

Reprint
as at 1 December 2014



**Māori Television Service (Te Aratuku Whakaata Irirangi
Māori) Act 2003**

Public Act 2003 No 21
Date of assent 7 May 2003
Commencement see section 2

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Note

Changes authorised by subpart 2 of Part 2 of the Legislation Act 2012 have been made in this official reprint.
Note 4 at the end of this reprint provides a list of the amendments incorporated.

This Act is administered by Te Puni Kōkiri.

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Preamble

He kōrero whakataki

- (1) I roto i tana Pūrongo mō *Te Reo Maori* (WAI 11) ka whakatauhia e te Rūnanga Whakamana i te Tiriti o Waitangi e whai mana ana te Tiriti o Waitangi ki te whakapūmau wāhi noho tahitanga mō ngā iwi e rua ki Aotearoa. Ka whakatau te Rūnanga, he iho matua taketake te reo Māori nō ngā tikanga Māori, ā, me noho tonu mai hei taonga tūturu. Ka puta hoki te whakapae a te Rūnanga mēnā

ka taea ngā mātāpono me ngā whāinga whānui te whakatutuki ki te kore e kitea he ahurewa tōtika mō te reo Māori. I whakatauhia anō hoki e te Rūnanga he here tā te Tiriti kia kaha ake te ūtanga o te Karauna ki te tiaki i te reo Māori. Ka whakaae te Karauna ki ēnei whakatau:

- (2) I te whiu ā-ture, ko te whakatau a te Komiti ā-Ture a te Kaunihera Piriwiri i te marama o Hakihea 1993 (*Kaunihera Māori v Te Toa Ture Tianara* [1994] 1 NZLR 513) tōna otinga, ka whakaae te Karauna he here mutunga kore tā ngā mātāpono o te Tiriti o Waitangi ki te pīkau kia pūmau tonu te manaaki i te reo Māori mā te whakamahia o ngā mahi pāpāho reo irirangi, whakaata irirangi anō hoki:
- (3) I roto i tēra whiu ā-ture ka whakatakotoria e te Karauna tāna kaupapa takawā e hāngai ana, i tua atu i ētahi atu āhuatanga, ki te whanaketanga o tētahi ratonga whakaata irirangi Māori motuhake. Ko te Aratuku Whakaata Irirangi Māori tētahi otinga nui o te kaupapa i kōkiritia hei tiaki, hei whakatairanga i te reo Māori i runga whakaata irirangi:
- (4) Ko te tikanga mā te whakatūranga o te Aratuku Whakaata Irirangi e whai wāhi maru ai te reo Māori me ngā tikanga Māori, ā, e whai mana ai, e kaha ake ai te whakatairanga kia tutuki ai te whakaū a te Karauna ki te tiaki ki te whakatairanga anō hoki i te reo Māori me ngā tikanga Māori mā roto i ngā mahi pāpāho.

Background in English

- (1) In its *Te Reo Maori Report* (Wai 11), the Waitangi Tribunal found that the Treaty of Waitangi was directed to ensuring a place for 2 peoples in New Zealand. The Tribunal found that the Māori language is an essential part of Māori culture and must be regarded as a taonga, a valued possession. The Tribunal questioned whether the principles and broad objectives of the Treaty of Waitangi could be achieved without a recognised place for the Māori language. The Tribunal found that the Crown is obliged by the Treaty to take active steps to protect the Māori language. The Crown accepted these findings:
- (2) In the litigation that culminated in the decision of the Judicial Committee of the Privy Council in December 1993 (*New Zealand Maori Council v Attorney General* [1994] 1 NZLR 513), the Crown accepted that the principles of the Treaty of Waitangi impose a continuing obligation to take such steps as are reasonable to assist in the preservation of te reo Māori by the use of both radio and television broadcasting:
- (3) In that litigation, the Crown outlined a time frame relating to, among other things, the development of special purpose Māori television. The Māori Television Service is a key result of the policy developed for protecting and promoting te reo Māori on television:
- (4) The establishment of the Māori Television Service in which te reo Māori me ngā tikanga Māori have a secure place and are recognised and actively promoted is intended to contribute to meeting the Crown's commitment to the protec-

tion and promotion of te reo Māori me ngā tikanga Māori through broadcasting.

