



18 March 2021

John Luke

Dear John,

9 FEBRUARY 2021: OFFICIAL INFORMATION ACT REQUEST

In your email to the New Zealand Film Commission (**NZFC**) dated 9 February 2021, you requested the full Board meeting minutes for 2019 and 2020 under the Official Information Act 1982 (OIA).

Appendix 1 sets out all 2019 and 2020 NZFC Board meeting minutes.

Information has been withheld under section 9(2)(b)(ii) of the OIA to protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information.

Please be aware that you have the right, by way of complaint to the Ombudsman under section 28(3) of the OIA, to seek an investigation and review of our response.

Yours sincerely

A handwritten signature in black ink, appearing to read 'T Hancock'.

Tayla Hancock
Policy Advisor
New Zealand Film Commission

MINUTES: 258th NZFC BOARD MEETING

19th and 20th February 2019: Held at NZFC, Level 3, 119 Ghuznee St, Wellington

1.2

Present: K Prendergast (Chair), T Greally, P Jalfon, J McCay, B O'Riley

Apologies: J Hastings, P Tyson-Nathan

In Attendance: A Sheehan, M Ivancic and A Cribb for all items

0.1 The meeting commenced at 2pm, adjourned at 6pm on Tuesday 19th, and reconvened at 8.30am on Wednesday 20th February.

1 PROCEDURAL

1.1 The Board **NOTED** the resignation of Ian Taylor (effective 3 December 2018). The Chair wrote and thanked him for his service.

1.2 The Board **NOTED** the Conflicts of Interest Register.

- Compass Health Trustee & Advisor to Employment of Women to be removed from K Prendergast interests.
- Booktrack Holdings Ltd to be removed from T Greally interests.

1.3 The draft minutes of the 257th Board meeting held on 26th and 27th November 2018 were **APPROVED**.

Moved by B O'Riley; Seconded by T Greally

1.4 The Board was updated on progress on actions arising as outlined in the Actions Register and the Board **NOTED** the update.

- K Prendergast briefed the Board on her meeting with Minister Sepuloni and phone conversation with Minister Robertson.

Moved by J McKay; Seconded by B O'Riley

1.5 The Summary of Recommendations was **NOTED** and each recommendation was addressed following discussion on the relevant paper.

2 BOARD ACTION ITEMS/RECOMMENDATION

2.1 *Shadow in the Cloud*

L Saunders spoke to the paper. [REDACTED]

[REDACTED]. After discussion the Board

RESOLVED to APPROVE:

1. The NZFC making a conditional offer of equity investment of up to \$1,250,000 (inclusive of any NZFC development loans and advanced equity) to *Shadow in the Cloud*, subject to the NZFC's usual terms and conditions, including:
 - Written confirmation from the producer that they hold the necessary intellectual property rights to produce the film;
 - Approval of the proposed SPV structure and its directors;
 - Approval of the NZ distributor, NZ distribution strategy, agreements and MG terms;
 - Clarity and approval of the finance plan and recoupment elements, including written offers, timing and terms of investment for all elements of the finance plan.

The Board **NOTES** that:

1. In addition to the usual terms and conditions, staff will require that the producer satisfies the following pre-closing conditions specific to this project (to be met prior to the commencement of any contracting with the NZFC):
 - [REDACTED]
2. Staff may be asked that pre-closing funds be advanced during early pre-production. Staff will work within the usual \$300,000 cap (inclusive of any NZFC development funding and advanced equity).
3. [REDACTED].

Moved by J McCay; Seconded by B O'Riley

2.2a Late Application - [REDACTED]

The Board **ACCEPTS** [REDACTED] as a late application for [REDACTED] at the February Board meeting, [REDACTED]
[REDACTED]

2.2 [REDACTED]

L Saunders spoke to the paper. After discussion the Board **RESOLVED to APPROVE:**

[REDACTED]

[REDACTED]

[REDACTED]

b.

The Board **NOTES** that:

Moved by K Prendergast; Seconded by T Greally

2.3 *Mothers of the Revolution*

Additional staff analysis papers were tabled and a video from Director B March outlining her vision, was presented by L Saunders. After discussion the Board **RESOLVED** to APPROVE:

1. The NZFC making a conditional offer of equity investment of up to \$500,000 (inclusive of any NZFC development loans and advanced equity, but excluding the \$100,000 development grant) to Mothers of the Revolution, subject to the NZFC's usual terms and conditions, including:
 - Written confirmation from the producer that they hold the necessary intellectual property rights to produce the film;
 - Approval of the proposed SPV structure and its directors;

- [REDACTED]
 - Approval of the NZ and Australia distributor, distribution strategy, agreements and MG terms;
 - Clarity and approval of the finance plan and recoupment elements, including written offers, timing and terms of investment for all elements of the finance plan; and
2. [REDACTED]

The Board NOTES that:

1. In addition to the usual terms and conditions, staff will require that the producer satisfies the following pre-closing conditions specific to this project (to be met prior to the commencement of any contracting with the NZFC):
 - [REDACTED]
 - A full revised letter of offer from the Completion Bond.
2. Staff may be asked that pre-closing funds be advanced during early pre-production. Staff will work within the usual \$300,000 cap (inclusive of any NZFC development funding and advanced equity).

Moved by K Prendergast; Seconded by T Greally

2.4 *Cousins*

The Board discussed the paper. After discussion the Board requested that this application be transferred to Te Rautaki, for which it fulfills all requirements. The Board RESOLVED to **APPROVE**:

1. The NZFC making a conditional offer of equity investment of up to \$1,717,060 (inclusive of any NZFC development loans and advanced equity) to *Cousins*, subject to the NZFC's usual terms and conditions, including:
 - Written confirmation from the producer that they hold the necessary intellectual property rights to produce the film;
 - Approval of the proposed SPV structure and its directors;

- Approval of the NZ and Australia distributor, distribution strategy, agreements and MG terms;
- Clarity and approval of the finance plan and recoupment elements, including written offers, timing and terms of investment for all elements of the finance plan.

NOTE that:

1. In addition to the usual terms and conditions, staff will require that the producer satisfies the following pre-closing conditions specific to this project (to be met prior to the commencement of any contracting with the NZFC):
 - [REDACTED]
 - Updated bond letter reflecting up to date budget and script.
2. Staff may be asked that pre-closing funds be advanced during early pre-production. Staff will work within the usual \$300,000 cap (inclusive of any NZFC development funding and advanced equity).

Moved by J McCay; Seconded by P Jalfon

2.5 **Raid**

The Board discussed the paper. After discussion, the Board **RESOLVED** to **APPROVE**:

The NZFC providing Board Development Funding of *up to* \$30,000 [REDACTED]

Moved by T Greally; Seconded by B O'Riley

2.6 [REDACTED]

The Board discussed the paper and attached correspondence, and **AGREED** [REDACTED]

Moved by K Prendergast; Seconded by J McCay

2.7 International Co-Development Fund

The Board discussed the paper. After discussion, the Board **RESOLVED** to **APPROVE** from the FY2019/20 the:

- expansion of the NZFC's current official co-production development support beyond solely feature films to also include high end series drama projects proposed as official co-productions that have both an international co-producer(s) and contributory/matched co-development funding in place;
- creation of the International Co-Development Fund, replacing the existing Co-Production Development Fund, comprising Official Feature Film & Series Drama Co-Productions and Series Drama Market Partnerships strands with a per project cap of \$50,000 as a grant;
- delegation of authority to make funding decisions for the International Co-Development Fund to a panel made up of the Chief Executive Officer, Chief Operating Officer, Head of International Relations and Head of Development & Production.
- International Co-Development Fund's annual budget allocation of \$400,000.
- All use of the word '*consult*' to be removed from NZFC guidelines and rules and a suitable replacement such as 'approval by' to be inserted.
- Staff to develop full ICF criteria to implement for FY2019/20.

Moved by T Greally; Seconded by P Jalfon

2.8 Te Rautaki Fund - He Pounamu Te Reo Film Initiative

The Board discussed the paper. After discussion the Board **RESOLVED** to **APPROVE**:

The NZFC establishing a sub-committee for He Pounamu Te Reo Māori Feature Film Initiative to enable decisions outside of the May and July 2019 Board rounds. The sub-committee will be made up of the NZFC Board Chair, a Māori Board member, and the Chief Executive Officer. The sub-committee will be briefed by the Head of Development & Production and Pouwhakahaere in making decisions.

Moved B O'Riley; Seconded by J McCay

2.9 Te Rautaki Fund - He Ara

The Board discussed the paper. After discussion, the Board **RESOLVED** to **APPROVE**:

- Adjusting the current decision-making delegation for He Ara to require the Head of Development & Production and Head of Talent Development to work with the Pouwhakahaere in funding decisions; and
- Increasing the budget allocation for the 2018/19 financial year to \$150,000 (from the previous budgeted amount of \$75,000).

Moved by T Greally; Seconded by P Jalfon

2.10 Te Rautaki Fund - Delegations

The Board discussed the paper. After discussion, the Board **RESOLVED** to **APPROVE**:

- Amending delegations for the EXISTING initiatives as follows:

Te Aupounamu Māori Screen Excellence Award (previously Māori Talent Success Fund)
Acknowledging excellence in the Māori film sector

Maximum per application: \$50,000 (maximum 2 awarded per annum)

Budget Per Annum: \$100,000 per annum

Primary Decision Maker: Chief Executive

Input from: Pouwhakahaere, Head of Talent Development, Ngā Aho Whakaari delegate

Aho Shorts

Devolved fund for the production of short films by Māori

Maximum per application: up to \$10,000 per application

Budget Per Annum: \$60,000 per annum
Primary Decision Maker: Pouwhakahaere and Head of Talent Development
Input from: Ngā Aho Whakaari delegate

- Adding delegations to the NEW previously approved Māori initiatives as follows (note that BOLD text reflects adjustments to previous Board approvals):

Te Reo Development Fund

Flexible fund for development of Te Reo Māori shorts, features and online content

Maximum per application: up to \$50,000 (company/organisation) and \$10,000 (individual) per application

Budget Per Annum: \$100,000 per annum

Primary Decision Maker: Pouwhakahaere; Head of Development and Production

Input from: Head of Talent Development

Rangitahi Youth Development Fund

Grants for collectives and organisations to run programmes for young Māori creatives

Maximum per application: up to \$50,000 (company/organisation) and \$10,000 (individual) per application

Budget Per Annum: \$75,000 per annum

Primary Decision Maker: Pouwhakahaere; Head of Talent Development

Input from: N/A

Māori Feature Film Support and Development Fund

Bespoke support for Māori filmmaking teams funded through Te Rautaki Feature Film Initiative

Maximum per application: Up to \$80,000 per application

Budget Per Annum: \$80,000 per annum

Primary Decision Maker: Head of Development and Production

Input from: Pouwhakahaere; Head of Talent Development

Tuakana Teina Fund (Mentoring support for Māori producers, directors and writers)

Mentoring support for Māori producers, directors and Writers working with Māori talent.

Maximum per application: up to \$50,000 (company/organisation) and \$10,000 (individual) per application

Budget Per Annum: \$75,000 per annum
Primary Decision Maker Pouwhakahaere; Head of Talent Development
Input from: Head of Development and Production

Moved by T Greally; Seconded by P Jalfon

2.11 Nga Pouwhenua

The Board discussed the paper and AGREED on a longer application timeframe of 5-6 weeks, so that applications close one week later, with a similar one week reduction of assessment time. The Board **RESOLVED** to **APPROVE**:

- FY2018/19, the creation of a Ngā Pouwhenua Joint Indigenous Initiative and a one-off budget allocation of up to \$ [REDACTED]
- FY2019/20, a one-off budget allocation of up to [REDACTED], comprising production funding for short films developed by [REDACTED] pursuant to this Initiative, with a per team cap of up to [REDACTED];
- delegation of authority to make funding decisions for the Ngā Pouwhenua Joint Indigenous Initiative to a panel made up of the Chief Executive, Head of Development and Production, Head of Talent Development and Pouwhakahaere.
- The CEO can approve the appointment of the New Zealand Series Producer and agrees that Board approval does not need to be obtained for procurement of the services between \$50,000 to \$100,000 (as per the usual NZFC procurement policy), in this case.

Moved by J McCay; Seconded by P Jalfon

2.12 Raupapa Whakaari

The Board discussed the paper. The Board **RESOLVED** to **APPROVE**:

- Delegating to the Head of Development & Production the authority to approve funding on behalf of the NZFC of up to \$10,000 per project for up to 10 shortlisted Raupapa Whakaari applications; and
- Delegating to the Chief Executive the authority to approve funding on behalf of the NZFC of up to \$80,000 per project for up to four final Raupapa Whakaari applications;
- An increase to the budget allocation for the current financial year to \$310,000 (from the previously budgeted \$250,000).

The Board NOTES that:

- Decisions to shortlist Raupapa Whakaari applications will be made by a panel constituting one NZFC representative, one NZ On Air representative, and any other members as the NZFC and NZ On Air deem necessary; and
- Decisions to fund final Raupapa Whakaari applications will be made jointly by the Chief Executives of NZFC and NZ On Air.

Moved by B O'Riley; Seconded by K Prendergast

2.13 NZFC Rules

The Board discussed the paper. After discussion the Board RESOLVED to APPROVE the updated NZFC Rules subject to:

the word 'consultation' be removed from all sections and a suitable replacement, such as 'input' be used. The Board were assured by staff that any changes were either title amendments or an update of delegations.

Moved by J McCay; Seconded by K Prendergast

2.14 Power of Attorney

The Board reviewed the paper and document. The Board RESOLVED to APPROVE:

- Revoking the power of attorney dated August 2016 from the date of this meeting;
- In accordance with section 129 of the Crown Entities Act 2004 the appointment of each of the following, acting severally, as attorney of the NZFC:
 - o Annabelle Sheehan (Chief Executive Officer);

- o Mladen Ivancic (Chief Operating Officer);
- o Rochelle Cooney (Business Affairs Manager); and
- o any other person appointed as Chief Executive Officer, Chief Operating Officer and Business Affairs Manager of the NZFC from time to time (whether permanently or in an acting or temporary capacity).

