

QUEEN ELIZABETH THE SECOND NATIONAL TRUST AMENDMENT BILL (NO. 2)

EXPLANATORY NOTE

THIS Bill makes a number of miscellaneous amendments to the Queen Elizabeth the Second National Trust Act 1977.

Clause 1 relates to the Short Title.

Clause 2 repeals the definition of the term “Deputy Chairman” in section 2 of the principal Act, and substitutes a definition of the term “Chairperson” for the definition of “Chairman”.

Clause 3 substitutes a new section 4 in the principal Act, and provides for the appointment of the directors of the Trust.

The board presently consists of 10 directors of whom 8 are appointed by the Minister of Conservation and 2 are elected by the Trust. The new section will reduce the number of Ministerial appointees to 4 and alter the appointment criteria.

Subclause (1) substitutes the new section 4.

Subsection (1) sets out the composition of the board of directors.

Subsection (2) provides that, before the Minister makes any appointments to the board,—

(a) There must be a public invitation for nominations from interested agencies and organisations; and

(b) The Minister must have regard to—

(i) Environmental and conservation values; and

(ii) The interests of rural land owners; and

(iii) The interests of the Maori community.

Subsection (3) requires the Minister to consult the Minister of Agriculture in considering the interests of rural land owners, and to consult the Minister of Maori Affairs in considering the interests of the Maori community.

Subsection (4) re-enacts the existing section 4 (2) of the principal Act and gives the board of directors the executive control and management of the affairs of the Trust.

Subsection (5) re-enacts the existing section 4 (3) of the principal Act and provides that the powers of the board of directors are not affected by any vacancy in its membership.

Subclause (2) makes transitional provisions for existing directors.

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incl. GST \$2.20

Clause 4 effects amendments to section 6 of the principal Act that are consequential upon the amendments contained in *clause 3* of the Bill.

Clause 5 repeals section 8 of the principal Act, which provides for the election of a Deputy Chairman of the board of directors of the Trust. Provision for the election of a director to preside in the absence of the Chairperson is made by *clause 6 (6)* of the Bill.

Clause 6 amends section 9 of the principal Act and relates to meetings of the board of directors.

Subclause (1) substitutes the term “Chairperson” for “Chairman” in subsection (3) of the section.

Subclause (2) substitutes the term “chief executive officer” for “Executive Officer” in subsection (4) of the section.

Subclause (3) replaces subsection (5) of the section. The subsection presently allows certain persons to attend meetings of the board of directors and to speak on any matter, but prevents such persons from voting at meetings. The new subsection allows only the Director-General of Conservation or the Director-General’s nominee to do so.

Subclause (4) amends subsection (7) of the section to provide that the quorum required at meetings of the board is 4 directors. The quorum is presently 5 directors.

Subclause (5) substitutes the term “Chairperson” for “Chairman” in subsection (8) of the section.

Subclause (6) replaces subsection (9) of the section and provides for the directors present at any meeting of the board to elect one of their number to preside where the Chairperson is absent.

Clause 7 replaces section 10 of the principal Act. Section 10 presently provides for the appointment of an executive committee and special committees of the board of directors. The new section continues the provision for the appointment of special committees for particular purposes. Special committees may include persons who are not directors or members of the Trust.

Clause 8 effects an amendment to section 13 (2) of the principal Act that is consequential upon the repeal effected by *clause 5* of the Bill.

Clauses 9 effects amendments to section 16 of the principal Act that are consequential upon the amendments effected by *clauses 3 and 11* of the Bill.

Clause 10 amends section 17 (1) (f) of the principal Act and increases from \$200 to \$2,000 the maximum fine that may be imposed for the breach of any bylaw made by the board of directors under section 17 of the principal Act.

Clause 11 repeals section 18 of the principal Act, and substitutes *sections 18 and 18A* (which relate to employees of the board of directors).

New *section 18* provides for the appointment of employees.

Subsection (1) is new and enables the board to appoint a chief executive officer, and other officers and employees. Presently, these staff members are appointed under the State Sector Act 1988.