1 Title

- (1) This Act is the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Act 2003.
- (2) This Act may be cited as either—
 - (a) the Māori Television Service Act 2003; or
 - (b) Te Aratuku Whakaata Irirangi Māori Act 2003.

Part 1

Preliminary provisions and provisions to establish Māori Television Service and Te Pūtahi Paoho

Subpart 1—Preliminary provisions

2 Commencement

This Act comes into force on the day after the date on which it receives the Royal assent.

3 Purpose

In recognition that the Crown and Māori together have an obligation under the Treaty of Waitangi to preserve, protect, and promote te reo Māori, the purpose of this Act is to provide for—

- (a) the establishment and the functions, duties, and powers of the Service and Te Pūtahi Paoho:
- (b) the transfer to the Service by the Crown of the UHF right for the use and management by the Service in protecting and promoting te reo Māori me ōna tikanga:
- (c) the transfer of spectrum management rights to Te Pūtahi Paoho:
- (ca) the management of the transferred spectrum management rights and related spectrum licences in a manner that ensures that the Service has the opportunity to establish a free-to-air digital terrestrial television network for the purpose of performing its functions:
- (d) the framework of accountability for the Service:
- (e) the termination of Te Reo Māori Television Trust (Te Awhiorangi):
- (f) the transfer to the Service of the establishment arrangements undertaken during the transition period.

Section 3(b): amended, on 28 November 2013, by section 4(1) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 3(c): replaced, on 28 November 2013, by section 4(2) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 3(ca): inserted, on 28 November 2013, by section 4(2) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

4 Act binds the Crown

This Act binds the Crown.

5 Outline of Act

- (1) This section is a guide to the general scheme and effect of this Act.
- (2) Part 1 has 3 subparts, as follows:
 - (a) subpart 1 contains the preliminary provisions for the commencement of the Act, states its purpose, and defines certain terms:
 - (b) subpart 2 contains key provisions about the establishment of the Service, its governing body, and its functions and powers, and provides for its independence in certain respects, and for the protection of certain names:
 - (c) subpart 3 contains provisions that establish Te Pūtahi Paoho, provide for its membership, functions, and powers, for the joint responsibilities of the chairperson of Te Pūtahi Paoho and the responsible Ministers, and for the resolution of disputes between Te Pūtahi Paoho and the responsible Ministers.
- (3) Part 2 has 5 subparts, as follows:
 - (a) subpart 1 provides for the appointment of the governing body of the Service and the board of directors, sets out the duties of directors, and provides for the transfer of the UHF right to the Service:
 - (b) subpart 2 sets out provisions relating to the transfer of the UHF right by the Crown to the Service, the obligations and powers of the Service in relation to the UHF right, and the role of Te Pūtahi Paoho in safeguarding the UHF right for the purpose of protecting and promoting te reo Māori me ōna tikanga if specified circumstances arise:
 - (ba) subpart 2A sets out provisions relating to—
 - (i) the transfer of the spectrum management rights by the Crown to Te Pūtahi Paoho; and
 - (ii) the use and exercise of those rights; and
 - (iii) the issuing of spectrum licences to the Service for the purpose of establishing a digital terrestrial television network to protect and promote te reo Māori me ōna tikanga; and
 - (iv) the issuing of spectrum licences to licensees other than the Service:
 - (c) subpart 3 sets out the accountability framework for the Service:

