

05 August 2022

Kia ora [REDACTED]

**Your Official Information Act request, reference: GOV-019233**

Thank you for your email of 9 July 2022, asking for the 31 May ACC Board Minutes.

**The requested board minutes have been attached to this letter as Appendix 1**

You have advised that you do not require any names as part of your response. Noting this, we are only disclosing the names of Board members and very senior ACC staff (Executive and Chief level). We have deemed the remaining names to be *outside of the scope* of your request and have redacted and marked these accordingly.

**As this information may be of interest to other members of the public**

ACC has decided to proactively release a copy of this response on ACC's website. All requester data, including your name and contact details, will be removed prior to release. The released response will be made available [www.acc.co.nz/resources/#/category/12](http://www.acc.co.nz/resources/#/category/12).

**If you're concerned about this response, please get in touch**

You can email me at [GovernmentServices@acc.co.nz](mailto:GovernmentServices@acc.co.nz).

If you are not happy with this response, you can also contact the Ombudsman via [info@ombudsman.parliament.nz](mailto:info@ombudsman.parliament.nz) or by phoning 0800 802 602. Information about how to make a complaint is available at [www.ombudsman.parliament.nz](http://www.ombudsman.parliament.nz).

Ngā mihi



Sara Freitag  
**Acting Manager Official Information Act Services**  
Government Engagement & Support



## BOARD

### MINUTES OF THE MEETING ON 31 MAY 2022

#### WELLINGTON BOARDROOM / MICROSOFT TEAMS

#### IN ATTENDANCE

<b>Board Members</b>	<ul style="list-style-type: none"> <li>• Steve Maharey – Board Chair</li> <li>• Tracey Batten – Board Deputy Chair</li> <li>• Sandra Aloffivae – Board Member</li> <li>• Pat Bowler – Board Member</li> <li>• Mark Cross – Board Member</li> <li>• David Hunt – Board Member</li> <li>• Helen Nott – Board Member</li> <li>• Bella Takiari-Brame – Board Member</li> </ul>
<b>ACC Staff</b>	<ul style="list-style-type: none"> <li>• Megan Main – Chief Executive Officer</li> <li>• Vanessa Oakley – Chief General Counsel</li> <li>• Gabrielle O'Connor – Chief Operating Officer</li> <li>• Herwig Raubal – Chief Risk and Actuarial Officer</li> <li>• John Healy – Chief Financial Officer</li> <li>• Michael Frampton – Chief Talent Officer</li> <li>• Michelle Murray – Tumu Pae Ora</li> <li>• Andrea Conlan – Acting Chief Customer Officer</li> <li>• Outside of scope – Senior Corporate Secretary (Secretary)</li> <li>• Outside of scope – Head of Customer System &amp; Intelligence</li> <li>• Outside of scope – Manager Strategy &amp; Customer System</li> <li>• Outside of scope – Head of Customer Engagement</li> <li>• Outside of scope – Principal Advisor</li> <li>• Outside of scope – Principal Advisor to Tumu Pae Ora</li> <li>• Outside of scope – Senior Strategy Advisor</li> <li>• Outside of scope – Senior Strategy Advisor</li> <li>• Outside of scope – Head of Commercial Strategy and Services</li> <li>• Outside of scope – Head of Privacy</li> <li>• Outside of scope – Head of Legal Corporate Secretariat and Investments</li> <li>• John Robson – Chief Clinical Officer &amp; Head of Health Partnerships</li> </ul>
<b>External Attendees</b>	<ul style="list-style-type: none"> <li>• Outside of scope – IRA</li> <li>• Outside of scope – Audacity</li> </ul>

The meeting commenced at 9.00am, with all Board Members present.

#### 1. BOARD ONLY TIME

##### 1.1. Governance discussion

The Board discussed governance.

##### 1.2. Board only session



The Board had a Board only session.

*Megan Main joined the meeting at 9.30am.*

### 1.3. CE only session

The Committee had a session with the Chief Executive.

