement in environmental performance, supported by future investment and system improvements.

See our [Service Performance Measures and Targets](#).



Respect and integrity

- We respect all cultures, communities and perspectives.
- We protect your privacy and handle your information responsibly.
- We act fairly, honestly and transparently.

Service and responsiveness

- We make it easy to [contact us](#).
- We listen and respond promptly.
- We work to [resolve faults](#) as efficiently as possible and communicate clearly if circumstances change.

Engagement and partnership

- We involve and seek feedback from the communities we serve, iwi (tribes) and Māori organisations in shaping our services.
- We help communities value wai as taonga (treasure) and support wise water use.

Environmental protection

- We uphold Te Tiriti o Waitangi and te mana o te wai.
- We make decisions that protect and enhance te mauri o te wai.
- We plan and invest responsibly to safeguard future generations.

Supporting local communities

- We aim to support local employment, training, procurement and workforce development.
- We commit to paying at least the Living Wage.

2. Our service commitments

Planned works and outages

We will:

- Provide information in advance about planned interruptions so people can prepare.
- Explain why the work is needed and provide updates on progress.

Unplanned outages and emergencies

We will:

- Respond to unplanned outages and faults based on risk, impact, and urgency.
- Provide updates about what has happened and what you can expect next.
- Prioritise vulnerable or medically dependent people.

Wastewater overflows and stormwater events

We will:

- Manage wastewater overflows to reduce risks to people and the environment.
- Work to minimise environmental and public health impacts.
- Provide information on the event, risks, impacts, and next steps.

See our [Service Performance Measures and Targets](#), and information on [how to report a fault or issue](#).

3. Your rights and responsibilities

You have the right to:

- Safe and reliable water services.
- Clear and accessible information.
- Fair treatment and respect.
- Protection of your personal information.
- Support if you face **financial hardship**.
- **A complaints process** that is fair, transparent and easy to use.

Your responsibilities:

- Use water responsibly.
- **Report issues** such as leaks, blockages or hazardous discharges.
- Look after the pipes and water fittings on your property that you own.
- Provide safe access for our teams when required.
- Pay your water services bills when they are due or contact us early if you need support.
- Keep your contact details up to date.

4. Access to essential services

- Water services are essential. We will not disconnect water services due to financial hardship.
- We will offer support if you are experiencing temporary financial hardship.
- We consider the impact of charges on households when making decisions.

5. Complaints, feedback and dispute resolution

We welcome feedback and are committed to resolving issues quickly.

If you have a concern or complaint:

1. **Contact us** by phone, email or in writing.
2. We will acknowledge your complaint and explain the next steps in our process.
3. We will keep you informed throughout the process.

If we cannot resolve your complaint, you can contact **Utilities Disputes** on 0800 22 33 40 or go to www.udl.co.nz.

Utilities Disputes is a free, fair and independent service for resolving complaints about utilities providers.

Read more about our **Complaints Process and Dispute Resolution**.

Our **Significance and Engagement Policy** outlines how we engage with our communities, iwi and Māori organisations to understand your needs and expectations.



6. Value for money and transparent pricing

We set charges in an open and transparent way.

You can expect:

- Clear explanations of how water charges are set.
- Annual publication of all **water services charges** in an accessible format.
- Fair and transparent pricing, including clear communication about the direction toward more uniform charging approaches.

You can contact Tiaki Wai directly for all billing and customer service enquiries.

While we are setting up new customer billing and support systems, councils will be providing behind the scenes interim support.

See our **Pricing Policy** for more detail.



7. Further information and supporting policies

This Community Charter is supported by more detailed information and policies. These documents are kept up to date and provide additional detail on how our services work in practice.

You can find information about:

- **Service performance measures and targets** – the performance measures and target levels of service for each of the three waters services.
- **Complaints process and dispute resolution** – how to raise a concern, what to expect, and how to access independent dispute resolution.
- **Water charges and pricing** – how water charges are set, our approach to pricing, and the published list of current water services charges.

- **Reporting a fault or issue** – how to report faults, leaks, outages or overflows, and the typical steps we follow to resolve them.
- **Support for those facing financial hardship** – how Tiaki Wai supports residential customers who cannot pay, the types of assistance available, and how Tiaki Wai will ensure assistance is fair, consistent and respectful.
- **Tiaki Wai Water Services Strategy** – our long-term approach to delivering safe, reliable and sustainable water services, including how we engage with people and communities.

These resources are available on our website or can be provided via email on request.

8. Staying in touch

You can contact Tiaki Wai through:

- Email: Use the online form at tiakiwai.co.nz
- Phone: 0800 TIAKI WAI (0800 842 549)
- Post: Tiaki Wai, Private Bag 39 804, Wellington Mail Centre, 5045

We welcome your questions, feedback and ideas.

This Charter is guided by the principles of our shareholder councils and mana whenua partners.

It will be reviewed in January 2027 to ensure it reflects any changes in our services and supporting policies as we become fully established.

It will continue to be reviewed regularly to meet the needs of our communities and reflects our statutory obligations, shareholder expectations, and our ongoing commitment to te mana o te wai.





Governance Matters

To	Tiaki Wai Board
From	Adrienne Black, Strategy and Policy Lead Bryan Patchett, Strategic Advisor/ Governance Anna Berwick, Governance Specialist (WWL) Erin Ganley, Acting Chief Risk and Compliance Officer (WWL)
Approved	Mike Brewster, Chief Executive
Date	11.06.2026
Recommendation	It is recommended that the Board: <ol style="list-style-type: none"> 1. Approve and adopt the: <ol style="list-style-type: none"> a. Amended Instrument of Delegation to the Chief Executive b. Board Charter c. Terms of Reference for the Audit and Risk Committee 2. Note the Policy and Schedule of Delegations from the Chief Executive to Employees 3. Discuss, refine and confirm the proposed design principles and categories for the Annual Board Work Programme 4. Note that an Annual Work Programme for the Audit and Risk Committee will be prepared following its formation.

Executive Summary

1. This paper seeks Board approval of the updated Instrument of Delegation to the Chief Executive (Attachment A), the updated Board Charter (Attachment B), and the Terms of Reference for the Audit and Risk Committee (Attachment C).
2. The Instrument of Delegation to the Chief Executive has been amended to reflect updates to treasury-related financial transactions and risk management, and asset disposal delegations, and to include a new delegation for Water Services Bylaws. The Schedule of Delegations from the Chief Executive to Employees (Attachment D) has been finalised and is provided for the Board's information.
3. The Board Charter has been updated to remove reference to specific committees, other than the Audit and Risk Committee. The Terms of Reference for the Audit and Risk Committee reflects feedback received at the May meeting of the Board.
4. The governance team is developing an Annual Board Work Programme and accompanying Forward Agenda for Tiaki Wai in Year One (1 July 2026– 30 June 2027). This paper also invites the Board to begin shaping that programme by discussing design principles and testing proposed categories of Board work. A detailed draft will be brought to the July 2026 Board meeting for review, with formal adoption in August.

5. The work programme has been built from the ground up using relevant obligation sources, including: the Statement of Expectations (SOE), the Local Government (Water Services) Act 2025 (LGWSA), the Partners Agreement, the Commerce Commission Information Disclosure Determination 2026, and the Water Governance Directors' Handbook. It maps over 80 specific Board considerations across eight proposed categories.

Background

6. At the May 2026 Board meeting, the Board adopted the final Board Code of Conduct.
7. The Board considered the final Board Charter and asked that the Charter not specify which committees will be established other than the Audit and Risk Committee, given that the Board does not yet have full membership. Instead, it was suggested that the Charter note that the Board may form other committees for specific purposes and disband them as required from time to time.
8. The Board considered and provided feedback on the Draft Terms of Reference for the Audit and Risk Committee (ARC). Feedback related to adverse event risk testing, preference share reporting, the inclusion of the periodicity of reviews in the ARC Annual Work Programme and considering complaints made about the Board Chair.
9. In May, the Board also considered the Instrument of Delegation to the Chief Executive. However, it was noted on the day that the Policy and Schedule of Delegations from the Chief Executive to Employees had been finalised, and three proposed changes to the Instrument of Delegation to the Chief Executive were required as a result.

Delegations

Instrument of Delegation from the Board to the Chief Executive

10. As work to establish Tiaki Wai has progressed, additional decision-making powers and subsequent delegations from the Board to the Chief Executive have been identified. The following updates have been made to the Instrument of Delegations to the Chief Executive (Refer to Attachment A):
 - 10.1 Noting the 'Financial Transactions' delegation "includes financial transactions related to implementing the Board approved annual borrowing programme, and related risk management activities".
 - 10.2 Noting the 'Asset Disposal' delegation refers to authority to dispose, write off, or impair a capital asset (excludes real or intellectual property with a "book" value of over \$200,000, which requires shareholder approval).
 - 10.2.1 With regard to the specific delegation for Asset Disposal, it is also noted that the "costs of demolition of an asset are generally operating in nature and the OPEX delegation would apply, unless it is a component part of a capital investment decision, where the cost is included as part of the investment cost and the Capex limit would apply".
 - 10.3 Adding a new 'Water Services Bylaws' delegation which delegates to the Chief Executive "authority to approve or decline applications for water, wastewater or stormwater related connections, the power to approve or decline applications relating to any consents, approvals or permits as provided for in any of the Water Services Bylaws, authority to process or collect any related charges, and all other functions and powers of Councils relating to administration and enforcement of the Bylaws and necessary to maintain the provision of water services'.
 - 10.3.1 The delegated authority for Water Services Bylaws is "unlimited".

Policy and Schedule of Delegations from the Chief Executive to Employees

11. A Tiaki Wai Policy and Schedule of Delegations from the Chief Executive to Employees has also been finalised. This has focused on ensuring Day One delegations are in place that support operational continuity and stability, building on the existing WWL delegation schedule.
12. Key amendments have ensured all delegations:
 - 12.1 Align with the Instrument of Delegation from the Board to Chief Executive and reflect the new role and functions of Tiaki Wai - asset owning, treasury function, new operating model etc – including new Chief Officers and Head of Treasury roles
 - 12.2 Provide consistent delegations for Chief Officers, General Managers, and “Heads of” positions (with a small number of exceptions)
 - 12.3 Align the revenue delegations with the Tiaki Wai Debtor Management Policy
 - 12.4 Add treasury delegations and amend the insurance delegations to align with the Treasury Policy and relevant position descriptions
 - 12.5 Make minor amendments to people and RMA delegations, noting that major reforms of RMA legislation are expected later in 2026
 - 12.6 Add new delegations relating to Local Government Water Services Act 2025 obligations and Water Services Act 2021 obligations; and
 - 12.7 Add delegations relating to Bylaws.
13. A comprehensive review of Chief Executive to Employee delegations is expected to be completed by 30 June 2027, to more fully support the new functional model, desired organisational culture and reflect major legislative reforms.
14. Subject to Board approval of the recommended amendments to the Instrument of Delegation from the Board to Chief Executive, the Policy and Schedule of Delegations from the Chief Executive to Employees will be approved by the Chief Executive, and letters of delegation issued to all delegates by 30 June 2026, to ensure operational continuity.
15. The Policy and Schedule of Delegations from the Chief Executive to Employees is included for the Board to note. (Attachment D).
16. The updated Schedule of Delegations from the Chief Executive to Employees requires an update to the existing Procurement Policy. This policy was previously noted as one to be reviewed and updated post 1 July 2026, but will now be updated to ensure alignment with the Schedule of Delegations. It will be shared with the Board for approval prior to 1 July 2026, through BoardPro. A full review of the Procurement Policy is still recommended to take place following 1 July 2026.

