

**Attendance in Person:** Laurence Kubiak (Chair) Clare Murray  
Geoff Dangerfield (Deputy Chair) Ainsley Walter  
Ed Read Daniel Wong  
Carmel Walsh

**Present for parts  
of the meeting:** Peter Biggs (CEO)  
Richard Grant, Head of Corporate Services  
Jane Bulpin, Head of People and Delivery  
Craig Thorne, Head of Projects  
Penelope England, Head of Development  
Kerry Verberne (Minute Taker)

**Players' Committee:** Not in attendance

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**Preliminary** - The meeting commenced at 10.50am with the Chair welcoming everyone to the meeting.

**Board only session**  
**The CEO returned to the meeting after the Board-only session at 11.20am**  
**The Minute Taker returned to the meeting at 11.43am**

The Chair declared the meeting open at 11.45am.

**Apologies:** There were no apologies.

### **2.1a&b Board and SLT Interest Registers**

The Board register was noted and accepted.

### **2.2 Minutes of Board Meeting 13 November 2020**

The minutes were taken as read and a true and correct record of the meeting, subject to minor alterations (now included in the updated November minutes).

**Action Point:** Provide Board with copy of CEO and SLT delegations.

### **2.3 Matters Arising from the Minutes/Action Points**

The Chair has spoken with people overseas regarding Gemma New. [REDACTED]

[REDACTED]  
[REDACTED]  
[REDACTED] 9(2)(a)

The NZSO Board succession will be discussed later in the month by the Chair with the Ministry for Culture and Heritage.

The CEO updated the Board on the discussion regarding funding of the NZSO, with the NZSO Foundation, which will take place next week.

## 2.4 Chief Executive's Report

The CEO provided a verbal update to the Board on the NZSO budget bid. He advised the plans for the 75<sup>th</sup> Anniversary celebrations - with a working group organised within the NZSO - are underway.

Other items covered were:

- The success of the Innovation Day: (75 Players and Support Staff attended).
- Reception at Government House on Thursday 27 May with the possibility of another function in Auckland.
- Dame Gillian Whitehead now confirmed as Kaiārahi: Taonga Pūoro, along with Kura Moeahu as Kaiārahi: Tikanga.
- Company Hui to be held on 17<sup>th</sup> February where the CEO will provide the organisation with an overview of 2020 and update of the achievements/innovations over the past year
- Organisation Policy: A range of new policies are underway will include sexual and racial harrasement and bullying in the workplace.
- Discussions with Gemma's Agent around Principal Guest Conductor role for 2022.
- Players update: Cheryl Hollinger, Associate Principal Trumpet, moving to emeritus role.
- Players: a good compliment of new players: Horn players from Australia and the UK; and Double Bass from Australia.
- Development: the NZSO has received its first grant from the Southern Trust Foundation - \$20,000 for the South Island *Setting up Camp*. Further applications are pending. The Board agreed approaching these trusts was a good source of funding but noted care needed to be taken around applying to gaming trusts etc.
- Sales: update on The Soldier's Tale and Town and Country with good ticket sales. Solemnis is selling really well along with Carnival, The Rite of Spring, Firebird and Fantastique.

**Action Point:** Send note out to Board Government House regarding receptions/dates.

**Action Point:** CEO to organise a meeting with Kura Moehu and Dame Gillian Whitehead (via Zoom) combined.

## 3.0 FOR DECISION

### 3.1 National Music Centre: Capital Expenditure Town Hall Fit-out

The Head of Projects spoke to the paper and asked that the Board **approve** commencement of the NZSO Tenant Fitout Design Process for Stage ONE of the National Music Centre project [REDACTED]

9(2)(b)(ii)

The Board discussed the financial commitment from the NZSO and existing funds from the Crown in regard to this request and the cost overruns and escalations to date. The Board asked if there was conditionality around the \$6m approved from the Government around the project not proceeding and the NZSO having to repay funds spent.

The temporary Green Room was discussed due to the MOB being delayed for two years and a possibility of the whole organisation moving in the interim in to the existing Royal NZ Ballet building in the MFC carpark. The Board agreed this was something that would work well for the NZSO.

The Board agreed to defer the expenditure, and requested an update to the following:

- Action Point:** The HoP to provide the Board with a paper encompassing:
- A range of values and possible scale of overruns with best and worst scenarios around costs
  - What a value engineering option might look like.
  - The conditionality around the \$6m grant if the project is not completed.

### 3.2 NZSO Governance Manual

The Chair thanked Clare Murray for all the work she has undertaken on the Governance Manual.

Clare took the Board through the updated changes and comments from the Ministry for Culture & Heritage.

Clare drew to the Board's attention to points emphasised by the Ministry for Culture & Heritage. The Board noted this was a manual and not a binding obligation.

The Board **approved** the NZSO Board Governance Manual, subject to minor amendments.

- Action Point:** Clare Murray and Carmel Walsh to conduct final review of the Manual and circulate to the Board, prior to final approval.

### 3.3 SOI: Performance Pathway

The CEO advised the Board that both the SPE and the SOI were delivered to the Ministry for Culture & Heritage on time.

He advised the Board on the extra set of expectations around the SOI which had been completed and returned to Ministry. The Board were comfortable with this pathway. The Board noted this was a level of detail they had not seen before. The CEO advised the Board this was a Statement of Intent and if we leave/alter the pathway we can amend and update the Ministry accordingly. The Board discussed a change of wording as a matter of clarity around funds/donations received from the NZSO Foundation.

The Board **approved** the revised SOI.

- Action Point:** Change wording to ***are Received and Administered*** in disclaimer in the SOI - these donations are received from the NZSO Foundation.

### 3.4 Draft Board Work Plan 2021

The Board discussed the draft Board Work Plan and highlighted suggested changes. The Chair outlined to the Board the process, in relation to the Ministry for Culture and Heritage, regarding Board succession (through the Board Skills Matrix).

The Board also indicated a desire to be more involved in the Artistic and Marketing programmes than previous boards had. The Board also asked that for both these programmes a two-step process is followed - i.e. a draft presentation of programmes between the Board meetings (via Zoom) where draft programmes were presented to the Board for their feedback. Following this feedback the draft programmes could be shaped and presented at the next Board meeting for a formal review, prior to approval.

- Action Points:**
- Move Board Self Assessment from September 2021 to April or July 2021
  - Move ***At every Board Meeting*** items to separate chart at beginning of the Work Plan
  - Add half-year review to check Board is on target with the Work Plan
  - Add a reporting framework against the performance measures
  - Presentations of both the Artistic and Marketing draft programmes prior to Board Meeting for Board feedback.

### 3.5 Risk Management Policy Update from November 2020 Board Meeting

### **3.5a Risk Management Policy Review**

### **3.5b Master Risk Register**

The Board were asked to **Note** the Risk Management Policy which was approved at the 2020 November Board meeting and subsequently **Approve** the additional items added to the Risk Management Policy as requested by the Board in November.

The Board discussed the residual risk on the register, noting concert income was the largest risk to the organisation. The Board asked the HoCS to re-sort the register one more time to highlight the most perceived risk to the organisation.

The Chair of the Audit Committee advised that the allocation of risk, 4.1b(i), between the NZSO Board and the NZSO Audit Committee had been determined that the Risk Register is a 'whole of Board' issue and the NZSO Audit Committee dealt with financial risks.

The Board then discussed the possible equations that could be used in the Risk Register and asked the HoCS to adjust the Register using five point scale used as multipliers and then sort the list on the basis of the residual risk which may provide an indication on whether this has increased or decreased – starting with data from the previous meeting.

**Action Point:** Insert 10 against the first low risk and then re-order the table based on the number 10. Sort the list on basis of residual risk with increase and decrease arrows.

**Action Point:** Adjust Risk Register using five point scale

**Action Point:** Amend 4.1.b(i) of Risk Management Policy to reflect that the Audit Committee has oversight of financial risks for the NZSO.