Moved J McCay; Seconded T Greally

2.15 Corporate Publications - Statement of Intent

The Board discussed the paper and RECOMMENDED the following amendments:

- Vision - *'Empower' exceptional storytellers to create enduring taonga for Aotearoa*, to be changed to *'Champion' exceptional storytellers to create enduring taonga for Aotearoa*.
- Mission - *'Activate' and attract distinctive and diverse screen productions for global audiences*, to be changed to *'Empower' and attract distinctive and diverse screen productions for global audiences*.
- All five suggested goals to be included.
- Values - statements to be used, rather than single words.

The next iteration of the Statement of Intent, including updated Values to be circulated to the Board for review, before the draft Statement of Intent and Statement of Performance Expectations are sent to MCH by 31 March 2019.

Moved T Greally; Seconded by B O'Riley

2.16 Talent & Development - Fresh Shorts

The Board discussed the paper and J McLaren spoke and responded to queries. The paper requests:

- *Up to an additional \$100,000 allocated from the 2018/19 budget for Fresh Shorts management for outsourcing to an industry provider.*
- *An additional \$40k to increase production budgets of the 6 shorts in the Fresh Shorts Program from \$10k to \$15K*

The Board REQUESTED a re-structured paper, with clearer explanation and analysis justifying the outsourcing proposal be provided to the next Board meeting. However, if a decision is required before the end of April, then the paper should be sent to the Board for approval, out of time.

2.17 Talent & Development - Guilds & Associations

The Board discussed the paper. It was AGREED that:

- A call for three year core funding proposals from Industry organisations.

The Board did NOT approve increasing the overall budget from \$500k to \$650K. However, AGREED that other options could be looked at for matched funding, levys for international production and other non-NZFC sources. This would require consultation with the industry with a 1-2 year transition

Moved by T Greally; Seconded by J McCay

2.18 Talent & Development - Gender, Diversity and Inclusion

The Board discussed the paper and RESOLVED to APPROVE \$25,000 be allocated from the 18/19 budget to the development of the Diversity and Inclusion Policy for work such as consultation, statistical collation and research along with creation of publication materials, and also for travel and meeting costs associated with industry consultation. No other money has been approved at this point.

The Board RECOMMENDED that:

- a. Other industry guidelines be used as a reference, ie. MFAT, MCH, etc.
- b. Travel and meeting costs be attached to the NZFC Roadshow to reduce expenditure.

Moved J McCay; Seconded by B O'Riley

3 OPERATIONAL

3.1 CEO Overview and Discussion

The CEO provided a general update to the Board regarding matters of interest.

The Board **NOTED** the following:

- The staff travel budget is to be reviewed. Travel requests must be outcome oriented.

3.2 Resource Team Update

The Board **NOTED** the paper and the update.

Moved by P Jalfon; Seconded by P Tyson-Nathan

3.3 Health & Safety Update

The Board **NOTED** the paper and the update.

The next Health & Safety report to confirm defibrillator training was included for staff who undertook the First Aid training.

3.4 Human Resources Update

V Robson joined the meeting and spoke to the Human Resources papers as follows:

- New HR software is unable to be installed until a solution is found for the indemnity clause in the standard terms and conditions.
- K Prendergast had organised for the CEO's job to be sized by Strategic Pay.
- It was suggested that a Succession Planning framework be developed for key positions in the organisation. Document to be presented to the Board when developed.

- Remote Working Policy - The Board APPROVED the draft policy, subject to strengthening paragraph 1 of the policy, to reflect that the preference is that people work from the office.

Moved by K Prendergast; Seconded by T Greally

The Board **NOTED** the paper and the update.

Moved by T Greally; Seconded by P Jalfon

4 FINANCE AND CO-PRODUCTIONS

4.1 Finance Update

The Board **NOTED** the paper and the update.

Moved by K Prendergast; Seconded by J McCay

4.2 Co-Production Update

The Board **NOTED** the paper and the update.

Moved by T Greally; Seconded by P Tyson-Nathan

5 BUSINESS AFFAIRS

5.1 Business Affairs Update

The Board **NOTED** the paper and the update.

Moved by P Jalfon; Seconded by B O'Riley

6 DEVELOPMENT AND PRODUCTION

6.1 Development and Production Update

The Board **NOTED** the paper and the update.

6.2 Letters of Interest

The Board **NOTED** that there are two Letters of Interest currently in circulation.

6.3 CEO Delegations

The Board **NOTED** the paper and the update.

6.4 Devolved Development Update

The Board **NOTED** the paper and the update.

6.5 125 Survey

The Board **NOTED** the papers and the update.

7 TE RAUTAKI MAORI

7.1 Te Rautaki Maori (Maori Strategy) Report

The Board **NOTED** the paper and the update

8 INCENTIVES AND INTERNATIONAL

8.1 Incentives Update

The Board **NOTED** the paper and the update.

8.2 International Relations Update

The Board **NOTED** the paper and the updates.

8.3 International Attractions Update

The Board **NOTED** the paper and the updates.

8.4 LA Screen Update

The Board **NOTED** the paper and the update.

9 TALENT DEVELOPMENT

9.1 Talent Development Update

The Board **NOTED** the paper and the update.

10 MARKETING

10.1 Marketing Update

The Board **NOTED** the paper and the updates.

- Information to be provided to the Board advising how to access films not already viewed.

11 OTHER BUSINESS

None

The meeting ended at 1.05pm on Wednesday 20 February 2019.

Signed: _____
Kerry Prendergast, Chair

Date: _____

DRAFT

MINUTES: 259th NZFC BOARD MEETING

30 April and 1 May 2019: Held at NZFC, Level 3, 119 Ghuznee St, Wellington

1.2

Present: J McCay (Acting Chair), T Greally, P Jalfon, B O’Riley, P Tyson-Nathan, S Kailahi

Apologies: K Prendergast, A Timpson

In Attendance: A Sheehan, M Ivancic and A Cribb for all items

0.1 The meeting commenced at 2pm, adjourned at 6pm on Tuesday 30th, and reconvened at 9am on Wednesday 1st May. John welcomed S Kailahi to the Board and her first Board meeting.

1 PROCEDURAL

1.1 The Board **NOTED** the Conflicts of Interest Register. B O’Riley to update. S Kailahi’s conflicts were tabled at the meeting. In particular, S Kailahi noted that she had recently been approached by [REDACTED] to work together on a particular proposal which S Kailahi was keen to explore. It was noted that the Board was to be asked to consider [REDACTED], a project that has previously been approved by the Board and is coming back to the Board with a staff recommendation for additional funding arising from a change of circumstances. The Board ascertained from S Kailahi that the proposal under discussion with [REDACTED] is unrelated to [REDACTED]. On that basis, the Board was satisfied that there was no conflict arising for S Kailahi in respect of [REDACTED] proposal under consideration. S Kailahi will provide a formal disclosure of interest in respect of the new proposal under consideration with [REDACTED].

1.2 The draft minutes of the 258th Board meeting held on 19th and 20th February 2019 were **APPROVED**.

Moved by B O’Riley; Seconded by J McCay

- 1.3** The Board was updated on progress on actions arising as outlined in the Actions Register and the Board **NOTED** the update. The Board requested a draft Gender/Diversity timeline for the next meeting and a draft policy by the year end.

Moved by P Tyson-Nathan; Seconded by S Kailahi

- 1.4** The Summary of Recommendations was **NOTED** and each recommendation was addressed following discussion on the relevant paper.

2 BOARD ACTION ITEMS/RECOMMENDATION

2.1 *The Justice of Bunny King*

A Sheehan spoke to the history of this project.

After discussion the Board **RESOLVED** to **APPROVE**:

- a. The NZFC making a conditional offer of equity investment of *up to* \$1,840,000 (inclusive of any NZFC development loans and the existing NZFC equity investment offer) to *The Justice of Bunny King*, subject to the NZFC's usual terms and conditions, including:
 - Written confirmation from the producer that they hold the necessary intellectual property rights to produce the film;
 - Approval of the proposed SPV structure and its directors;
 - Approval of the NZ and Australia distribution strategy, agreements and MG terms; and
 - Clarity and approval of the finance plan and recoupment elements, including timing and terms of investment for all elements of the finance plan.

The Board **NOTED** that:

1. Staff may be asked that pre-closing funds be advanced during early pre-production. Staff will work within the usual \$300,000 cap (including any NZFC development funding and advanced equity).

Moved by T Greally; Seconded by P Jalfon

2.2 Conditional Offer Extensions

A Sheehan spoke to the paper. After discussion the Board **RESOLVED** to **APPROVE**:

1. An extension of the conditional offer to *Hawk Mountain* of \$1,250,000 until 18th September 2019 based on progress towards the Conditions for Commencement of Closing per the Conditional Offer Letter of 28 November 2018
2. An extension of the conditional offer to *Justice of Bunny King* until 18th September 2019 based on progress towards the Conditions for Commencement of Closing per the Conditional Offer Letter of 28 November 2018.
3. An extension of the conditional offer to *Poppy* of \$1,250,000 until 27th November 2019 based on progress towards the Conditions for Commencement of Closing per the Conditional Offer Letter of 28 November 2018.
4. An extension of the conditional offer to *Coming Home in The Dark* of NZ\$1,375,036 until 18th September 2019 based on progress towards the Conditions for Commencement of Closing per the Conditional Offer Letter of 1 June 2018.

Moved by P Jalfon; Seconded by B O'Riley

2.3 Draft Annual Budget 2019/2020

Tom updated the full Board on discussions from the Finance Audit & Risk Committee meeting. Proposed 2019/20 budget and projections from LGB for reduced funding for NZFC could place pressure on following year's budget. The possible options suggested were:

- The possibility of redistributing the limited funds available across both 2019/20 and 2020/21.
- Reducing the number of films made per year and announce the cut backs that are ahead now.

- Applying to the Ministry of Culture & Heritage for a cushion of funding.

It was AGREED that an updated draft Budget incorporating projections for 2020/21 and 2021/22 be tabled at an out-of-time Finance Audit & Risk Committee meeting in June to give further consideration to the implications for the NZFC of reduced funding and options for responding to this, noting the importance of managing the financial position to mitigate against the consequences of having less money available.

The Board REQUESTED A Sheehan and L Saunders look at past problematic productions, assessing the reasons, producer details, any patterns in film production, etc and present their outcomes to the Board with a view to continuing to find ways to improve the quality of productions based on previous experiences.

2.4 *Statement of Intent and Statement of Performance Expectations*

A Sheehan talked to the development process of the new SOI and SPE; which has also been forwarded to the Ministry of Culture & Heritage. The Board acknowledged the documents as works in progress, and would like to look at both documents again, in conjunction with the annual budget, at the out-of-time Finance Audit & Risk Committee in June. Date to be advised.

The Board NOTED the documents.

2.5 *Marketing - Film Festival Fund*

The Board discussed the paper. After discussion, the Board **RESOLVED** to **APPROVE:**

- \$200,000 to be allocated in the NZFC budget for each of the next three financial years (subject to availability of funds in any given year) towards the Film Festival Fund;

- Delegating authority to make funding decisions for the Film Festival Fund to the Chief Executive and Head of Marketing on the recommendation of an internal panel comprising of the Head of Marketing, Head of Talent Development, Pouwhakahaere, and the Chief Operating Officer.

Moved by T Greally; Seconded by P Tyson-Nathan

2.6 *Talent Development - 48 Hours*

The Board discussed the paper and attached correspondence, and **AGREED:**

- to increase the delegated authority for *Talent Development Fund* to a maximum amount of funding that can be approved to the 48 Hours organisation only, to \$80,000 per financial year (all other organisations will continue to receive funding under the *Talent Development Fund* of up to \$70,000 per financial year).
- After discussion the Board resolved to APPROVE:
 - a. A grant of \$50,000 towards the 2019 48 Hours event;
 - b. An additional one-off grant of \$30,000 to be set aside as underwriting and released on evidence that [REDACTED] [REDACTED] event.

The Board also noted A Timpson's interest in 48 Hours and A Timpson's recent appointment to the Board by the Minister, acknowledging that in future, this interest will represent a conflict that will need to be managed appropriately by A Timpson with support from the NZFC.

Moved by B O'Riley; Seconded by P Jalfon

2.7 *Talent Development - Interactive Fund*

The Board discussed the paper. After discussion, the Board **RESOLVED** to **APPROVE:**

- to increase the delegated authority for *Interactive Development Fund* to a maximum amount of grant funding that can be approved per application of \$50,000, and each project may only receive a total of \$100,000 across multiple applications.

Moved by J McCay; Seconded by T Greally

3.0 OPERATIONAL

3.1 CEO Overview and Discussion

The CEO provided a general update to the Board regarding matters of interest.

The Board **NOTED** the following:

- The 'Power of Inclusion' summit is scheduled for October 2019.
- The desirability of aligning the dates of NZFC and NZOA Board meetings in 2020.
- The need for NZFC staff to track and support the careers of the 'Vai' Directors.
- The Board **AGREED** to the review of NZFilm on Demand.

3.1.1 NZ Film On Demand Platform

The Board discussed the paper. After discussion the Board resolved to **APPROVE** further work by NZFC staff on moving the content to alternative local platforms prior to any final decision to shut down the platform.

3.2 National/International Production Update

The Board **NOTED** the paper.

3.3 Indemnity Update

The Board **NOTED** the paper, making particular note of the implications of the paper and **REQUESTED** that A Sheehan, M Ivancic, R Cooney, with the Board Chair develop a strategy, identifying options and present the report to the Board in July.

The Board **NOTED** the paper and the update.

3.4 Health & Safety Update

The Board NOTED the paper and the update.

3.5 Human Resources Update

The Board **NOTED** the paper and the update.

4 FINANCE AND CO-PRODUCTIONS

4.1 Finance Update

The Board **NOTED** the paper and the update.

4.2 Co-Production Update

The Board **NOTED** the paper and the update.

The meeting ended at 12.31pm on Wednesday 1 May 2019.

Signed: _____
John McCay, Acting Chair

Date: _____

MINUTES: 260th NZFC BOARD MEETING

17 & 18 JULY 2019: Held at Remarkables House, 26 Hawthorne Street, Queenstown

1.2

Present: K Prendergast (Chair), J McCay, T Greally, P Jalfon, B O'Riley, P Tyson-Nathan, S Kailahi, A Timpson

Apologies: None

In Attendance: A Sheehan, M Ivancic and A Cribb for all items

0.0 The meeting commenced at 2pm, adjourned at 4.50pm on Thursday 18th, and reconvened at 9am on Friday 19th July. Kerry welcomed A Timpson to the Board and his first Board meeting.