Board Charter

17. Following discussion at the May Board meeting, the Board Charter has been updated to remove reference to all committees other than the Audit and Risk Committee. Section 3.6 of the Charter now states:
 - 17.1 “The Board has a standing Audit and Risk Committee. The purposes of the Audit and Risk Committee is to oversee and:
 - 17.1.1 address Tiaki Wai financial reporting, audit processes, internal controls, and risk management framework
 - 17.1.2 monitor Tiaki Wai compliance with all regulatory obligations for the provision of Water Services in the Service Area and Tiaki Wai’s engagement with the Water Services Authority – Taumata Arowai and other regulators, and

- 17.1.3 address complaints made about the Chair of the Board.
- 17.2 The Board may form other committees for specific purposes and disband them as required from time to time”.
- 18. Section 3.3 of the Charter has also been updated to state “...generally, the CE and Board Chair will speak for Tiaki Wai” where it previously stated that only the Board Chair would speak for Tiaki Wai.
- 19. No other changes have been made to the Board Charter. The Board is asked to approve and adopt the Board Charter. (Attachment B).

Audit and Risk Committee Terms of Reference

- 20. The Board considered and provided feedback on the Draft Terms of Reference for the Audit and Risk Committee (ARC) in May. This feedback related to:
 - 20.1 Including adverse event risk testing in the enterprise risk management framework
 - 20.2 Adding a specific reference to preference share reporting in the ARC’s role in overseeing financial and non-financial reporting compliance
 - 20.3 Noting that the Annual Work Programme for the ARC will outline the periodicity of reviews
 - 20.4 Addressing complaints made about the Chair of the Board
- 21. These changes have been made to the Terms of Reference, along with an amendment to ensure there is further clarity about the ARC’s role in providing oversight of insurance cover and risk management. Refer to Attachment C for the final Terms of Reference for the Audit and Risk Committee. Amendments have been highlighted.

Board Annual Work Programme and Forward Agenda

- 22. An Annual Board Work Programme is a strategic governance calendar that maps what the Board will focus on, quarter by quarter, across the year. It sits alongside the Forward Agenda, which maps specific items to specific meeting dates. Together, they ensure the Board gives deliberate attention to what matters most, stays ahead of its statutory obligations, and avoids important matters falling through the gaps during a complex establishment year.
- 23. The governance team proposes the following design principles:
 - 23.1 **Obligation-led** - every mandatory item (legislation, Partners Agreement, SOE, Commerce Commission) is visible, and no statutory deadline is a surprise
 - 23.2 **Forward-looking** - the Board can see what is coming in the next quarter and plan its attention accordingly
 - 23.3 **Balanced across governance roles of the Board and its Committees** - strategy, accountability, risk, financial stewardship, culture, and stakeholder relationships
 - 23.4 **Owned by the Board** - developed with and by the Board, not just delivered to it
 - 23.5 **Proportionate to Year One** - reflects the intensity of establishment, while building toward a steady-state rhythm
 - 23.6 **Living document** - updated regularly by the Company Secretary; never out of date
 - 23.7 **Aligned to the accountability cycle** - budget, reporting, audit, and Partners Committee obligations keep the Board ahead, not reacting.

Proposed categories of Board Work

24. The governance team proposes eight categories to organise the work programme. The Board is invited to test whether these are the right categories, at the right level, with the right names, including where categories or sub-categories of this work will be delegated to Board Committees.

Category	About
1. Governance, Establishment & Transition	The foundations of how Tiaki Wai governs itself, and the significant establishment tasks of being a brand-new organisation.
2. Strategy & Planning	The long-term direction of Tiaki Wai. This category tracks the full arc from Day One adoption through community engagement to the Board adopting the full 2027–2037 strategy in June 2027.
3. Financial Management	Stewardship of Tiaki Wai's financial health and long-term sustainability, including the significant obligations that come with being an economically regulated entity under the Commerce Commission's Information Disclosure Determination 2026. [Note: Some of this category of work is to be delegated to the Audit and Risk Committee].
4. Reporting & Accountability	Tiaki Wai's obligations to report to its Partners, the public, and its regulators, and to hold itself and management to account. Includes the statutory Half-Yearly and Annual Reports, Commerce Commission quarterly certification (every meeting), OAG audit cycle, and the CEO performance assessment.
5. Operational Services & Transition	Oversight of how Tiaki Wai delivers services to ~430,000 customers across the Wellington metropolitan region. The Transition Programme is a standing item at every Board meeting.
6. People, Culture & Capability	The people and culture dimensions of governance, from health and safety oversight to workforce capability. H&S Dashboard is a standing quarterly item. Twice-yearly H&S site visits. Includes Commerce Commission Council and Voting Framework for Management and Implementation Programme (CVFMIP) reporting and the CEO performance cycle.
7. Te Tiriti, Mana Whenua & Te Mana o Te Wai	Tiaki Wai's obligations and relationships with mana whenua Partners — Taranaki Whānui ki Te Upoko o Te Ika and Te Rūnanga O Toa Rangatira (Ngāti Toa Rangatira). Te mana o te wai is not a standalone item but a lens across all Board decision-making and planning.
8. Environment, Regulation & Compliance	Tiaki Wai's environmental obligations, regulatory compliance, and enterprise risk management. Commerce Commission levy payments are a quarterly standing obligation. [Note: Some of this category of work is to be delegated to the Audit and Risk Committee].

25. The Board is invited to shape the Annual Work Programme, starting with the design principles and testing proposed categories of Board work. A detailed draft will then be brought to the July 2026 Board meeting for review, with formal adoption in August. An illustrative Annual Board Work Programme is attached in Appendix 1.
26. The Annual Work Programme will consider what categories of Board work sit with the Board and what categories of work will be delegated to Committees of the Board, aligned with the adopted

Terms of Reference for each Board Committee, beginning with the proposed Audit and Risk Committee.

27. An Annual Work Programme for the Audit and Risk Committee will be developed following its formation.
28. Ongoing Tiaki Wai Board strategic governance support, board secretarial support and the use of BoardPro for Agenda management (WWL's Board currently uses Diligent) is being confirmed as part of transition planning.

Next steps

29. July 2026 Board Meeting– Receive detailed draft Annual Board Work Programme; provide feedback on priorities.
30. August 2026 Board Meeting – Approve Annual Board Work Programme for Year One and receive the Forward Agenda (meeting-by-meeting pipeline).
31. Prepare an Annual Work Programme for the Audit and Risk Committee following its formation.

Attachments

Attachment A: Instrument of Delegation to the Chief Executive

Attachment B: Board Charter

Attachment C: Terms of Reference – Audit and Risk Committee

Attachment D: Policy and Schedule of Delegations from the Chief Executive to Employees

Appendix 1: Illustrative Annual Board Work Programme - Year One 2026/27

Appendix 1: Illustrative Annual Board Work Programme - Year One 2026/27

This is a working illustration only. The Board is invited to use it as a conversation tool.

● = Primary Board focus ○ = Monitoring & oversight ★ Statutory deadline this quarter

	Q1 Jul-Sep 26	Q2 Oct-Dec 26	Q3 Jan-Mar 27	Q4 Apr-Jun 27
1. Governance, Establishment & Transition	● ★	○	○	● ★
2. Strategy & Planning	● ★	● ★	●	●
3. Financial Management	● ★	○	●	● ★
4. Reporting & Accountability	○	● ★	○	● ★
5. Operational Services & Transition	● ★	○	● ★	○
6. People, Culture & Capability	●	○	○	●
7. Te Tiriti, Mana Whenua & Te Mana o Te Wai	● ★	○	○	○
8. Environment, Regulation & Compliance (including Audit and Risk Committee)	○ ★	○	○	○
Key highlights by quarter:	Day One obligations met pre-meeting. Governance foundations set. First Audit and Risk Committee	Updated SOE received. WSS 2027–2037 scoping. Half-Yearly Report to Partners Committee. Annual Report approved and published	Annual Budget development. Financial Support Policy adopted. WSS draft approved for Partners Committee.	Annual Budget adopted. WSS 2027–2037 adopted. Board performance self-assessment.

Note: This illustration will be developed into the detailed Annual Board Work Programme (with full item-level detail per quarter) and Forward Agenda (meeting-by-meeting pipeline) for Board approval at the September/October 2026 meeting.



Instrument of Delegation of Authority from the Board to the Chief Executive

11.06.2026 Approved

This is an interim policy covers the establishment period of Tiaki Wai Limited. Tiaki Wai intends to review this policy and make amendments to it as needed, prior to 30 June 2027.

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1 Instrument of delegation

General delegations

The Board delegates all management powers and functions of Tiaki Wai Limited to the Chief Executive (CE), including those specified in the Table of General Delegations, except the authority to make strategic or policy decisions that are reserved for the Board (as below) or outside the financial delegations of the Chief Executive, open any bank accounts, commence or conclude litigation other than within the financial delegations below (including under the legislation specified below), and any matter that cannot be delegated under Schedule 2 of the Companies Act 1993.

Legislative delegations

The Board delegates all of the powers and functions of Tiaki Wai under any legislation, except for:

- any power that requires a resolution of the Board; and
- the exceptions in the specific legislation below.

(Examples of legislation covered by this delegation include the Privacy Act 2020, the Local Government Official Information and Meetings Act 1987 (as it applies to information requests made to Tiaki Wai), the Civil Defence Emergency Management Act 2002, the Trespass Act 1980 and the Utilities Access Act 2010.)

Local Government Water Services Act 2025

The Board delegates all of the powers and functions of Tiaki Wai as a water organisation and water service provider under the Local Government Water Services Act 2025 (**LGWSA**) to the CE, except the powers or functions set out in:

- section 26, to determine whether to enter a joint water service provider arrangement
- section 35, to adopt and/or amend a significance and engagement policy;
- section 73, to determine whether to close down or transfer a water service;
- section 201, to adopt a stormwater network risk management plan;
- sections 230 and 238, to adopt and/or amend a water services strategy;
- section 240, to adopt a water services annual budget; and
- sections 243 and 248, to adopt an annual report and a half-yearly report.