Subsection (2) substantially re-enacts the existing section 18 (2) of the principal Act and provides for the chief executive officer to be the chief administrative officer of the Trust.

Subsection (3) re-enacts the existing section 18 (3) of the principal Act and allows *subsection (1)* appointees to hold such office in conjunction with any office held in the Public Service.

Subsection (4) is new and provides that the remuneration of the chief executive officer shall be determined by the board in agreement with the State Services Commission.

Subsection (5) is new and provides that the remuneration of officers and employees other than the chief executive officer shall be determined by the board after consultation with the State Services Commission.

Subsection (6) re-enacts the existing section 18 (4) of the principal Act and enables the board to contract with persons to provide services to the board.

Subsection (7) re-enacts the existing section 18 (5) of the principal Act and enables the board to fix the remuneration of *subsection (6)* contractors.

Subsection (8) provides that the State Sector Act 1988 does not apply to persons appointed or engaged on contract under the new section.

New *section 18A* requires the board to operate a personnel policy based on sections 56 and 58 of the State Sector Act 1988. Those provisions set out the principle of being a good employer (section 56) and require that equal employment opportunities be provided (section 58).

Clause 12 effects an amendment to section 19 of the principal Act that is consequential upon the amendment to section 18 (as set out in *clause 11* of the Bill).

Clause 13 replaces section 22 (3) of the principal Act. The provision presently requires the consent of the Minister of Conservation and the Minister charged with the administration of the land to be obtained before an open space covenant is executed in respect of land that is subject to a Crown lease. The clause removes the requirement to obtain the consent of the Minister of Conservation in every such case. It will be sufficient in such cases to obtain the consent of the Minister charged with the administration of the land.

Clause 14 inserts into the principal Act new *section 22A* and provides for the variation of open space covenants executed under section 22 of the principal Act.

Clause 15 amends section 34 (5) of the principal Act and increases from \$500 to \$3,000 the maximum fine for offences against the Act.

Clause 16 effects consequential repeals.

Hon. Philip Woollaston

**QUEEN ELIZABETH THE SECOND NATIONAL
TRUST AMENDMENT (NO. 2)**

ANALYSIS

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A BILL INTITULED

An Act to amend the Queen Elizabeth the Second National Trust Act 1977

BE IT ENACTED by the Parliament of New Zealand as follows:

5 **1. Short Title**—This Act may be cited as the Queen Elizabeth the Second National Trust Amendment Act (No. 2) 1989, and shall be read together with and deemed part of the Queen Elizabeth the Second National Trust Act 1977* (hereinafter referred to as the principal Act).

10 **2. Interpretation**—(1) Section 2 of the principal Act is hereby amended by repealing the definition of the term “Chairman”, and substituting the following definition:

“ ‘Chairperson’ means the Chairperson of the Board.”

(2) Section 2 of the principal Act is hereby further amended
15 by repealing the definition of the term “Deputy Chairman”.

*1977, No. 102

Amendments: 1983, No. 90; 1987, No. 51; 1988, No. 208

3. Directors of Trust—(1) The principal Act is hereby amended by repealing section 4, and substituting the following section:

“4. (1) There shall be a board of the directors of the Trust consisting of the following persons: 5

“(a) A Chairperson and 3 directors, who shall each be appointed by the Minister in accordance with **subsections (2) and (3)** of this section:

“(b) Two directors elected by the members of the Trust in accordance with its rules. 10

“(2) Subject to **subsection (3)** of this section, the appointments to be made by the Minister under **subsection (1) (a)** of this section shall be made—

“(a) Following a public invitation that calls for nominations from interested agencies and organisations; and 15

“(b) Having due regard to—

“(i) Environmental and conservation values; and

“(ii) The interests of rural land owners; and

“(iii) The interests of the Maori community.

“(3) Before making any appointment under **subsection (1) (a)** of this section, the Minister— 20

“(a) Shall consult the Minister of Agriculture on the interests referred to in **subsection (2) (b) (ii)** of this section; and

“(b) Shall consult the Minister of Maori Affairs on the interests referred to in **subsection (2) (b) (iii)** of this section. 25

“(4) The Board shall have the executive control and management of the affairs of the Trust, and shall exercise and perform the functions, powers, and duties of the Trust in its behalf, and shall be responsible for its effective and efficient administration. 30

“(5) The powers of the Board shall not be affected by any vacancy in its membership.”