The Board discussed the process for the Board being made aware of executive appointments following the recent Deputy Chief Executive recruitment process. Rather than take it through People and Remuneration Committee and then to the Board, the Board resolved to **endorse** the verbal briefing provided by the Chief Executive regarding proceeding to offers being made to suitable candidates for the DCE Prevention & Partnerships, DCE Service Delivery and DCE Corporate & Finance following internal and external advertising through an external search firm, interviews with panels comprising ACC CE and two public sector CEs, three reference checks and a follow up 1-1 meeting by the ACC CE with each preferred candidate.

*Vanessa Oakley, Gabrielle O'Connor, Herwig Raubal, John Healy, Michael Frampton, Michelle Murray, Andrea Conlan, and Outside of scope joined the meeting at 10.15am.*

## 2. MEETING OPENING

### 2.1. Apologies

Peter Fletcher was an apology.

### 2.2. Register of key interest

The Committee reviewed the Register of Key Interests.

The Committee **noted** that there were no other matters (including matters reported to, and decisions made by, the Committee at the meeting) that must be disclosed..

### 2.3. Previous minutes

#### 2.3.1. Approval

The Board **approved** the May 2022 minutes, with a correction of a typo on page 7.

#### 2.3.2. Matters arising / action list

The Board **noted** the actions.

### 2.4. Chair update

The Chair provided the following updates to the Board:

- Propero will undertake an external review of the Board, which will involve interviews with Board members and senior staff.
- Meetings with both the Minister and Associate Minister continue to go well.
- The SUI workshop had been a useful discussion.

The Board **noted** the update.

### 2.5. Chief executive's report

Megan Main introduced her report, explaining that ACC is still feeling the disruptive impacts of COVID with cases amongst staff. The Board discussed:



- NZIIS funding risks.
- The new Protected Disclosure legislation. Required changes to the Policy are in hand and will come to the next Board meeting for approval.
- The new buildings in Hamilton and Dunedin.

The Board **noted** the report.

*The Board stopped for a short break at 10.20am and returned at 10.30am*

### 3. MATTERS FOR DECISION

Outside of scope

(IRA) and Outside of scope (Audacity) joined the meeting at 10.30am

#### 3.1. Strategic discussions

##### 3.1.1. Strategy

The Board Chair and Megan Main introduced the paper and thanked members and the Executive for their participation in the session on 6 May 2022. Outside of scope introduced the attendees and the session plan. The Board's discussion focussed on:

- Engagement with providers and collaboration with the wider health system, which will include the customer advisory panels and Kaupapa Māori providers at the Associate Minister's hui.
- The overall legislative framework and key obligations.
- Key questions, including the governance of the economic stewardship of the organisation.
- Equitable customer-centricity, appreciating the role of whanau and community.
- Key definitions including 'customer' and 'social value'.
- What does success look like, creating ongoing focus through prioritisation and shifting the recovery pathway to early intervention, and front-ending the rehabilitation journey.
- Strategic goals, including prevention first.
- Role and position of ACC, and specificity on where the boundary is.
- The Board supported the 'anticipate' NZIIS approach and consideration of the framing of strategic goals under the larger umbrella.
- Te Tiriti o Waitangi and equity and ongoing work on evidence and data-based identification of population groups. The outcomes framework is one tool across the system, but more tools will be required.

Management will contact the Board with any further questions ahead of the next session on 6 July 2022.

The Board **noted** the contents of the paper.

*The Board stopped for lunch at 12.30pm and returned at 1.00pm. Outside of scope (IRA) and (Audacity) also re-joined the meeting at 1.00pm.*

##### 3.1.2. Brand



Outside of scope and Outside of scope introduced the presentation. Management is seeking initial feedback from the Board at this workshop style session. The Board's discussion focussed on:

- The five key principles. There is an opportunity to show Aotearoa the work already underway and the work still to come.
- The timing and parallels between the brand work and developing strategy.
- Customer centricity as the central pillar.