1 PROCEDURAL

1.0 The Board **NOTED** the Conflicts of Interest Register.
K Prendergast to provide changes. P Tyson-Nathan and A Timpson to provide updates.

1.1 The draft minutes of the 259th Board meeting held on 30 April and 1 May 2019 were **APPROVED**.
Moved by P Tyson-Nathan; Seconded by T Greally

1.2 The Board was updated on progress on actions arising as outlined in the Actions Register and the Board **NOTED** the update.
Moved by B O'Riley; Seconded by S Kailahi

1.3 The Summary of Recommendations was **NOTED** and each recommendation was addressed following discussion on the relevant paper.

2 BOARD ACTION ITEMS/RECOMMENDATION

2.0 Production Financing Applications

The Board **NOTED** the paper. Conflicts for S Kailahi and A Timpson were NOTED.

2.1 Non NZ Key Creatives

A Timpson and S Kailahi remained in meeting. Annabelle spoke to the paper. After discussion the Board **NOTED** that NZFC staff intend to develop and publish more detailed guidelines following further consultation with the Guilds. If required, out-of-time email approval by Board to be obtained.

The Board **RESOLVED** to **APPROVE** (in principle):

- Publishing guidelines for NZFC production funding for projects with non-New Zealand key creatives (Director, Writer, etc) that incorporate the following as guidelines:
 - 1) NZFC equity up to maximum of 15% of budget;
 - 2) Cap per project of \$2m NZFC equity;
 - 3) Demonstration of additional benefits to the New Zealand screen industry or New Zealand key creatives;
 - 4) Significant track record and foreign endorsement of Non-NZ key creatives including box office and major festival presence;
 - 5) Only allow funding for projects eligible for official co-production; and
 - 6) Significant market attachments required at defined levels for bands (see below table) of NZFC equity funding:

MARKET BANDS

NZFC EQUITY ASK	(A)NZ DISTRIBUTION	SALES AGENT MGS, SALES & GAP
\$0 – \$500,000	\$25,000	Attached
\$501,000 – \$1,000,000	\$50,000	\$200,000 Advance
\$1,000,000 – \$1,500,000	\$100,000	\$750,000 advance/sales

\$1,500,000 – \$2,000,000	Greater than \$200,000	Minimum \$1,500,000 + equal to NZFC investment
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Moved by J McCay; Seconded by S Kailahi

2.2 *Night Raiders - Late Application*

A Sheehan spoke to the paper. After discussion the Board **RESOLVED** to **ACCEPT** *Night Raiders* as a late application for NZFC discretionary investment at the July Board meeting, taking into consideration the time critical reasons for the application and the existing market support.

Moved by P Tyson-Nathan; Seconded by T Greally

2.2.1 *Night Raiders*

The Board discussed the paper and **RESOLVED** to **APPROVE**:

- A. The NZFC making a conditional offer of equity investment of up to \$450,000 to *Night Raiders* (the **Film**), subject to the NZFC's Terms of Trade, Production Funding Guidelines, Te Rautaki Māori, and the following additional conditions:
 - Attachment to the Film of three New Zealanders in the roles of Director's Assistant/Intern, Producer Intern and Creative Intern (in Design, Costume or Editing), with NZFC input into the selection of the individuals;
- B. The conditions to be met by the Producer prior to the commencement of contractual closing for the Film are:
 - Provision of an updated production budget, for staff approval, allowing for Trailer, Poster, Export Script, Test Screening DCP and usual Marketing & Publicity inclusions or other arrangements for provision of these materials along with confirmation project development costs are reflected;
 - Provision of a more detailed and accurate production / post-production schedule that properly reflects time for closing (minimum of 6 weeks) together with more detail around the edit and post-production timeline including rough cut and Test Screening milestones;
 - Provision of an updated finance plan, for staff approval, with financing elements that match the written offers provided from other parties and matches the total proposed production budget;

- Provision of written offers, for staff approval, from Ontario Creates, Canada Media Fund and Film Manitoba containing their investment terms and amounts matching their respective funding amounts in the finance plan;
- Provision of an updated recoupment structure, for staff approval, reflecting the updated finance plan; and
- Provision of an updated offer from MPI (or another sales agent), for staff approval, reflecting a sales territory that excludes the pre-sold territories of Canada, NZ and Australia,

If these conditions are not met to staff satisfaction or waived by 27 November 2019, or if the film has not completed contractual closing by 19 January 2020 the offer will expire, unless extended by the Board or waived by staff in either case on satisfaction that there is no impediment to meeting the conditions or completing contractual close in a timely fashion.

- C. Delegating authority to the Head of Development and Production, at their discretion, to advance up to \$80,000 from within the offer of equity investment to the Film prior to the conditions in B above being met or waived.

The Board **NOTED** that:

- D. Staff may be asked that pre-closing funds be advanced during contractual closing. Staff will work within the usual cap (including any previously advanced NZFC development funding or pre-closing advances) and will not advance pre-closing funds until staff are satisfied that all conditions to be met by the producer prior to the commencement of contractual closing have been met.
- E. The NZFC's total development and production funding commitment to the film is \$470,000, including:
 - the conditional offer of equity investment of up to \$450,000; and
 - previously committed NZFC development funding of \$20,000 (as a grant via the Co-Production Development Fund).

Moved by P Jalfon; Seconded by B O'Riley

2.3

[REDACTED]

[REDACTED]

Moved by S Kailahi; Seconded by P Jalfon

2.4 The David Farrier Project

A Timpson left the room due to conflict of interest. The Board discussed the paper and **NOTED** their concern around legal risks and crew health and safety. After further discussion the Board **RESOLVED** to **APPROVE**:

- A. The NZFC making a conditional offer of equity investment of up to \$750,000 to *The David Farrier Project (the Film)*, subject to the NZFC's Terms of Trade, Production Funding Guidelines, Te Rautaki Māori, and the following additional conditions:

○

- Provision of updated budget ensuring that marketing and deliverable requirements are met;

○

If these pre-closing conditions are not met to staff's satisfaction or waived by 27 November 2019, or if the film has not completed contractual closing by 19 January 2020, the offer will expire unless extended by the Board or waived by staff in either case on satisfaction that there is no impediment to meeting the conditions or completing contractual close in a timely fashion; and

- B. The conversion of the \$20,000 NZFC development loan to a grant to be applied as producer equity in the finance plan, and recouped alongside the NZFC in the recoupment schedule,

The Board **NOTED** that:

1. Staff may be asked that pre-closing funds be advanced during contractual closing. Staff will work within the usual cap (including any previously advanced NZFC development funding) and will not advance pre-closing funds until staff are

satisfied that all conditions to be met by the producer prior to the commencement of contractual closing have been met; and

2. The NZFC's total development and production funding commitment to the project is \$790,000, including:
 - the conditional offer of equity investment of up to \$750,000; and
 - previously committed NZFC development funding of \$40,000 (\$20,000 as a grant and \$20,000 as a loan).

Moved by T Greally; Seconded by P Tyson-Nathan

2.5

[REDACTED]

S Kailahi left the room due to conflict of interest. [REDACTED]

[REDACTED]

Moved by J McCay; Seconded by T Greally

2.6 ***NZFC Policy - Anti-Money Laundering***

The Board NOTED the paper and attached correspondence.

2.7 ***Business Development Scheme - Repayment Loan***

[REDACTED]

Board requested NZFC staff obtain further advice on the issue and provide an update paper on repayment options to the next meeting.

Moved by T Greally; Seconded by K Prendergast

2.8 Conditional Offer Extensions

The Board discussed the paper. After discussion, the Board [REDACTED]:

- [REDACTED]

Moved by S Kailahi; Seconded by B O'Riley

2.9 Nga Pouwhenua - Joint Indigenous Initiative

The Board discussed the paper. After discussion, the Board **RESOLVED** to **APPROVE**:

- [REDACTED]

Moved by B O'Riley; Seconded by S Kailahi

2.10 NZFC Rules - Producer International Travel Fund

The Board discussed the paper. After discussion, the Board **RESOLVED** to **APPROVE** these changes to the Producer International Travel Fund (PITF) section of the NZFC Rules as outlined and **NOTE** that the NZFC Rules will be amended by staff to reflect these changes accordingly.

Moved by J McCay; Seconded by T Greally

2.11 HR Complaints Process

The Board discussed the paper. After discussion, the Board requested the following actions and alterations to the draft policy:

- Reviewing WCC Complaints Policy for comparison.
- Chairperson’s draft Statement of Expectations to be edited so people can approach the Board Chair directly with any issues.
- Complaints can be directed to an external party, ie. the Board.
- Measures and appropriate training to be undertaken to support staff with procedures and responses.
- Draft email to be prepared which could be sent to external callers to request respectful behaviour/manner in their communications with NZFC staff.

Moved by T Greally; Seconded by P Tyson-Nathan

2.12 HR Policies

The Board discussed the policies. After discussion, the Board **RESOLVED** to **APPROVE**:

1. The draft Domestic Violence Policy
2. The draft Flexible Working Policy
3. The amended Remote Working Policy

Moved by P Jalfon; Seconded by P Tyson-Nathan

2.13

[REDACTED]

[REDACTED]

Moved by S Kailahi; Seconded by J McCay

2.14 The Power of the Dog

The Board discussed the paper. The Board acknowledges the quality of the project and the team, as well as the opportunities for New Zealand as set out in the NZFC paper, however, the Board were unable to make a decision noting that, as currently

structured, the proposal does not meet the Significant Cultural Content Test as required by the 2017 Criteria and the Board are not empowered to vary that test even under exceptional circumstances.

The Board also noted that any exemption may create a precedent even given Clause 4 of the Criteria that seeks to prevent that. While the appropriation is uncapped it is understood that this would require Cabinet approval to access the Appropriation funds given any variation to Cabinet agreed criteria.

Moved by K Prendergast; Seconded by P Tyson-Nathan

3.0 OPERATIONAL

3.1 CEO Overview and Discussion

The CEO provided a general update to the Board regarding matters of interest.

The Board **NOTED** the following:

- J McCay proposed deferring any Budget bid for additional funding. A Sheehan and K Prendergast to discuss at the next regular meeting with the Minister.
- A NZFC specific ten year strategy and programme to be discussed at the next Board Only Session in September.

3.2 National/International Production Update

The Board **NOTED** the paper.

3.3 Health & Safety Update

The Board **NOTED** the paper and the update.

3.4 Human Resources Update

The Board **NOTED** the paper and the update. The Board's view is that performance and remuneration should be linked for future appraisals. NZFC to provide an update in the September meeting on remuneration strategy, with discussion paper in November.

4 FINANCE AND CO-PRODUCTIONS

4.1 Finance Update

The Board **NOTED** the paper and the update. The Board **REQUESTED** that the three year Budget from the Finance Audit and Risk Committee meeting be presented to the next Board meeting in September.

4.2 Co-Production Update

The Board **NOTED** the paper and the update.

5. DEVELOPMENT AND PRODUCTION

5.1 Development and Production Update

The Board **NOTED** the paper and the update.

5.2 Letters of Interest

The Board **NOTED** that there are two Letters of Interest currently in circulation.

5.3 CEO Delegations

The Board **NOTED** the paper and the update.

5.4 Devolved Development Update

The Board **NOTED** the paper and the update.

6. TE RAUTAKI MAORI

6.1 Te Rautaki Maori (Maori Strategy) Report

The Board **NOTED** the paper and the update

7. INCENTIVES AND INTERNATIONAL

7.1 Incentives Update

The Board **NOTED** the paper and the update. C Bates to provide a financial update on the Power of Inclusion Summit for next Board meeting.

7.2 International Relations Update

The Board **NOTED** the paper and the updates.

7.3 International Attractions Update

The Board **NOTED** the paper and the updates.

8. TALENT DEVELOPMENT

8.1 Talent Development Update

The Board **NOTED** the paper and the update.

9. MARKETING

9.1 Marketing Update

The Board **NOTED** the paper and the updates.

10. CORPORATE DIVISION

10.1 Business Affairs Update

The Board **NOTED** the paper and the update. BA to collate the number of hours spent responding to OIA's in the last few months and prepare a discussion paper on charging OIA applicants.

10.2 Resources Team Update

The Board **NOTED** the paper and the update.

11.0 OTHER BUSINESS

None

The meeting ended at 1.05pm on Friday 19 July 2019.

Signed: _____
Kerry Prendergast, Chair

Date: _____

MINUTES: 261st NZFC BOARD MEETING

17 & 18 SEPTEMBER 2019: Held at NZFC, Level 3, 119 Ghuznee Street, Wellington

1.2

Present: K Prendergast (Chair), J McCay, T Greally, P Jalfon, B O'Riley, S Kailahi, A Timpson

Apologies: P Tyson-Nathan

In Attendance: A Sheehan, L Saunders (Acting COO) and A Cribb for all items

0.0 The meeting commenced at 2pm, adjourned at 5.45pm on Tuesday 17th, and reconvened at 7.30am on Wednesday 18th September.

1 PROCEDURAL

1.1 The Board **NOTED** the Conflicts of Interest Register. Changes to be updated from Kerry, Brett and Sandra.

1.2 The draft minutes of the 260th Board meeting held on 17 and 18 July 2019 were **APPROVED**, on the condition that the following amendments be made:

2.0 S Kailahi and A Timpson conflict noted.

2.4 A Timpson left the room due to conflict of interest.

2.5 S Kailahi left the room due to conflict of interest.

2.14 Change 'set up' in first paragraph to 'set out'.

Moved by J McCay; Seconded by P Jalfon

1.2.1 The draft minutes of the NZFC Finance, Audit and Risk Committee meeting held on 29 May 2019 were **APPROVED**.

Moved by B O'Riley; Seconded by T Greally

1.2.2 The draft Out of Time Minutes from email circulation dated 11 March 2019 were NOTED.

1.3 The Board was updated on progress on actions arising as outlined in the Actions Register and the Board **NOTED** the update.

1.4 The Summary of Recommendations was **NOTED** and each recommendation was addressed following discussion on the relevant paper.