Water Services Act 2021

The Board delegates all of the powers and functions of Tiaki Wai as owner, drinking water supplier and water service provider under the Water Services Act 2021, to the CE, except the power set out in:

- section 30, to adopt a drinking water safety plan.

2 Conditions of Delegations

Unless relating to an emergency situation, any proposed decisions that would be significantly inconsistent with, or could have consequences that will be significantly inconsistent with the Water Services Strategy must first be the subject of discussions and approval from the Board.

These delegations to the CE authorise:

- the CE to make decisions that are inconsistent with the Tiaki Wai Significance and Engagement Policy, provided the CE complies with section 38 of the LGWSA;
- any person appointed as acting CE to exercise the delegations as though they were the CE; and
- the CE to further delegate their powers, unless that is precluded by relevant legislation or the Board specifically prohibits any further delegation of a power.

Any delegation to the CE includes any ancillary responsibilities, duties or powers necessary to give effect to that delegation.



Table of General Delegations

Description of Function/ Duty/ Power	Delegation (References to \$ are exclusive of GST)
DELEGATED FINANCIAL AUTHORITY OF CHIEF EXECUTIVE	
Budgeted Capex Expenditure - Authority to approve budgeted capital expenditure (within approved work programme and budget) as set out in Water Services Strategy and Water Services Annual Budget.	<ul style="list-style-type: none"> • Enter, vary, and terminate contracts for a term of up to five years up to \$20,000,000 within approved annual budgets for the company, and • Enter, vary, and terminate contracts for a term of more than five years up to \$2,500,000 within approved annual budgets for the company.
Unbudgeted Capital Expenditure (Capex) - Authority to approve non-budgeted capital expenditure (above or outside of approved work programme or budget), as set out in Water Services Strategy and Water Services Annual Budget.	Up to \$2,500,000.
Operational Expenditure (Opex) - Authority to approve budgeted Operational expenditure, including expenditure on repairs and maintenance (within approved annual budgets), as set out in Water Services Strategy and Water Services Annual Budget.	Within approved annual budget for the company.
Unbudgeted Operational Expenditure (Opex) - Authority to approve Unbudgeted Operational expenditure (above or outside of approved annual budgets), as set out in Water Services Strategy and Water Services Annual Budget.	Up to \$2,500,000.
Financial Transactions - Authority to approve any financial transaction, including tax or payroll (excludes entertainment, gifts, koha and alcohol).	Within approved annual budget for the company and policies.
This includes financial transactions related to implementing the Board approved annual borrowing programme, and related risk management activities.	

Description of Function/ Duty/ Power	Delegation (References to \$ are exclusive of GST)
Acquisition - Authority to approve sale/lease/licencing of land, buildings, vehicles, equipment, software or otherwise.	Within approved annual budget for the company.
Asset Disposal - Authority to dispose, write off, impair a capital asset (excludes real or intellectual property with a book value of over \$200,000 which requires shareholder approval).	Up to \$500,000 (except for real or intellectual property with a value of over \$200,000 which requires shareholder approval). Nb: Costs of demolition of an asset are generally operating in nature and the Opex delegation would apply, unless it is a component part of a capital investment decision, where the cost is included as part of the investment cost and the Capex limit would apply.
Unrecoverable debts & credit notes - Authority to write off unrecoverable debt or issue credit notes to settle financial claims.	Up to the limit of \$500,000. The Board must be consulted on any proposed unrecoverable debts and credit notes over \$50,000 in value.
Approve issuing credit cards and credit card expenditure – Authority to approve credit card expenditure.	Approve issuing credit cards, and expenditure on credit cards for all [Group Managers]. Excludes the authority to approve the Chief Executive's credit card expenditure.
Entertainment, Gifts and Alcohol - Authority to approve spend on entertainment, gifts and koha.	Up to \$2,000.
NON-FINANCIAL DELEGATIONS OF CHIEF EXECUTIVE	
Authorise banking system – Authority to authorise payments to be released in the banking system and to approve employees to be delegated the authority to authorise payments to be released in the banking system.	Delegation to be exercised jointly with the Chief Financial Officer and/or Chief Corporate Services Officer.
Approve Payroll - Authority to approve payroll.	The delegation to approve payroll must not be given to anyone involved in payroll calculations or who can add people to the payroll system. The delegation may involve two staff members; an endorsement role and approval role.

Description of Function/ Duty/ Power	Delegation (References to \$ are exclusive of GST)
Contractual Documents - Authority to enter, vary and terminate any agreements, contracts, instruments, memorandums of understanding, relationship agreements, partnership agreements, confidentiality agreements, employment agreements and other documents.	Within the delegated financial authority of the Chief Executive.
Contractor and Consultancy Agreements - Authority to manage on a day-to-day basis any Contractor and Consultancy agreements, including where Panels are formed, and take any management action decision, determination, or other authorisation considered necessary as a party to these agreements.	Where this has a financial implication, then subject to the limits of the financial delegation to the position (e.g., recovery of costs or variation). Any actual or potential reputational risk must be reported to the Board.
RMA Planning Matters - Authority to approve notices of requirement for designations, planning requests, objections, submissions, and other Resource Management documents to local, regional, national, or regulatory agencies or bodies.	Unlimited.
Water Services Bylaws – Authority to approve or decline applications for water, wastewater or stormwater related connections, the power to approve or decline applications relating to any consents, approvals or permits as provided for in any of the Water Services Bylaws, authority to process or collect any related charges, and all other functions and powers of Councils relating to administration and enforcement of the Bylaws and necessary to maintain the provision of water services.	Unlimited.
Legal Documents - Authority to sign any legal notices, legal documents, legal instruments or otherwise, other than Contractual Documents (which is dealt with elsewhere in this delegation) and other than Deeds (which must be signed by the Board of Directors).	\$250,000, on the advice of General Counsel. Any significant legal documents must be reported to the Board of Directors.
Legal Proceedings - Authority to approve any action relating to legal proceedings (includes courts, tribunals, alternative dispute resolution and other forums).	\$250,000, on the advice of General Counsel. Any significant milestones relating to any potential and actual litigation must be reported to the Board of Directors.

Description of Function/ Duty/ Power	Delegation (References to \$ are exclusive of GST)
	<p>The Board of Directors must be notified in advance of the initiation of any legal proceedings in the High Court, Court of Appeal or Supreme Court on any legal matter, except for matters relating to the Resource Management Act 1991.</p>
<p>Settlement - Authority to approve any settlement of any dispute or legal proceeding with an external third party.</p>	<p>Up to \$250,000, per party, on the advice of General Counsel. Any settlement over \$100,000 must be reported to the Board of Directors.</p>
<p>Ex Gratia Payments - Authority to approve ex gratia or non-standard payments to employees.</p>	<p>Up to \$10,000 per person, on the advice of Head of People and Capability. The Board of Directors must be consulted on any proposed ex gratia payments.</p>
<p>Crisis Management - When Tiaki Wai is responding to a crisis, authority to make any decision, determination or otherwise take any action required, including issuing media interviews, press releases or make comments to journalists.</p>	<p>The Chief Executive must work closely with the Board Chair on any media relating to crisis management. The Board of Directors must be advised of any substantive decisions or actions taken when managing a crisis and informed about key messages presented to the media or publicly in relation to any response to a crisis either before the messages are given, or as soon as possible thereafter. If comments to media relate to any potential or actual legal proceedings, then the Chief Executive is to take advice from General Counsel.</p>
<p>Employment – Authority to:</p> <ul style="list-style-type: none"> • Restructure within the organisation, • Establish new roles within the organisation, • Employ permanent staff, 	<p>Unlimited within the overall annual budget approved by the Board for the company. The Board of Directors must be consulted on any proposal that may result in significant organisational restructuring. The outcome following any restructure must be reported to the Board of Directors.</p>

Description of Function/ Duty/ Power	Delegation (References to \$ are exclusive of GST)
<ul style="list-style-type: none"> Employ fixed term and casual staff, or use temporary resources from employment agencies, hire professional advisors, consultants, or contractors e.g., under contract for services), Increase salary or wages, or make changes to terms and conditions, including benefits e.g., assigning a work-related vehicle to staff, excluding Chief Officers, and Terminate Staff, including making staff redundant. 	<p>The Board of Directors must be consulted on any proposed staff redundancies.</p> <p>The outcome following any redundancies must be reported to the Board of Directors.</p> <p>The Board Chair must endorse the proposed appointment of all Tier 2 (or equivalent) roles, and the Board of Directors must be informed of such appointments after confirmed.</p> <p>The Board of Directors must be consulted on any proposed appointments in excess of 120% of the remuneration range.</p>
<p>Travel & Training – Authority to approve domestic travel, staff attendance at conferences, courses, training and other educational and professional development resources, and other related incidentals.</p>	<p>Unlimited within the overall annual budget for the company.</p>
<p>International Travel – Authority to approve international travel.</p>	<p>This authority cannot be sub-delegated to any role holder other than the Chief Executive.</p> <p>All international travel, other than travel to Australia, must be approved by the Board Chair once endorsed by the Chief Executive.</p>
<p>Advertisement – Authority to advertise.</p>	<p>Unlimited.</p>
<p>Media - Authority to conduct interviews, issue press releases or make public statements or comments to journalists on national, regional, and local matters, excluding any legal matters, in accordance with any resolution agreed by the Board of Directors.</p>	<p>Must comply with company policy on media and social media.</p> <p>Any significant actual or potential issue arising from any matter that may be in the media must be reported to the Board of Directors.</p> <p>If comments to media relates to any potential or actual legal proceedings, then on the advice of General Counsel.</p>
<p>Asset Management Plans - Authority to endorse asset management plans, including investment/service levels with Councils.</p>	<p>The Board of Directors must be consulted on any proposed Asset Management Plans prior to it being endorsed.</p>

Description of Function/ Duty/ Power	Delegation (References to \$ are exclusive of GST)
Annual Work Programme - Authority to develop the annual work programme and recommend any significant changes to it, including to stop work listed on the work programme.	All Annual Work Programmes must be approved by the Board of Directors. Any significant changes to the approved Annual Work Programme must be reported to the Board of Directors.
Submissions - Authority to approve any submission on any matter of general interest or concern to Tiaki Wai in accordance with any resolution agreed by the Board of Directors.	Any significant actual or potential issue arising from a submission must be reported to the Board of Directors.



BOARD CHARTER TIAKI WAI LIMITED

11.06.2026 Approved

This is an interim policy covers the establishment period of Tiaki Wai Limited. Tiaki Wai intends to review this policy and make amendments to it as needed, prior to 30 June 2027.