**Action Point:** The Risk Register be provided at each NZSO Board meeting going forward

The Chair thanked the HoCS, noting it is was step in the right direction.

### **NZSO Audit Committee 10 February: Update from the Audit Committee Chair**

The Chair of the Audit Committee updated Board on the Audit Committee held on Wednesday 10 February. He advised that some of the outstanding Audit NZ recommendations from past years were closed out by Audit NZ at the meeting and that 2019 Audit Report is now final. The 2021 Audit plan is now underway. Audit NZ are on track to deliver the final audit report on 16 April, prior to the 22 April 2021 Audit Committee meeting.

## **4.0 FOR NOTING AND DISCUSSION**

### **4.1 Draft Annual Report: Timeline**

The CEO updated the Board on the process to deliver the Draft Annual Report to the Ministry. The Board will be provided with a draft on 19 February.

### **4.2 Budget Bid: Update**

The CEO had covered this previously under the Chief Executive's Report.

### **4.3 NZSO 2030 and Beyond Strategy Session: Update**

The CEO provided the Board with an update of the agenda for tomorrow's meeting.

## 5.0 HEALTH AND SAFETY COMMITTEE

### 5.1 Health and Safety Report

The Board **noted** the Health and Safety Report, NZSO Current Drug and Alcohol Policy, the updated NZSO Health and Safety at Work Policy, NZSO 2021 Health and Safety Plan, Legal Opinion – Noise Exposure: NZSO Health & Safety Obligations.

The Head of People and Delivery addressed the Noise Report, advising it was reassuring but noting the recommendations in the report around identifiable individual hearing test results – that we were not able to progress if a Player refuses to take the test. She advised the Board it would take careful explanation to those who refuse to have a hearing test - noting there would be reticence due to a possible perception that their employment could be affected. The Board asked if we could bring in someone external to help mitigate, if this situation arose. The Board asked if compulsory hearing tests could be introduced as a contractual requirement for new players. The HoPD said it could be contractual around individual data. She said it could also be shared with H&S, PlayCom and Players in a summary form.

The Auckland assault on a Player was discussed. The Board were advised that options for support had been provided to the Player, and advice was sent to all Players around considering how they are getting home.

Secondary employment by the Players outside the NZSO was discussed. Secondary employment, as defined, is unclear and current forms had wording that did not align with the wording in the contract. Contractually Players only require approval for ongoing secondary employment. The Board asked if this competes with the NZSO business, noting the Players are salaried by the NZSO and we are paying all their associated costs. The HoPD said we should encourage mentoring and teaching outside the NZSO.

The HoPD updated the Board on Orchestra Wellington's ambitious programming, noting this could not be done without using NZSO Players for their best concerts. She advised the Board that some NZSO Principals are increasingly uncomfortable about this, along with the lack of acknowledgement from Orchestra Wellington's Music Director in using NZSO Players which significantly improves Orchestra Wellington's standard. The HoPD highlighted to the Board that previously, and more so recently due to current border restrictions, we do use players from Orchestra Wellington and under the current NZSO Player contracts the Players only need to seek approval for ongoing work outside the NZSO. For adhoc work, only notification is currently required.

The HoPD noted an increase in international enquiries from overseas musicians. The Board discussed players/triallists coming out of isolation and joining the NZSO with some NZSO members having pre-existing health conditions. The Board asked the HoPD to check with the Principals around their comfort levels around new players joining the Orchestra. She also advised the Board of the significant increase in cost of flights and isolation accommodation.

The HoPD spoke briefly on the Drug and Alcohol Policy: noting the policy was out-of-date and the policy needs to be defined for future drugs – the Board suggested referencing the Drug Schedule in the Crimes Act to the Policy.

H&S Policy: **Reasonably Practicable** was referenced in the Policy however the headline read **All Practicable**. It was agreed we needed to use consistent language throughout the policy which should read **Reasonably Practicable**.

**Action Point:** The HoPD to speak with Playcom to seek their advice on how NZSO Players with pre-existing conditions feel about triallists/players emerging from isolation.

**Action Point:** The HoPD to look into how secondary employment might affect the NZSO brand, revenue generated by Players outside of the NZSO, and the attitude of the Orchestra to secondary work outside the NZSO. How it may undermine the brand and what exposure we have to Government as a result of Players' other activities.

**Action Point:** The Board have asked for a clear policy to be developed around secondary employment.

**Action Point:** The Board have asked that the term ***Reasonably Practicable*** be used consistently throughout the Health & Safety Policy.

## 5.2 Health and Safety Committee Minutes

The Board **noted** the draft Minutes of the Health & Safety Committee of 23 January 2021.

## 6.0 FOR INFORMATION LEADERSHIP TEAM REPORTS

### 6.1 Finance/Corporate Services, including Financial Forecast for Full-Year 2020

The Board **noted** the Statements of Financial Performance, Financial Position, and Cash Flows for the eleven months to 30 November 2020, and the updated full year forecast for the 2020 financial year.

The HCS advised that the Non financials for the Annual Report are completed to a draft stage. It was highlighted there are reductions due to COVID-19.

**Action Point:** The Board have asked if the budgeted numbers can be adjusted to reflect the impact on performances – due to COVID-19 and in addition the financial impact of digital streaming be included.

Financials: The budget for 2020 was a break-even position. The current draft result is a \$1.2-\$1.3 million surplus.

### 6.2 Artistic Planning

The Board **noted** the report.

### 6.3 People and Delivery

The People and Delivery Report was included in the Health & Safety Management Report.

### 6.4 Marketing and Ticketing

The Board **noted** the report.

### 6.5 Development

The paper was taken as read and the Board **noted** the report.

The HoD updated the Board on the current staffing situation within the team; the role of Development Manager; grant application funding and the ASB's potential sponsorship for *Storytime*.

The HoD advised the Board that all contracts have been signed – along with some new sponsors – noting the loss of two sponsors last year.

9(2)(b)(ii)

The Board have offered support around the regions/regional strategy and advised Development if they are intending to contact corporates to let Board members know, as Board members may be able to provide introductions.

**Action Point:** HoD to provide the Board with a summary of signed sponsorship contract arrangements.

**Action Point:** HoD to provide the Board with a summary of grant funding as they may be able to provide assistance in regard to contacting people on the panels of the Trusts to provide NZSO background.

**6.6 Projects**

The Board **noted** the report.

**6.7 Players' Committee**

The Board **noted** the report.

**7.0 General Business**

There was no general business.

**The meeting ended at 2.32pm**

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Signed  
**Laurence Kubiak**  
Chair

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Date

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**MINUTES OF A SPECIAL MEETING OF THE NZSO BOARD  
HELD ON WEDNESDAY 17 MARCH 2021**

Held in the offices of the New Zealand Symphony Orchestra, Kokako Boardroom  
Level 8, Findex House, 57 Willis Street, Wellington and via Zoom

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**Attendance via**

**Zoom:** Laurence Kubiak (Chair)  
Geoff Dangerfield (Deputy Chair)  
Ed Read  
Daniel Wong  
Ainsley Walter

**Present:** Peter Biggs (CEO)  
Craig Thorne, Head of Projects  
Andy Norris – TSA Project Management  
Kerry Verberne (Minute Taker)

**Apologies:** Clare Murray  
Carmel Walsh

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The Chair welcome everyone to the meeting at 11.00am. Ainsley Walter joining the meeting at 11.03am

The CEO introduced Andy Norris from TSA.

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**1. Recommendation**

- 1.1. That the Board approve the Wellington Town Hall fitout design costs up to the “Developed Design” stage totalling \$320k, plus approve costs of \$39.5k to progress the designs of NZSO’s Tenant Variations up to the “Concept Review” stage.

The cost of completing the fitout design up to the developed stage is \$320k which can be funded from the \$6m of Crown funding for the project.

