

Waitaki Power Trust
100% Shareholder of Network Waitaki Limited



Trustee Induction Guide

Waitaki Power Trust

Contents

Page 3	Trustee Induction Check list
Page 4	Policies and Procedures
Page 5	Overview of the Organisations <ul style="list-style-type: none">- Network Waitaki Ltd- Waitaki Power Trust
Page 6	The Company – Network Waitaki Ltd <ul style="list-style-type: none">- Vision Statement/Mission Statement- Company Profile- Statement of Corporate Intent (SCI)- Annual General Meeting- Constitution
Page 7	<ul style="list-style-type: none">- Director Remuneration- Asset Management Plan- Community Initiatives- Education Opportunities- Quarterly Meeting with the Trust
Page 8	<ul style="list-style-type: none">- Website/Facebook- End of Year Function
Page 9	Waitaki Power Trust – Shareholders <ul style="list-style-type: none">- Monthly Meetings- Financial Overview- Annual General Meeting- Risk Management
Page 10	<ul style="list-style-type: none">- Health and Safety- Support – Legal and Financial Advisers- Website- Annual General Meeting- Support/Training and Development- Conferences- Other opportunities
Page 11	<ul style="list-style-type: none">- Trust Deed- Trust Elections- Trustee Remuneration- Trust Ownership Review- Communit Events and Initatives- End of Year
Page 12	Glossary of Terms <ul style="list-style-type: none">- Electricity Industry Terms
Page 13	<ul style="list-style-type: none">- Substation Abbreviations- Transpower sites

Trustee Induction Check List

	Meet the Chair	Notes
	<p><i>The Chair will introduce you to:</i></p> <ul style="list-style-type: none"> <input type="checkbox"/> Meeting Procedures <input type="checkbox"/> Opportunity to ask questions <input type="checkbox"/> Meet the NWL Key Staff <p><i>For this session, please read the following:</i></p> <ul style="list-style-type: none"> <input type="checkbox"/> Trustee Code of Conduct <input type="checkbox"/> Trustee Code of Ethics <input type="checkbox"/> Strategic Plan 	
	<p>Setting Up</p> <p><i>The Secretary will arrange:</i></p> <ul style="list-style-type: none"> <input type="checkbox"/> Log in to BoardPro (Meeting Software) <input type="checkbox"/> Email Address <input type="checkbox"/> Business Cards <input type="checkbox"/> Apple iPad <input type="checkbox"/> List of Trustees' contact details <input type="checkbox"/> Vest with Logo <input type="checkbox"/> Name Badge <input type="checkbox"/> Subscription to Energy News <input type="checkbox"/> Login to the ETNZ Website <p><i>We need you to:</i></p> <ul style="list-style-type: none"> <input type="checkbox"/> Provide a brief profile about yourself and why you wanted to be a Trustee (For the website) <input type="checkbox"/> Provide full legal name (for documentation) <input type="checkbox"/> Provide a photo (For website) <input type="checkbox"/> Provide a contact number (if not already known) <input type="checkbox"/> Provide bank details (payment of Trustee fees) <input type="checkbox"/> See Lichelle for BroadPro Tips <input type="checkbox"/> Complete Interest Register (BoardPro) <input type="checkbox"/> Provide an electronic signature <input type="checkbox"/> Complete other relevant documentation <input type="checkbox"/> Contact Secretary with any queries secretary@waitakipowertrust.co.nz 	

Policies and Procedures

All the policies and procedures are reviewed every three years. A review is expected to take no longer than three months.

The Annual Planner details the month and year a policy is due for review and a lead is appointed at the monthly meeting. The aim is to share the load and tap into Trustee skill sets around reviewing policies and procedures.

Waitaki Power Trust Policies and Procedures	
Trust Deed	Outlines the responsibilities and powers of the Trustees who manage the Trust Assets for the benefit of the Consumers.
Strategic Plan	Three yearly Long Term Objectives and Action Plan.
Trustees' Manual (Resource)	Provided by ETNZ as an electronic document of Key Information for Trustees.
Trustee Roles and Responsibilities	Assist Trustees to understand the legislative requirements of the role and core responsibilities.
Trustee Code of Conduct	The Code sets out key principles that govern the conduct of Trustees, both individually and collectively.
Trustee Code of Ethics	This Code of Ethics document outlines the ethical responsibilities for the position of Trustee. Sign as an agreement to adhere to.
Interaction and Communication between WPT and NWL	Guidelines relating to access and correspondence to NWL.
Fraud and Corruption Policy	Internal Procedures to prevent and detect theft and fraudulent actions.
Reimbursement of Out of Pocket Expenses on Trust Business Policy	Guidelines on Reimbursements from Trust Business.
Payments Policy	Management procedure for payments.
Urgent Action Policy	Procedure for handling urgent correspondence and or decisions in between Trust meetings.
Director Appointment, Performance Review and Remuneration	Outlines the policy/procedures for Director Appointments/Renumeration/Performance Reviews.
Conflict of Interest Policy	Managing Conflicts of Interest.
Secretary Appointment Procedure	Procedure for appointing Secretary.