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1 Overview of Tiaki Wai Limited

Greater Wellington Regional Council, Hutt City Council, Porirua City Council, Upper Hutt City Council and Wellington City Council (**Shareholders**) have established Tiaki Wai Limited (**Tiaki Wai**) as a council-controlled water services organisation that will be transferred responsibility for the provision of drinking water, wastewater and stormwater services (**Water Services**) from 1 July 2026 within the Wellington metropolitan area (**Service Area**).

Tiaki Wai is established as a water organisation (**Water Organisation**) under the Local Government (Water Services) Act 2025 (**LG(WS) Act**). It will become a water service provider (**Water Service Provider**) under the LG(WS) Act following the transfer of responsibility, together the transfer of with related assets, liabilities, and debts, from each of the Shareholders to Tiaki Wai (**Transfer**). The Transfer is intended to occur on 1 July 2026.

Tiaki Wai is overseen by a Partners Committee, which is made up of the Shareholders and representatives from its mana whenua partners, Te Rūnanga O Toa Rangatira and Taranaki Whānui ki Te Upoko o Te Ika (Mana Whenua Partners). Together, representatives of the Shareholders and Mana Whenua Partners make up the Partners Committee. Directors will be appointed by the Partners Committee, with terms to be determined at the time of appointment

This Board Charter sets out the principles for the operation of the board of directors of Tiaki Wai (**Board**) and describes the functions of the Board.

The Board recognises that the Board Charter will support the Board in preparing Tiaki Wai to be an operationally and financially viable Water Service Provider.

2 Company Purpose

The purpose of Tiaki Wai is to deliver safe, reliable, and financially sustainable Water Services in the Service Area, in accordance with the statutory objectives and financial principles set out in the LG(WS) Act.

The capital and resources of Tiaki Wai will be allocated:

- to the delivery of the Water Services, including the repair and maintenance of the Water Services assets and infrastructure, to enable Tiaki Wai to achieve its purpose, and
- otherwise in accordance with section 18 of the LG(WS) Act which, in general terms, provides that:
 - Tiaki Wai must spend its revenues on providing Water Services
 - Tiaki Wai must ensure that the revenue and funding it applies is sufficient to sustain its long-term investment in its Water Services, while meeting regulatory requirements
 - revenue, funding and expenses must be transparent to the public, and
 - Tiaki Wai must be accountable for its revenue, funding and expenses to its shareholders.

3 Board governance process

3.1 Role of the Board

The role of the Board is to direct and supervise Tiaki Wai's management personnel (Management) to achieve Tiaki Wai's purpose and statutory objectives, including by:

- giving effect to the statement of expectations provided to Tiaki Wai by the Partners Committee in accordance with the LG(WS) Act (Statement of Expectations)
- ensuring that Tiaki Wai's strategies, including its Water Services Strategy, give effect to the Statement of Expectations, and are directed towards achieving its purpose
- ensuring compliance with all applicable statutory and regulatory requirements of a Water Organisation and a Water Services Provider, including compliance with the statutory obligations listed in Schedule 1
- establishing policies and processes for strengthening the performance of Tiaki Wai and its compliance with all applicable statutory and regulatory requirements, including adopting a significance and engagement policy and a waiver policy
- monitoring the performance of Management
- appointing a Chief Executive Officer of Tiaki Wai (CE), setting the terms of the CE's employment contract and, where necessary, terminating the CE's employment with Tiaki Wai
- deciding on whatever steps are necessary to protect Tiaki Wai's financial position and the ability to meet its debts and other obligations when they fall due, and ensuring that such steps are taken
- ensuring Tiaki Wai's financial statements are true and fair and otherwise conform with law and applicable accounting principles
- ensuring Tiaki Wai adheres to high standards of ethics and corporate behaviour, and
- ensuring Tiaki Wai has appropriate risk management/regulatory compliance policies in place.

In the normal course of events, day-to-day management of Tiaki Wai will be in the hands of Management.

3.2 The Board's relationship with Shareholders, Partners, and Stakeholders

The Board recognises the oversight role of the Partners, exercised through the Partners Committee, and Tiaki Wai's obligation to give effect to the Statement of Expectations. The Board must engage with the Partners respectfully.

The Board must balance transparency obligations to the Partners with the need to protect commercially sensitive information. The Board and the Partners (through the Partners Committee) will develop and maintain robust processes to protect confidential information, manage risks of disclosure, and preserve trust between the parties.

The Board will ensure that Tiaki Wai maintains structured engagement with Mana Whenua and other stakeholders in a manner that is generally consistent with the Local Government Act 2002, recognising the role and status of the Mana Whenua Partners. The Directors acknowledge that they are ambassadors of Tiaki Wai and that it is important each of them communicates effectively with stakeholders of Tiaki Wai.

The Board will maintain open, timely engagement with its regulators including with the Water Services Authority – Taumata Arowai and the Commerce Commission.

3.3 The Board's relationship with other stakeholders

The Board will use its best endeavours to familiarise itself with issues of concern to all the communities within the Service Area and other stakeholders. The Board recognises its accountability to the Partners, including as set out in the Statement of Expectations.

The Board has established the following principles to apply in respect of information of Tiaki Wai:

- generally, the CE and Board Chair will speak for Tiaki Wai. Individual Directors are expected not to communicate on behalf of the Board or Tiaki Wai without prior consultation with the Chair, and
- all Directors are required to keep all information provided to them in their capacity as Director confidential, unless disclosure is required by law.

3.4 Board obligations and procedures

The conduct of Directors will be consistent with their duties and responsibilities to Tiaki Wai and, indirectly, to the Partners and other stakeholders, including the duties and obligations set by the Companies Act 1993 summarised in Schedule 2. The Board will be disciplined in carrying out its role, with the emphasis on strategic issues and policy. The Directors will always act within any limitations imposed by the Board on its activities.

The Directors will use their best endeavours to attend Board meetings and to prepare thoroughly. The Directors are expected to participate fully, frankly, and constructively in Board discussions and other activities and to bring the benefit of their particular knowledge, skills, and abilities to the Board table.

Any Director unable to attend a meeting will advise the Chair at the earliest date possible and confirm this in writing to the Secretary.

Board discussions will be open and constructive, recognising that genuinely held differences of opinion can, in such circumstances, bring greater clarity and lead to better decisions. The Chair will, nevertheless, seek a consensus in the Board but may, where considered necessary, call for a vote.

The Board meetings of Tiaki Wai will be subject to information disclosure and meeting requirements under the Local Government Official Information and Meetings Act 1987 (**LGOIMA**), with the presumption that information will be released unless one of the specified grounds for withholding information applies. The Board will ensure that it complies with Parts 1 – 7 of LGOIMA, including by ensuring that:

- Board meetings are publicly notified, open to the public, and supported by publicly available agendas and meetings (except where the Board resolves to exclude the public under LGOIMA), and
- it keeps accurate records, follows proper meeting procedures, and ensures that any withheld information or publicly excluded business is limited to what is strictly necessary and released when no grounds apply.

The Board has sole authority over its agenda and exercises this through the Chair. Any Director may, through the Chair, request the addition of an item to the agenda. The agenda will be set by the Chair in consultation with the CE and the Secretary.

The Board will generally hold meetings on a monthly basis, except in January, and will hold additional meetings as required. At each regular meeting Tiaki Wai's interests register will be updated as necessary and the Board will consider:

- an operational report from the CE
- a financial report
- specific proposals for capital expenditure and acquisitions, and
- major issues and opportunities for Tiaki Wai.

In addition, at intervals of not more than one year, the Board will:

- review Tiaki Wai's performance against the Statement of Expectations
- review the strategies and operating plans for achieving Tiaki Wai purpose
- approve the annual budget
- adopt a water services annual report
- adopt a water services half-yearly report
- adopt any additional plans required by the Shareholders under section 249 of the LG(WS) Act

- approve the annual and half-yearly financial statements, reports to Shareholders and public announcements
- review Tiaki Wai's audit requirements
- review the performance and composition of, and necessity for Board committees
- review the CE's performance and remuneration
- review risk assessment policies and controls including insurance covers and compliance with legal and regulatory requirements
- review Tiaki Wai's code of conduct and ethical standards
- review shareholder, customer and supplier relations, and
- review any grants, donations, and sponsorships.

At intervals of not more than three years, the Board will review its:

- Water Services Strategy
- Significance and Engagement Policy, and
- Development Contributions Policy or equivalent regime.

The Directors are entitled to have access, at all reasonable times, to all relevant Company information.

3.5 Chair

The Partners Committee appoints the Chair of Tiaki Wai in accordance with the Partners Agreement.

The Chair is responsible for:

- representing the Board to the Partners
- ensuring the integrity and effectiveness of the governance process of the Board, and
- maintaining regular dialogue with the CE over all operational matters and will consult with the remainder of the Board promptly over any matter that gives cause for major concern.

The Chair will act as facilitator at meetings of the Board to ensure that no Director dominates discussion, that appropriate discussion takes place, and that relevant opinion among Directors is forthcoming. The Chair will ensure that discussions result in logical and understandable outcomes.

3.6 Board committees

Board committees will be formed only when it is efficient or necessary to facilitate efficient decision-making. Board committees will observe the same rules of conduct and procedure as the Board unless the Board determines otherwise. Board committees will only speak or act for the Board when so authorised. The authority given to a Board committee will not take away any of the powers that the Board has given to the CE under any delegated authority.

The Board has a standing **Audit and Risk Committee**. The purposes of the Audit and Risk Committee is to oversee and:

- address Tiaki Wai financial reporting, audit processes, internal controls, and risk management framework
- monitor Tiaki Wai compliance with all regulatory obligations for the provision of Water Services in the Service Area and Tiaki Wai's engagement with the Water Services Authority – Taumata Arowai and other regulators, and
- address complaints made about the Chair.

The Board may form other committees for specific purposes and disband them as required from time to time.

3.7 Board composition and mix

The composition of the Board will be determined by the Partners Committee in accordance with the Partners Agreement. The Partners Agreement provides for the adoption of a Board Skills Matrix at the discretion of the Partners Committee.

No person may be appointed a Director of Tiaki Wai if they are a current elected member or employee of any Shareholder, or an employee of Tiaki Wai. A Director must vacate office as Director of Tiaki Wai if he or she becomes an elected member or employee of any Shareholder, or an employee of Tiaki Wai, at any time during his or her term as a Director.

The term of a Director's appointment is as determined by the Partners Committee at the time of their appointment, and recorded in their letter of appointment. A Director may be reappointed at the expiry of his or her term of appointment, provided that no Director may be reappointed for more than three consecutive terms.

The number of Directors is as set out in the Constitution (a maximum of seven and a minimum of three).

3.8 Conflicts of Interest

The Directors are required to act in a manner which is consistent with the best interests of Tiaki Wai as a whole, free of any actual or possible conflicts of interest. The Directors recognise that both actual and perceived conflicts can damage public trust. Tiaki Wai follows the Model Standards Guidance for disclosing and recording of its real, perceived or potential conflicts of interest set by Te Kawa Mataaho - Public Service Model Standards Guidance.