The cost of undertaking the concept review for the Tenant Variations is \$39.5k which can also be funded from the \$6m of Crown funding for the project.

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The Head of Project (HOP) spoke to the paper outlining that the initial cost estimate to complete Town Hall portion of the National Music Centre project had escalated by \$1.1 million approximately, over funding raised to date.

He updated the Board on the meeting held on 16 March between WellingtonNZ and Venues Wellington which had highlighted a proposed way forward on the stage height design for the Town Hall.

The HOP that upon completion of the fitout design to the “Developed Design” stage a Quantity Survey would then be completed to establish the estimated cost of fitout construction and tenant variations with more accuracy. Further work could then be undertaken to investigate cost reductions



if necessary. The HOP advised however, that any cost-cutting exercise may reduce the overall quality and functionality.

The Board discussed keeping within the \$6.0 million original budget, however the HOP advised this was probably not possible but agreed there may be savings that would not affect the scope of the project.

The Board agreed that decisions around the budget could not be made until we have a design, therefore we needed to progress to the “developed design” stage.

The Board asked that consideration be given to alternative sources of revenue, and asked the HOP to construct a breakdown of costs for the Board meeting in April covering the technology, build and fees for the project. The possibility of purchasing technology now was also discussed at a means of future-proofing escalation of costs.

**Action Point:**

The Head of Projects to present a paper at the April Board meeting covering a breakdown of costs around technology, build and fees for the Town Hall project.

The Chair asked the Board to consider that the recommended fitout design costs up to the “Developed Design” and progressing the designs of the NZSO’s Tenant Variations up to the “Concept Review” stage. This could be funding by funds already granted by the Government and asked that the Board approve the papers in order to go through with the design as per the paper presented

The Board **approved** the fitout design costs up to the “Developed Design” stage totalling \$320k, plus approve costs of \$39.5k to progress the designs of NZSO’s Tenant Variations up to the “Concept Review” stage.

**Board Charter:** The Board Charter was approved by the Board at the February Board meeting, subject to a final, clean copy being sighted by the Board.

**CEO KPIs:** The Board approved the CEO’s draft KPIs (as set out in the updated paper of 12 March 2021).

The Board urged the CEO to ensure that the NZSO keeps innovating. The CEO suggested that he includes an Innovation section in the CEO report for Board meetings and sends the Board a regular innovation update.

**Action Point:**

CEO to add section on Innovation to Board CEO report.

The meeting ended at 11.24am

Approved a true and correct record

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Chair

\_\_\_\_\_

Date



**MINUTES OF THE 134th MEETING OF THE BOARD OF THE NEW ZEALAND SYMPHONY ORCHESTRA on Thursday 22 April at 10.30am.**  
**Held in the offices of the New Zealand Symphony Orchestra, Kokako Boardroom**  
**Level 8, Findex House, 57 Willis Street, Wellington**

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<b>Attendance in Person:</b>	Laurence Kubiak (Chair)	Clare Murray
	Geoff Dangerfield (Deputy Chair)	Ainsley Walter
	Ed Read	Daniel Wong
<b>Attendance via Zoom</b>	Carmel Walsh	
<b>Present for parts of the meeting:</b>	Peter Biggs, CEO	
	Richard Grant, Head of Corporate Services	
	Lucrecia Colominas, Head of Artistic Planning	
	Jane Bulpin, Head of People and Delivery	
	Craig Thorne, Head of Projects	
	Kaine Thompson, NZSO External Consultant	
	Kerry Verberne, Minute Taker	
<b>Players' Committee:</b>	Greg Squire, Lyndsay Mountfort, Elizabeth Patchett, Nick Hancox	

**Board only session 9.58am**

**The CEO returned to the meeting after the Board-only session at 10.20am**

**The Minute Taker returned to the meeting at 10.39am**

#### **4.0 APOLOGIES**

There were no apologies

#### **4.1 Board Interest Register**

Small amendments to be made. No conflicts were declared.

#### **4.2 Leadership Team Interest Register**

No amendments or conflicts to declare.

#### **5.0 CEO'S REPORT**

The CEO covered the following:

- The success of the Festival model, particularly in the regions
- Consistently higher 'walk-up' statistics on concert nights
- The success of the Minister's visit to the Orchestra
- The Minister's intention to attend both *Kia Kotahi* and *Matariki*
- An update on the function at Government House
- Funding from the NZSO Foundation to bridge the donation gap on Matariki Symphony and also to fund the website upgrade and Open Doors
- Overall Digital Strategy work being undertaken which will include the website
- Development: The current sponsor/donor prospect pipeline is positive but will require substantial focus to convert the opportunities into confirmed contracts. The level of interest in new sponsors being involved, especially around education, has increased substantially. The Board noted we need to protect our donors included in our database as a potential sponsor (Webb's) is seeking access to that database.

- The Matariki symphony by Gareth Farr is now complete at a length of 59 minutes.

The Chair paid tribute to the CEO regarding the substantial changes in the relationship with the Ministry and Minister – noting it was now very warm and there was a willingness from both the Ministry and the Minister to assist the NZSO where they could.

The Board noted ticket sales budgeting vs actual for Christchurch was yielding differences that raised concerns.

**Action Point:** The Head of Marketing to take the CEO through the logic behind marketing/ticketing budgeting in Christchurch around *Town and Country*. Not an action point for the Board.

**Action Point:** Streaming and *Shed Series* to be included in NZSO overview for Board use

## 6.0 CALIBRATION REPORT

The Board **noted** the Calibration Report to 31 March 2021.

The following points were discussed:

- The Board requested an addition to the report to compare year-to-date actual and budget with commentary
- Postponed concerts have been removed from the budget
- The budget is effectively a reforecast budget. The Board have asked to keep to the original budget as postponed concerts will show as a variance, explaining the variances. The Head of Corporate Services (HCS) noted the Marketing spend against the postponed concerts are a one-off spend and are included
- Cash sponsorship budgets will be caught-up later in the year
- The Board noted the negative variance of \$14k on ticket sales. The HCS and Head of Marketing (HM) have brought the budget down to a realistic budget which the Board noted we are not achieving to date
- The Calibration Report does not include all SPE measures

**Action Point:** Calibration Report to include all SPE measures.

## 7.0 STRATEGIC

### 7.1 NZSO Orchestra Artistic Leadership Model

The Board have read and **noted** the paper.

The Head of Artistic Planning (HAP) and the CEO spoke to a presentation highlighting the many definitions of an Artistic Family, noting this was an opportunity to develop a strategy around the NZSO's Artistic Family. The Artistic Family is not a permanent structure, and is flexible.

The presentation illustrated how artistic families are constructed for other orchestras throughout the world, the length of the engagements of the different artistic families and how these artistic families differ from orchestra to orchestra.

The NZSO's objective is to achieve excellence, relevance, our Vision and Mission, leadership and best use of artistic skills for the benefit of the NZSO.

**Action Point:** The HAP is to provide a recommendation paper (for approval) to be presented to the Board in July proposing the NZSO's *Artistic Family* with suggested titles for members of the Artistic Family.

**Action Point:** The HAP is to also present a separate paper around *Artist in Residence* to the Board, alternating the position between New Zealand and overseas artists.

### 7.2 2022 Artistic Programme Options (including 75<sup>th</sup> Anniversary)

The Head of Artistic Planning provided the Board with a presentation on proposed options for 2022 programming with differing programming, depending on outcomes of the Budget Bid from the Crown.

The HAP presented the Board with different access platform proposals and differing ticketing price structures to incentivise attendance at the geographic locations of all activities. This included the proposal of 5% of tickets to be distributed throughout the community, free of charge, to enable people to attend who would otherwise have difficulty affording attending concerts.

The NZSO 75<sup>th</sup> anniversary occurs during the New Zealand Festival of the Arts and conversations were currently underway with Tawhiri.