2 BOARD ACTION ITEMS/RECOMMENDATION

2.1 Production Financing Applications

The Board **NOTED** the paper and APPROVED the writeback of the production financing conditional offer amount [REDACTED] which lapsed on 18 July 2019. This amount to be reallocated to the Feature Film Production Financing code in the 2019/20 NZFC Budget effective immediately

Moved by T Greally; Seconded by S Kailahi

2.2 Nude Tuesday

A Sheehan and L Saunders spoke to the paper. After discussion the Board **APPROVED:**

1. The NZFC making a conditional offer of equity investment of up to \$1,686,505+GST to *Nude Tuesday* (the **Film**), subject to the NZFC's Terms of Trade, Production Funding Guidelines, Te Rautaki Māori, and the following additional conditions:
 - *Approval of the NZ and Australia distribution strategy, agreements and MG terms;*
 - *Review and approval of Sales Agent's terms;*
 - *Clarity and approval of the finance plan and recoupment elements, including timing and terms of investment for all elements of the finance plan.*
 - [REDACTED] *as outlined in the application.*
 - [REDACTED].

If these conditions are not met to staff's satisfaction (or waived) by 26 February, 2020, or if the film has not completed contractual closing by 18 March, 2020, the offer will expire, unless extended by the Board or staff determine that there is no impediment to meeting the conditions or completing contractual close in a timely fashion; and

2. The conversion of the \$31,763 development loan to a grant to be applied (in conjunction with the existing \$40,000 development grant) as producer equity in the finance plan, and recouped alongside the NZFC in the recoupment schedule, in order to [REDACTED].

NOTE that:

1. Staff may be asked that pre-closing funds be advanced during contractual closing. Staff will work within the usual \$300,000 cap (including any previously advanced NZFC development funding) and will not advance pre-closing funds until staff are satisfied that all conditions to be met by the producer prior to the commencement of contractual closing have been met; and
2. The NZFC's total financial spend on *Nude Tuesday* being up to \$1,758,268 including:
 - the conditional offer of equity investment of up to \$1,686,505; and
 - previously committed NZFC development funding of \$71,763 (\$31,763 as a loan and \$40,000 as a grant).

Moved by K Prendergast; Seconded by J McCay

2.2 Juniper

A Sheehan and L Saunders spoke to the paper. After discussion the Board **RESOLVED** to APPROVE:

1. The NZFC making a conditional offer of equity investment of up to \$1,620,000 to *Juniper* (the **Film**), subject to the NZFC's Terms of Trade, Production Funding Guidelines, Te Rautaki Māori, and the following additional conditions:
 - *Approval of the Chain of Title;*
 - *Approval of the proposed SPV structure and its directors;*
 - *Approval of the NZ and Australia distribution strategy, agreements and MG terms;*
 - *Approval of lead cast members*

- *Clarity and approval of the finance plan and recoupment elements, including timing and terms of investment for all elements of the finance plan.*
2. The conditions to be met by the producer prior to the commencement of contractual closing for the Film are:
- [REDACTED]
- these conditions are not met to staff's satisfaction (or waived) by 26 February, 2020, or if the film has not completed contractual closing by 18 March, 2020, the offer will expire unless extended by the Board or staff determine that there is no impediment to meeting the conditions or completing contractual close in a timely fashion; and
3. The conversion of \$60,000 worth of development loans to a grant (in conjunction with an existing \$20,000 development grant) to be applied as producer equity in the finance plan and recouped alongside the NZFC in the recoupment schedule.

NOTE that:

1. Staff may be asked that pre-closing funds be advanced during contractual closing. Staff will work within the usual \$300,000 cap (including any previously advanced NZFC development funding) and will not advance pre-closing funds until staff are satisfied that all conditions to be met by the producer prior to the commencement of contractual closing have been met; and
2. The NZFC's total financial spend on *Juniper* being up to \$1,700,000 including:
 - the conditional offer of equity investment of up to \$1,620,000; and
 - previously committed NZFC development funding of \$80,000 (\$60,000 as a loan and \$20,000 as a grant).

Moved by S Kailahi; Seconded by A Timpson

2.3 Conditional Offer Extensions

The Board discussed the paper and **RESOLVED** to **APPROVE**:

An extension of the conditional offer to *Hawk Mountain* of \$1,250,000 until either the date of the first Board Meeting in 2020 or 28 February 2020, whichever comes first. This recommendation is based on significant progress having been made towards meeting the Conditions for Commencement of Closing per the Conditional Offer Letter of 28 November 2018.

Moved by J McCay; Seconded by B O'Riley

2.4 The Power of the Dog - Late Application

The Board discussed the paper and **RESOLVED** to **ACCEPT** *Power Of The Dog* as a late application for NZFC discretionary investment at the September Board meeting, taking into consideration the time critical reasons for the application and the existing market support.

Moved by B O'Riley; Seconded by J McCay

2.4.1 The Power of the Dog

The Board discussed the paper and NOTED:

- A copy of J McCay's legal advice regarding NZSPG to be circulated to the Board.
- A copy of *The Power of the Dog* NZSPG application to be circulated to the Board.

The Board AGREED that a decision would be made regarding an equity offer, following the outcome of the NZSPG application. The paper would be recirculated to the Board for a decision out of time, if the NZSPG application is unsuccessful.

Moved by T Greally; Seconded by A Timpson

2.5 Appointment of NZSPG Panelists

The Board discussed the paper and **RESOLVED** that:

1. NZFC staff, in writing, thank John Harris and Chris Hampson for completing their two terms of two years and service to the NZSPG Panel;
2. NZFC staff write to Polly Fryer thanking her service to the NZSPG Panel and given she is now based in LA notifying her that her appointment will not be renewed;

3. NZFC staff reappoint current NZSPG industry representative Panel members for a further two-year term;
4. NZFC staff invite all, except two of the names outlined in the paper, to become industry representatives on the NZSPG Panel from 1 November 2019, for a term of two years.
5. Amendment to note that T Ruiwhiu be noted as Executive Director of DEGNZ.

Moved by P Jalfon; Seconded by J McCay

2.6 Anti-Money Laundering

The Board **AGREED** that staff to manage this on a case by case basis to work out any issues. The Board then **RESOLVED** to **APPROVE** the waiver of repayment of all interest, premium or fees attached to all historical outstanding loans.

Moved by S Kailahi; Seconded by P Jalfon

2.7 2020 Proposed Board Dates

The Board discussed the paper. After discussion, the Board **RESOLVED** to **APPROVE** the following dates for the 2020 Board round of meetings:

- Thursday 27 and Friday 28 February 2020
- Wednesday 29 and Thursday 30 April 2020
- Wednesday 29 and Thursday 30 July 2020
- Thursday 3 and Friday 4 December 2020

Additional date to be confirmed out of time, to take place outside of the September/October school holidays.

Moved by J McCay; Seconded by A Timpson

2.8 Charging Under the Official Information Act

The Board discussed the paper and **RESOLVED** to **APPROVE**:

1. NZFC staff be more pro-active when considering on a case by case basis whether (and how much) to charge a requester for providing the information requested under the OIA. In exceptional circumstances and in accordance with relevant legislation and in the MoJ Guidelines, staff may elect to charge provided the CE first approves that charge.
2. That the official information requests webpage on NZFC's website be updated to include a paragraph on charging as follows:

Requesting official information is free, though the NZFC can charge a reasonable amount if it will take a lot of work to supply the information requested. There is no charge for the first hour spent on your request or for the first 20 pages of photocopying. Agencies must adhere to the guidelines [PDF, 28 KB] set out by the Ministry of Justice regarding charging for OIA requests, and for further information see the Ombudsman's 2017 Guide on Charging [insert link or pdf]. The NZFC may not apply a charge in certain circumstances, including where there is a compelling public interest in making the information available. If you are not happy about the decision to charge you can complain to the Office of the Ombudsman.

3. That the NZFC will work towards adopting a **proactive release policy** to potentially reduce the number of responses to requests for the same or similar information. All data information to be uploaded as soon as possible.
4. The Board would like an updated report on OIA's in six months time.
5. All future Annual Reports to publish the number of OIA's received in that year and the number of hours taken to complete the request.

Moved by S Kailahi; Seconded by T Greally

3.0 OPERATIONAL

3.1 CEO Overview and Discussion

The CEO provided a general update to the Board regarding matters of interest.

The Board **NOTED** the following:

- Review of Online Gambling - NZFC's submission to note details of funding from Lotto, how any changes from the regime can effect funding and to also state that we do not support online gambling. Submission to acknowledge Lotto as major funding source. To be signed off via Board email.
- NZIER Report - To be sent to MCH and MBIE potentially to be released pro-actively, and also discussed with the Minister. NZFC to write an opinion editorial for the Chair, with media source outlet to be confirmed. To be circulated to RFONZ.
- NZFC to discuss timing for inviting P Twyford, MBIE to Kumeu studios and Weta.
- It was suggested that J Van Halder, McKinsey Consulting may be useful for the 2030 Strategy process.
- V Ng to follow up on Staff Survey comments.

Moved by P Jalfon; Seconded by B O'Riley

3.2 National/International Production Update

The Board **NOTED** the paper.

3.3 Health & Safety Update

The Board **NOTED** the paper and the update. The Board **REQUESTED** that the NZFC Health & Safety policy be updated to include bullying and harassment.

3.4 Human Resources Update

The Board **NOTED** the paper and the update.

- The Board will require a refresher course on sexual harassment in 2020.
- The Board discussed the external Complaints policy and **AGREED**:
 - The Chair's statement to be uploaded to the website
 - Any complaints relating to the Board can be referred to MCH (via the Complaints officer, ie. Chief Operating Officer)
- The Board **RESOLVED** to **APPROVE** the external Complaints policy.

Moved by K Prendergast; Seconded by J McCay

4 FINANCE AND CO-PRODUCTIONS

4.1 Finance Update

The Board **NOTED** the paper and the update.

- The Board requested further information on the unbudgeted spend of \$50k on the Maorilands Film Festival.
- 'Board development spend' to be detailed as 'Board approved project development spend' in future reports.

4.2 Co-Production Update

The Board **NOTED** the paper and the update.

4.3 Three Year NZFC Budget Summary

The Board **NOTED** the paper and the update. The Board have **REQUESTED** a strategy report on how and what the savings will look like from the five expenditure areas detailed in the paper.

5. DEVELOPMENT AND PRODUCTION

5.1 Development and Production Update

The Board **NOTED** the paper and the update. A Timpson's interest in *The David Farrier Project* was also **NOTED**.

5.2 Letters of Interest

The Board **NOTED** that there are two Letters of Interest currently in circulation. A Timpson's interest in *The David Farrier Project* was also **NOTED**.

5.3 CEO Delegations

The Board **NOTED** the paper and the update.

5.4 Devolved Development Update

The Board **NOTED** the paper and the update. S Kailahi's interest in *One Winter* was also NOTED. M Ivancic to advise the Board of outcome of discussions around the BDS loan repayment with the relevant companies.

5.5 2030 Screen Sector Strategy

The Board NOTED the paper and the update.

6. TE RAUTAKI MAORI

6.1 Te Rautaki Maori (Maori Strategy) Report

The Board **NOTED** the paper and the update.

7. INCENTIVES AND INTERNATIONAL

7.1 Incentives Update

The Board **NOTED** the paper and the update.

7.2 International Relations Update

The Board **NOTED** the paper and the updates.

7.3 International Attractions Update

The Board **NOTED** the paper and the updates.

8. TALENT DEVELOPMENT

8.1 Talent Development Update

The Board **NOTED** the paper and the update.

9. MARKETING

9.1 Marketing Update

The Board **NOTED** the paper and the updates. Conflict of interest noted for S Kailahi re. *For My Fathers Kingdom*. The Board **REQUESTED** a copy of the scoping report on the NZ On Demand platform, also a detailed report on the Website review including costings, scope, original budget and budget required to fix.

10. CORPORATE DIVISION

10.1 Business Affairs Update

The Board **NOTED** the paper and the update. Conflict of interest noted for A Timpson for *Come to Daddy*.

10.2 Resources Team Update

The Board **NOTED** the paper and the update.

11.0 OTHER BUSINESS

None

The meeting ended at 10.35am on Wednesday 19 September 2019.

Signed: _____
Kerry Prendergast, Chair

Date: _____

DRAFT

MINUTES: 262nd NZFC BOARD MEETING

26 & 27 NOVEMBER 2019: Held at NZFC, Level 3, 119 Ghuznee Street, Wellington

1.2

Present: K Prendergast (Chair), J McCay, T Greally, P Jalfon, P Tyson-Nathan, S Kailahi, A Timpson, B O'Riley (late)

Apologies: None

In Attendance: A Sheehan, M Ivancic and A Cribb for all items

0.0 The meeting commenced at 2pm, adjourned at 5.15pm on Tuesday 26th, and reconvened at 8.50am on Wednesday 27th November.

1 PROCEDURAL

1.1 The Board **NOTED** the Conflicts of Interest Register. P Tyson-Nathan provided an update of her interests.

1.2 The draft minutes of the 261st Board meeting held on 17 and 18 September 2019 were **APPROVED**, on condition that the following amendment be made:

- P Tyson-Nathan recorded with apologies.

Moved by T Greally; Seconded by J McCay

1.2.1 The draft Out of Time minutes relating to The Power of the Dog special meeting held on 5 November 2019 were **APPROVED**.
Moved by B O'Riley; Seconded by A Timpson

1.3 The Board was updated on progress on actions arising as outlined in the Actions Register and the Board **NOTED** the update.

- The Board requested confirmation that thank you letters to retiring SPG panel members were sent by C Bates.
- A Sheehan advised that [REDACTED]
- A meeting with Minister Twyford to be requested and organised for K Prendergast and A Sheehan.

1.4 The Summary of Recommendations was **NOTED** and each recommendation was addressed following discussion on the relevant paper.

2 **BOARD ACTION ITEMS/RECOMMENDATION**

2.0 **Production Financing Applications**

The Board **NOTED** the paper and **APPROVED** limiting equity investment into any single feature film project to a cap of \$2,000,000 with the following exclusions:

- any projects that are eligible for production funding under the He Pounamu Te Reo Māori Feature Film Initiative fund
- Development funding for any given project which has been paid as a grant or converted from a loan to a grant.