If a Director considers that he or she might be in a position where there is a reasonable possibility of conflict between their personal or business interests, the interests of any associated person, or their duties to any other company, on the one hand, and the interests of Tiaki Wai or their duties to Tiaki Wai, on the other hand, the Director must:

- fully and frankly inform the Board about the circumstances giving rise to the potential or actual conflict
- if requested by the Board, within seven days or such further period as may be permitted, take such steps necessary and reasonable to remove or mitigate any conflict of interest, and
- abstain from voting on any motion relating to the matter and, if required, absent themselves from all board deliberations relating to the matter, including receipt of Board papers bearing on the matter.

Inclusion of conflicted Directors is by agreement of the unconflicted Board members.

If a Director believes that they may have a conflict of interest or duty in relation to a particular matter, the Director should immediately consult with the Chair (or, in the case of the Chair, the Chair should immediately consult with the other Directors).

3.9 Related Party Transactions

The Board has delegated to the Audit and Risk Committee responsibility for reviewing and monitoring related party transactions and investments involving Tiaki Wai and its Directors.

3.10 Induction of new Directors

A genuine potential Director, as identified by the Partners Committee, is encouraged to carry out due diligence on Tiaki Wai before accepting an appointment to the Board.

The Board will develop and maintain an induction programme aimed at deepening a new Director's understanding of Tiaki Wai, its purpose and its operations.

All Directors are expected to stay up to date with changes in Tiaki Wai's operating environment, and the wider economic, political, social, and legal landscape.

3.11 Directors' remuneration

Directors' total remuneration will be determined by the Partners Committee in accordance with the Partners Agreement and will be separately authorised by the Board in accordance with the Companies Act.

The Board may authorise the reimbursement by Tiaki Wai of reasonable travelling, hotel and other expenses incurred by any Director in attending any Board meeting, Partners Committee meeting, Shareholder meeting or in relation to any other affairs of Tiaki Wai, including Director training and/or professional development.

3.12 Provision of business or professional services by Directors

Directors should generally not provide ongoing business or professional services to Tiaki Wai, as this may create an actual or perceived conflict of interest. However, Tiaki Wai may engage a Director, or a person from a Director's organisation, for a specific assignment where the Director has particular expertise, provided the engagement terms are competitive, clearly documented, and all legal disclosure requirements are fully complied with.

3.13 Other Board appointments

Any Director is, while holding office, at liberty to accept other Board appointments so long as the appointment is not in conflict with the Business and does not detrimentally affect their performance as a Director. All other appointments must first be discussed with the Chair before being accepted.

3.14 Independent professional advice

A Director is entitled to seek independent professional advice (including legal, accounting and financial advice) at Tiaki Wai's expense on any matter connected with the discharge of his or her responsibilities, in accordance with the procedures and subject to the conditions set out below:

- the Director must seek the prior approval of the Chair
- in seeking the prior approval of the Chair, the Director must provide the Chair with details of the nature of the independent professional advice, the likely cost of the advice and details of the adviser he or she proposes to instruct
- the Chair may set a reasonable limit on the amount that Tiaki Wai will contribute towards the cost of obtaining the advice
- all documentation containing or seeking independent professional advice must clearly state that the advice is sought both in relation to Tiaki Wai and to the Director in their professional capacity. However, the right to advice does not extend to advice concerning matters of a personal or private nature, including for example, any dispute between the Director and Tiaki Wai, and
- the Chair may determine that any advice received by an individual Director will be circulated to the remainder of the Board.

3.15 Board and Director evaluations

The Board will, each year, critically evaluate its own performance, and its own processes and procedures to ensure that they are not unduly complex and are designed to assist the Board in effectively fulfilling its role.

3.16 Indemnities and insurance

Subject to the Constitution, Tiaki Wai will provide Directors with, and will pay the premiums for, indemnity and insurance cover while acting in their capacities as Directors, to the extent permitted by the Companies Act.

3.17 The Secretary

The appointment of the Secretary is made on the recommendation of the CE and must be approved by the Board. The Secretary is responsible for ensuring that Board procedures are followed, that the applicable rules and regulations for the conduct of the affairs of the Board are complied with, and for all matters associated with the maintenance of the Board or otherwise required for its efficient operation.

All Directors, particularly the Chair, have access to the advice and services of the Secretary for the purposes of the Board's affairs and the Business.

4 Board/ management relationship

4.1 Position of CE

The Board will link Tiaki Wai's governance and management functions through the CE.

All Board authority conferred on Management is delegated through the CE so that the authority and accountability of Management is considered to be the authority and accountability of the CE so far as the Board is concerned. The Board must agree to the levels of sub-delegation immediately below the CE.

Between Board meetings, the Chair maintains an informal link between the Board and the CE, expects to be kept informed by the CE on all important matters, and is available to the CE to provide counsel and advice where appropriate. Only decisions of the Board acting as a body are binding on the CE or Management. Decisions or instructions of individual Directors, officers, or committees should not be given to the CE or Management and are not binding in any event except in those instances where specific authorisation is given by the Board.

A Director should inform the Chair and the CE as soon as possible if:

- they become aware of an issue with potential to attract media interest or if the Chair or any Director is approached by the media, or
- they receive a complaint, allegation, or a request to intervene from any stakeholder in relation to Tiaki Wai.

If the Chair or any Director is invited to speak in relation to the provision of Water Services at an event, the Chair must discuss any opportunities or risks in speaking at the event with the CE and provide the CE with a debrief of the event.

4.2 Accountability of CE to Board

The CE is accountable to the Board for the achievement of Tiaki Wai purpose and the observance of the Management Limitations described below. At each of its normal monthly meetings on the expiry of the Interim Period, the Board should expect to receive from or through the CE:

- the operational and other reports and proposals referred to above, and
- such assurances as the Board considers necessary to confirm that the Management Limitations are being observed.

4.3 Management Limitations

The CE is expected to act within all specific authorities delegated to him or her by the Board.

The CE is expected to not cause or permit any practice, activity, or decision that is contrary to commonly accepted good business practice or professional ethics.

The CE is expected to not cause or permit any action which would be in breach of the Partners Agreement or Constitution.

In allocating the capital and resources of Tiaki Wai the CE is expected to adhere to the Statement of Expectations, Water Services Strategy and any direction given by the Board.

The CE is expected to not cause or permit any action without taking into account the health, safety, environmental and political consequences and their effect on the reputation of Tiaki Wai.

In financing Tiaki Wai, the CE is expected to not cause or permit any action that is likely to result in Tiaki Wai becoming financially unsustainable.

The assets of Tiaki Wai are expected to be adequately maintained and protected, and not unnecessarily placed at risk. In particular, Tiaki Wai must be operated with a comprehensive system of internal control, and assets or funds must not be received, processed, or disbursed without controls that, as a minimum, are sufficient to meet standards acceptable to Tiaki Wai's external auditors.

The CE is expected to not permit employees and other parties working for Tiaki Wai to be subjected to treatment or conditions that are undignified, inequitable, unfair or unsafe.

5 Definitions and interpretation

In this charter, unless the context indicates otherwise:

- **Board** means the board of Directors of Tiaki Wai;
- **Board Skills Matrix** means, if and when adopted by the Partners Committee under the Partners Agreement, a matrix setting out the skills which are required to be represented on the Board, by being held by one or more Directors in office, as amended from time to time.
- **CE** means the chief executive officer of Tiaki Wai;
- **Chair** means the chair of the Board;
- **Companies Act** means the Companies Act 1993;
- **Company** means Tiaki Wai Limited;
- **Constitution** means the constitution of Tiaki Wai as amended from time to time;
- **Director** means a person appointed as a director of Tiaki Wai from time to time;
- **LGA** means the Local Government Act 2002;
- **LGOIMA** means the Local Government Official Information and Meetings Act 1987;
- **LG(WS) Act** means the Local Government (Water Services) Act 2025;
- **Mana Whenua Partners** means Te Rūnanga O Toa Rangatira and Taranaki Whānui ki Te Upoko o Te Ika;
- **Management** means the management personnel of Tiaki Wai;
- **Management Limitations** means the limitations on the actions of Management set out in clauses O to Q;
- **Partners** means the Shareholders and the Mana Whenua Partners;
- **Partners Committee** means the joint committee comprising a representative of each Partner (and an alternate for that representative) formed in accordance with the Partners Agreement;
- **Partners Agreement** means the agreement between the Partners dated 22 December 2025;]
- **Secretary** means the Board secretary or the person normally exercising the functions of a Board secretary;
- **Service Area** means the Wellington metropolitan area, and more precisely is the combination of the areas delineated by geographical boundaries specified in the Transfer Agreement with each Council as the area in which Tiaki Wai will provide Water Services, and also includes other areas in which Tiaki Wai provides Water Services with the approval of the Partners Committee and subject to compliance with any requirements of the LG(WS) Act;
- **Shareholders** means Greater Wellington Regional Council, Hutt City Council, Porirua City Council, Upper Hutt City Council and Wellington City Council;
- **Statement of Expectations** has the meaning given to it in the LG(WS) Act;
- **Transfer** means the transfer of responsibility for the provision of Water Services in the Service Area, together with related assets, liabilities, and debts, from each of the Shareholders to Tiaki Wai;
- **Transfer Agreement** means the agreement with each Council giving effect to the Transfer.
- **Water Organisation** has the meaning given to it in the LG(WS) Act;
- **Water Services** has the meaning given to it in the LG(WS) Act;
- **Water Services Act** means the Water Services Act 2021;
- **Water Service Provider** has the meaning given to it in the LG(WS) Act; and
- **Water Services Strategy** has the meaning given to it in the LG(WS) Act

Schedule 1

Statutory Obligations



Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
General obligations			
Area A:	A1	Comply with site safety legislation.	All
Health & Safety		Health and Safety at Work Act 2015. Health and Safety at Work (General Risk and Workplace Management) Regulations 2016. Health and Safety at Work (Asbestos) Regulations 2016. Health and Safety at Work (Major Hazard Facilities) Regulations 2016. Health and Safety at Work (Hazardous Substances) Regulations 2017. Workplace Prescribed Exposure Standards. Health and Safety in Employment Regulations 1995.	
	A2	Comply with health and safety obligations in relation to workers (including employees and contractors), and other persons (eg visitors and the public). Persons in positions of leadership, influence or responsibility in the workplace must also comply with health and safety obligations specific to their role.	All
		Health and Safety at Work Act 2015. Health and Safety at Work (General Risk and Workplace Management) Regulations 2016. Health and Safety at Work (Worker Engagement, Participation, and Representation) Regulations 2016.	