Overview of the Organisation

Network Waitaki Ltd and the Waitaki Power Trust are entities involved in the management and operation of electricity distribution and related services in the Waitaki Region. Here's a brief overview of their governance structures:

Network Waitaki Ltd:

Network Waitaki Ltd is the electricity distribution company responsible for managing the electricity network in the Waitaki region. The governance structure typically includes:

Board of Directors: The company is governed by a Board of Directors. The directors are appointed based on their expertise and experience in relevant fields such as energy, finance, law, and governance. They have a fiduciary duty to act in the best interests of the company and its stakeholders.

Management Team: Under the direction of the Board, there is a management team responsible for day-to-day operations, strategic planning, and implementation of policies.

Shareholders: Network Waitaki Ltd have shareholders which is the Waitaki Power Trust who own the company and it is 100% Consumer owned company.

Waitaki Power Trust:

The Waitaki Power Trust is a 100% Consumer-owned trust that holds shares in Network Waitaki Ltd on behalf of electricity consumers in the Waitaki district. Its governance structure typically includes:

Trustees: The Waitaki Power Trust is governed by trustees who are elected by electricity consumers within the Trust's area of operation every three years. Trustees are responsible for overseeing the Trust's affairs and representing the interests of the beneficiaries (electricity consumers).

Annual General Meeting (AGM): The Trust holds an AGM where trustees report on the Trust's activities, financial performance, and strategic direction. Consumers can attend these Public meetings, ask questions, and vote on important matters affecting the Trust.

Management: The Trust have a secretary to provide administrative support to help Trustees in carrying out their duties and responsibilities.

Strategic Decision Making: Trustees make decisions on behalf of the Trust, such as voting on matters related to Network Waitaki Ltd, advocating for consumers' interests, and ensuring transparency and accountability in the management of Trust assets.

Overall, both Network Waitaki Ltd and the Waitaki Power Trust operate with the goal of ensuring reliable electricity distribution and representing the interests of electricity consumers in the Waitaki region, albeit with distinct roles and governance structures reflecting their respective functions as an operational company and a consumer-owned trust.

The Company – Network Waitaki Ltd

Vision Statement

Vision Powering a vibrant Waitaki

Mission Statement

Promoting regional growth and wellbeing through the provision of innovative and sustainable energy solutions for our customers

Company Profile

Network Waitaki is an electricity distribution company that distributes electricity from the national grid to consumers' properties. Network Waitaki does not generate or sell electricity; these functions are provided by electricity generators and electricity retailers. Network Waitaki's core business is the provision, operation, and management of electricity lines infrastructure.

Statement of Corporate Intent

The Statement of Corporate Intent (SCI) for Network Waitaki outlines the strategic direction, objectives, and performance expectations for the organization.

The SCI for Network Waitaki Ltd is submitted to the Waitaki Power Trust by the Board of Directors of NWL and sets out the Directors' overall intentions and objectives for the company for the financial year.

Network Waitaki Annual General Meeting

The Network Waitaki Annual General Meeting is held at the Network Waitaki Board Room. It is held with Network Waitaki Management staff, Network Waitaki Board of Directors and the shareholders – Waitaki Power Trust Trustees.

It is held on the last Monday of June which is a monthly meeting for the Board of Directors. Trustees are invited to a lunch before the meeting.

The meeting will consist of the presentation of:

- Auditors Report
- Annual Report and Financial Statements
- Appointment of Directors (if any)
- Remuneration of Directors (this is reviewed annually)
- Remits to Constitution (if any)
- General Business

NWL Constitution

Network Waitaki Ltd have their governing document to operate their organisation.

NWL Director Remuneration

The Board of Directors Remuneration are reviewed annually by the Trust and is effective from 1st of July. It is approved by the Trust and presented at the Network Waitaki Annual General Meeting held in June and to be approved by the Shareholders. (Trustees).

The guidelines for reviewing remuneration is set out in the Director Appointment, Performance Review and Remuneration Policy.

