

PUBLIC EXCLUDED

HUTT CITY COUNCIL

TE KOMITI TIAKI WAI | PARTNERS' COMMITTEE

Meeting to be held on
Friday 28 August 2026 commencing at 12:30 pm

ORDER PAPER

PUBLIC EXCLUDED BUSINESS

14. MINUTES

Meeting minutes Te Komiti Tiaki Wai | Partner's Committee, 29 May 2026 2

15. LEGAL ADVICE ON CONFLICTS OF INTEREST

Report No. PCTW2026/4/196 by Porirua City Council

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16. CLOSING FORMALITIES - KARAKIA WHAKAMUTUNGA

Unuhia!

Unuhia!

Unuhia i te uru-tapu-nui

Kia wātea, kia māmā

Te ngākau, te tinana, te

wairua i te ara takatū

Koia rā e Rongo

whakairihia ake ki runga

Kia wātea, kia wātea!

Ae rā, kua wātea!

Hau, pai mārire.

*Release us from the supreme sacredness of
our tasks*

To be clear and free

*in heart, body and soul in our
continuing journey*

*Oh Rongo, raise these words up high
so that we be cleansed and be free,*

Yes indeed, we are free!

Good and peaceful

Vanessa Gilmour
Democracy Advisor
Hutt City Council

HUTT CITY COUNCIL

KOMITI TIAKI WAI | PARTNERS' COMMITTEE

Minutes of a meeting held in the Wellington City Council, Waiwhetu (1.01), Level 1,
Te Aho Tupua, 2 Harris Street, Wellington on
Friday 29 May 2026 commencing at 1.22pm

PRESENT:

Dame K Prendergast DNZM (Independent Chair)
Mayor A Baker (PCC)
Cr S Edwards (HCC)
Cr R Connelly (GWRC)
Mayor P Zee (UHCC)
Mayor A Little (WCC)
H Modlik (Te Rūnanga O Toa Rangatira)

APOLOGIES:

There were no apologies.

IN ATTENDANCE:

W Walker, Chief Executive, PCC
J Miller, Chief Executive, HCC
M Prosser, Chief Executive, WCC
N Corry, Chief Executive, GWRC
K Thompsen, Acting Chief Executive, UHCC
Mayor Fauono K Laban, HCC
Deputy Mayor B McNulty, WCC
M Brewster, Chief Executive, Tiaki Wai
W Peet, Board Chair, Tiaki Wai
D List, Establishment Director, Tiaki Wai
M Wakefield, Legal Lead, Tiaki Wai
A Black, Strategy and Policy Lead, Tiaki Wai
J Rodenburg, Principal Communications Advisor, Tiaki Wai
V Gilmour, Democracy Advisor, HCC
K Glanville, Senior Democracy Advisor, HCC

PUBLIC EXCLUDED BUSINESS

14. RESPONDING TO PARTNERS' COMMITTEE FEEDBACK ON THE DRAFT WATER SERVICES STRATEGY

Report No. PCTW2026/3/134 by the Strategy and Policy Lead, Tiaki Wai

Will Peet, Board Chair, Mike Brewster, Chief Executive, Dougal List, Establishment Director, Adrienne Black, Strategy and Policy Lead and Janice Rodenburg, Principal Communications Advisor from Tiaki Wai were in attendance for the item.

The Strategy and Policy Lead, Tiaki Wai, elaborated on the report.

Members reviewed the revised media releases relating to water charges and capital funding arrangements, provided final feedback, and approved the documents for publication.

RESOLVED: (Cr Edwards/Cr Connelly)

Minute No. PCTW 26306

"That the Committee:

(1) received and notes the report; and

(2) notes the updated financial strategy settings for the Water Services Strategy."

15. TIAKI WAI LIMITED – AMENDMENTS TO CONSTITUTION AND PARTNERS AGREEMENT

Report No. PCTW2026/3/135 by the Legal Lead, Tiaki Wai

Will Peet, Board Chair, Mike Brewster, Chief Executive, Dougal List, Establishment Director, Adrienne Black, Strategy and Policy Lead and M Wakefield, Legal Lead from Tiaki Wai were in attendance for the item.

The Legal Lead, Tiaki Wai, elaborated on the report.

RESOLVED: (Mayor Zee/Mayor Little)

Minute No. PCTW 26307

"That the Committee:

(1) receives and notes this report; and

(2) approves the proposed Amendments to the Constitution, Terms of Reference for the Partners Committee and the Statement of Expectations (Key Documents) on behalf of the Partners Committee as well as each Partner and Shareholder attached as Appendices 1-3 of the report."

Members agreed to release the public excluded reports as publicly available information.

The Chair declared the public excluded part of the meeting closed at 1.54pm.

RESOLVED: (Mayor Zee/Cr Connelly)

Minute No. PCTW 26308

"That the meeting return to the public part of the meeting".