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
		Health and Safety in Employment Regulations 1995.	
	A3 Comply with obligations of a lifeline utility before, during and after an emergency.	Civil Defence Emergency Management Act 2002. National Civil Defence Emergency Management Plan Order 2015. Fire and Emergency New Zealand (Fire Safety, Evacuation Procedures and Evacuation schemes) Regulations 2018.	All
<i>Tiaki Wai specific safety obligations as a Water Services Provider</i>			
Area A: Health & Safety	A4 Comply with legislation regarding the provision of safe drinking water to consumers.	Water Services Act 2021. Water Services (Drinking Water Standards for New Zealand) Regulations 2022. Drinking Water Quality Assurance Rules 2022. Aesthetic Values for Drinking Water Notice 2022. Requirements Relating to Laboratories 2021. Network Environmental Performance Measures and Guide June 2023.	Operations, Infrastructure Delivery, Laboratories
	A5 Comply with legislation regarding the safety of dams.	Building Act 2004, sections 133A – 162. Building Regulations 1992.	Operations, Infrastructure Delivery, Laboratories

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
	A6 Comply with legislation regarding Laboratory safety	Health and Safety at Work Act 2015. Hazardous Substances and New Organisms Act. Hazardous Substances (Tracking) Regulations 2001. Biosecurity Act 1993 (ISO/IEC 17025:2017 'General requirements for the competence of testing and calibration laboratories') Health and Safety at Work (Hazardous Substances) Regulations 2017.	Operations, Infrastructure and Delivery, Laboratories, Audit and Risk

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
General obligations			
Area B: Local Government and Public Law	B1 Comply with disclosure obligations and protocols relating to official information held by Company.	Local Government (Water Services) Act 2025. Local Government Official Information and Meetings Act 1987, Parts 1-6.	All
	B2 Create and maintain full and accurate records of Company's affairs, in accordance with normal, prudent business practice, including the records of any matter contracted out to an independent contractor. Maintain in an accessible form any "protected" records.	Public Records Act 2005.	All
	B3 Observe general public law obligations, including: - When exercising public powers: remain within the bounds of that power, take into account only relevant	Common law. Local Government Official Information and Meetings Act 1987, Part 7 applies to Board meetings.	All

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s	
	<ul style="list-style-type: none"> considerations and exclude irrelevant, arbitrary or unlawful considerations; - Use a fair decision-making process, which may include some consultation with parties interested in or affected by a decision, depending on the significance of the matter; - Ensure that decision-makers do not have conflicts of interest; - Keep good records of key decisions and the reasons for these. 			
Obligations as Water Services Provider and as a Company				
Area B: Local Government and Public Law	B4	Provide water services and maintain its capacity to meet its obligations.	Local Government (Water Services) Act 2025, Part 2.	Operations, Infrastructure and Delivery, Finance
	B5	Not use water assets as security.	Local Government (Water Services) Act 2025, sections 20 and 253.	Operations, Infrastructure and Delivery, Finance, Legal
	B6	Not divest ownership of water service unless to another local government organisation (ie no privatisation)	Local Government (Water Services) Act 2025, section 20.	Operations, Infrastructure and Delivery, Finance, Legal
	B7	Not lose control of or sell significant infrastructure unless capacity to meet obligations is retained.	Local Government (Water Services) Act 2025, section 20.	Operations, Infrastructure and Delivery, Finance, Legal
	B8	Achieve the objectives, strategic priorities and outcomes set by shareholders as specified in the statement of expectations, which must be given effect to.	Local Government (Water Services) Act 2025, section 226.	All
	B9	Be a good employer.	Local Government (Water Services) Act 2025, section 17.	All
	B10	Exhibit a sense of social and environmental responsibility by having regard	Local Government Act 2002, section 59(1)(c).	All

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
	to the interests of the community in which it operates and by endeavouring to accommodate or encourage these when able to do so.		
	B11 Make decisions in accordance with constitution and statement of intent.	Local Government Act 2002, section 60.	All
	B12 Before making a decision that may significantly affect land or a body of water, take account of the relationship of Māori and their culture and traditions with their ancestral land, water, sites, wāhi tapu, valued flora and fauna, and other taonga.	Local Government Act 2002, section 60A.	All
	B13 Comply with obligations as a lifeline utility	Civil Defence Emergency Management Act 2002. National Civil Defence Emergency Management Plan Order 2015. Climate Change Response Act 2002 section 5ZW(1) and (8)(g).	All
	B14 Comply with obligations as a utility operator	Utilities Access Act 2010. National Code of Practice for Utility Operators' Access to Transport Corridors.	All

Obligations as Water Services Provider and as a Company

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
Area B: Local Government and Public Law	B15 Publish the Company's statement of expectations, water services strategy, annual budget, annual report, half-yearly report and any additional plans or reports on an internet site maintained by the Company no later than 1 month after the document is adopted.	Local Government (Water Services) Act 2025, section 223.	Corporate Services
	B17 Prepare a water services strategy and have a water services strategy in place at all times. The water services strategy must be adopted before the start of the financial year to which it relates	Local Government (Water Services) Act 2025, section 230.	Corporate Services
	B18 Prepare a draft water services strategy and provide it to the Company's shareholders for comment no later than 1 March in the financial year before the first financial year to which the draft strategy relates, or any other date agreed with the shareholders	Local Government (Water Services) Act 2025, section 236.	Corporate Services
	B19 Request a report from the Auditor-General on the Company's water services strategy at least 12 months before the date by which the water services strategy must be adopted and be made by written notice.	Local Government (Water Services) Act 2025, section 239.	Corporate Services
	B20 Prepare a water services annual budget.	Local Government (Water Services) Act 2025, section 240.	Corporate Services
	B21 Prepare and adopt a water services annual report no later than 3 months after the end of the financial year to which it relates.	Local Government (Water Services) Act 2025, section 243.	Corporate Services

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
	B22 Prepare and adopt a water services half-yearly report that reports on the Company's operations during the first 6 months of the financial year.	Local Government (Water Services) Act 2025, section 248.	Corporate Services
	B23 Prepare 1 or more thematic plans; an asset management plan; or quarterly reports if required by the Selwyn District Council.	Local Government (Water Services) Act 2025, section 249.	Corporate Services
	B24 Ensure each year's projected operating revenues are set at a level sufficient to meet that year's projected operating expenses	Local Government (Water Services) Act 2025, section 251.	Corporate Services

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
General obligations			
Area C: Finance	C1 Comply with Companies Act requirements.	Companies Act 1993.	Corporate Services
	C2 Maintain an imputation credit account.	Income Tax Act 2007.	Corporate Services
	C3 Comply with Resident Withholding Tax (RWT) requirements, and if applicable Non Resident Withholding Tax (NRWT) and Approved Issuer Levy (AIL) requirements, including investment income reporting.	Income Tax Act 2007. Tax Administration Act 1994. Stamp and Cheque Duties Act 1971.	Corporate Services
	C4 Prepare and maintain financial and business records for statutory minimum periods.	Tax Administration Act 1994. Goods and Services Tax Act 1985.	Corporate Services
	C5 Prepare and file payday PAYE employment income information returns and	Income Tax Act 2007. Tax Administration Act 1994.	Corporate Services

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
	withhold and remit PAYE and other withholdings under the PAYE rules (including ACC earners' levies, KiwiSaver deductions, and Employer Superannuation Contribution Tax (ESCT), as applicable) as required to the IRD.	KiwiSaver Act 2006.	
	C6 Prepare and file Fringe Benefit Tax (FBT) returns and remit FBT to the IRD as required.	Income Tax Act 2007. Tax Administration Act 1994.	Corporate Services
	C7 Comply with all schedular payments withholding obligations, including non-resident contractors' tax (NRCT).	Income Tax Act 2007. Tax Administration Act 1994.	Corporate Services
	C8 Prepare and file provisional tax, and income tax returns.	Income Tax Act 2007. Tax Administration Act 1994.	Corporate Services
	C9 Prepare and file GST returns and remit GST to the IRD as required.	Goods and Services Tax Act 1985.	Corporate Services
	C10 Comply with all Customs clearance obligations in relation to the importation of capital equipment and other goods from offshore.	Customs and Excise Act 2018.	Corporate Services
	C11 Prepare financial statements.	Companies Act 1993. Financial Reporting Act 2013.	Corporate Services
	C12 Comply with rules regarding offering of financial products, market services and financial reporting.	Financial Markets Conduct Act 2013.	Corporate Services
	C13 Comply with all requirements of the Controller and Auditor-General in respect of the auditing of the company's accounts.	Public Audit Act 2001, sections 14-18, 39.	Corporate Services

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
	C14 Report and remit unclaimed amounts to the IRD quarterly (or six-monthly if approved by the IRD).	Unclaimed Money Act 1971, sections 5B and 8.	Corporate Services

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
General obligations			
Area D: Consumer Protection	D1 Comply with applicable consumer guarantees with respect to services, which includes contracts for the supply of water or removal of wastewater.	Consumer Guarantees Act 1993, sections 2, 28 – 31.	Customer Service
	D2 Comply with consumer protection legislation by avoiding misleading or deceptive conduct in trade, and avoiding unfair contract terms in standard form consumer and small trade business contracts.	Fair Trading Act 1986.	Customer Service
	D3 Comply with privacy legislation, including lawfully managing the personal information of individuals, mandatory notifiable privacy breach reporting, and complying with Privacy Commissioner access directions and compliance notices.	Privacy Act 2020. Biometric Processing Privacy Code 2025.	Customer Service
	D4 Comply with commercial legislation, including legislation in relation to contract privity, contractual mistakes, contractual remedies, electronic transactions, frustrated contracts, illegal contracts and the sale of goods.	Contract and Commercial Law Act 2017.	Customer Service

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
	D5 Comply with legislation in relation to commercial electronic messages by way of text messages, emails, fax or instant messages.	Unsolicited Electronic Messages Act 2007.	Customer Service

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
General obligations			
Area E:	E1 Comply with employment law.	Employment Relations Act 2000.	People
Human Resources		Holidays Act 2003.	
		Domestic Violence—Victims’ Protection Act 2018.	
		Wages Protection Act 1983.	
		Minimum Wage Act 1993.	
		Equal Pay Act 1972.	
		Privacy Act 2020.	
		Protected Disclosures (Protection of Whistleblowers) Act 2022.	
		Volunteers Employment Protection Act 1973.	
		Human Rights Act 1993.	
		KiwiSaver Act 2006.	
		Parental Leave and Employment Protection Act 1987.	