(2) Notwithstanding anything in **subsection (1)** of this section or in section 6 of the principal Act (as substituted by section 2 of the Queen Elizabeth the Second National Trust Amendment Act 1983),— 35

(a) The person who, immediately before the commencement of this Act, held office as a director of the Trust under section 4 (1) (a) of the principal Act shall continue to hold such office until a Chairperson is appointed under that provision (as substituted by **subsection (1)** of this section); 40

- 5 (b) The persons who, immediately before the commencement of this Act, held office under any of paragraphs (b) to (f) of section 4 (1) of the principal Act or continued to hold office by virtue of section 2 (2) of the Queen Elizabeth the Second National Trust Amendment Act 1988 shall continue to hold such office until the 3 directors (other than the Chairperson) are appointed under **section 4 (1) (a)** of the principal Act (as so substituted);
- 10 (c) The persons who, immediately before the commencement of this Act, held office under section 4 (1) (g) of the principal Act shall continue to hold such office until the expiration of the terms for which they have been appointed.

15 **4. Terms of office of directors**—Section 6 of the principal Act (as substituted by section 2 of the Queen Elizabeth the Second National Trust Amendment Act 1983) is hereby amended—

- 20 (a) By omitting from subsection (1) the words “paragraphs (a) to (f) of section 4 (1)”, and substituting the expression “**section 4 (1) (a)**”;
- (b) By omitting from subsection (2) the expression “section 4 (1) (g)”, and substituting the expression “**section 4 (1) (b)**”;
- 25 (c) By omitting from subsection (3) the expression “section 4 (1) (g)”, and substituting the expression “**section 4 (1) (b)**”.

5. Repeal—Section 8 of the principal Act is hereby repealed.

30 **6. Meetings of Board**—(1) Section 9 (3) of the principal Act is hereby amended by omitting the word “Chairman”, and substituting the word “Chairperson”.

(2) Section 9 (4) of the principal Act is hereby amended by omitting the words “Executive Officer”, and substituting the words “chief executive officer”.

35 (3) Section 9 of the principal Act is hereby further amended by repealing subsection (5) (as amended by section 3 (1) of the Queen Elizabeth the Second National Trust Amendment Act 1988), and substituting the following subsection:

40 “(5) The Director-General of Conservation or a senior officer of the Department of Conservation authorised by the Director-General to represent him or her for the purpose may attend

any meeting of the Board and speak on any question before the meeting, but may not vote on any question before the meeting.”

(4) Section 9 (7) of the principal Act is hereby amended by omitting the expression “5”, and substituting the expression “4”.

(5) Section 9 (8) of the principal Act is hereby amended by omitting the word “Chairman”, and substituting the word “Chairperson”.

(6) Section 9 of the principal Act is hereby further amended by repealing subsection (9), and substituting the following subsection:

“(9) Where for any reason the Chairperson is unable to preside at any meeting of the Board, the directors present shall elect one of their number to preside at that meeting.”

7. Special committees—The principal Act is hereby amended by repealing section 10, and substituting the following section:

“10. The Board may from time to time appoint special committees (including advisory and technical committees) for particular purposes, and such committees may consist of persons who are not directors or members of the Trust.”

8. Remuneration of directors and committees—Section 13 (2) of the principal Act is hereby amended by repealing paragraphs (a) and (b), and substituting the following paragraph:

“(a) The Chairperson; and”.

9. Rules of Trust—Section 16 of the principal Act is hereby amended—

(a) By omitting from subsection (1) (c) the expression “section 18 (4)”, and substituting the expression “section 18 (6)”:

(b) By omitting from subsections (1) (f), (4), and (5) the expression “section 4 (1) (g)”, and substituting in each case the expression “section 4 (1) (b)”.

10. Bylaws—Section 17 (1) (f) of the principal Act is hereby amended by omitting the expression “\$200”, and substituting the expression “\$2,000”.