The Board agreed with the outward looking and engaged approach the Brand strategy indicated.

The Board **noted** the contents of the update.

Outside of scope (IRA) and Outside of scope (Audacity) left the meeting, and Outside of scope joined the meeting at 2.30pm. The Board took a short break.

## 3.2. Strategic decisions

### 3.2.1. Independent Privacy Review

Vanessa Oakley and Outside of scope introduced the paper. The Board's discussion focussed on:

- The more comprehensive action plan and reporting framework would come to the Board at its next meeting for sign off. Management is confident the timeline is achievable following engagement with enterprise leaders. Most recommendations will be completed by December 2022, with an ongoing continuous improvement programme of work.
- The importance of assurance across frontline access to the taonga client information and the link to Whāia te Tika culture in the organisation.
- The stakeholder management plan and timetable, including engagement with the Minister.

The Board:

- **Approved** the publication of the final independent report.
- **Approved** delegated authority to the CE to finalise a publication summary.
- **Endorsed** the stakeholder management plan and key messages.
- **Approved** the CE sending a letter to the Privacy Commissioner acknowledging the independent review, accepting the recommendations, and advising of the continuous improvement programme and ongoing reporting.

Outside of scope left, and Outside of scope joined, the meeting at 3.05pm

### 3.2.2. Proactive release of agendas and minutes

Outside of scope introduced the paper.

The Board **noted** that a trial run would be completed over the next two months on the redactions to the agendas and minutes prior to proactive release.

Outside of scope joined the meeting at 3.15pm.

### 3.2.3. Committees and Policies

Vanessa Oakley introduced the paper. The Board:

- Confirmed the changes to the Terms of Reference with the Chairs of the Board Investment Committee and the HSS Advisory Committee. The Investment Committee Terms of Reference

refers to aligning the Committee's delegated authority with the Board approved risk appetite statements. This will continue to be considered over the next 12 months.

- Noted that the overall policy framework, the policies that Board should be approving, and any prior Committee consideration, would be brought through to the Board at the same time at the risk appetite statement.
- Corrected a typo in the Investment Committee Terms of Reference.

The Board:

- **Approved** the reformatted Terms of Reference for the Health Sector Strategy Advisory Committee (HSSAC).
- **Approved** the reformatted Terms of Reference for the Board Investment Committee (BIC).
- **Authorised** publication of the Board Manual and all Board Committee Terms of Reference on a governance section of ACC's website.

Outside of scope and Outside of scope left the meeting at 3.25pm.

#### 3.2.4. Service Agreement

John Healy introduced the paper. He thanked the Board delegates for their feedback since the previous meeting. The Board delegates confirmed they were happy to recommend the Service Agreement for Board approval.

The Board:

- **Noted** the feedback received and proposed management responses.
- **Approved** the Service Agreement for 2022/23.
- **Delegated** signing authority for the Service Agreement for 2022/23 to the Board Chair and Deputy Chairperson.
- **Noted** the next steps for finalisation and publication of the SA22/23.

The Board stopped for a short break at 3.30pm and returned at 3.35pm

### 3.3. Other decisions

Outside of scope joined the meeting at 3.35pm.

#### 3.3.1. Fineos contract renewal

Outside of scope introduced the paper and provided background on Fineos. The Board discussed:

- The transition to the cloud, which is likely to occur in the next three years. The cost is included in the proposed financial commitment.
- Benchmarking on performance and value for money.
- How the contract approval fits into the overall commercial strategy going forward.

The Board:

- **Noted** the contents of the paper.
- **Noted** the approval would be circulated to the Board out of cycle with additional information.

Outside of scope left, and John Robson joined the meeting at 4.00pm



### 3.3.2. Public Health Acute Services annual service agreement approval

Gabrielle O'Connor and John Robson introduced the paper. The Board noted:

- The agreement is between the Minister of Health and the Minister for ACC. The figure is determined jointly by ACC and the Ministry of Health through an established methodology.
- Work continues on improving the data stream.