**Action Point:** The HAP to email the 2022 Artistic Programme Options presentation to the Board.

### 7.3 NZSO Music Director Search Process: Update and Review

The Board **noted** the paper which was taken as read.

The Board agreed the paper was clear and no further discussion was required at this stage – this would occur in conjunction with the Artistic Family/Artist in Residence decisions.

### 7.4 Sustainable Funding Model: Draft #1 – Review

The Board have read the papers and were asked to **review** the Sustainable Funding Model Draft #1 to provide feedback to the CEO for further development. The paper asked the Board to agree on principles to further shape the Sustainable Funding Model.

The Board was asked to note this paper as a starting point prior to any recommendation to the Ministry for Culture and Heritage (MCH) for referral to the Minister. This would also provide an opportunity to affirm the place of the NZSO and how it is funded.

The Chair summarised as follows:

- The 2004 New Zealand Symphony Act sets out the requirements that should be funded by government
- The fundamental tension in the current model is cost increases versus flat funding. The cost increase is unavoidable because the largest cost (labour), is set by the Collective Employment Agreement, which sets out the salary increase agreed by the Union and the NZSO for the term of the agreement. The funding model has never recognised this increase.

[REDACTED]

9(2)(f)(iv)

**Action Point:** Kaine Thompson to draft slides on this discussion to circulate to the Board with an estimate of how this might be presented to the MCH, highlighting access and well-being.

### 7.5 2022 Marketing Strategy and Plan: Draft #1 – Review

The paper was taken as read and the Board **noted** the information related to the development of 2022 Marketing plans and the key considerations as relevant to short and long-term goals for the NZSO brand.

Mike Enoka (independent Digital Strategist) presented a slide presentation: *Mapping the Territory* with a focus on increasing the proportion of non-Crown revenue by monetising digital engagement and using customer experience to evolve products and services.

The Head of Marketing (HM) then presented a draft of a possible Membership scheme to complement or replace our current subscription scheme. The HM advised that the exploration work and consultation on this, including research with existing subscribers, is still continuing and was presented to keep the Board updated and to generate discussion on the way forward. The most important point raised so far by subscribers, is for them to be able to retain their seats.

(The Board supported investigation of a Membership model at the NZSO Board meeting in September 2020. At this meeting the HM was tasked to explore this further and bring to the Board a proposal on what this might look like, in two stages.)

The Board noted the commitment from the NZSO Foundation to provide funds to upgrade the NZSO's website. The HM advised that further strategy work needs to be completed before the new website can be upgraded.

The Board briefly discussed how to keep people connected to the NZSO and asked if there might be a place for 'Friends of the Orchestra' – and asked how we fill the need for this, bearing in mind we should be seen as inclusive.

**Action Point:** The next step is to clarify the concept of membership - in particular how it is different to subscription and the benefits to the NZSO/subscribers.

**Action Point:** The recommendation paper for approval, will include an assessment of any possible financial risk.

**Action Point:** The Board have asked the HM to reinstate the ticketing sales table in the *For Information* Marketing and Ticketing report.

## **8.0 RISK**

### **8.1 Master Risk Register: Update**

The paper was taken as read and the Board **approved** the updated Master Risk Register.

**Action Point:** Risk Register to be reformatted to a readable A4 size page – landscape.

## **9.0 ACTIVITIES:**

### **9.1 NZSO Education Programme: Overview**

The NZSO's Education Manager (EM) presented the Board with an overview of current education activities – explaining the difference between Education and Outreach. He advised the Education team are now better resourced which enables the team's reach and output to be extended further.

The Board discussed adding some of the access platforms to other regions outside Wellington. The EM noted the outstanding goodwill created by the Players to Education and Outreach. He covered 'next steps' for solidifying, reviewing and increasing reach. Other orchestras were now asking for our education packs which we will be able to market, own the IP, franchising etc. to form a revenue stream.

The Board asked if the figures presented today were inside or outside the Orchestra utilisation figures and asked what more we could do with primary schools. The EM outlined his plans for primary schools and is looking to engage further in the future and was in the process of designing a primary school pack. The Board suggested the NZSO going in to schools and being paid for this service through private funders.

The Board congratulated the EM on the outstanding job, noting what has been achieved is impactful and asked if this could be presented to the MCH and the Ministry of Education.

## **10.0 PROCESS:**

### **10.1 NZSO 2020 Annual Report: Final Sign-off**

The Board agreed to **adopt** and **approve** the 2020 Annual Report, Financial Statements and Disclosures, subject to immaterial proofreading changes.

The Board **resolved** to delegate to the Chair and Deputy Chair the authority to sign the Letter of Representation and the Annual Report, subject to circulation to the Board by the HCS.

### **10.2 Update to ANZ Banking Lists**

The Board **approved** the following recommendations:

- i. The updated list of staff who can obtain information, transact and sign payments.
- ii. The list of support staff who are issued with ANZ debit cards.
- iii. Any two members of the Audit Committee who are also on the Board to open and close accounts and cards with the ANZ Bank.



9(2)(b)(ii)

### **10.4 NZSO Board Charter**

The Board **ratified** the updated NZSO Board Charter.

### **10.5a Draft NZSO Board Minutes: 11 February 2021**

The Board **approved** the Board minutes of 11 February 2021, subject to minor grammatical changes.

### **10.5b Draft NZSO Board Minutes: 17 March 2021**

The Board **approved** the Minutes of the Special Meeting held on 17 March 2021.

### **10.5c NZSO Audit Committee Minutes: 10 February 2021 – Update from Chair of the Audit Committee**

The Board **noted** the approved Minutes of the NZSO Audit Committee held on 10 February 2021.

The Chair of the Audit Committee provided the Board with a verbal update of the Audit Committee meeting held on 20 April as follows:

- The Committee met with Audit NZ in regard to the year-end financial statements, first quarter financials and the SPE
- This year's audit was a much improved audit from last year
- Audit NZ have signalled an additional \$20k fee for last year's audit but have provided no invoice to date. The view of the Audit Committee is that we do not pay it on the grounds that the auditors did not agree the scope of the additional work Audit New Zealand asserts it undertook in advance.

- The Minister has requested that the NZSO change its balance date from the end of the calendar year to 31 June

## **10.6 Matters arising from Minutes/Action Points**

There were no actions arising.

## **11.0 DEPARTMENTAL REPORTS:**

### **11.1 Corporate Services**

The Board **noted** the Statements of Financial Performance, Financial Position and Cash Flows for the three months to 31 March 2021 and the full year forecast review as being consistent with the original budget.

The Chair advised the Board that variance reporting and reporting against an approved budget had been raised with the Audit Committee.

### **11.2 Artistic Planning**

The Board **noted** the Artistic Report on 2021 activity to date.

### **11.3 People and Delivery**

The Board **noted** the People and Delivery report and the Musician recruitment RAG status.

The Board discussed Players playing for other orchestras and asked if this is contained in a policy or their individual contracts. The Board was advised that the current approach is consistent with the Players' IEAs or CEAs. For longer term absences required by Players, annual leave is taken.

**Action Point:** The HPD circulate to the Board the policy containing 'secondary employment' along with a copy of the CEA to provide the Board with an understanding of adherence to the policy by Players.

**Action Point:** It was suggested that the Police could provide valuable assistance in helping develop the policy on Working with Young Children.

### **11.4 Health and Safety Report, Draft Minutes and Noise Plan**

The report was **noted**. The Board were updated on Bianca Lindstrom's progress following surgery and the gentleman who had a medical event at the MFC during a concert.

**Action Point:** The Board asked that their best wishes be conveyed to Bianca as she recovers and that Graeme in Ticketing also be thanked for his care of Bianca.

### **11.5 Marketing and Ticketing**

The report was **noted**.

### **11.6 Development**

The report was **noted**.