- (d) subpart 4 provides the basis on which the Service may form, or acquire an interest in, a related entity.
- (4) Part 3 has 4 subparts, as follows:
 - (a) subpart 1 provides for the termination of Te Reo Māori Television Trust (Te Awhiorangi):
 - (b) subpart 2 provides for decisions made and actions taken in relation to establishment arrangements in the transition period to be treated as though made or taken under this Act:
 - (c) subpart 3 provides for the review of this Act by the Minister of Māori Affairs:
 - (d) subpart 4 sets out amendments to the Ombudsmen Act 1975, the Official Information Act 1982, the Broadcasting Act 1989, and the Public Audit Act 2001.
- (5) There are 2 schedules, as follows:
 - (a) Schedule 1 lists the organisations that may appoint representatives to Te Pūtahi Paoho, sets out certain procedures for Te Pūtahi Paoho, and provides procedures for dispute resolution:
 - (b) Schedule 2 sets out provisions for,—
 - (i) in Part 1, the criteria to be taken into account in appointing the directors of the Service:
 - (ii) in Part 2, the qualification and term of office of directors and the method of their appointment, disclosure of directors' conflicts of interest, removal of directors from office or their resignation, procedure for board meetings, directors' remuneration, immunity of directors, delegations by directors and the chief executive, and provisions relating to information:
 - (iii) in Part 3, provisions on aspects of the Service's financial governance and its power to contract:
 - (iv) in Part 4, the appointment of the chief executive and the employment of staff.

Section 5(3): amended, on 28 November 2013, by section 5(1) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 5(3)(b): amended, on 28 November 2013, by section 5(2) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 5(3)(ba): inserted, on 28 November 2013, by section 5(3) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

6 Interpretation

In this Act, unless the context otherwise requires,—

annual report means the accountability document, the contents of which are prescribed in section 41

board means the board of directors of the Service

broadcasting has the same meaning as in section 2(1) of the Broadcasting Act 1989 and **broadcast** has a corresponding meaning

commencement day means the date on which this Act comes into force

delivery platform means any technical method for screening media content

digital terrestrial television network means a facility by which television programmes are broadcast using digital technology from land-based stations

director means a director of the board of the Service

financial year means the 12 months ending on the close of 30 June or another date that the board determines

ngā tikanga Māori, for the purposes of this Act, means Māori customary values and practices

ōna tikanga, in relation to te reo Māori, means accepted or customary usage

output agreement means the accountability document, the purpose of which is stated in section 37

prime time means the times of broadcasting identified by the Service (and included in the statement of intent in accordance with section 29(1)(g)), as having the largest number of viewers for its particular target audiences

related entity means an entity referred to in section 45

responsible Ministers means the Minister of Māori Affairs and the Minister of Finance, acting jointly

Service means the Māori Television Service established as a statutory corporation by section 7

statement of intent means the accountability document, the purpose of which is stated in section 27

subsidiary means a subsidiary of the Service within the meaning of section 5 of the Financial Reporting Act 2013

Te Pūtahi Paoho means the Māori Television Electoral College established by section 12

te reo Māori means the Māori language

UHF right means an ultra high frequency management right (including any successive management right) that is recorded in the Register of Radio Frequencies under the Radiocommunications Act 1989—

- (a) for a 32 MHz range of frequencies within the limits of 494 and 806 MHz; and
- (b) for an overall period of 10 years from the date when that right is transferred to the Service under section 21.

Section 6 **broadcasting**: inserted, on 28 November 2013, by section 6 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 6 **delivery platform**: inserted, on 28 November 2013, by section 6 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 6 **digital terrestrial television network**: inserted, on 28 November 2013, by section 6 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 6 **ōna tikanga**: inserted, on 28 November 2013, by section 6 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 6 **subsidiary**: replaced, on 1 April 2014, by section 126 of the Financial Reporting (Amendments to Other Enactments) Act 2013 (2013 No 102).

Subpart 2—Māori Television Service

Establishment of Māori Television Service

7 Establishment of Service

- (1) This section establishes the Māori Television Service.
- (2) The Service is a body corporate with perpetual succession.
- (3) The governing body of the Service is the board of directors, consisting of 7 directors appointed in accordance with section 19.