PRIVATE AND CONFIDENTIAL
Pursuant to Hutt City Council Standing Order No. 17.1

29 May 2026

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Dame K Prendergast DNZM
CHAIR

CONFIRMED as a true and correct record
Dated this 28th day of August 2026

RELEASED AS PUBLICLY AVAILABLE INFORMATION

Public Excluded Te Komiti Tiaki Wai | Partners' Committee

20 August 2026

Report no: PCTW2026/4/196

Legal advice on conflicts of interest

Purpose of Report

1. To provide the Tiaki Wai Partners' Committee with legal advice on the potential conflict of interest issues raised publicly in relation to Helmut Modlik's participation as Ngāti Toa iwi representative on Tiaki Wai Partners' Committee alongside his role as director on Construction Contracts Ltd (CCL).

Recommendation

That the Committee receive and note the information.

Background

2. At the last Partners' Committee there was some discussion about Helmut Modlik's role as Director on the Board of CCL alongside his role on the Partners' Committee. This was dealt with at the time but has given rise to many enquiries about the potential for conflict of interest among representatives on the committee citing this particular instance.
3. A number of Councils received enquiries, there was some media speculation and the Chair of the Committee received some correspondence on the matter.
4. Some legal advice was sought at the time to answer the correspondence but for the avoidance of doubt, Dame Kerry Prendergast as Chair of the Partners' Committee requested a formal legal opinion on the matter.
5. This was sought on the basis of this particular issue but has application to all members of the committee.
6. The opinion was completed by Simpson Grierson and is attached as Appendix 1 for your information.

Appendices

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1	Appendix 1 - Simpson Grierson legal opinion	7

Approved By: Wendy Walker
Chief Executive, Porirua City Council



20 August 2026

Partner Reference
Mike Wakefield - Wellington

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For: Wendy Walker

Advice regarding management of potential conflicts of interest in the Tiaki Wai Partners' Committee

We refer to your request for advice regarding the potential for, and management of, conflicts of interest arising from Mr Helmut Modlik's position on the Tiaki Wai Partners' Committee and as a director of Construction Contracts Limited. Please find **enclosed** our advice on this matter.

If you have any queries, please do not hesitate to contact us.

Yours sincerely

A handwritten signature in black ink, appearing to be 'J Salter'.

Jonathan Salter | Consultant
Jack Apperley | Solicitor
SIMPSON GRIERSON



To Wendy Walker, Porirua City Council **20 August 2026**
From Jonathan Salter and Jack Apperley, Simpson Grierson
Subject Managing potential conflicts of interest on the Tiaki Wai Partners' Committee

PRIVILEGED AND CONFIDENTIAL

Background

1. In late 2025, Porirua City Council, Wellington City Council, Hutt City Council, Upper Hutt City Council and Greater Wellington Regional Council (**Councils**) resolved to establish a joint Tiaki Wai Partners' Committee (**Committee**). The terms of reference for the Committee (**ToR**) were contained within a schedule to the Partners' Agreement between the Shareholding Councils that was adopted and executed at a similar time. The TOR generally provide for responsibilities that relate to oversight of Tiaki Wai and its Board, as well as providing input on drafts of relevant plans and policies of Tiaki Wai.
2. The ToR and Partners' Agreement provide for the membership of the Committee. This membership includes provision for two different mana whenua nominated representatives, alongside one representative from each Council.
3. One of the initial Committee members is Helmut Modlik. He was nominated on behalf of Te Rūnanga o Toa Rangatira (the mandated iwi authority for Ngāti Toa Rangatira (**Ngāti Toa**)). We understand that Mr Modlik is, as of February 2026, also a director of Construction Contracts Ltd (**CCL**). Ngāti Toa also holds 51% of the shares in CCL.
4. You have sought advice regarding the potential for, and management of, conflicts of interests that could arise from Mr Modlik's positions.

Summary of advice

5. In our view, Mr Modlik has not breached any statutory obligation to disclose any interests as no such obligations apply to him.
6. Whether Mr Modlik is disqualified from any particular decision of the Committee will depend on whether the provisions of the Local Authorities (Members' Interests) Act 1968 (**LAMIA**), or the common law rules in respect of bias, apply. In relation to each of these rules we note that:
 - (a) The contracting rule in LAMIA (s 3) does not apply to contracts made by Tiaki Wai but those of the Council.
 - (b) The pecuniary interests rule in LAMIA (s 6) might apply to consideration of particular matters, but the interests of Mr Modlik and the responsibilities of the Committee are likely to be too remote for this rule to be engaged often. For similar reasons, issues of presumptive bias under the common law are also unlikely to be engaged.

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- (c) Given the Committee's role is generally one of oversight in relation to Tiaki Wai, it is highly unlikely that the test of apparent bias under the common law would be met and a Committee decision overturned by the High Court on that ground.

7. In line with existing practice of the Committee, and in the interests of transparency, it would be good practice for Mr Modlik to declare any potential conflicts at meetings of the Committee where the subject matter is relevant to the contracting market in which CCL operates. We expect that this situation would be rare.