NWL Asset Management Plan

The Asset Management Plan (AMP) for Network Waitaki outlines how the organisation manages its assets to ensure the reliable delivery of electricity services, network planning and investment over the next ten years.

NWL Community Initiatives

Network Waitaki support initiatives that make a difference to the community by:

- Sponsoring the Otago Southland Helicopter Trust (three yearly sponsorship)
- Sponsoring variety of community organisations who can apply for sponsorship annually

NWL Education Opportunities

Network Waitaki offers career opportunities in engineering and the power sector with employment opportunities within the organisation.

NWL Quarterly Meetings with the Trust

The NWL Chair and NWL CEO meeting with the Trust quarterly at a monthly meeting to do a presentation and to provide an update on business activities and an opportunity for the Trust to ask questions and provide feedback.

NWL Website/FaceBook

The Network Waitaki's website provides information about the company.

It covers aspects like:

Services - Details on electricity distribution, maintenance, and upgrades to the network.

Safety - Information on safety practices and advice for customers and contractors.

Customer Support - Resources for customers, including how to report outages and contact details for assistance.

Sustainability - Initiatives and commitments to sustainable energy practices.

Community Engagement - Information on community involvement and support programs.

Network Waitaki's Facebook page serves as a platform for the company to engage with the community and provide updates. It usually features:

Updates and Announcements - Information on outages, maintenance work, and service improvements.

Safety Tips - Advice on electrical safety and emergency procedures.

Community Initiatives - Highlights of community events, sponsorships, and local projects.

Customer Interaction - A space for customers to ask questions, share feedback, and stay informed.

Overall, it aims to foster communication and transparency with the public. Check out both the website and Facebook page. Visit website: www.networkwaitaki.co.nz.

End of Year Function

The Company have an end of year function in early December for Staff, Directors and Trustees.

Waitaki Power Trust – The Shareholders

Monthly Meetings

Meetings are held monthly on allocated basis of the 2rd Wednesday of the month from 8.30am to 12.30pm.

The Schedule for the year is set so NWL know when the meetings are and also from time to time meetings are rescheduled due to not having a quorum or moved to the 3rd Wednesday due to conferences being held on the 2nd week.

Financial Overview

Waitaki Power Trust has it's own bank account through ANZ Bank Oamaru.

Invoices are presented at the monthly meeting and are approved by the Trust. The secretary sets up payments which are authorised and approved by two Trustee signatories.

The Trust operates with funds from a dividend paid by NWL in August each year.

A request for a dividend to NWL is made 12 months in advance before September each year to coincide with the commencement of NWL budgeting process. This assists with the operating costs of the Trust.

The Trust have their accounts audited by PricewaterhouseCoopers. (Christchurch)

Network Waitaki Ltd Financial Team assist with preparation of the accounts for auditing.

WPT will do a tentative budget for the financial year – operating costs.

The Annual Accounts consists of:

- Annual Review of activities and financial year where Trustees are allocated a topic to write about and contribute as a collaborative review. It is checked by NWL before being inserting in the Annual Report.
- The Annual Report is finalised with approval and signatures at the monthly July meeting.

Risk Management

The Waitaki Power Trust are insured and use Marsh Limited for insurance which is reviewed annually.

Insurances include Public Liability Insurance and Trustee Liability Insurance.

Renewal process begins in June and approved at the August meeting for the term is from and to 1 September each year.

Insurance – Trustees are provide with an Ipad and that it be covered by Trustee's personal insurance.

Health and Safety

Covered when on site at Network Waitaki Ltd for meetings. We don't have premises. We will occasionally use other venues for Trust work.

E.g Director Interviews which are done off site.

Support from Legal and Financial Advisors

Ben Nettleton (Lawyer)

Berry and Co (Lawyer)

PwC Christchurch (Auditors)

Waitaki Power Trust Website

The Trust have a website which was launched in 2021. The website was created by Fluid.co.nz. It is managed and updated by the secretary. General Minutes and relevant information are uploaded. Visit website: www.waitakipowertrust.co.nz.

Waitaki Power Trust Annual General Meeting

The Waitaki Power Trust's Annual General Meeting is held on the last Monday of July annually to coincide with the Board of Director meetings also held on that day. This enables the Directors to attend the Annual General Meeting.

The Annual Report is presented, along with Trust Activities, financial performance, and future plans are discussed. Stakeholders and consumers also have an opportunity to ask questions and provide feedback.