Key provisions about Māori Television Service

8 Functions of Service

- (1) The principal function of the Service is to contribute to the protection and promotion of te reo Māori me ōna tikanga through the provision, in te reo Māori and English, of a high-quality, cost-effective television service that informs, educates, and entertains viewers, and enriches New Zealand's society, culture, and heritage.
- (2) The Service must also—
 - (a) ensure that during prime time it broadcasts mainly in te reo Māori; and
 - (b) ensure that at other times it broadcasts a substantial proportion of its programmes in te reo Māori; and
 - (c) ensure that, in its programming, the Service has regard to the needs and preferences of—
 - (i) young people; and
 - (ii) children participating in te reo Māori immersion education; and
 - (iii) all persons learning te reo Māori; and
 - (iv) persons whose first language is te reo Māori and persons with a high level of proficiency in te reo Māori; and
 - (d) provide broadcast services that are technically available throughout New Zealand and practicably accessible to as many people as is reasonably possible.

- (3) The Service may undertake other functions that contribute to the protection and promotion of te reo Māori.
- (4) In performing its functions, the Service may provide a range of content and services on a choice of delivery platforms.

Section 8: replaced, on 28 November 2013, by section 7 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

9 Powers of Service

- (1) For the purpose of performing its functions under this Act, the Service—
 - (a) has full capacity to carry out or undertake any business or activity, do any act, or enter into any transaction; and
 - (b) for the purposes of paragraph (a), has full rights, powers, and privileges.
- (2) Subsection (1) applies subject to—
 - (a) the provisions of this Act and any other enactment; and
 - (b) the general law.

10 Independence of Service

- (1) The responsible Ministers, or any other Minister, or any person acting by or on behalf of or at the direction of any Minister, or Te Pūtahi Paoho, or a member of Te Pūtahi Paoho, or a director acting without the authority of the board, must not direct the Service, or any subsidiary of the Service, or any director, officer, or employee of the Service in respect of—
 - (a) a particular programme:
 - (b) a particular allegation or complaint relating to a particular programme:
 - (c) the gathering or presentation of news or the preparation or presentation of current affairs programmes:
 - (d) programme standards.
- (2) The other provisions of this Act apply subject to subsection (1).

11 Protection of names

- (1) No person may be incorporated or registered under any other enactment or in any other manner using the following names:
 - (a) Māori Television Service:
 - (b) Te Aratuku Whakaata Irirangi Māori:
 - (c) any other name that so resembles the names in paragraph (a) or paragraph (b) as to be likely to mislead a person.
- (2) No person other than the Service may, either alone or with another person, trade or carry on business—
 - (a) under a name listed in subsection (1)(a) or (b); or

- (b) under a name, knowing that it so resembles a name listed in subsection (1)(a) or (b) as to be likely to mislead a person.
- (3) A person who breaches subsection (2) commits an offence and is liable on conviction to a fine not exceeding \$2,500.

Section 11(3): amended, on 1 July 2013, by section 413 of the Criminal Procedure Act 2011 (2011 No 81).

Subpart 3—Te Pūtahi Paoho

12 Establishment

- (1) This section establishes Te Pūtahi Paoho.
- (2) The purpose of Te Pūtahi Paoho is to perform its functions under this Act.
- (3) For the purposes of subsection (2), Te Pūtahi Paoho has full powers, rights, and privileges.

13 Membership of Te Pūtahi Paoho

- (1) Each of the organisations listed in Part 1 of Schedule 1 may appoint 1 representative to be a member of Te Pūtahi Paoho.
- (2) The chairperson of Te Pūtahi Paoho must notify the chief executive of Te Puni Kōkiri in writing—
 - (a) of the names of the members of Te Pūtahi Paoho at the commencement day, and the organisation that each person represents; and
 - (b) of any changes in the membership of Te Pūtahi Paoho.
- (3) Part 2 of Schedule 1 applies to Te Pūtahi Paoho and its members.