### **11.7 Projects**

The report was **noted**.

**12.0 GENERAL BUSINESS:**

- Board succession planning and assessment were discussed in Board only time. The Board have agreed to forego a Board assessment as a cost to the organisation and install **Diligent** as a Board tool after receiving an updated quote from Diligent
- The Deputy Chair updated the Board on the IoD *boardWide* membership. The Board **approved** the cost of the *boardWide* membership, to be split between each individual Board member and the NZSO
- IoD Future Director: The NZSO will define attributes for future directors which the IoD will identify through the IoD's database. The HPD and the Deputy Chair will discuss this further.

**The meeting ended at 2.25pm**

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Signed

**Laurence Kubiak**  
Chair

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Date

OIA



<b>Board Attendance in Person:</b>	Laurence Kubiak (Chair)	Carmel Walsh
	Geoff Dangerfield (Deputy Chair)	Ainsley Walter
	Ed Read	Daniel Wong
<b>Board Attendance via Zoom</b>	Clare Murray	
<b>SLT Attendance in Person:</b>	Peter Biggs, CEO	
	Kaine Thompson: Director Strategy & Corporate Services/Director: Development & Supporter Engagement	
	Lucrecia Colominas: Senior Manager Artistic Programming	
	Penelope England: Senior Manager Development	
	Kerry Verberne, Minute Taker	
<b>SLT Attendance via Zoom:</b>	Richard Grant: Senior Manager Finance & Business Services	
<b>Players' Committee Attendance:</b>	Greg Squire, Lyndsay Mountfort, Elizabeth Patchett, Nick Hancox	

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## 1.0 PLAYCOM (held at 3.00pm)

**Matariki:** Regarded as a very playable piece.

**Alien Weaponry:** Was seen as a learning experience. PlayCom advised that the percussion players were protected and solutions found where there were problems. There were a range of views on how the noise levels affected the Players – all of these were mitigated. Lessons to take forward were the need have a set-up that enables flexibility and Health and Safety need to be brought on board early to comply with the noise requirements under the CEA.

**Festival Model:** consisting of *Fantastique*, *Town and Country* and *Alien Weaponry*, required the Orchestra to play different kinds of music in a short space and was artistically challenging. It was felt there were not too many orchestras in the world that could have done this.

**Utilisation:** It was questioned whether this the correct way to measure the work of the Orchestra in its entirety.

**Action Point:** A process to capture Player utilisation/impact to be developed.

**Secondary Employment:** The Chair asked that the NZSO be recognised when Players perform for other entities. PlayCom feel secondary employment is a reporting issue which will be discussed at CEA level so a way forward can be identified.

**Action Point:** Update to be provided to the Board, at the September Board meeting, on a detailed view around secondary employment which forms part of the CEA negotiations.

The Board asked that their thoughts and love be passed on to Hamish McKeich, for his recovery. PlayCom advised it had affected the Players deeply and they would like to find a way to provide some recognition to Hamish for all he has done for the NZSO, especially over the past 18 months.

**Action Point:** Provide recognition in some form to Hamish McKeich for his support of the Orchestra.

## 2.0 BOARD ONLY/3.0 BOARD AND CEO ONLY

The meeting commenced with a Board only session followed by the CEO joining the Board for the Board/CEO only session.

The Director Strategy & Corporate Services/Development & Support Engagement and the Minute Taker then joined the meeting at 1.40pm.

### 4.0 WELCOME: INTERESTS/DECLARATION OF CONFLICTS/APOLOGIES

The Chair welcome everyone to the meeting. There were no apologies or conflicts to declare.

#### 4.1 Board Interest Register

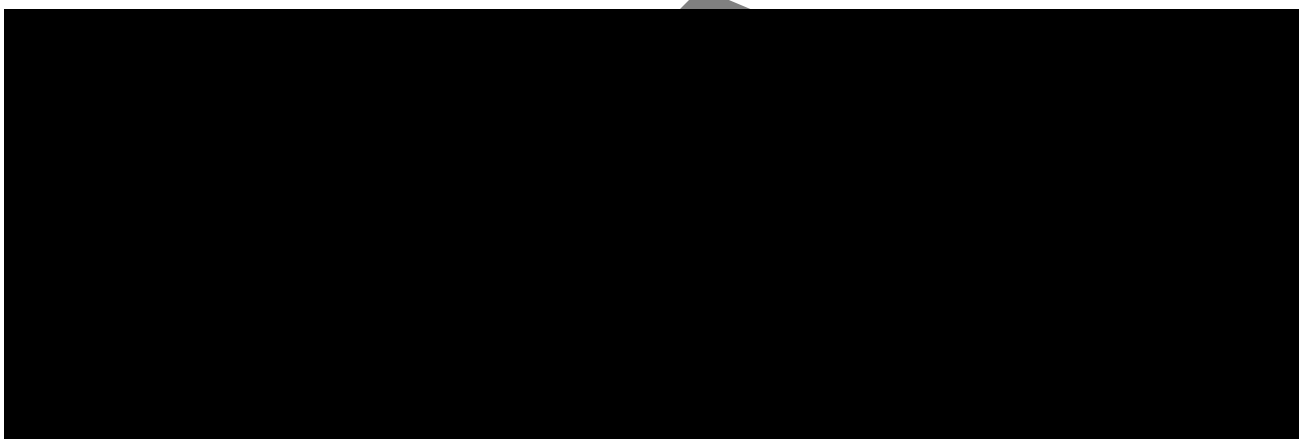
One addition to be made. No conflicts were declared.

#### 4.2 Leadership Team Interest Register

There were no amendments or conflicts to declare.

## 5.0 CEO'S REPORT

The CEO provided the Board with an update on Hamish McKeich and the Board discussed following:

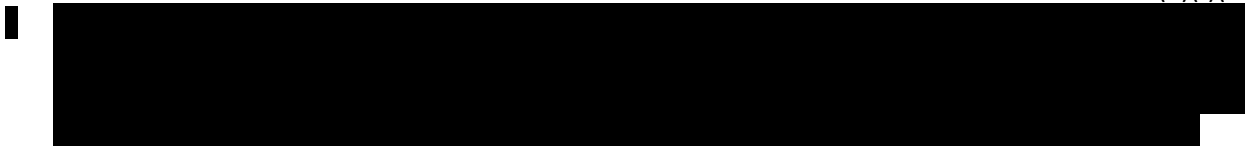


9(2)(a)

- The Board asked their best wishes for a speedy recovery be passed on and discussed the possibility of the Section Principal Harp assisting in Hamish's rehabilitation using her therapy training, funded by the NZSO Foundation.

The CEO also updated the Board on the following:

- NZSO Conductor arrangements for 2022
- A dispute that an NZSO's long-standing donor is currently having with Auckland Live
- Sold-out concerts for *Rite of Spring* in both Auckland and Wellington 9(2)(f)(iv)



**Action Point:** The CEO's written report be reinstated for each Board meeting to provide a framework for his verbal Board update and to include an outline of future plans and activities. The report to be framed around the NZSO's strategic priorities.

The Director: Strategy & Corporate Services/Director: Development & Supporter Engagement provided the Board with an update on his first month as follows:

- There is mandate now, through the new structure, to use the new Director roles to carry out the necessary work required within the organisation
- Key areas of priority are new financial, payroll and HR systems
- Long term plan is starting to form based on the needs of the organisation to deliver its objectives
- More effective budgeting support and resource is required in programming for Artistic
- Development: priority on generating income, understanding audiences and developing relationships. And the idea of city-based Development staff in both Christchurch and Auckland – which the Board supported.
- Appetite for organisational transformation is good with the CEO’s leadership seen as a great inspiration for people to do things differently
- The dedicated commitment/goodwill from those within the NZSO to support the Orchestra
- The need/emphasis to generate more agility within the organisation.