Moved by K Prendergast; Seconded by T Greally

2.1 **Whina**

L Saunders spoke to the paper. After discussion the Board **APPROVED**:

1. The NZFC providing a Board development grant of up to \$41,625 plus GST for additional development of the script, payable upon the following conditions:
 - *Approval of a development budget and schedule;*
 - [REDACTED] *and*
2. The NZFC making a conditional offer of equity investment up to \$2,000,000 plus GST to *Whina* (the **Film**), subject to the NZFC's Terms of Trade, Production Funding Guidelines, Te Rautaki Māori, and the following additional conditions:

- [REDACTED]
- *Clarity and approval of the Distributor's, Broadcaster's and Sales Agent's terms,* [REDACTED]
- *Clarity and approval of a revised budget that reflects the development processes and the total funds financed;*
- *Clarity and approval of the finance plan and recoupment elements, including terms of investment for all elements of the finance plan;*
- *Clarity and approval of a revised overall closing and production schedule that takes into account the proposed development schedule;*
- [REDACTED].

If these conditions are not met to staff's satisfaction or waived by 30th April 2020 or if the film has not completed contractual closing by 27th May 2020, the offer will expire unless extended by the Board or waived by staff in either case on satisfaction that there is no impediment to meeting the conditions or completing contractual close in a timely fashion.

The Board **NOTED** that:

1. Staff may be asked that pre-closing funds be advanced during contractual closing. Staff will work within the usual \$300,000 cap (including any previously advanced NZFC development funding) and will not advance pre-closing funds until staff are satisfied that all conditions to be met by the producer prior to the commencement of contractual closing have been met. [REDACTED]
2. The NZFC's total financial spend on *Whina* being up to \$2,100,000 including:
 - the conditional offer of equity investment of up to \$2,000,000; and
 - committed NZFC development funding of \$100,000 (\$6,675 Boost, \$51,700 CEOD, \$41,625 Board approved development) to be applied as producer equity..

Moved by P Tyson-Nathan ; Seconded by S Kailahi

2.2 Millie Lies Low

A Sheehan and L Saunders spoke to the paper. After discussion the Board **RESOLVED** to **APPROVE**:

1. The NZFC making a conditional offer of equity investment of up to \$910,633 (plus GST) to *Millie Lies Low* (the **Film**), subject to the NZFC's Terms of Trade, Production Funding Guidelines, Te Rautaki Māori, and the following additional conditions:
 - *Full documentation confirming* [REDACTED]
 - *Approval of the Chain of Title;*
 - *Clarity and approval of all the private investors' terms and exact amounts of investment;*
 - *Clarity and approval of the producers' plan to* [REDACTED]
 - *Clarity and approval of the producers' plan to* [REDACTED];
 - *Clarity and approval of the finance plan and recoupment elements, including terms of investment for all elements of the finance plan;*
 - [REDACTED];
2. The conditions to be met by the producer prior to the commencement of contractual closing for the Film are:
 - Provision and approval of an updated finance plan, recoupment and budget, including private investors confirmation;
 - Provision of a revised bond letter which reflects the updated budget;
 - Provision of a revised Letter of Offer from the ANZ Distributor [REDACTED]; and

If these conditions are not met to staff's satisfaction or waived by 30th April 2020 or if the film has not completed contractual closing by 27th May 2020, the offer will expire unless extended by the Board or waived by staff in either case on satisfaction that there is no impediment to meeting the conditions or completing contractual close in a timely fashion; and

3. The conversion of \$80,000 worth of NZFC development loans to a grant, to be applied as producer equity in the finance plan and recouped alongside the NZFC in the recoupment schedule.

The Board **NOTED** that:

1. Staff may be asked that pre-closing funds be advanced during contractual closing. Staff will work within the usual \$300,000 cap (including any previously advanced NZFC development funding) and will not advance pre-closing funds

until staff are satisfied that all conditions to be met by the producer prior to the commencement of contractual closing have been met; and

2. The NZFC's total financial spend on *Millie Lies Low* being up to \$990,633 including:
 - the conditional offer of equity investment of up to \$910,633; and
 - previously committed NZFC development funding of \$80,000.

Moved by A Timpson; Seconded by J McCay

2.3 Conditional Offer Extensions

The Board discussed the paper and **RESOLVED** to **APPROVE** an extension of the conditional offer to *Poppy* of \$1,250,000 until 28 February 2020.

This recommendation is based on the evidence of reasonably significant progress having been made towards meeting the Conditions for Commencement of Closing per the Conditional Offer Letter of 28 November 2018.

Moved by P Jalfon; Seconded by T Greally

2.4 Business Development Scheme - Repayment of Loans Update

The Board discussed the paper and **RESOLVED** to **AGREE** to delegate to staff authority to continue and complete loan repayment strategies with the BDS companies within the following parameters:

- Repayment of cents per dollar (to be determined and negotiated on a case by case basis, to be no less than 5 cents on a dollar).
- Attaching the outstanding loan to one or more "live" projects in development, with repayment linked to production outcomes.

Allowing all BDS producers to apply for any NZFC funding scheme (including EDF, ADF, Co-production development, PITA, Professional Development Awards, etc), currently technically prevented by term 7.7 of the BDS agreements.

Moved by B O'Riley ; Seconded by A Timpson

2.5 Come to Daddy Update

A Timpson left the room due to conflict of interest. The Board discussed the paper and **RESOLVED to APPROVE:**

- [REDACTED]

Moved by J McCay; Seconded by S Kailahi

2.6 Talent Development Budget Reallocation

The Board discussed the paper and **RESOLVED to APPROVE:**

A reallocation of \$135,000 from NZFC reserves into the Talent Development 2019/20 budget. This will be allocated in the following areas:

1. \$100,000 towards *On the Job development*
2. \$35,000 towards completion of an NZFC *Gender, Diversity and Inclusion Policy*

The Board requested further information relating to [REDACTED].

Moved by S Kailahi : Seconded by K Prendergast

2.7 Power of the Dog (Late Application)

The Board discussed the staff paper and the attached proposal from the applicant, and **RESOLVED to APPROVE** a [REDACTED], subject to the confirmation and contracting of the non-production outcomes proposed by the applicant including:

- [REDACTED]

-

Moved by T Greally; Seconded by P Tyson-Nathan

3.0 OPERATIONAL

3.1 CEO Overview and Discussion

The CEO provided a general update to the Board regarding matters of interest.

The Board **NOTED** the following:

- In response to the greater call on funding the Board would support Development & Production having an increase in resources to manage the increase in applications.
- It was confirmed that the 2018/19 Annual Report would be tabled in Parliament by Monday 2 December.
- A Sheehan to confirm costs of the AFM Variety 'NZ' feature, the number of people it reached, and whether Tourism New Zealand could partner in costs.
- Following the success of the 'Power of Inclusion' conference, a smaller focus of this may be adopted within the Big Screen Symposium programming.
- The Board request details of all overall financial net costs and contributions related to 'Power of Inclusion' to be provided at the next Board meeting.

3.2 National/International Production Update

The Board **NOTED** the paper.

3.3 Health & Safety Update

The Board **NOTED** the paper and the update.

3.4 Human Resources Update

The Board **NOTED** the paper and the update.

4 FINANCE AND CO-PRODUCTIONS

4.1 Finance Update

The Board **NOTED** the paper and the update.

- Mladen to report on Lotto NZ half-year results at the February 2020 meeting.

5. DEVELOPMENT AND PRODUCTION

5.1 Development and Production Update

Conflicts of interest were noted for S Kailahi and A Timpson. The Board **NOTED** the paper and the update.

5.2 Letters of Interest

Conflict of interest was noted for A Timpson. The Board **NOTED** that there is a letter of interest currently in circulation.

5.3 CEO Delegations

The Board **NOTED** the paper and the update.

5.4 Devolved Development Update

The Board **NOTED** the paper and the update.

5.5 2030 Screen Sector Strategy

The Board NOTED the paper and the update.

- A Sheehan to create record of Board/staff November workshop discussions, circulate those outcomes to the Board in January and present a report to the Board for approval in February 2020.

6. TE RAUTAKI MAORI

6.1 Te Rautaki Maori (Maori Strategy) Report

The Board **NOTED** the paper and the update.

7. INCENTIVES AND INTERNATIONAL

7.1 Incentives Update

The Board **NOTED** the paper and the update.

- P Mossman to provide the Board with an update around the different strands of research being done on studios nationwide at the February 2020 meeting.

7.2 International Relations Update

The Board **NOTED** the paper and the updates.

7.3 International Attractions Update

The Board **NOTED** the paper and the updates.

8. TALENT DEVELOPMENT

8.1 Talent Development Update

The Board **NOTED** the paper and the update.

9. MARKETING

9.1 Marketing Update

Conflict of interest was noted by S Kailahi. The Board **NOTED** the paper and the updates.

10. CORPORATE DIVISION

10.1 Business Affairs Update

The Board **NOTED** the paper and the update.

10.2 Co-Production Update

The Board **NOTED** the paper and the update.

10.3 Resources Team Update

The Board **NOTED** the paper and the update.

11.0 OTHER BUSINESS

None

The meeting ended at 11.56am on Wednesday 27 November 2019.

Signed: _____
Kerry Prendergast, Chair

Date: _____

DRAFT

MINUTES: 263rd NZFC BOARD MEETING

27 & 28 FEBRUARY 2020: Held at NZFC, Level 3, 119 Ghuznee Street, Wellington

1.2

Present: K Prendergast (Chair), P Jalfon, S Kailahi, A Timpson, D Wright

Apologies: J McCay, B O'Riley, P Gray (28th)

In Attendance: A Sheehan, M Ivancic and A Cribb for all agenda items

0.0 The meeting commenced at 2pm, adjourned at 5.15pm on Thursday 27th, and reconvened at 8.30am on Friday 28th February. The Board Chair welcomed both D Wright and P Gray (in abstentia) to the Board.

1 PROCEDURAL

1.1 The Board **NOTED** the Conflicts of Interest Register, with the following additions/amendments:

- K Prendergast addition: Chair of Royal New Zealand Ballet; Chair of Wellington Opera.
- A Timpson addition: NZIFF programmer; Consultant for Big Screen Symposium; Board member for 'True Crime' Film Festival, Canada
- D Wright addition: 2030 Screen Sector Strategy Facilitation Group member; COO at Weta Digital
- S Kailahi addition: Board member of Auckland Museum Trust; Chair of Pacific Advisory Group

1.2 The draft minutes of the 262nd Board meeting held on 26 & 27 November 2019 were **APPROVED**, on condition that the following amendment be made:

- [REDACTED]

Moved by S Kailahi; Seconded by A Timpson

1.2.1 The draft Out of Time minutes relating to SWAG Board Circular were APPROVED.

Moved by A Timpson; Seconded by P Jalfon

1.3 The Board was updated on progress on actions arising as outlined in the Actions Register and the Board **NOTED** the update.

1.4 The Summary of Recommendations was **NOTED** and each recommendation was addressed following discussion on the relevant paper.

2 BOARD ACTION ITEMS/RECOMMENDATION

2.0 Production Financing Applications

Conflict of interest was noted by A Timpson. The Board **NOTED** the paper and, subject to consideration of each project, APPROVED the recommendation:

“Limiting equity investment into the lesser of - up to 50% (ie. two) of the number of projects requesting finance, or a total investment of \$1,350,000, in the February 2020 Board round.”

2.1

[REDACTED]

L Saunders spoke to the paper. [REDACTED]

Moved by D Wright; Seconded by S Kailahi

2.2

[REDACTED]

[REDACTED]

2.3

[REDACTED]

L Saunders spoke to the paper. T [REDACTED]
[REDACTED]

Moved by A Timpson; Seconded by P Jalfon

2.4 Deep Limit

L Saunders spoke to the paper. The Board discussed the paper and **RESOLVED to APPROVE:**

The NZFC providing a Board development grant of up to \$50,000 plus GST, bringing the total amount of NZFC development funding for the Film to \$50,000 for [REDACTED], payable upon the producer satisfying the following conditions to the NZFC's satisfaction:

- the NZFC's receipt and approval of a budget for the amount of the Board development grant;
- the NZFC's receipt and approval of a development schedule for the [REDACTED]
[REDACTED]
- NZFC's receipt and approval of a [REDACTED]; and
- execution of a development grant agreement with the NZFC for this amount no later than 28 March 2020.

Moved by S Kailahi; Seconded by P Jalfon

2.5 The Power of the Dog

The Board requested legal advice on the implications of a decision to approve the changes in Netflix licence terms. The Board requested that the paper be re-written with that advice.

Moved by A Timpson, Seconded by S Kailahi

2.6 Boost Proposal

Conflict of Interest was noted by A Timpson. The Board discussed the paper and **RESOLVED to APPROVE:**

1. Reallocation of underspend within the existing Feature Film Development Budget of up to \$320,000 into a business development and slate funding initiative funding round (as previously run as **Boost**) to run in the financial year 2019/20;

2. Expansion of the scheme criteria to:

- a. expand the criteria of advanced development to include interactive projects, and;
- b. include requirement that applicants must have a mixed slate (must include more than one format eg. feature film, television, interactive)

Moved by K Prendergast; Seconded by P Jalfon

2.7 **Nude Tuesday - Late Application**

The Board discussed the paper and **RESOLVED** to **APPROVE**:

1. [REDACTED] being pre-approved as the new writer(s) of the NZ version of the subtitles for the Film; and
2. Delegating to staff the authority to approve a different writer (or writers) of the NZ version of the subtitles for the Film if J [REDACTED] are not able to be confirmed in that role, subject to the NZFC's receipt of the written approval of that different writer (or writers) by the Australasian distributor and international sales agent.

Moved by D Wright; Seconded by A Timpson

3.0 **OPERATIONAL**

3.1 **CEO Overview and Discussion**

The CEO provided a general update to the Board regarding matters of interest.

The Board **NOTED** the following:

- A more detailed commentary to be provided to the Board, once full analysis is completed, on the Staff Pulse Survey. Update to be provided at April meeting.
- Further to comments received from the industry via stakeholder surveys, NZFC to establish a policy regarding response times for stakeholder queries and to look at incorporating systems for tracking enquiries to ensure timely responses.

- NZFC to investigate the possibility of responding to stakeholders who complete surveys to thank them for their responses, and communicate the positive outcomes from the survey, and also how NZFC intends to improve on the issues identified through the survey responses.

3.2 National/International Production Update

The Board **NOTED** the paper.

3.3 Health & Safety Update

The Board **NOTED** the paper and the update. M Ivancic updated the Board regarding current travel insurance policy issues around the Coronavirus, which can not be covered under our existing policy. The COO to review the position with the insurers and update the Board, as the situation is changing daily.