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
		Parental Leave and Employment Protection Regulations 2016. Immigration Act 2009. Accident Compensation Act 2001.	
	E2 Comply with legislation prohibiting discrimination.	Human Rights Act 1993. Employment Relations Act 2000. Bill of Rights Act 1990.	All
	E3 Comply with holidays legislation.	Holidays Act 2003. Parental Leave and Employment Protection Act 1987. Domestic Violence—Victims’ Protection Act 2018.	People
	E4 Comply with obligations regarding payment of ACC levies and obligations to employees following personal injury.	Accident Compensation Corporation Act 2001.	People
	E5 Comply with requirements of KiwiSaver scheme.	KiwiSaver Act 2006.	People
	E6 Comply with parental leave legislation.	Parental Leave and Employment Protection Act 1987. Parental Leave and Employment Protection Regulations 2016.	People

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
General regulatory obligations			
Area F: Operations & Environment	F1 Apply for and comply with appropriate building consents for all building work, except where a building consent is not required (for example, in the case of exempt building work).	Building Act 2004, section 40, schedule 1.	Infrastructure Delivery
	F2 Apply for a code compliance certificate once all building work carried out under a building consent has been completed.	Building Act 2004, section 92.	Corporate Services
	F3 Ensure that requirements relating to compliance schedules and building warrants of fitness are met.	Building Act 2004, sections 100, 101, 102A, 105, 106, 108 and 110.	Operations
	F4 Obtain and comply with resource consents for all uses of land (including subdivision of land), use of the coastal marine area, certain uses of the beds of lakes and rivers unless expressly allowed by a national environmental standard, regional rule or district rule, or is an existing use or activity under sections 10, 10A, or 20A of the Resource Management Act 1991.	Resource Management Act 1991, sections 9-13, 338 and 340.	Infrastructure Delivery, Operations
	F5 The Company will be a requiring authority and therefore may obtain and must comply with any designations and associated conditions that authorise a relevant public work	Resource Management Act 1991, sections 9-13, 168 and 176	Infrastructure Delivery, Operations

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
	F6 Obtain and comply with resource consents for the taking, use, damming or diversion of water in contravention of a national environmental standard or regional rule, unless the activity is allowed by section 20A.	Resource Management Act 1991 sections 14, 338 and 340.	Infrastructure Delivery, Operations
	F7 Obtain and comply with resource consents for the discharge of contaminants or water to water, or the discharge of contaminants to air or land unless the discharge is expressly allowed by a national environmental standard or other regulations or regional rule.	Resource Management Act 1991, sections 15, 338 and 340.	Operations, Infrastructure Delivery
	F8 Adopt best practicable option to avoid unreasonable noise.	Approved Code of Practice for the Management of Noise in the Workplace. Resource Management Act 1991, section 16.	Operations, Infrastructure Delivery
	F9 Avoid, remedy or mitigate any adverse effects on the environment arising from an activity (even if authorised by a rule, resource consent or designation).	Resource Management Act 1991, section 17.	Operations, Infrastructure Delivery
	F10 Ensure that electrical work by the Company is done in accordance with the Electricity Act 1992 (includes contractors).	Electricity Act 1992. Electricity (Safety) Regulations 2010.	Operations, Infrastructure Delivery
	F11 Comply with local authority obligations when exercising powers as a Water Service Provider under the Public Works Act 1981.	Public Works Act 1981. Local Government (Water Services) Act 2025.	Infrastructure delivery

Area of law	Tiaki Wai obligations	Statutory reference	Relevant division/s
	F12 Protect the health and safety of members of the public and to promote the prevention of damage to property in connection with the supply and use of gas.	Gas Act 1992. Gas (Safety and Measurement) Regulations 2010.	Operations, Infrastructure Delivery
<i>Tiaki Wai specific operational obligations</i>			
Area F: Operations & Environment	F13 Comply with statutory prerequisites (including notice) before entering and/or carrying out works on private land.	Local Government (Water Services) Act 2025, section 161.	Operations, Infrastructure Delivery Customer Service
	F14 Not restrict the water supply to a property unless section 193 of the Local Government Act 2002 applies.	LGA, section 130(3)(d)(i). Local Government (Water Services) Act 2025, section 20.	Corporate Services, Customer Service
	F15 Not stop the water supply to a property unless section 25 of the Water Services Act 2021 applies.	LGA, section 130(3)(d)(ii). Local Government (Water Services) Act 2025, section 20.	Corporate Services, Customer Service
	F16 Not close down a small water service (being a water service serving 200 or fewer ordinarily resident persons) without complying with statutory requirements.	Local Government Act 2002, sections 131(2) and 134.	Operations
	F17 Not transfer a small water service unless to an entity representing the community served and without complying with statutory requirements.	LGA, sections 131(2) and 135.	Operations

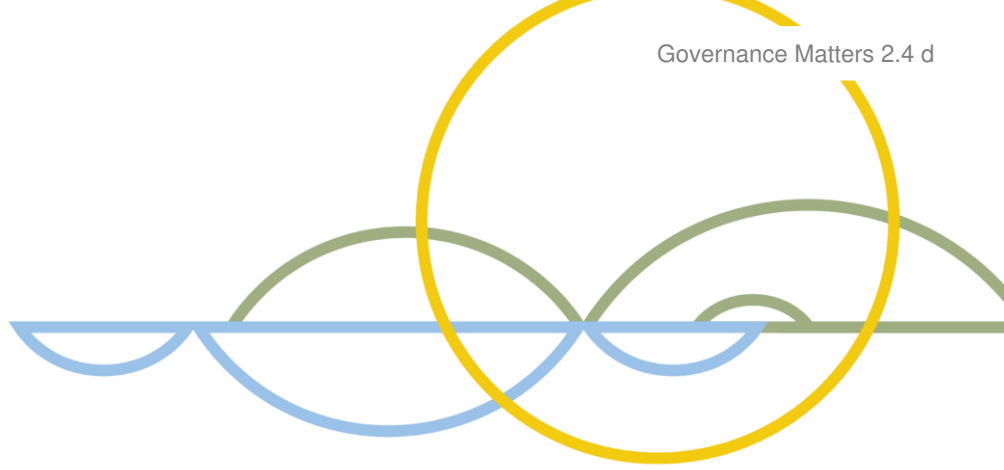
Schedule 2

Director's Duties

The Directors must comply with all duties under the Companies Act 1993, including the duties summarised in the table below.

Duty	Summary
1. Duty to act in good faith and in the best interests of the Company	Each Director must genuinely believe that the actions that he or she is taking are in the best interests of the Company and he or she should apply independent judgement to their decision. In assessing the Company's best interests, a Director may consider other factors such as environmental, societal, and governance matters.
2. Duty to exercise powers for a proper purpose	Each Director must only use a power that it holds for the purpose for which the power was given – never to achieve collateral outcomes such as influencing control, advantaging particular Shareholders, or protecting their own interests. The focus is on <i>why</i> the director used the power, not just on the outcome.
3. Duty to comply with the Companies Act and the Constitution	Each Director must be familiar with the Constitution and ensure, before proceeding with an action, that such action is permitted by the Constitution or under the Companies Act.
4. Duty to not engage in reckless trading	Each Director must ensure that the Company is not carried on in a manner likely to create a substantial risk of serious loss to creditors. This includes a responsibility to closely monitor the Company's financial position, to act with heightened caution where solvency may be in doubt, and to avoid decisions or activities that expose creditors to undue or illegitimate risk.
5. Duty to ensure the Company does not incur obligations it cannot meet	Each Director must believe, on objective and reasonable grounds, that the Company will be able to meet the obligation when it is required to do so at the time the obligation is entered into. This means that each Director should ensure that there is sufficient information on the Company's current and forecast positions to reach a reasonably informed decision.
6. Duty to exercise reasonable care, diligence, and skill	Each Director must exercise the care, diligence, and skill that a reasonable director would apply in the same circumstances. This includes taking reasonable steps to understand the Company's operations and financial position, seeking and considering appropriate information, making informed decisions, and applying independent judgement. Each Director is expected to maintain

Duty	Summary
	an active oversight role, engage constructively with management, and upskill where necessary to ensure that he or she can discharge their responsibilities effectively.
7. Use of information and advice	Each Director may rely on information, reports, and professional advice provided by competent employees, experts, or other directors, provided the Director acts in good faith, makes further inquiries where circumstances indicate this is necessary, and has no reason to believe the information or advice is unreliable.
8. Disclosure of Interest	Each Director must promptly record and disclose any personal interest in a Company transaction, stating its nature and (where possible) its monetary value.
9. Confidentiality	A director must not disclose company information except for the purposes of the company, as required by law or with board approval (where the disclosure will not be likely to prejudice the company and the details are entered in the company's interests register).



Audit and Risk Committee

Terms of Reference

Introduction

1. The Audit and Risk Committee (ARC) is a Committee of the Board of Directors of Tiaki Wai (the Board).
 2. The ARC has no decision-making authority and will make recommendations to the Board on all matters requiring a decision.
 3. The responsibilities of the ARC are directed by the Board of Directors and may be revised or expanded in consultation with, or as requested by, the Board from time to time.
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Purpose

4. The purpose of the ARC is to assist the Board of Directors in fulfilling its responsibilities in relation to:
 - 4.1 Risk governance – ensuring effective enterprise-wide risk management, including strategic, operational, asset, financial, regulatory, cyber, emerging and programme and project-level risks.
 - 4.2 Internal controls and assurance – overseeing the adequacy and effectiveness of policies and procedures, management information systems, and internal control environments, internal audit, external audit, and integrity and investigation processes.
 - 4.3 Financial management, reporting and sustainability - assessing the performance of financial management and overseeing financial reporting and financial sustainability.
 - 4.4 Legislative and contractual compliance – monitoring compliance with the regulatory reporting requirements of the Local Government Water Services Act 2025 (LGWSA), other statutory obligations, Commerce Commission regulatory processes including oversight of regulatory disclosures, and contractual compliance.
 - 4.5 Business continuity and resilience – ensuring Tiaki Wai maintains robust arrangements for continuity of operations and crisis response.
 - 4.6 Risk financing and insurance – overseeing the development and execution of Tiaki Wai risk financing strategy and insurance programme.
5. Health and safety oversight will remain with the Board of Directors.

