

**AIRWAYS CORPORATION OF NEW ZEALAND LIMITED**

**MINUTES OF BOARD OF DIRECTORS  
OF AIRWAYS CORPORATION OF NEW ZEALAND LIMITED  
BY ZOOM VIDEO CONFERENCE  
THURSDAY 22 JULY 2021 AT 9:00AM TO 1:00PM**

**Present:** Denise Church (Chair), Mark Pitt (Deputy Chair), Darin Cusack, John Holt, Lisa Jacobs, Paula Jackson, Mark Hutchinson and Nicola Greer

**Apologies:** Nil

**In attendance:** Graeme Sumner, Chief Executive Officer  
James Young, Chief Financial Officer  
Katie Bhreatnach, GM Customer and Regulatory Partnerships  
Kim Nichols, Head of Safety & Assurance

**BOARD ONLY TIME**

The Board met for Board only time from approximately 9:00AM to 9:30AM.

The Board and CEO met without management present from approximately 9:30AM to 10:00AM.

**FORMAL BOARD AGENDA (commenced at approximately 10:00AM)**

**ITEM 2.0 BOARD MATTERS**

**Item 2.1 *Continuous Disclosure***

No Matters raised.

Item 2.2      ***Register of Directors Interests***

The Board **noted** the amended Register of Directors' Interests. The Chair and Mark Hutchinson are working on a project for Treasury on Board appointments.

Item 2.3      ***Minutes of Board Meetings held 30 June 2021***

The Board **approved** the minutes of the previous board meeting held 30 June 2021 as a true and correct record of that meeting. (moved by Paula Jackson, seconded by Darin Cusack).

Item 2.3a     ***Minutes of Board Meetings held 22 June 2021***

The Board **approved** the minutes of the previous board meeting held 22 June 2021 as a true and correct record of that meeting. (moved by Paula Jackson, seconded by Darin Cusack).

Item 2.4      ***Matters Arising and Action Items from the April Meeting***

The Board **noted** the Matters Arising and Action Items from the April meeting.

**ITEM 1.0      STRATEGIC PAPERS AND PRESENTATION**

Item 1.1      ***Service Framework Consultation Decision***

The Board **noted** management's observations on stakeholder feedback, sought clarification on the available options and noted that future safety, efficiency and right sizing will require future discussions with stakeholders about the shape of the Service Framework. The Board **approved** the Service Framework Consultation Decision. The Board noted management will pursue further work in this area in partnership with our stakeholders and requested to hear back from management on our proposed programme of work and analysis including modelling that we will use to proactively position ourselves in the MoT review of the aviation system of the future and shareholder discussions on where we are heading. (moved by Lisa Jacobs, seconded by John Holt).

*The Board took a break from 11:35AM to 11:45AM.*

Item 1.2      ***NERA Pricing Framework***

The Board **noted** the pricing framework proposals we wish to consult on, subject to further modelling regarding GA. The Board **noted** that management will draft a pricing and commercial framework consultation paper for Board approval in August (including a timeline for the subsequent reset), together with a project plan, risks, identification of key decision points and board feedback loops, scenarios and off ramps.

The board noted that incentives are an important piece of work, but are a bigger piece of work, and would be better assessed as part of system change (for instance in the context of the MoT review).

ACTION: James to bring back information on GA options at the August Board meeting

**ITEM 3.0      HEALTH AND SAFETY**

Item 3.1      ***Board Company Safety Report***

The Board **noted** the Company Safety Report, including Presage Safety Culture Review and the Customer Safety Conference.

**ITEM 4.0      PERFORMANCE AGAINST BUSINESS PLAN**

Item 4.1      ***CEO Executive Summary and Company Performance Report***

The Board **noted** the CEO Executive Summary and Company Performance Report.

**ITEM 6.0      PAPERS FOR INFORMATION**

Item 6.1      ***Airfield Power and Lighting Update July 2021***

The Board **noted** the Airfield Power and Lighting Update July 2021, and requested an in-depth report in August in light of learnings.

Item 6.2      ***Development Activities for Executive Leadership Team***

The Board **noted** the Development Activities for Executive Leadership Team, and requested a further update at the Strategy offsite in October.

Item 6.3      **Safety Committee Minutes**

The Board **noted** the Safety Committee Minutes dated 19 May 2021.

**ITEM 7.0      OTHER MATTERS**

Item 7.1      **Next Board Meeting Arrangements**

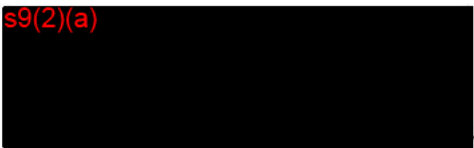
The next Board meeting will be held on Thursday 24 August 2021 in Airways offices in Auckland. The Board requested an update on system initiatives.

Item 7.2      **Board Work Plan 2021**

The Board **noted** the work plan for 2021. The programme of meetings for next year has been circulated and is close to being finalised.

**CLOSE OF MEETING**

There being no further business, the meeting concluded at approximately 1:01PM.

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Chair

Date