The Board agreed to delegate decision making around travel to LA next week to the Board Chair.

3.4 Human Resources Update

The Board **NOTED** the paper and the update.

4 FINANCE AND CO-PRODUCTIONS

4.1 Finance Update

Conflict of interest was noted for A Timpson. M Ivancic updated the Board on Lotto NZ half-year results. The increase in projected 2019/20 profits will result in an additional \$1.6M of revenue in 2019/20.

The Board **NOTED** the paper and the update. The Board **RESOLVED** to appoint D Wright as the new Chair of the Finance, Audit and Risk Committee.

- M Ivancic to draft a letter on behalf of D Wright to be sent to Audit NZ noting the appointment of D Wright as FAR Chair and requesting an updated three year audit fee proposal.

Moved K Prendergast; Seconded by D Wright

5. DEVELOPMENT AND PRODUCTION

5.1 Development and Production Update

Conflicts of interest were noted for S Kailahi and A Timpson. The Board **NOTED** the paper and the update.

5.2 Letters of Interest

The Board **NOTED** that there is a letter of interest currently in circulation.

5.3 CEO Delegations

The Board **NOTED** the paper and the update.

5.4 Devolved Development Update

The Board **NOTED** the paper and the update.

6. TE RAUTAKI MAORI

6.1 Te Rautaki Maori (Maori Strategy) Report

The Board **NOTED** the paper and the update.

7. INCENTIVES AND INTERNATIONAL

7.1 Incentives Update

The Board **NOTED** the paper and the update.

- Head of Incentives to pursue the possibility of Disney Marketing fund offsetting the overage related to the Power of Inclusion Conference.

7.2 International Relations Update

The Board **NOTED** the paper and the updates.

7.3 International Attractions Update

A Sheehan spoke to the paper and updated members on the Amazon MOU negotiations. The Board **NOTED** the paper and the updates.

8. TALENT DEVELOPMENT

8.1 Talent Development Update

Conflict of interest was noted for A Timpson. The Board **NOTED** the paper and the update.

9. MARKETING

9.1 Marketing Update

Conflicts of interest were noted for S Kailahi and A Timpson. The Board **NOTED** the paper and the updates.

10. CORPORATE DIVISION

10.1 Business Affairs Update

Conflict of interest was noted for A Timpson. The Board **NOTED** the paper and the update.

10.2 Co-Production Update

The Board **NOTED** the paper and the update.

10.3 Resources Team Update

The Board **NOTED** the paper and the update.

11.0 OTHER BUSINESS

The meeting ended at 12.05am on Friday 28 February 2020.

Signed: _____
Kerry Prendergast, Chair

Date: _____

MINUTES: 264th NZFC BOARD MEETING

30 APRIL 2020: Held via Microsoft Teams Video Conference

1.2

Present: K Prendergast (Chair), J McCay, B O'Riley, P Jalfon, S Kailahi, A Timpson, D Wright, P Gray, H Mita

Apologies: None

In Attendance: A Sheehan, M Ivancic and A Cribb for all agenda items

0.0 The meeting commenced at 9am on Thursday 30 April 2020.
The Board Chair welcomed H Mita to the Board as a Board Observer and confirmed receipt of signed non-disclosure agreement and terms of appointment letter from same.

1 PROCEDURAL

1.1 The Board **NOTED** the Conflicts of Interest Register, with the following additions/amendments:

- Brett O Riley - no longer a member of the Establishment Board for NZIT.
- H Mita declared an interest in relation to '*Punch*'.

1.2 The draft minutes of the 263rd Board meeting held on 27 & 28 February 2020 were **APPROVED**.
Moved by S Kailahi; Seconded by P Jalfon

1.2.1 The draft FAR Committee minutes dated 12 December 2019 were **APPROVED**.
Moved by K Prendergast

- 1.2.2 The draft Out of Time minutes relating to Whina dated 29 January 2020 were **APPROVED**.
Moved by A Timpson; Seconded by B O'Riley
- 1.2.3 The draft Out of Time minutes relating to Power of the Dog dated 12 March 2020 were **APPROVED**.
Moved by J McCay; Seconded by S Kailahi
- 1.2.4 The draft Out of Time minutes relating to COVID-19 and Whina dated 6 April 2020 were **APPROVED**.
Moved by P Gray; Seconded by P Jalfon
- 1.3 The Board was updated on progress on actions arising as outlined in the Actions Register and the Board **NOTED** the update.
- Meeting with Minister Faafoi deferred due to COVID lockdown, will be organised for later in the year potentially as NZFC/NZOA joint initiative.
- 1.4 The Summary of Recommendations was **NOTED** and each recommendation was addressed following discussion on the relevant paper.

2 BOARD ACTION ITEMS/RECOMMENDATION

2.0 Production Financing Applications

L Saunders talked to the paper. The Board **NOTED** the update.

2.1 Punch

An interest was noted for H Mita. L Saunders spoke to the paper. After discussion the Board **RESOLVED** to **APPROVE**:

- 1.** The NZFC making a conditional offer of equity investment of up to \$1,637,262 (plus GST) to *Punch* (the **Film**), subject to the NZFC's Terms of Trade, Production Funding Guidelines, Te Rautaki Māori, and the following additional conditions:

- *Approval of the Chain of Title.*
- *Approval of the proposed SPV structure and its directors.*
- *Clarity and approval of the finance plan and recoupment elements, including timing and terms of investment for all elements of the finance plan.*
- *Receipt by the NZFC of a comprehensive plan for how the production will deal with COVID-19, including but not limited to:*
 - i. safe pre-production, production and post-production protocols that are in compliance with all Government directions, applicable laws and regulations, industry guidelines, guidelines and best industry practice as it evolves in relation to COVID-19.
 - ii. Appropriate and updated Health and Safety policy specifically dealing with COVID-19.
 - iii. confirmation that the approved budget and finance plan are sufficient to fund the Film and any additional required protocols or measures related to COVID-19.
 - iv. satisfaction with Bond and Insurance arrangements.
 - v. re-confirmation that NZSPG lender(s) are willing to lend in the circumstances applying at or near the time that production is due to commence.
 - vi. satisfaction with the domestic and international distribution arrangements at the time production is due to commence.
- Additional representations and warranties will be required from the Production for dealing with COVID-19.
- Confirmation that T Roth may enter the country.

2. The conditions to be met by the producer prior to the commencement of contractual closing for the Film are:

- [REDACTED]
- [REDACTED]

If these conditions are not met to staff's satisfaction or waived by 23 September 2020 or if the film has not completed contractual closing by 29 October 2020, the offer will expire unless extended or waived by the Board or by staff in either case on satisfaction that there is no impediment to meeting the conditions or completing contractual close in a reasonable time period in the current circumstances; and

3. The conversion of \$55,000 worth of development loans to a grant, to be applied as producer equity in the finance plan and recouped alongside the NZFC in the recoupment schedule.

The Board **NOTED** that:

1. Staff may be asked that pre-closing funds be advanced during contractual closing. Staff will work within the usual \$300,000 cap (including any previously advanced NZFC development funding), and will not advance pre-closing funds until staff are satisfied that all conditions to be met by the producer prior to the commencement of contractual closing have been met; and
2. The NZFC's total financial spend on *Punch* being up to \$1,692,262 including:
 - the conditional offer of equity investment of up to \$1,637,262.
 - previously committed NZFC development funding of \$55,000.

Moved by J McCay; Seconded by P Gray

2.2 Rurangi

L Saunders spoke to the paper. The Board discussed the paper and **RESOLVED** to **APPROVE**:

1. The NZFC making an offer of a grant of \$85,000 plus GST (if any) to *Rūrangi*, subject to:

- [REDACTED]
- [REDACTED]

- *Receipt by the NZFC of warranties for how the production will deal with COVID-19, including but not limited to:*

- ⊖ safe pre-production, production and post-production protocols that are in compliance with all Government directions, applicable laws and regulations, industry guidelines, guidelines and best industry practice as it evolves in relation to COVID-19;
 - ⊖ Appropriate and updated Health and Safety policy specifically dealing with COVID-19
 - ⊖ confirmation that the approved budget and finance plan are sufficient to fund the Film and any additional required protocols or measures related to COVID-19
 - ⊖ satisfaction with Bond and Insurance arrangements
 - ⊖ satisfaction with the domestic and international distribution arrangements at the time production is due to commence
- Additional representations and warranties may be required from the Production for dealing with COVID-19

2. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Moved by P Gray; Seconded by B O'Riley

2.3 The Power of the Dog

L Saunders spoke to the paper. The Board discussed the paper and requested that payment of funds be detailed as a drawdown with milestones. The Board **RESOLVED** to **APPROVE**:

A. [REDACTED]

[REDACTED]

[REDACTED]

B. NZFC investment to be subject to:

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]
3. Receipt by the NZFC of a comprehensive plan for how the production will deal with COVID-19, including but not limited to:
- Warranty that they have an appropriate and updated Health and Safety policy updated around pre-production, production and post-production protocols that are in compliance with all Government directions, applicable laws and regulations, industry guidelines, guidelines and best industry practice as it evolves in relation to COVID-19;
 - Confirmation that the approved budget and finance plan are sufficient to fund the Film and any additional required protocols or measures related to COVID-19;
 - Additional representations and warranties as required from the Production for dealing with COVID-19, and;

In all other respects, the existing terms and conditions in accordance with the revised conditional offer letter to the NZ producer, dated 18 December 2019.

Moved by A Timpson ; Seconded by S Kailahi

2.4 Te Rautaki Delegations

The Board discussed the paper and **RESOLVED to APPROVE:**

- Adjusting the current decision-making delegation for the **He Ara Development Fund** to require the Pouwhakahaere as well as the Head of Development with input from the Head of Talent Development in funding decisions
- Adjusting the current decision-making delegation for the **Hapaitia I te Kaupapa Kiriata – Māori Feature Film Support and Development Fund** - to require the Pouwhakahaere as well as the Head of Development with input from the Head of Talent Development in funding decisions
- Adjusting the delegation names of the Funds to include the Māori names to the respective Rautaki Māori funds -Hapaitia i te Kaupapa Kiriata Māori Feature Film Support and Development Fund, Tuhinga Reo Māori – Te Reo Development Fund and

- Amend the term Pasifika filmmakers in He Ara to Pacific Island Filmmakers

Moved by S Kailahi; Seconded by B O'Riley

2.5 Terms of Trade

L Saunders spoke to the paper. The Board discussed the paper and **AGREED** to vary the Terms of Trade until December 31, 2020:

- Projects under \$2.5m or documentaries to require either domestic distributor or sales agent or platform;
- Requirement for theatrical distribution in New Zealand is waived, or varied for existing films if agreed by other financiers and the bond and an alternate release strategy is formally proposed and agreed by the market partners;
- For budgets over \$2.5m, the cap for pre-closing is increased *to up* to \$400k;
- Test screenings will only go ahead in circumstances where it is safe and possible to do so and contractual and policy wording on this point will be amended to reflect that test screenings are at NZFC's sole discretion;
- Pre-closing advances will be approved by staff at their discretion, but wording around 'no impediment to close' will be updated to reflect commencement of closing does not imply certainty of close;

AND

- The Board **AGREED** to appoint a sub-committee to be available to consider further analysis of Covid-19 risk issues, and to ratify staff recommendations as required. Sub-Committee members appointed were K Prendergast, S Kailahi, A Timpson, D Wright.

Moved by P Gray; Seconded by D Wright

3.0 OPERATIONAL

3.1 CEO Overview and Discussion

The CEO provided a general update to the Board regarding matters of interest.

The Board **NOTED** the following:

- Regular video conference Q&A sessions will provide opportunity for industry to receive COVID-related updates.
- Data Room and Stakeholder results should be up on website by mid-May.

3.2 National/International Production Update

The Board **NOTED** the paper.

3.3 Health & Safety Update

The Board **NOTED** the paper and the update. The Board also **NOTED** that a COVID 19 return to work survey will be conducted anonymously with staff.

3.4 Human Resources Update

The Board **NOTED** the paper and the update.

4 FINANCE AND CO-PRODUCTIONS

4.1 Finance Update

M Ivancic updated the Board on Lotto NZ's revised update and He Pounamu applications. The Board **NOTED** the paper and the update. D Wright provided an update and recommendation on the meeting with Audit NZ.

The Board **RESOLVED** to **ACCEPT** the Audit New Zealand proposal to conduct audits for the 2019, 2020 and 2021 financial years, noting that proposed audit fee would increase by 15% (ie. \$7,000) compared with 2018.

Moved by D Wright; Seconded by B O'Riley

4.2 Draft Budget 20/21

M Ivancic updated the Board and confirmed BDS repayment arrangements made with three of the four companies thus far. The Board **NOTED** the paper and the update.

5. DEVELOPMENT AND PRODUCTION

5.1 Development and Production Update

Conflicts of interest were noted for S Kailahi and A Timpson. The Board **NOTED** the paper and the update.

5.2 Letters of Interest

The Board **NOTED** the paper and the update.

5.3 CEO Delegations

The Board **NOTED** the paper and the update.

5.4 Devolved Development Update

The Board **NOTED** the paper and the update.

6. TE RAUTAKI MAORI

6.1 Te Rautaki Maori (Maori Strategy) Report

The Board **NOTED** the paper and the update.

7. INCENTIVES AND INTERNATIONAL

7.1 Incentives Update

The Board **NOTED** the paper and the update.

7.1a NZSPG Changes

The Board **NOTED** the paper and the update.

7.2 International Relations Update

The Board **NOTED** the paper and the updates.

7.3 International Attractions Update

The Board **NOTED** the paper and the updates.

8. TALENT DEVELOPMENT

8.1 Talent Development Update

The Board **NOTED** the paper and the update.

9. MARKETING

9.1 Marketing Update

Conflict of interest was noted for A Timpson. The Board **NOTED** the paper and the updates.

10. CORPORATE DIVISION

10.1 Business Affairs Update

Conflict of interest was noted for D Wright. The Board **NOTED** the paper and the update.

10.2 Co-Production Update

The Board **NOTED** the paper and the update.

10.3 Resources Team Update

The Board **NOTED** the paper and the update.

11.0 OTHER BUSINESS

CEO to forward H Mita Te Reo title suggestion for his consideration.

The meeting ended at 1.30pm on Thursday 30 April 2020.