**6.0 YTD NON-FINANCIAL AND FINANCIAL PERFORMANCE: SPE 2021 MEASURES**

**6.1 YTD Non-Financial and Financial Performance: SPE 2021 Measures**

The Board **noted** the YTD Non-Financial and Financial Indicators as set out in the 2021 SPE.

**7.0 STRATEGIC**

**7.1 2022 Artistic Programme (including 75<sup>th</sup> Anniversary)**

The Senior Manager: Artistic Programming provided the Board with a comprehensive 2022 Season Presentation highlighting proposed season activities/thinking.

The Board discussed various artist and conductor suggestions, noting the uncertainty of border closures, and provided feedback to the SMAP that, in their views, Christchurch audiences preferred large symphonic works and organs – as opposed to contemporary musical experiences.

Included as part of the presentation were the re-vamp of the New Zealand Composers Scheme, NZSO75 Initiatives – Artistic Family, NYO Tuition Free Fees, NZ Music and the expansion of the *Open Doors* programme.

The Chair thanked the SMAP for the presentation.

**7.2 New Membership Model and Plan:**

The Board have read the paper and **noted** the information and data related to the NZSO’s Subscriptions, projected impact of a Membership model and the additional details within the presentation to the Board – acknowledging the plan had been positively received and was a great concept.

The Board **approved** the continued development of a new NZSO Membership Model to be launched for the 2022 Season in September 2021.

[REDACTED]

9(2)(b)(ii)

[REDACTED]

The Board discussed the actual cost to the Orchestra for a membership – the SMMA advised this is still to be quantified, noting however it would be more efficient than how we currently promote ticket sales and the donor benefit.

**Action Points:** Investigate grandfathering arrangements, in conjunction with current subscriber base.  
Re-look at cost of the two proposed Membership levels.  
Cost to NZSO for each *Introduce a Friend* ticket to be determined.  
Ascertain dependencies between the Membership plan and the new website launch.  
Determine what benefits can be offered to Members at no cost to the NZSO.  
Marketing and Strategy Plan to be further discussed in mid-August at Board meeting.

### **Digital Strategy Presentation:**

Mike Enoka took the Board through slide presentation on the Digital Strategy Vision, including the digital plan for the NZSO and its future and highlighted the following:

- The NZSO's vision is to be *Aoteaora New Zealand's most loved entertainment brand*. Currently the NZSO is seen as a highly respected Orchestra
- The need to build a long-term entertainment brand
- A two-speed approach - addressing both short and long-term revenue goals
- Opening-up new funding sources and emerging technology
- Potential gaming and digital art collaborations
- Opportunity to explore funding for creating Virtual Production Set
- Digital elements at live performances
- Bilingual components in both live and digital performances
- The eco-system - Brand, Touchpoint Optimisation, Visual Identify, Communications
- New website/new digital assets
- Focus piece of data to identify all opportunities to capture email addresses to grow database and build a cross-channel engagement plan to be used as a communication blueprint
- Recommendation to increase investment in search engine optimisation
- Creation of engine which understands music and experiences that NZSO customers like
- Modern point-of-sale technology
- Communications – mass market content play
- Timescale for the roll-out of the above, dependent upon funding of **\$400,000** as a capex investment (including feasibility studies).
- Opex costs – relating to the delivery of the strategy and any new tools/pieces of software required, noting some of these costs will be covered by existing agency retainers and internal salaries.
- Capability required to deliver strategy and also operationalise and deliver into the future.

Following Board sign-off on the Strategy a focus piece will be required to plan the scope and budget and agreement on delivery.

The Chair thanked Mike for his comprehensive presentation saying the Board looked forward to a more detailed presentation containing budgets, in the near future.

### **7.3 Sustainable Funding Model (SFM): Draft #1 - Review**

The Board read the presentation and were asked to **note** the contents of this report (as a procedural paper) and **agree** to direct NZSO Support Staff to engage with the Ministry of Culture and Heritage to develop a sustainable approach to supporting the NZSO in 2023 and beyond.

The Board **noted** Appendix A, outlining a working framework of the SFM approach as directed by the Board and intended to facilitate a discussion with the Ministry of Culture and Heritage (MCH).

The Board also **noted** that NZSO Support Staff intend to seek agreement from the MCH to a principles-based approach to the proposed engagement process and if successful, NZSO Support Staff will seek approval from the Board in October/November 2021 to submit proposals for consideration as part of the Government's Budget 2022 deliberations.

The Director Strategy & Corporate Services/Director: Development & Supporter Engagement (DSCS/DSE) spoke to the paper highlighting the following:

- Setting expectations around how to progress the SFM
- The strategy behind the approach to inputs and outputs
- Value of the impact the NZSO has with its activities
- Costs for the NZSO
- Proposed MCH/NZSO discussion on foundation principles
- The Board's place in the strategic architecture
- Legislative requirements
- Utilisation of the Orchestra and defining utilisation

Both the Chair and Deputy Chair have offered their support going forward for any assistance required.

**Action Point:** Next steps to progressing the SFM to be discussed at August Board meeting.

#### **7.4 Key Geographic Area Impact: Initial Strategy**

The Board have read the paper and were asked to **note** and **approve** the strategic direction recommended in this paper.

The CEO spoke to the paper and how we could engage more deeply and meaningfully in centres outside Wellington – particularly Christchurch and Auckland where Development staff could be positioned. The Board suggested a local advisor in these centres – beginning in Christchurch. The need to visit central Auckland, Takapuna to connect further with communities and corporates

Aubrey Bergauer's advice earlier in February around communication channels was referenced. It was also noted that NZSO operate under different constraints to the regional orchestras, who are largely funded through Creative NZ. The Board felt Wellington operated in a 'Wellington bubble' with a core perception image.

The Board were supportive of the strategic direction in engaging with centres geographically. The CEO will work through this paper more thoroughly when the Director: Artistic Programming Innovation and Audience Engagement commences in late September.

**Action Point:** The CEO to write a paper around a strategic approach to Auckland.

#### **8.0 RISK**

##### **8.1 Master Risk Register: Update**

The paper was taken as read.

The Board advised that the next step in the development of the master risk register was the use a standard methodology to calculate the residual risk, and to rank the risks on that basis.

**Action Point:** NZSO Board Chair will discuss the residual risk methodology with the Senior Manager: Finance and Business Services around extreme, mitigations and residual risks.

## 9.0 ACTIVITIES:

N/A

## 10.0 PROCESS:

### 10.1 2022 Budget: Update

The Board have read the paper and **noted** the funding for the 2022 budget.

The Senior Manager Finance and Business Services Board (SMFBS) discussed the approval process for 2022 budget/funding, advising the Board the timeline will commence alongside the 2022 programme announcement on 24 September.

9(2)(f)(iv)

**Action Point:** The SMFBS has been asked to construct a formal retentions policy.

### 10.2 Draft NZSO Board Minutes: Meeting

The Board **approved** the Board minutes of 22 April 2021 as a true record of that meeting.

### 10.3 Matters Arising from Minutes/Action Points Register

N/A

### 10.4 Audit Committee Update from 23 June Meeting

The Chair of the Audit Committee updated the Board on the Audit Committee meeting held on 23 June. He urged the DSCS/DSE to get the new finance system in place as soon as possible and the change of financial year for the NZSO to 30 June.

**Action Point:** The Chair to forward the official letter from Minister Sepuloni to the Deputy Chair and the CEO.

### 10.5 Audit Committee Minutes: Meeting 17 March

The Board have read and **noted** these Minutes which were approved by the Audit Committee at the meeting on 23 June.

## 11.0 DEPARTMENTAL REPORTS:

### 11.1 Corporate Services

The Board have read the paper and **noted** the Statements of Financial Performance, Financial Position and Cash Flows for the five months to 31 May 2021; and the full year forecast update with a full year deficit of \$1.5m.