Pecuniary interests

8. Section 6 of LAMIA provides that a member of a committee of a local authority must not vote on or take part in the discussion of any matter which they have "directly or indirectly, any pecuniary interest, other than an interest in common with the public".¹ However, this does not apply where a person is appointed to a committee to represent any organisation or group of persons, and any interests they have are not different in kind from those of other persons in that organisation or group.²
9. In addition, s 6(2) provides that where a company has a direct or indirect pecuniary interest in a matter before a committee, a member may be deemed to have a pecuniary interest depending on their ownership of and/or positions within, that company.
10. A similar concept exists under the common law and is sometimes referred to as 'presumptive bias'.³ The common law also includes in this category where there is a direct non-pecuniary interest.⁴
11. Whether section 6 of LAMIA is engaged by Mr Modlik (or there can be said to be presumptive bias) will be a question on the facts of any particular matter being discussed by the Committee. Ultimately it is the nature of any particular decision that determines whether these rules apply.
12. We do not consider that the rule is likely to automatically apply in relation to all decisions of the Committee simply because Mr Modlik is a director of CCL. While we understand CCL undertakes water services infrastructure related activities, and may in fact bid for work with Tiaki Wai, the Committee role is generally one of oversight and will not involve directing or making any operational decisions such as those in relation to procurement that may be relevant to CCL.
13. Decisions that may involve CCL (for example, procurement decisions) are more likely to be made by the Board and Chief Executive of Tiaki Wai, as operational decisions. The Committee is unlikely to have any direct involvement in these decisions. To the extent that the Committee plays a role in appointing the Board of Tiaki Wai, we do not consider this would

¹ LAMIA, s 6(1).

² LAMIA, s 6(1A).

³ P A Joseph and J McHerron *Laws of New Zealand Administrative Law: Procedural Impropriety: The Rule Against Bias* (online ed) at [89]–[92].

⁴ See for example *R v Bow Street Metropolitan Stipendiary Magistrate, ex p Pinochet Ugarte (No 2)* [2000] 1 AC 119 (HL).

create a sufficient connection to any subsequent decisions made by the Board to engage the rules above.

14. It follows that we expect the decision-making of the Committee would largely not engage any pecuniary or non-pecuniary interest of Mr Modlik in relation to CCL. However, Mr Modlik will need to be aware of the potential for such circumstances to arise and should carefully consider his role in Committee decision-making where appropriate.

Apparent bias

15. In addition to the above, the common law also provides that a decision-maker may also be unable to participate in a decision where there is some apparent bias. The test for apparent bias was set out by the Supreme Court in *Saxmere Company Limited v Wool Board Disestablishment Company Limited*,⁵ and says that a decision-maker is disqualified from participating in a decision:

if a fair-minded lay observer might reasonably apprehend that the judge [or decision-maker] might not bring an impartial mind to the resolution of the question the judge [or decision-maker] is required to decide.

16. There is no requirement that there be actual bias,⁶ or even any financial interest; rather the test is how the matter may reasonably be perceived.
17. Again, the risk of apparent bias in relation to Mr Modlik will depend on the circumstances of any particular decision.
18. As a general point we consider that a fair-minded lay observer might reasonably apprehend that most decisions made by the Committee will be ones of oversight and general direction-setting. In these circumstances we would expect any risk of a finding of apparent bias in relation to Mr Modlik to be relatively low.
19. However, the above risk could increase if there was a clear or specific connection that could be reasonably drawn between a decision of the Committee and CCL. Of course, Mr Modlik would need to remain alive to this potential and address it accordingly (by excusing himself from relevant discussions and decisions) if it materialises.

Managing potential conflicts

20. Based on the circumstances above, we do not consider that there is any inherent or inevitable conflict arising as a result of Mr Modlik's roles. Instead, whether any conflicts of interest arise will depend on the circumstances of any discussion or decision-making.
21. In this context we note that all agendas for meetings of the Committee ask members to identify and, if necessary, determine how to manage conflicts of interest. This may involve any member recusing themselves from decision-making at a meeting. In our view, this is an appropriate form of conflict management in these circumstances.

⁵ *Saxmere Company Ltd v Wool Board Disestablishment Company Ltd (No 2)* [2009] NZSC 122, [2010] 1 NZLR 76.

⁶ Although of course, if there was evidence of actual bias then a decision would be amenable to judicial review.



22. For completeness, we note that the provisions in Part 4 Subpart 3 of the Local Government Act 2002, that require local authorities to keep a register of the pecuniary interests of members, do not apply to non-elected members of committees.⁷

Section 3 of LAMIA

23. For completeness, we also note that we have not considered the rule in section 3 of LAMIA which would apply if contracts made by or on behalf the Council, in which Mr Modlik was concerned or interested, exceeded \$100,000 in any financial year. In our view, this rule relates to contracts made by or on behalf of the Councils, and not contracts made by Tiaki Wai.⁸

⁷ Local Government Act 2002, s 54A(1).

⁸ We note that under section 9(2) of the Local Government (Water Services) Act 2025, the transfer agreements entered into between the Councils and Tiaki Wai have the effect of transferring responsibility for delivering water services to Tiaki Wai, such that Tiaki Wai is delivering water services on its own behalf, and not on behalf of the Councils.