Signed: _____
Kerry Prendergast, Chair

Date: _____

MINUTES: 265th NZFC BOARD MEETING

29 & 30 JULY 2020; Held at NZFC, Level 3, 119 Ghuznee Street, Wellington

1.2

Present: K Prendergast (Chair), J McCay, P Jalfon, S Kailahi, A Timpson, D Wright, P Gray, H Mita, B O’Riley (Late)

Apologies: None

In Attendance: A Sheehan, M Ivancic and A Cribb for all agenda items

0.0 The meeting commenced at 2pm on Wednesday 29 July, adjourned at 5.15pm and recommenced at 8.30am on Thursday 30 July 2020.

1 PROCEDURAL

1.1 The Board **NOTED** the Conflicts of Interest Register, with the following additions/amendments:

- H Mita declared an interest in relation to joining NZOA as a Funding Advisor, as a Board member of Nga Aho Whakaari and as Director of Merata: How Mum Decolonised the Screen.
- P Gray declared an interest as member of the Maori Education Trust.
- D Wright declared a shift of interest following resignation from Weta Digital.
- A Timpson declared an interest in NZ Film Awards.
- P Jalfon advised Remarkables Park has applied to the ‘Shovel Ready’ fund re. a studio project in Queenstown
- S Kailahi no longer Chair of the Pacific Advisory Group at Auckland Museum, or member of Auckland Museum Trust Board.

1.2 The draft minutes of the 264th Board meeting held on 30 April 2020 were **APPROVED**, following amendment of date to 30 April under 0.0.

Moved by P Gray; Seconded by S Kailahi

The Chair updated the Board in relation to:

- Proposed meeting with Hon. K Faafoi.
- Decisions of initial COVID sub-committee meeting.
- Lotto confirmed NZFC will be receiving 6.5% of \$13.4M as a washup.
- H Mita confirmed he had approved the 'Kaiwhirinaki' title suggested by K Waaka-Tibble. This to be put to the Board for approval at the next meeting.
- H Mita's role as mentoree on the Board for one year to be announced in future newsletter, following approval by Chair.

1.2.1 The draft FAR Committee minutes dated 26 June 2020 were **APPROVED**.

Moved by D Wright; Seconded by K Prendergast

1.2.2 The draft He Pounamu Te Reo Maori Film Initiative panel minutes dated 11 June 2020 were **APPROVED**, following amendments as detailed:

- Spelling amendment 'panellists'
- Amendment regarding section 3.1 re. capping NZFC funding.
- Closing time to read 11.25am

Moved by P Gray; Seconded by P Jalfon

1.3 The Board was updated on progress on actions arising as outlined in the Actions Register and the Board **NOTED** the update.

- The 2030 Strategy has been launched. Members NOTED that for the strategy to be effective an entity responsible for the ongoing recommendations would need to be formed.

1.4 The Summary of Recommendations was **NOTED** and each recommendation was addressed following discussion on the relevant paper.

2 BOARD ACTION ITEMS/RECOMMENDATION

2.0 Production Financing Applications

The Board **NOTED** the update.

2.1 James & Isey

L Saunders spoke to the paper and provided updates. After discussion the Board **RESOLVED** to **APPROVE**:

1. The NZFC making a conditional offer of equity investment of up to \$365,345 (plus GST) to *James & Isey* (the **Film**), subject to the NZFC's Terms of Trade, Post-Production Funding Guidelines, Te Rautaki Māori, and the following additional conditions:
 - *Approval of the Chain of Title;*
 - *Approval of the proposed SPV structure including its directors;*
 - *Clarity and approval of the finance plan and recoupment elements, including timing and terms of investment for all elements of the finance plan.*

2. The conditions to be met by the producer prior to the commencement of contractual closing for the Film are:

○

■


■

If these conditions are not met to staff's satisfaction or waived by 4 December 2020, or if the film has not completed contractual closing by 31 January 2021, the offer will expire unless extended or waived by the Board or by staff in either case on satisfaction that there is no impediment to meeting the conditions or completing contractual close in a reasonable time period in the current circumstances.

Moved by J McCay; Seconded by S Kailahi

2.2 Going Going

L Saunders spoke to the paper. The Board discussed the paper and **RESOLVED** to **APPROVE**:

1. The NZFC making a conditional offer of additional equity investment of up to \$197,300 (plus GST) to *Going, Going* (the **Film**), subject to the NZFC's Terms of Trade, Production Funding Guidelines, Te Rautaki Māori, and the following additional conditions:
 - a. *Approval of the Chain of Title;*
 - b. *Approval of the proposed SPV structure and its directors;*
 - c. *Clarity and approval of the finance plan and recoupment elements, including timing and terms of investment for all elements of the finance plan;*
 - d. *Updated LOIs from key cast to reflect new schedule dates; and*
 - e. 

2. The conditions to be met by the producer prior to the commencement of contractual closing for the Film are:
 - a. *Updated bond letter that reflects the budget with the additional items.*

If these conditions are not met to staff's satisfaction or waived by 4 December 2020 or if the film has not completed contractual closing by 30 January 2021, the offer will expire unless extended or waived by the Board or by staff in either case on satisfaction that there is no impediment to meeting the conditions or completing contractual close in a reasonable time period in the current circumstances; and

The Board **NOTED** that:

1. Staff may be asked that pre-closing funds be advanced during contractual closing. Staff will work within the usual \$300,000 cap (including any previously advanced NZFC development funding), and will not advance pre-closing funds until staff are satisfied that all conditions to be met by the producer prior to the commencement of contractual closing have been met; and

2. The NZFC's total financial spend on *Going, Going* being up to \$1,509,800 including:
 - The conditional offer of additional equity investment of up to \$197,300.
 - Previously committed NZFC 125 conditional offer of equity investment of up to \$1,250,000.
 - Previously committed NZFC development funding of \$62,500 (including \$50,000 development loan converted to grant and \$12,500 Boost Grant) as producer's equity.

Moved by A Timpson; Seconded by P Jalfon

2.3

[REDACTED]

Moved by K Prendergast ; Seconded by P Gray

2.4 Production Financing Withdrawals Summary

The Board **NOTED** the paper.

2.4a

[REDACTED]

2.4b

[REDACTED]

2.4c

[REDACTED]

2.4d

[REDACTED]

2.5 NZFC 2020/21 Budget

M Ivancic spoke to the paper. The Board discussed the paper **NOTING** that the FAR Committee had considered the draft 2020/21 Budget at it's June meeting; and **RESOLVED** to **RATIFY** the Annual Budget 2020/2021.

The Board requested NZFC staff to provide an options paper to the September meeting on non-financial alternatives to reward staff in lieu of no salary increases being awarded in the 2020/21 budget.

Moved by D Wright; Seconded by B O'Riley

2.6 Screen Production Recovery Fund

L Saunders spoke to the paper. Following discussion the Board **RESOLVED** to **APPROVE**:

The Sub-Committee being delegated authority to:

- a. Approve and amend any rules, guidelines, delegations and processes under the Screen Production Recovery Fund, within the parameters and policy settings agreed with MCH;
- b. Approve, on staff recommendation, applications for funding amounts higher than \$100,000;
- c. K Prendergast will Chair the sub-committee.

The Board **NOTED**:

1. The NZFC Rules will be updated, as set out in the **2.7 NZFC Rules and Delegations Update Paper**, to reflect the recommendations as set out in this paper; and
2. Two fixed term staffing positions have been created and are currently open for application, in order to manage the Screen Production Recovery Fund.

Moved by P Jalfon; Seconded by B O'Riley

2.7 NZFC Rules Update

The Board discussed the paper and **RESOLVED** to **APPROVE** the updated NZFC Rules.

Moved by S Kailahi; Seconded by J McCay

2.8 Conflict of Interest Policy

The Board discussed the paper and suggested an amendment to ensure staff disclosures were brought to their Manager for confirmation of actual or perceived interest. Policy writer to converse with P Gray in this regard and also to refer to the Crown Entities Act. Final approval to be given by Chair, outside of Board round.

Moved by P Gray; Seconded by D Wright

2.9 2020/21 Statement of Performance Expectations

The Board discussed the paper, suggesting narratives be provided separate to any new KPI. The Board **RESOLVED** to **APPROVE** the Statement of Performance Expectations 2020/21.

Moved by J McCay; Seconded by P Jalfon

2.10 Nga Pouwhenua: Cook 2020 Update

[REDACTED]

Moved P Gray; A Timpson

3.0 OPERATIONAL

3.1 CEO Overview and Discussion

The CEO provided a general update to the Board regarding matters of interest.

The Board **NOTED** the following:

- The Board offered congratulations and thanks to staff for the enormous amount of work undertaken at short notice for the Screen Recovery package budget bid.
- Regarding the Insurance Underwrite meeting with MCH and Treasury that took place on Wednesday, Chair will speak to the Minister of Finance before due date of 31 July 2020.
- More detailed results on the Stakeholder Survey to come and will be circulated to the Board prior to the next meeting in September.
- The Screen Infrastructure proposal paper has been submitted and approved by cabinet.

3.2 National/International Production Update

The Board **NOTED** the paper.

3.3 Health & Safety Update

The Board directed Management to review and ensure we comply with Worksafe Health & Safety procedures, ensuring that Production companies have a Health & Safety Worksafe plan (specifically around police vetting) which is complied with and officially audited.

3.4 Human Resources Update

The Board **NOTED** the paper and the update. HR Manager to report back to the Board in September with a detailed improvement plan following the Staff Engagement Survey 2020.

4 FINANCE AND CO-PRODUCTIONS

4.1 Finance Update

M Ivancic updated the Board. The Board **NOTED** the paper and the update. COO was requested to discuss the Revenue Recognition policy, in relation to [REDACTED], with Audit NZ.

Moved by D Wright; Seconded by S Kailahi

5. DEVELOPMENT AND PRODUCTION

5.1 Development and Production Update

Conflicts of interest were noted for A Timpson. The Board **NOTED** the paper and the update.



COO to update Board prior to next meeting.

5.2 Letters of Interest

The Board **NOTED** the paper and the update.

5.3 CEO Delegations

The Board **NOTED** the paper and the update.

5.4 Devolved Development Update

The Board **NOTED** the paper and the update. COO to confirm details of BOOST funding to Wrestler.

6. TE RAUTAKI MAORI

6.1 Te Rautaki Maori (Maori Strategy) Report

The Board **NOTED** the paper and the update.

7. INCENTIVES AND INTERNATIONAL

7.1 Incentives Update

The Board **NOTED** the paper and the update.

7.2 International Relations Update

The Board **NOTED** the paper and the updates.

7.3 International Attractions Update

The Board **NOTED** the paper and the updates.

The Board **NOTED** and **REQUESTED** fuller information be disclosed to them in communications or papers – noting ‘highly confidential’ where necessary.

8. TALENT DEVELOPMENT

8.1 Talent Development Update

A conflict of interest was noted for B O’Riley. The Board **NOTED** the paper and the update.

9. MARKETING

9.1 Marketing Update

Conflict of interest was noted for A Timpson. The Board **NOTED** the paper and the updates.

10. CORPORATE DIVISION

10.1 Business Affairs Update

The Board **NOTED** the paper and the update.

10.2 Co-Production Update

The Board NOTED the paper and the update.

10.3 Resources Team Update

The Board **NOTED** the paper and the update.

The meeting ended at 12.37pm on Thursday 30 July 2020.

Signed: _____
Kerry Prendergast, Chair

Date: _____

MINUTES: 266th NZFC BOARD MEETING

22 & 23 September 2020; Held at NZFC, Level 3, 119 Ghuznee Street, Wellington & Video Conference

1.2

Present: K Prendergast (Chair), J McCay, P Jalfon, S Kailahi, A Timpson, D Wright, P Gray, H Mita

Apologies: B O'Riley

In Attendance: A Sheehan, M Ivancic and A Cribb for all agenda items

0.0 The meeting commenced at 2pm on Tuesday 22 September, adjourned at 5.15pm and recommenced at 8.30am on Wednesday 23 September 2020.

0.1 The Board discussed the need for a Board Charter to clearly outline Board Member conduct and processes, so members have clearer guidelines around conflicts, responsibilities and accountabilities. It was agreed that the CEO would develop a draft Charter for consideration at the next Board meeting. P Gray offered to provide a template for consideration.

1 PROCEDURAL

1.1 The Board **NOTED** the Conflicts of Interest Register, with the following additions/amendments:
Kerry Prendergast – Tourism Futures Advisory Board member; Three Waters Reform Programme Steering Committee. NZCA to be removed.

1.2 The draft minutes of the 265th Board meeting held on 29 & 30 July 2020 were **APPROVED** with the amendment that item 1.2, bullet point 3 to include 'as a washup'.

Moved by A Timpson ; Seconded by S Kailahi

1.2.1 The draft COVID sub-committee minutes dated 15 July 2020 were **NOTED**.

- 1.2.2 The draft COVID sub-committee minutes dated 12 August 2020 were **NOTED**.
- 1.2.3 The draft COVID sub-committee minutes dated 19 August 2020 were **NOTED**. Item 6 to be amended to show D Wright moved, K Prendergast seconded.
- 1.2.4 The draft COVID sub-committee minutes dated 26 August 2020 were **NOTED**. Item 6 to be amended to show K Prendergast moved, D Wright seconded.
- 1.2.5 The draft COVID sub-committee minutes dates 9 September 2020 were **NOTED**. Members **NOTED** that any Conflict of interest to be raised with the Chair at the beginning of each COVID sub-committee meeting.
- 1.3 The Board was updated on progress on actions arising as outlined in the Actions Register and the Board **NOTED** the update.
- 1.4 The Summary of Recommendations was **NOTED** and each recommendation was addressed following discussion on the relevant paper.

2 BOARD ACTION ITEMS/RECOMMENDATION


2.0 Production Financing Applications Summary

The Board **NOTED** the update.

2.1 The Convert

L Saunders spoke to the paper and provided updates.

After discussion the Board **RESOLVED** to **APPROVE**:



Moved by A Timpson; Seconded by P Jalfon

2.3 COVID 19 Policy Extension

The Board discussed the paper and **RESOLVED** to **APPROVE** that the NZFC COVID-19 Policy be extended by six months. To be detailed on the NZFC website as follows:

This policy will apply to applications up and until 30 June 2021 and will be reviewed at that point. The NZFC may vary or waive any part of this COVID-19 Policy at any time or extend it without formal notice while government COVID-19 Alerts remain in effect in New Zealand.