9(2)(f)(iv)

The SMFBS advised the Board that the planned deficit was \$1.3m – utilising the surplus from 2020. Ticketing revenue is close to budget with realistic budgeting applied. If the Alien Weaponry concert had occurred in Christchurch, we would have been 4% above budget. The full year forecast is for noting at this point. The August results (for the 10 September Board meeting) will provide a better idea of how the financial year and forecast are looking.

**Action Point:** The Chair has asked for to see the financial results around mid-July with a re-forecast budget in order for actions that can be taken to mitigate any overspend.

Contingency insurance was discussed and the SMFBS advised the cost of insuring for these types of cancellations is 3% of concert costs. Carmel Walsh has offered to participate in a review of current NZSO contracts with artists, collaborators etc. Sarah Cull was named as an entertainment lawyer in Wellington which the NZSO could use - specialising in film and entertainment law.

**Action Point:** The CEO to look at the Alien Weaponry incident and Hamish McKeich's illness – which occurred while touring, as contractors, with the Orchestra and how this is reported around where our responsibilities lie.

### **11.2 Artistic Planning**

The Board have read and **noted** the 2021 season update and update on the 2022 season and discussed the start date of the Director: Artistic Programming, Innovation and Audience Experience. The Board also expressed a desire for further concerts in both Christchurch and Auckland in 2021.

### **11.3 Orchestral Delivery**

The Board have read and **noted** the People and Delivery report and the Musician recruitment RAG status.

### **11.4 Health and Safety Report, Draft Minutes (11.4a), Alien Weaponry H&S Report (11.4b)**

The report, minutes and the Alien Weaponry Health & Safety report have been read and **noted**.

### **11.5 Marketing and Ticketing**

The report has been read **noted**. The Board discussed SPE Measures, social media engagement numbers and targets, which were thought unrealistic - largely due to COVID-19.

### **11.6 Development**

The report has been read and **noted**. The CEO was positive about the pipeline – however he acknowledged it was taking too long to convert with Artistic, Development and Marketing needing to work better together.

### **11.7 Projects**

The report was **noted**.

### **12.0 GENERAL BUSINESS:**

N/A

The meeting ended at 5.00pm

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Signed

Laurence Kubiak, Chair

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Date

**MINUTES OF AN EXTRAORDINARY MEETING OF THE BOARD OF THE NEW  
ZEALAND SYMPHONY ORCHESTRA, 12.30pm, Friday 27 August 2021.**

Held via Zoom

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**Board Attendance in Person:**

Laurence Kubiak: Chair	Carmel Walsh
Geoff Dangerfield: Deputy Chair	Ainsley Walter
Ed Read	Claire Szabó
Clare Murray	Chris Finlayson
Margaret Harris	

**SLT Attendance in Person:**

Peter Biggs: CEO  
Kaine Thompson: Director Strategy & Corporate  
Services/Director: Development & Supporter Engagement  
Adán Tijerina: Senior Manager Marketing and Audience  
Experience  
Lucrecia Colominas: Senior Manager Artistic Programming

**External Attendees:**

Kerry Verberne: Minute Taker  
Chris Bleackley: Director EightyOne  
Mike Enoka: Digital Contractor

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**1.0 Welcome and Introductory Remarks**

The Chair welcomed everyone to the meeting and introduced the two new NZSO Board members: Claire Szabó and Chris Finlayson; Lisa Dobbie from the NZSO Support Team and Margaret Harris as the new NZSO Future Director.

The Chair commended the CEO and NZSO management for a great set of papers.

**2.0 Membership Model: Business Case**

The paper was taken as ready and the Board were asked to **note** the report and provide feedback on the proposed approach.

The CEO briefly updated the new Board members on falling subscriber numbers and referenced the MHM Report around an engagement strategy and programme for loyal fans, noting the way the NZSO engaged with customers has now changed from the Podium to the Festival model i.e. from the Orchestra just frequenting locations to now impacting locations.

The Chair welcomed the NZSO Ticketing and Subscription Manager and the SMMAE and thanked them for recognising that a change the NZSO Subscriptions model was required, acknowledging their hard work in providing a path to do so. The SMMAE then highlighted the following key points to the Board:

- The NZSO has a loyal cohort of subscribers – many longer than five years.
- The aim was to create a model for retention and reactivation of lapsed subscribers, including a model for casual arts consumers
- *Aotearoa's Most Loved Entertainment Brand* – was the focus and is achievable with every touchpoint in the organisation congruent with this
- The new model would enable the NZSO flexibility to respond to our fans' needs.



- This model is integrated into the proposed Digital and Marketing strategy
- A nominal membership fee is paid upfront to unlock discounts and is similar to the average administration fee charged over the years.
- Gains in revenue will come from ticketing revenue, concession pricing and *Early Bird* offers to members.

The SMMAE advised that revisiting the two price points could make a substantial addition to members fees, however it could be a barrier pricewise for introducing to new members. His recommendation was it was free for the first year for current subscribers. He advised the Board that subscribers had been canvassed and had expressed an appetite to pay around what they currently pay around the administration fee.

The cost vs value equation was discussed around a strategy where it was free for the first year and could be researched, launched and looked at in six months' time to gain a sense of the value. The SMMAE advised that during the year they would be checking in with subscribers. *Lite* packages were discussed to entice younger and more digital audiences. The Board were advised that outcomes could be tracked/measured through Tessitura i.e. especially around the free tickets and benefits.

The SMMAE advised the new strategy implementation would enable direct communication with members/fans as well as providing control over the ticketing value chain, bypassing the ticketing agencies. The NZSO had sufficient resources and systems to cope with this. The NZSO aim to reconnect with the Christchurch and Dunedin members – there will be a large push for this in the re-activation.

**Action Point:** If possible, when looking at 'lapsed' subscribers could Christchurch data be looked at further back – especially around the earthquake, which resulted in a loss of subscribers. Greta

The Board asked if potential members were given the opportunity could we canvas them around pricing at the beginning to gain a sense around members/audience who wanted to give more – without becoming donors. The SMMAE advised there was an opportunity to do this – requiring further discussion/process with Development – given many subscribers are also donors – and we don't wish to compromise that revenue to take more in fees.

The Board referenced the successful Orchestra Wellington model which Kirsten Mason had taken forward following its implementation. Kirsten had been involved in the strategic principals behind this move to a membership model for the NZSO and would be taken through the detailed paper. This would be done prior to implementation.

The Board asked if a long-standing subscriber would retain their seats and asked how unsettling the proposed change be for older existing subscribers in keeping them comfortable. The SMMAE was aware of this and had been in discussions with existing subscribers and advised they would retain priority seating and preferential booking of additional seats – advising the Board this was a major factor in the retention area of the model.

**Action Point:** Provide Chris Finlayson with relevant papers.

The Chair thanked the SMMAE for the paper and the Board **endorsed** this proposal for approval on 10 September.

### 3.0 NZSO 2022 Marketing Strategy and Plan

The paper was taken as read and the Board were asked to **note** the information and data for the plan and **note** key considerations as relevant to short and long-term goals of the Department.

The CEO highlighted the different approach being taken creatively which ties into the proposed Membership Model, the theme and creative concepts for the NZSO's 75<sup>th</sup> year celebrations and the vision to be New Zealand's most loved entertainment brand.

The SMMAE advised the Board that retention and reactivation again were the strategy behind this approach.

Chris Bleackley (Director EightyOne) highlighted the following:

- Great opportunity to breathe new life into NZSO and retain existing fans
- Bringing in new energy, new audience, bringing back fans
- Design a look, feel and tone campaign reflective of where we are today to be the most loved entertaining brand in NZ.

The Chair then provided his feedback on the presentation – specifically:

- He asked that the apologetic notes i.e. *to become more contemporary* be removed and replaced with positive statements 'we are...'. He advised there is no need to state where we have been in the past
- Our communications should say we will present a fresh, vibrant orchestra
- He thought the graphics were wrong with no need to remind people of dates i.e. music is timeless and that our image needs to be timeless and eternal
- He asked that this be rethought – removing barriers.