The Board:

- **Endorsed** the Public Health Acute Services Agreement 2022/23 and the joint agency briefing, which are in a form that reflects the information in the paper, for forwarding to the Minister of Health and the Minister for ACC to approve.
- **Noted** the contents of the paper.

*John Robson left the meeting at 4.05pm*

## 4. MATTERS FOR DISCUSSION

### 4.1. Committee updates

#### 4.1.1. Social Unemployment Insurance

Pat Bowler provided the following update:

- Work continues to ensure cross-agency close collaboration across Deputy Chief Executive and Chief Executive level.
- The cabinet paper and memorandum from MBIE will be finalised in the next week or two.
- A memo will be required to support ongoing discussions with relevant Ministers.

The Board **noted** the update.

#### 4.1.2. Risk Audit and Assurance

Bella Takiari-Brame took the Board through the papers discussed by the Committee, highlighting:

- Office of the Auditor-General has reappointed EY as ACC's auditors.
- ACC continues to review its climate change reporting approach.
- Updated FCR actions reporting and progress on recommendations.
- The Enterprise Risk and Compliance report is in the Board's inform papers.
- Integrity Services provided an update.
- Insurance was discussed, including cyber.

The Board:

#### External Auditor Engagement

- **Approved** the following documents setting out the terms of EY's audit engagement (EY letters):
  - Audit Engagement Letter
  - Audit Fee Letter
  - Audit Proposal Letter.
- **Authorised** the Board Chair to sign the EY letters.



#### Finance Update

- **Approved** the Going Concern note for the Service Agreement 2022/23 and Financial Statements (Annual Report 2022).

#### Internal Audit Plan

- **Approved** the Internal Audit Plan for the 2022/23 financial year.

#### **4.1.3. Board Investment Committee**

Mark Cross noted that the Board Investment Committee was the following day but provided an update to the Board on fund performance.

The Board:

- **Noted** that the Investment Committee will consider the extension of the custodian contract.
- **Delegated approval** of the extension to the Board Investment Committee at the discretion of the Committee Chair, depending on the discussion at the Committee. The Committee Chair would report back to the Board at its next meeting.

#### **4.2. Quarterly Reports (Q3) - by exception discussion**

The Board **noted** the contents of these Quarterly reports.

### **5. MATTERS FOR NOTING**

#### **5.1. Annual Work Plan**

The Board Chair noted that the meetings in July would be face to face in Auckland.

#### **5.2. Inform papers for noting**

The Board discussed the Mental Injury Cover paper, noting that data can only show the use of mental health services not the underlying need.

The Board **noted** the inform Monthly Litigation Report, the inform Monthly Policy Report, and the Inform Mental Injury Cover paper.

The Board Chair noted it was the last Board meeting for Vanessa Oakley, Gabrielle O'Connor, Herwig Rauba and John Healy. The Board thanked them for their work and wished them well.

*Megan Main, Vanessa Oakley, Gabrielle O'Connor, Herwig Rauba, John Healy, Michael Frampton, Michelle Murray, Andrea Conlon, and Outside of scope left the meeting at 4.50pm.*

### **6. MEETING FINALISATION (BOARD ONLY)**

#### **6.1. Review actions to be taken**

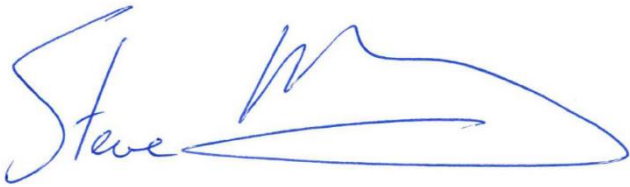
#### **6.2. Meeting evaluation**

#### **6.3. Next meeting**

#### **6.4. Meeting close:** *The meeting closed at 5.15pm.*



**APPROVED**

Chair signature:		
Chair Name: Hon Steve Maharey	Date: 7 July 2022	

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