Moved by P Gray; Seconded by A Timpson

2.4 Marketing Distribution Grants

M Ivancic talked to the paper. The Board discussed the paper and REQUESTED that for future staff papers proposing additional expenditure the funding origin is to be clearly detailed for Board reference. The Board **RESOLVED** to **APPROVE**:

- a) the changes to the updated NZFC Rules **attached** as an Appendix to this paper “Market Delegation”; and
- b) an additional \$415,000 from the 2020 Lotto ‘washup’ grant is to be allocated to Distribution Grants budget for the 2020/2021 financial year.

Moved by K Prendergast; Seconded by J McCay

2.5 2021 Board Dates

The Board AGREED to the following meeting dates for 2021:

- Wednesday 17th and Thursday 18th March 2021
- Wednesday 26th and Thursday 27th May 2021
- Monday 26th and Tuesday 27th July 2021
- Wednesday 29th and Thursday 30th September 2021
- Wednesday 8th and Thursday 9th December 2021

Moved by K Prendergast; Seconded by J McCay

2.6 Blacklist Assessment & Virtual Writers Workshop

A Sheehan spoke to the paper. Following in depth discussion the Board **RESOLVED** to **APPROVE**:

1. The allocation of additional funding totalling \$115,000 from reserves to the Black List project to cover proposed development grants of \$25,000 to each of the top six Black List selected projects; and
2. That this will be a special standalone script development fund that allows applications from writers.

The Board NOTED:

1. NZFC staff's intention to contract the services of Black List to run an assessment and workshop process for New Zealand writers, under an exemption to the procurement rules.

A fully detailed exception to the procurement RFP (Request for Proposal) requirement to be created, setting out the objectives of the programme and the link to NZFC strategic objectives. Business Affairs department to review documentation.

Moved by S Kailahi; Seconded by P Gray

2.7 MURU Pre-Closing Advance Request

Conflict of Interest noted for H Mita. The Board discussed the paper and **RESOLVED** to **APPROVE**:

- 1) The NZFC making available immediately further funding by way of a pre-close advance(s) of up to \$50,000 (plus GST if any) to enable the production to commence closing and commence pre-production on condition that:
 - a) The further funding will be part of the existing \$2,400,000 NZFC equity commitment; and
 - b) The further funding will be part of the usual cap on pre-close advances.

The Board **NOTED**:

The total NZFC financial commitment to this project is \$2,500,000, comprising Development Funding Grant of \$100,000 and NZFC Equity of \$2,400,000.

Moved by K Prendergast; Seconded by P Jalfon

2.8 NZFC Rules Delegations Update – COVID Capability Funding

The Board discussed the paper and **RESOLVED** to **APPROVE** the delegations as detailed in the paper.

Moved by J McCay; Seconded by P Gray

3.0 OPERATIONAL

3.1 CEO Overview and Discussion

The CEO provided a general update to the Board regarding matters of interest.

The Board **NOTED** the following:

- Working closely with MBIE/NZTE on the Screen Attraction for International Audiences cabinet paper.
- Olsberg presentation to MCH, MBIE, Treasury, MSD, NZTE happening on Friday.
- Chair to sign off on final DEGNZ response letter. Will be circulated to the Board with original letter.

3.2 National/International Production Update

The Board **NOTED** the paper.

3.3 Health & Safety Update

The Board **NOTED** the paper and the update.

3.4 Human Resources Update

The Board **NOTED** the paper and the update.

4 FINANCE

4.1 Finance Update

M Ivancic and D Wright updated the Board on the recent Finance Audit & Risk Committee meeting. Audit NZ attended and provided useful input to several agenda items.

It was agreed that the draft Annual Report be circulated to the Board for review prior to sending to Audit NZ at end of the month.

The Board **NOTED** the paper and the update.

5. DEVELOPMENT AND PRODUCTION

5.1 Development and Production Update

The Board **NOTED** the paper and the update.

5.2 CEO Delegations

The Board **NOTED** the paper and the update.

5.3 Letters of Interest

The Board **NOTED** the paper and the update.

5.4 Devolved Development Update

The Board **NOTED** the paper and the update.

5.5 Screen Production Recovery Fund Summary

The Board **NOTED** the paper and the update.

6. TE RAUTAKI MAORI

6.1 Te Rautaki Maori (Maori Strategy) Report

The Board discussed the paper in depth. The Board NOTED the paper but concluded that the proposal set out within paragraph 6.3 titled 'Te Rautaki Maori advice' does not reflect the Board's view. Having considered and discussed this item, the Board endorsed a simplified position as follows:

1. CORE PRINCIPLE OF THE PREMIUM DRAMA FUND regarding MĀORI FILMMAKERS

- a) **A significant proportion of the fund to go towards Māori-led stories i.e. Māori stories led by Māori, Māori storytellers telling Māori stories (Minimum 2 out of the 3 Key creatives (Writer/Director/Producer) are Māori)**

- b) **Māori Content – No Māori story without Māori Creatives**

The Board **NOTED** the paper and the update, with the following considerations:

- If a paper includes a policy question or consideration, it needs to be communicated clearly to the Board.
- Pouwhakahaere to present NZFC policy externally, only with prior knowledge and endorsement by the Board.

Moved P Gray; Seconded J McCay

7. INCENTIVES AND INTERNATIONAL

7.1 Incentives Update

The Board **NOTED** the paper and the update.

7.2 International Relations Update

The Board **NOTED** the paper and the updates.

7.3 International Attractions Update

The Board **NOTED** the paper and the updates.

8. TALENT DEVELOPMENT

8.1 Talent Development Update

The Board **NOTED** the paper and the update.

9. MARKETING

9.1 Marketing Update

Conflict of interest was noted for S Kailahi. The Board **NOTED** the paper and the updates.

10. CORPORATE DIVISION

10.1 Business Affairs Update

The Board **NOTED** the paper and the update.

10.2 Co-Production Update

The Board NOTED the paper and the update.

10.3 Resources Team Update

The Board **NOTED** the paper and the update.

The meeting ended at 11.03am on Wednesday 23 September 2020.

Signed: _____
Kerry Prendergast, Chair

Date: _____

MINUTES: 267th NZFC BOARD MEETING

1 & 2 December 2020; Held at MERW, Level 22, 15 Customs Street West, Auckland

1.2

- Present:** K Prendergast (Chair), J McCay (Day 1), B O’Riley, P Jalfon, S Kailahi, A Timpson, D Wright, P Gray, H Mita (late)
- Apologies:** McCay (Day 2)
- In Attendance:** A Sheehan, M Ivancic and A Cribb for all agenda items
-

0.0 The meeting commenced at 2pm on Tuesday 1 December, adjourned at 5.10pm and recommenced at 8.00am on Wednesday 2 December 2020.

1 PROCEDURAL

1.1 The Board **NOTED** the Conflicts of Interest Register, and advised the following additions/amendments:
K Prendergast memberships to be moved to first column.

Additional conflicts were noted in relation to the specific papers presented to the December Board meeting:

H Mita – [REDACTED]

B O’Riley – [REDACTED]

A Timpson – [REDACTED]

S Kailahi – [REDACTED]

1.2 The draft minutes of the 266th Board meeting held on 22 & 23 September 2020 were **APPROVED**. Point 2.4 ‘funding origin’ to be changed to ‘funding source’.

Moved by D Wright ; Seconded by P Gray

- 1.2.1 The COVID sub-committee minutes dated 21 September 2020 were **NOTED**. Conflicts to be updated for A Timpson and S Kailahi in relation to Nude Tuesday.
- 1.2.2 The COVID sub-committee minutes dated 1 October 2020 were **NOTED**.
- 1.2.3 The COVID sub-committee minutes dated 13 October 2020 were **NOTED**. Amendment to mover of minutes to read K Prendergast.
- 1.2.4 The COVID sub-committee minutes dated 5 November 2020 were **NOTED**.
- 1.2.5 The draft Out of Time Board minutes dated 19 October 2020 were **NOTED**. Details of conflicts to be changed to read 'perceived interest'.
- 1.3 The Board was updated on progress on actions arising as outlined in the Actions Register and the Board **NOTED** the update.
- Blacklist procurement paper is to be presented to the next Finance Audit & Risk Committee.
 - [REDACTED]
- 1.4 The Summary of Recommendations was **NOTED** and each recommendation was addressed following discussion on the relevant paper.

2 BOARD ACTION ITEMS/RECOMMENDATION

2.0 Production Financing Applications Summary

Conflict of Interest was noted for H Mita, [REDACTED], Punch. The Board **NOTED** the update.

2.1

[REDACTED]
Conflict of Interest was noted for A Timpson. L [REDACTED]
[REDACTED]

[Redacted]

Moved by K Prendergast; Seconded by B O'Riley

2.2

[Redacted]

Conflict of Interest was noted for H Mita, A Timpson, S Kailahi

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

b.

[Redacted text block]

Moved by P Gray; Seconded by S Kailahi

2.3 Fiona Clark: Unafraid

Conflict of interest noted for A Timpson. [Redacted text]

[Redacted text block]

2.

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

Moved by P Gray; Seconded by S Kailahi

2.4

[Redacted]

Conflict of interest was noted for A Timpson. [Redacted]

[Redacted]

2.5

[Redacted]

Conflict of Interest was noted for H Mita, A Timpson and for J McCay via. Minter Ellison Rudd Watts. B O'Riley also declared a conflict of interest and did not participate in the final decision.

[REDACTED]

Moved by K Prendergast; Seconded by P Jalfon

2.6

[REDACTED]

Conflict of interest was noted for A Timpson. L

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

- [REDACTED]
- [REDACTED]

[REDACTED]

[REDACTED]

Moved by A Timpson; Seconded by B O’Riley

2.7 NZFC Governance Manual

The Board discussed the paper and expressed thanks to T Hancock for her detailed work.

Following discussion the Board **RESOLVED** to **APPROVE** the proposed update for the NZFC Governance Manual and **REQUESTED** the following amendments be made:

1. A new section detailing the process of Board appointments is to be added.
2. MERW advice (Appendix 2.7.3) to be incorporated into the manual.
3. In regard to conflicts of interest for Board members (Appendix 2.7.3) the Board Chair to be added as a contact under 2.4 and 2.5.
4. Policy Advisor to consider whether the general responsibilities of interns/mentorees are the same as members. A new section to be included in the manual around how interns/mentoree’s are appointed, length of appointment, etc, ie.

appointments to happen at the Board's discretion, but via liaison with MCH; Board to have only one intern/mentoree at a time.


5. MERW response to be sought in regard to J McCay and 1.12.
6. He Pounamu Te Reo FF Initiative Committee to be added to the list of Board Committees under 1.24
7. Board Chair to send PSC information to Policy Advisor, detailing process for MCH around appointments, re-appointments, evaluation and processes for Crown entities.

3.0 OPERATIONAL

3.1 CEO Overview and Discussion

The CEO provided a general update to the Board regarding matters of interest.

The Board **NOTED** the following:

- The Blacklist workshop will be accessed via NZFC as a bespoke script evaluation and ranking process, involving a one-off call for scripts. Following evaluation the top six scripts/filmmakers would be invited to attend a workshop and will receive \$25k from NZFC for development.
- 
- Minister Carmel Sepuloni confirmed as NZFC Minister. NZFC to arrange regular Chair/CEO meetings for 2021.
- 2030 Strategy – NZFC Statement of Intent to be adapted to include aspects of this report. Final 2030 report would be a 'live' document and include colour coding, but will still require sign off by the Board. This to be circulated to the Board prior to March Board meeting, with feedback/approval to be received by all members.
- All future accountability documents are to be accessible by the Board, including quarterly reports to MCH and MBIE. These documents are to be uploaded into the Resource Centre in Diligent Boardbooks, with a notification email sent to the Board when available.

3.2 National/International Production Update

The Board **NOTED** the paper.

3.3 Health & Safety Update

The Board **NOTED** the paper and the update. The Board **REQUESTED** that building security and stakeholder entry be included as part of regular reporting.

[REDACTED]

3.4 Human Resources Update

The Board **NOTED** the paper and the update.

4 FINANCE

4.1 Finance Update

The Board **NOTED** the paper and the update.

M Ivancic spoke to paper. The Board were also advised that [REDACTED] has resigned and will be leaving at beginning of January.

A Sheehan also advised that [REDACTED] would also be leaving at the end of the year. The Board Chair expressed thanks on behalf of the Board.

5. DEVELOPMENT AND PRODUCTION

5.1 Development and Production Update

Conflict of Interest was noted for H Mita. The Board **NOTED** the paper and the update.

5.2 CEO Delegations

The Board **NOTED** the paper and the update.

5.3 Letters of Interest

The Board **NOTED** the paper and the update.

5.4 Devolved Development Update

The Board **NOTED** the paper and the update.

5.5 Screen Production Recovery Fund Summary

The Board **NOTED** the paper and the update. Guidelines have been updated to show an extension of the fund to 30 June 2021.

6. TE RAUTAKI MAORI

6.1 Te Rautaki Maori (Maori Strategy) Report

The Board **NOTED** the paper and the updates.

7. INCENTIVES AND INTERNATIONAL

7.1 Incentives Update

The Board **NOTED** the paper and the update. 5% uplift Amazon negotiations are ongoing.

7.2 International Relations Update

The Board **NOTED** the paper and the updates.

7.3 International Attractions Update

The Board **NOTED** the paper and the updates.

8. TALENT DEVELOPMENT

8.1 Talent Development Update

Conflict of interest was noted for H Mita regarding a Catalyst script. The Board **NOTED** the paper and the update.

9. MARKETING

9.1 Marketing Update

Conflict of interest was noted for S Kailahi and H Mita. The Board **NOTED** the paper and the updates.

10. CORPORATE DIVISION

10.1 Business Affairs Update

The Board **NOTED** the paper and the update.

10.2 Co-Production Update

The Board **NOTED** the paper and the update.

10.3 Resources Team Update

The Board **NOTED** the paper and the update. The new NZFC website and 'Data room' will be live by end of week. The Board **REQUESTED** J Te Haara to provide a Data Room analysis for the March meeting.

11.0 General Business

- Parliamentary screening to be organised for early 2021.

The meeting ended at 11.26am on Wednesday 2 December 2020.

Signed: _____
Kerry Prendergast, Chair

Date: _____