The SMMAE advised the Board we are attempting to fill a knowledge gap to entice new/different audiences in and speaking to them in a medium they relate to.

Other Board members supported the presentation and did not agree with all of the Chair's feedback and made suggestions, as follows:

- Make the language clearer e.g. Eroica – for those who are not seasoned concert attendees
- Grab reader's attention around storytelling in the first few paragraphs
- NZ-up the imagery, especially around the 75<sup>th</sup> anniversary celebrations
- They feel the campaign will speak to a wider audience/demographic with great objectives
- Would translate well digitally
- Need to make sure that NZSO stands out first on all advertising and not music generally
- Needs to celebrate 75<sup>th</sup> year more
- The *Requiem* marketing was good but consideration needed to be given there is a risk in advertising, using a coffin theme, if there was a national tragedy
- Audio presentation for different situations – depending on cost of licensing for short form media.

Colourways were briefly discussed, noting they were subjective, much like music. The Board were advised to invest in this change and over time it would evolve and be clear as recognisable as the NZSO.

The CEO and Chair thanked Chris Bleakley and EightyOne with the CEO noting the pro-bono work EightyOne has given for this campaign.

The Board discussed the cycle of presentations going backwards and forwards and asked the CEO if he would change the campaign so the Board could endorse it. The CEO advised he backed it 100% and we needed to go to market in a different way and bring in a new audience, capturing a new audience. He said we cannot lose emphasis and focus on quality and excellence. We need to avoid being seen as being cheap and like everyone else. He would like to be more confident and front-footed and copywriting has to be more engaging and telling a story whilst retaining the imagery we have currently as an Orchestra. There is still a bit of work to do but he feels it can be done. He referenced a digital *hit team* in-house being importance in driving things forward.

The Board **endorsed** the direction of the campaign with the Chair stressing that if the Board did not like the campaign mid 2022 it was their responsibility – not the CEO's nor management's .

#### **4.0 Digital Strategy Implementation Plan**

The Board were asked to **note** the report and provide feedback on the proposed approach.

The SMMAE advised that focus was on how we now implemented the strategy and maximised return on investment with agility and the ability to test, learn and gain insights along the way.

Mike Enoka recapped the strategy and then took the Board through a presentation covering the following:

- Mapping the territory, hunting complexity, exploring routes, plotting the course
- Focus on destination
- Starting from a position of low digital maturity so we are investing in a solid foundation
- Short-term thinking and long-term approach eco-system
- Targeting every layer of customer experience
- Strategy is how do we get a co-ordinated set of activities that work for us
- How do we set ourselves up for success, changing expectation, technology – noting biggest factor is how projects are delivered
- Strategy needs to be *bone deep* and *experience* wide align project with corporate strategy
- Risk if work is split/outsourced
- Recommendation of a Digital hit squad – independent contractors with proven capabilities to deliver strategy at pace with NZSO along on the journey at the same time
- Feasibility work and proto-typing needed to be carried out

The Board agreed with the approach and discussed funding (through strategic sacrifice/accruing funds) and how the above would fit in to the 2022 budget and if some of this could be commenced asap noting the commercial benefits through IP etc. with a suggestion that NFT's may generate revenue in the shorter term.

The Chair thanked Mike for all his work and time. There is **strong support from the Board** that we move sooner rather than later noting the Board will need to understand the internal sacrifice needed.

The Chair welcomed Kirsten Mason, incoming Director: Artistic Planning and Audience Engagement to the meeting.

## 5.0 2022 Artistic Programme: Development Process Update

The Chair summarised what he saw as missing from the current programme as follows:

- Key element is 75<sup>th</sup> Anniversary concert next year.
- The **party** note in what was presented – advising the Board wanted party over everything proposed
- 2022 needs a **spectacle** built into it to differentiate itself from APO and the regional orchestras – especially in the 75<sup>th</sup> year.
- The need for **Kiwi** Classic pieces and to play them again to remind people of what great music we have produced to be programmed intelligently.

In reply to the Chair the DAPAE advised that some elements of the programme are still in draft form i.e. the Hamilton and Napier Festivals. She also advised that the NZSO are currently in discussion with New Zealand composers for works in 2023 and advised the Hilary Hahn is here in 2022 and the NZSO could only choose three out of the five concerti she has offered as repertoire for 2022. The DAPAE would go back to the Artistic Planning team with the Chair's comments/suggestions.

The Chair stressed the need to keep audiences happy rather internal processes or any internal constituency that needed to be appeased within the NZSO, for our 75<sup>th</sup> celebration year.

Members of the Board loved the Festival idea in Hamilton etc., discussed the 1947 opening piece for the 75<sup>th</sup> Anniversary gala on 6 March and questioned the need for a requiem in a celebratory year. The Chair suggested everyone dress up in 40s gear with the Rodger Fox Big Band for the 75<sup>th</sup> Gala opening. They were also mindful of when launching the 2022 season could a digital programme be launched along with popular music being performed in Chrischurch Alien Weaponry and Star Wars.

The CEO advised the Board the following:

- Discussions are currently underway with WellingtonNZ and the Wellington City Council regarding a financial contribution to the Gala – along with audience curated works
- He stressed the need for the NZSO to be different from other events on 6 March in the Festival and we are working with Meg Williams/Festival on this as an NZSO presented concert
- Cameron Carpenter is now no longer able to come to New Zealand
- The APF and how we need to work with the Players under the CEA
- 2022 Education programme is still to be shared with the Board

**Action Point:** For 10 September meeting show how programme works digitally

Carmel Walsh noted there were not a lot of large choral/opera works or men singers. The DAPAE has talked about involving choirs in different locations but there is a place for larger operatic works. The CEO noted these larger works/concerts are cost prohibitive and also acknowledging the Board's point that we are not getting around our national footprint.

**Action Point:** The DAPAE will talk to Artistic about finding a place for larger vocal works, if possible.

The Chair noted strong push back from the Board on the Mozart Requiem as opening piece at the Gala concert previously. There were various views from Board members from wanting it –

depending on what is occurring nation-wide at the time, thinking we are overthinking it while others think it's not our best work.

The Chair has encouraged Kirsten to rethink the Requiem – given the Players fondness of it. He also recognised the enormous amount of work done on the 2022 programme to bring it to its current state.

## 6.0 MMH Research

The CEO noted it was a key piece of research containing some fantastic opportunities for the NZSO. He was surprised at the relatively low awareness of the NZSO as a brand and name recognition, acknowledging this is something we need to keep working on.

The Board agreed this was useful information to have and there was a lot of thought-provoking information contained in the report for the NZSO to learn from.

## 7.0 Sustainable Funding Model

[REDACTED]

9(2)(f)(iv)

The Ministry were surprised with the scope of the NZSO's work, especially around education and outreach. The DSCS noted the CEO's work on relationship-building and the NZSO's perception with MCH.

Rather than a Fundamentals Review – we are now looking at a narrative/rationale supporting a cost pressure budget bid to the Government for 2022/2023 and supplementary funding for the first half of the 2023 calendar year, including a discussion with MCH around core and variable activities and calibrating investment levels moving between activities – along with a multi-year planning cycle.

**Action Point:** The DSCS to provide the Chair with the next draft – next week.

The Board discussed the change of language from the Letter of Expectations around risk and volatility to the language in the SFM around challenges and opportunities which the DCCS explained to them. They also expressed their delight to learn the MCH were supportive and engaged as this had not been the case in the past and suggested it might be helpful to weave into the SFM a set of fundamental principles with a long-term plan approach to funding.

The Chair thanked the team for putting together a great set of papers, noting there is still work to be done but the NZSO are in good shape.

The meeting ended at 2.45pm.

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Chair