Membership

6. The ARC will be independent of management and be structured to ensure that, as a collective group, it has the qualifications, skills, experience and knowledge to fulfil its purpose and responsibilities.
 7. The Board will appoint, remove or replace the members, and the Chair, of the ARC (Committee Chair). The Chair of the Board may be a member of the ARC, but not the Committee Chair of the ARC.
 8. The Board may appoint, remove or replace independent members to the ARC, including an independent chair.
 9. Members of the ARC will have a mix of accounting, financial, asset, operational and commercial expertise. To perform their role effectively, each committee member must develop and maintain their skills and knowledge, including an understanding of the ARC's responsibilities, and of Tiaki Wai business, operations and risks.
 10. Any member of the ARC who does not have an accounting or financial background should be financially literate and conversant with risk management but may not represent themselves to be an expert in those fields simply by being a member of the ARC.
 11. These Terms of Reference should be read in conjunction with the Board Charter, which outlines the Board's overarching governance responsibilities and the role of its committees.
 12. The Chief Executive, Chief Financial Officer, Chief Risk and Compliance Officer, and internal/external auditors may attend meetings of the ARC by invitation.
 13. The company secretary will act as the secretary to the ARC.
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Authority and Access

14. The ARC is authorised by the Board to:
 - 14.1 Investigate any activity covered by its purpose and responsibilities.
 - 14.2 Request any information it requires from any employee, advisor or consultant, auditor or supplier to Tiaki Wai. As a matter of general practice, all such requests should be channelled through the Chief Executive.
 - 14.3 Obtain independent professional advice as necessary, at the expense of Tiaki Wai. As a matter of general practice, any such advice should be commissioned through or in consultation with the Chief Executive.
 - 14.4 Meet with internal and external auditors without management present.
 - 14.5 Request Management's attendance at meetings to provide information or clarification.
 - 14.6 Oversee internal audit work programmes and request deep-dives on areas of concern.
 15. The ARC has no executive powers and cannot direct Management or commit Tiaki Wai to actions unless expressly delegated by the Board.
 16. It is the responsibility of the Chief Executive to ensure that appropriate resources are applied to execute the internal audits reported to the ARC.
 17. It is the responsibility of the Executive Leadership Team to draw the Committee Chair and ARC's immediate attention to any material breakdown in internal controls, any material event of fraud or malpractice, and any significant item of legislative non-compliance.
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18. Individual members of the ARC are entitled at any time to access Tiaki Wai Executive Leadership Team to request additional information or explanations.
19. Members of Tiaki Wai Executive Team have an express right of direct access to the Committee Chair in relation to any matters of material concern that have been raised through normal management processes but have not been advised to the ARC.

Relationship with Auditors

20. The ARC will manage the overall relationship with the external auditors, with the Chief Financial Officer or Chief Risk and Compliance Officer responsible on a day-to-day basis for the relationship with external auditors. They will inform the ARC of any material communication between the external auditors and management. (Refer paragraphs 33.33 to 33.37 for more detail on ARC responsibilities with respect to External Audit).
21. The Executive Leadership Team is responsible for the timely and accurate provision of information to external and internal auditors.
22. The external auditors and the internal auditor have direct access to the Committee Chair in respect of any issues considered appropriate.
23. Despite the existence of the ARC, both the external auditors and internal auditor have direct access to the full Board if required.
24. Tiaki Wai must not offer employment to employees or former employees of the audit firm appointed by the Controller and Auditor General or any employee of the Office of the Auditor General to conduct the audit, within two years of them ceasing to be employed by that firm.
25. From time to time, the external auditor (appointed by the Auditor General), may be requested by Tiaki Wai to undertake additional audit work, which is outside the terms of its Auditor General appointed role. In such situations, any such additional audit work must be pre-approved by the ARC (or if urgent, by the Committee Chair on behalf of the ARC and ratified at the next meeting) and assessed for consistency with Auditor-General independence requirements.

Responsibilities

26. The ARC must provide assistance to the Board in fulfilling its responsibility to the shareholding partners, and other stakeholders, relating to accounting, internal controls, risk management, reporting practices and the quality and integrity of externally published financial, non-financial and performance reports of Tiaki Wai.
27. The ARC assists the Board in aligning the performance of Tiaki Wai to its strategy, shareholder expectations and long-term outcomes while promoting stewardship, transparency and accountability in the use of public resources.
28. In carrying out these responsibilities, the ARC does not relieve the Board of its responsibilities and legal obligations.
29. It is the responsibility of the ARC to maintain communication with the Board, the external auditor, the internal auditor, and Tiaki Wai Executive Leadership Team.
30. In carrying out its responsibilities, the ARC's policies and procedures should remain flexible, in order to best react to changing conditions and enable it to assure the Board and shareholding partners that the internal control and reporting practices of Tiaki Wai are of the highest quality and compliant with all applicable laws, regulations, standards and codes of practice.
31. The duties and responsibilities of ARC members are additional to those they have as a member of Tiaki Wai's Board.

32. In carrying out its responsibilities, the ARC will establish and maintain an integrated assurance approach (e.g. an assurance map/work programme) so that internal audit, external audit, and other assurance activity is coordinated and aligned to Tiaki Wai key risks. The ARC will:

Establishment and Transition Risks

- 32.1 Review the integrity of the opening balance sheet, including key accounting judgements and assumptions.
- 32.2 Monitor the accuracy and completeness of asset and liability transfers from councils.
- 32.3 Oversee the readiness and effectiveness of revenue, billing and customer systems and associated controls.
- 32.4 Review risks associated with the implementation of critical systems and processes.
- 32.5 Monitor the management of transition arrangements and financial “wash-up” processes with councils.

Enterprise Risk Management

- 32.6 Review the effectiveness of Tiaki Wai enterprise risk management framework, including adverse event risk testing.
- 32.7 Monitor strategic, financial, operational, regulatory, cyber, legal, contractual and programme and project level risks.
- 32.8 Review risk appetite statements and recommend them to the Board.
- 32.9 Oversee statutory risk reporting required under legislation and any Crown monitoring arrangements.
- 32.10 Ensure emerging risks are identified and escalated appropriately.

Risk Financing and Insurance

- 32.11 Oversee the development and execution of Tiaki Wai risk financing strategy.
- 32.12 Oversee treasury management, borrowing, and compliance with financing covenants (including LGFA metrics).
- 32.13 Review the annual insurance programme to ensure Tiaki Wai has adequate cover at all times. Ensure insurance placement decisions are supported by appropriate analysis, that assumptions subject to review (as required), and that cost/benefit analysis of options is incorporated in the decision-making process.
- 32.14 Monitor insurance claims and emerging insurable risks.

Internal Control Framework

- 32.15 Review the adequacy and effectiveness of the internal control framework
- 32.16 Review whether relevant policies and procedures in place and that these are regularly reviewed and updated as necessary
- 32.17 Review and recommend to the Board key policies relating to the internal control framework
- 32.18 Ensure the Company implements, where appropriate, relevant internal audit or external assurance/advisor recommendations relating to the internal control framework.
- 32.19 Oversee integrity and investigations processes, including fraud and misconduct controls, including any complaints regarding the Chair of the Board.

Business Continuity and Resilience

- 32.20 Review at least biannually the Tiaki Wai Business Continuity and Disaster Recovery Plans.

32.21 Ensure regular testing and continuous improvement of resilience arrangements.

32.22 Oversee cyber security risk management and incident response preparedness.

Financial and Non-Financial Management and Reporting

32.23 Review annual and quarterly financial statements and non-financial reporting and recommend them to the Board.

32.24 Review accounting and non-financial policies and significant judgements.

32.25 Oversee compliance with any Water Services Economic Regulator requirements, other statutory financial and non-financial reporting obligations, including preference shares reporting, and service performance and regulatory disclosures, including with the Commerce Commission.

32.26 Oversee funding strategy, liquidity and financial sustainability, including reviewing financial models supporting infrastructure investment, and monitoring pricing and affordability implications within the economic regulatory framework.

32.27 Review operating and capital expenditure planning and reporting.

32.28 Review reports from management on any unusual or high-risk transactions.

32.29 Review significant financial transactions for accounting compliance, seeking external advice as required.

Internal Audit

32.30 Review the internal audit function and audit charter of Tiaki Wai annually, including the independence and authority of its reporting obligations, its capability, the proposed annual internal audit plan and coordination of such plan with the external auditor.

32.31 Review internal audit reports and ensure management is acting upon internal audit recommendations.

32.32 Review company policies as they are due for revision in the policy register.

External Audit

(Note: The Auditor-General is the auditor of Tiaki Wai and is responsible for appointing the external auditor that carries out the work on her/his behalf).

32.33 Meet with the external auditor regarding their terms of engagement, scope and timetable for the half year and annual audit, and the associated fees.

32.34 Review the nature and scope of all relationships with, and other non-audit services provided to, Tiaki Wai by the external auditor in order to assess whether or not that has compromised the independence of the auditor.

32.35 Provide an opportunity for the external auditors to meet ARC members without management present. Among the items to be discussed in these meetings are the adequacy of Tiaki Wai internal controls, the external auditors' evaluation of Tiaki Wai financial personnel, the quality and acceptability of Tiaki Wai judgements in relation to accounting principles, the cooperation received by the external auditors and difficulties that arose during the course of the audit, the types of services provided and fees.

32.36 Review the performance of the external auditors and provide feedback to the appointed auditor, as appropriate within the Auditor-General appointment setting.

32.37 Report the results of the half year and annual audits to the Board.

Legislative and regulatory compliance

- 32.38 Review the effectiveness of the systems for monitoring Tiaki Wai compliance with relevant legislation, regulation and central and local government policies, consents and obligations of significant contracts.
- 32.39 Review reports of any instances of non-compliance with legislation, regulation, central and local government policies, consents, and the obligations of significant contracts.
- 32.40 Oversee processes for managing whistleblowing, protected disclosures and integrity matters.

Other

- 32.41 Undertake or review any other matters referred to the Committee by the Board.
- 32.42 The Committee may report to the Board at any time on matters it deems of sufficient importance.

Administration

33. The ARC will meet at least four times during the year in months that align with the reporting and audit cycle and meet shareholding partners requirements.
34. Meetings of the ARC will be held at the discretion of the Committee Chair at any time or if requested by any ARC member, the Board of Directors, the Chief Executive, Chief Financial Officer, the external auditor or the internal auditor.
35. A quorum for the ARC will be a majority of the ARC members and must include the Committee Chair (or an acting Committee Chair appointed by the ARC for the meeting).
36. Members may participate in or conduct a meeting of the ARC through the use of any means of communication by which all members participating can hear each other during the meeting and participation by such means constitutes presence in person at the meeting.
37. A resolution in writing, signed or assented to by more than half of the members of the ARC, is as valid and effective as if it had been passed at a meeting of the ARC duly convened and held. Any such resolution may consist of several documents (including by email or other similar means of written communication) in like form, each signed or assented to by one or more members of the ARC.
38. Minutes of each meeting must be taken and circulated in draft form to the Committee Chair within five working days of the meeting. They are then to be confirmed at the following meeting and signed thereafter by the Committee Chair as a correct record of proceedings of the meeting
39. Each year the ARC will agree to an annual work plan, which outlines the periodicity of reviews, covers all areas of the committee's responsibilities and contains key dates and agenda items
40. The ARC may have in attendance members of management, external advisors and guests as it considers necessary to provide appropriate information and advice.
41. The ARC is required to call a meeting if requested by the Board of Directors. The Chief Executive can request a meeting.
42. Both the Board and ARC operate under a 'no surprises' approach. This means that any significant matter within the scope of these terms of reference should be communicated to the Committee Chair as soon as practicable.
43. Performance of the ARC will be evaluated annually.
44. The ARC will conduct a review of its performance, purpose and responsibilities and report back to the Board of Directors every two years (or more often as conditions dictate).