11. New sections relating to appointment of employees substituted—The principal Act is hereby amended by repealing section 18, and substituting the following sections:

5 “**18. Appointment of employees**—(1) The Board shall from time to time appoint—

“(a) A chief executive officer, who shall have such designation as the Board may from time to time determine; and

10 “(b) Such other officers and employees of the Trust as may be necessary for the administration of its affairs.

“(2) The chief executive officer shall be the chief administrative officer of the Trust and, subject to the other provisions of this Act, shall be responsible to the Board for the efficient and economical administration of the affairs of the
15 Trust.

“(3) Any office held by any person appointed under **subsection (1)** of this section may be held in conjunction with any office held in the Public Service.

20 “(4) Any person appointed under **subsection (1)(a)** of this section shall be employed on such terms and conditions of employment as the Board from time to time determines in agreement with the State Services Commission.

25 “(5) The persons appointed under **subsection (1)(b)** of this section shall be employed on such terms and conditions of employment as the Board from time to time determines after consultation with the State Services Commission.

30 “(6) Subject to the rules of the Trust, the Board may from time to time enter into contracts with persons, on such terms and conditions as it thinks fit, to provide such services or perform such work for the Trust as the Board may require.

“(7) Subject to the rules of the Trust, the persons engaged on contract under **subsection (6)** of this section shall be paid such remuneration as the Board may determine.

35 “(8) Except as otherwise provided in this Act, nothing in the State Sector Act 1988 shall apply in relation to any officer or employee of the Board, or to any person engaged on contract under **subsection (6)** of this section.

40 “**18A. Employment principles**—The Board shall operate a personnel policy that complies with the principle of being a good employer by following, subject to this Act, as closely as possible and as if the Board were the chief executive of a Department, the provisions of sections 56 and 58 of the State Sector Act 1988.”

12. Status of directors, members, committees, and persons engaged on contract—Section 19 of the principal Act is hereby amended by omitting the expression “section 18 (4)”, and substituting the expression “section 18 (6)”.

13. Open space covenants—Section 22 of the principal Act is hereby amended by repealing subsection (3) (as substituted by section 65 (1) of the Conservation Act 1987), and substituting the following subsection:

“(3) In the case of a Crown lease, the consent of the Minister charged with the administration of the land shall be required to the execution of the covenant; and that Minister may consent subject to the inclusion of any conditions in the open space covenant, and may agree to a reduction in rent if, having regard to the basis for fixing the rent, it appears fair and equitable to do so.”

14. Variation of open space covenants—The principal Act is hereby amended by inserting, after section 22, the following section:

“22A. (1) Subject to subsection (2) of this section, the terms and conditions of an open space covenant executed under section 22 of this Act may be varied by a memorandum of variation executed by the Board and the covenantor.

“(2) Any consent required by section 22 of this Act to the execution of an open space covenant shall also be required in the case of any variation of that covenant under this section.

“(3) On application by the Board, the District Land Registrar for the land registration district concerned shall enter in the appropriate folium of the register relating to the land that is subject to the burden of the covenant a notification of a memorandum of variation executed under this section.

“(4) Where the variation of a covenant alters the area of the land to which the covenant relates and that land is comprised in a certificate or other instrument of title, the District Land Registrar may require the deposit of a plan in accordance with section 167 of the Land Transfer Act 1952.”

15. Offences—Section 34 (5) of the principal Act is hereby amended by omitting the expression “\$500”, and substituting the expression “\$3,000”.

16. Repeals—The following enactments are hereby consequentially repealed:

*Queen Elizabeth The Second National Trust
Amendment (No. 2)*

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- (a) Section 3 of the Queen Elizabeth the Second National Trust Amendment Act 1983:
- (b) So much of the Second Schedule to the Conservation Act 1987 as relates to section 22 (3) of the principal Act:
- 5 (c) So much of Part A of the First Schedule to the State-Owned Enterprises Amendment Act 1987 as relates to the principal Act:
- (d) Sections 2 (1) and 3 (1) of the Queen Elizabeth the Second National Trust Amendment Act 1988.