Support/Training and Development

Conferences

Trustees can attend two conferences per year organised by ETNZ. ETNZ offers education, speakers, and an opportunity to network with other Trustees. NWL Directors are invited to attend. It is held over two days – full day Thursday and half day Friday (finishing Mid-day)

- Autumn Conference in Wellington in May of each year. Normally held in the 2nd week on the Thursday and Friday.
- Spring Conference is in a location where an Energy Trust will host and is held in the 2nd week of November on a Thursday and Friday

Other Opportunities

If there is a training opportunity which you would like to pursue to assist with your role of Trustees – please inform the Trust. Trustees can from time to time suggest training opportunities and further development.

Waitaki Power Trust - Trust Deed

The Trust Deed is the founding and legal document that outlines the framework for how the trust operates.

Trust Elections

An election is every three years for three trustees. The nomination process opens in the month of July and the voting process is completed by the end of August. New Trustees officially begin their term on the 1st October.

Trust's beneficiaries are represented by five trustees, elected for a three year term on a rotational basis with three trustees to be elected at the elections.

An Election Service provider is used to facilitate the election process.

Trustee Remuneration

Trustees are paid quarterly remuneration in March, June, September and December. Review of remuneration is done annually which will take effect from 1 October.

Trust Ownership Reviews

The Waitaki Power Trust Ownership Review is done every ten years which involves the assessment of the ownership structure, financial performance and strategic objectives, governance structure and future planning. There is community engagement with the beneficiaries to gather their feedback with the satisfaction of the Trust's performance and ownership structure.

Community Events and Initiatives

The Trust take part and have a stall at the A & P Show annually in February. This is to promote, provide information and to engage with the community on the role of the Trust.

End of Year

The Trust will have a function in early December and commence with a holiday break till the end of January with meetings resuming in February.

Glossary of Terms

ELECTRICITY INDUSTRY TERMS

BS	Air Break Switch
AMP	Asset Management Plan
AUFLS	Automatic Under Frequency Shedding
CC	Commerce Commission (also referred to as ComCom)
CB	Circuit Breaker
CBS	Circuit Breaker Switch (Associated with RMU)
DB	Distribution Box
DG	Distributed Generation
DRC	Depreciated Replacement Cost
Dx	Distribution
EA	Electricity Authority
EEA	Electricity Engineers Association
EECA	Energy Efficiency and Conservation Authority
ENA	Electricity Networks Association
ESS	Energy Safety Service
FN	Fault Indicator
FOS	Fused Oil Switch
FU	Branch Fuses
GIS	Geographical Information System
GXP	Grid Exit Point
HF	Transformer Fuses
ICP	Installation Connection Point
L/A	Lightning Arrestors or Surge Diverters
LBS	Load Break Switch
LK	Solid Links
LMS	Load Management System
MCP	Meter Connection Point
N	Single line or transformer – no back up
N-1	Dual lines and/or transformers – back up
NDP	Network Development Plan
NOIC	North Otago Irrigation Company
NRM	National Reconciliation Manager
NWL	Network Waitaki Ltd
ODRC	Optimised Depreciated Replacement Cost
ODV	Optimised Deprival Valuation
OS	Oil Switch
PCC	Point of Common Coupling
POS	Point of Supply
RC	Replacement Cost
RECL	Recloser
RMU	Ring Main Unit
SAIDI	System Average Interruption Duration Index
SAIFI	System Average Interruption Frequency Index per year
SCADA	Supervisory Control and Data Acquisition
SEC	Sectionaliser

SD	Refer L/A
SFB	Service Fuse Box
SMEI	Safety Manual – Electricity Industry
SMS	Safety Management System
TPM	Transmission Pricing Methodology
TPNZ	Transpower NZ Ltd
TSW	Tie Switch
Tx	Transmission or Transformer
VOLL	Value of Lost Load
WDC	Waitaki District Council
ZS	Zone Substation

SUB-STATION ABBREVIATIONS

BPT	Black Point
CHE	Chelmer
DUN	Duntroon
EAS	Eastern Rd
ENF	Enfield
FIV	Five Forks
HAM	Hampden
KUR	Kurow
MAH	Maheno
NGA	Ngapara
OHA	Ohau
OMA	Omarama
OTE	Otematata
PAP	Papakaio
PAR	Parsons Road
PUK	Pukeuri
RED	Redcastle
RUA	Ruataniwha
WES	Weston Switching Station

TRANSPower SITES

BTK	Black Point
GNV	Glenavy
LIV	Livingstone
OAM	Oamaru
TWZ	Twizel
WTK	Waitaki