14 Change in composition of Te Pūtahi Paoho

- (1) The Governor-General may, by Order in Council, amend Part 1 of Schedule 1 by adding or removing the name of an organisation.
- (2) An Order in Council may be made only on the recommendation of the Minister of Māori Affairs.
- (3) The Minister of Māori Affairs may make a recommendation only at the request of, or with the consent of, the chairperson of Te Pūtahi Paoho authorised by a resolution of Te Pūtahi Paoho.
- (4) Te Pūtahi Paoho must not pass a resolution in relation to—
 - (a) an organisation whose name is to be added to Part 1 of Schedule 1 unless Te Pūtahi Paoho is satisfied that it is an organisation that has a role in promoting te reo Māori:
 - (b) an organisation whose name is to be omitted from Part 1 of Schedule 1 unless—
 - (i) the organisation wishes to withdraw from Te Pūtahi Paoho; or

- (ii) Te Pūtahi Paoho is satisfied that the organisation no longer has a role in promoting te reo Māori.

15 Functions of Te Pūtahi Paoho

The functions of Te Pūtahi Paoho are—

- (a) to appoint 4 of the 7 directors of the Service in accordance with section 19(a) and, if necessary, remove any of those 4 directors in accordance with clause 11 of Schedule 2; and
- (b) to provide direction to the chairperson of Te Pūtahi Paoho in the performance and exercise of his or her functions and powers under section 16; and
- (c) to consider the need to increase or decrease the number of organisations represented on Te Pūtahi Paoho for the purpose of section 14, and to pass resolutions as necessary for that purpose; and
- (d) to receive the accountability documents prepared by the board under subpart 3 of Part 2; and
- (e) to safeguard the UHF right in accordance with section 23; and
- (f) to manage spectrum management rights in accordance with subpart 2A.

Section 15(e): replaced, on 28 November 2013, by section 8 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 15(f): inserted, on 28 November 2013, by section 8 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

16 Joint responsibilities of responsible Ministers and chairperson of Te Pūtahi Paoho

- (1) The responsible Ministers and the chairperson of Te Pūtahi Paoho, acting jointly,—
 - (a) must appoint one director to be the chairperson of the board and another director to be the deputy chairperson, in accordance with clause 5 of Schedule 2; and
 - (b) must determine the remuneration and other benefits for—
 - (i) the board in accordance with clauses 21 and 22 of Schedule 2; and
 - (ii) the governing body of a subsidiary of the Service in accordance with section 47; and
 - (c) must approve the statement of intent prepared by the board under subpart 3 of Part 2; and
 - (d) may direct the board to amend the statement of intent in respect of 1 or more specified items in accordance with section 34; and
 - (e) subject to subsection (2), may review the performance of the Service; and

- (f) may consent to the reappointment of a director for more than 2 terms, in accordance with clause 3(1) of Schedule 2; and
 - (g) must perform any other functions or duties required by this Act.
- (2) For the purpose of carrying out a review of the Service, the responsible Ministers and the chairperson of Te Pūtahi Paoho, acting jointly,—
- (a) must give notice in writing to the Service of their intention to conduct a review; and
 - (b) may require any information from the Service relating to its operation and activities that is relevant to that review.
- (3) Clause 29 of Schedule 2 applies to a requirement under subsection (2)(b).

Dispute resolution

17 Resolution of disagreement between the responsible Ministers and the chairperson of Te Pūtahi Paoho

- (1) If the responsible Ministers and the chairperson of Te Pūtahi Paoho are unable to agree on a matter for which their joint determination is required under section 16, they must, for the purpose of endeavouring to reach agreement on that matter, appoint a mediator in accordance with clauses 13 and 14 of Schedule 1.
- (2) Clauses 15 to 20 of Schedule 1 apply to the process of mediation commenced under this section.

Part 2

Key provisions relating to appointment and duties of directors, transfer of UHF right, accountability of Service, and establishment of related entities

Subpart 1—Key provisions about board of directors

Board is governing body of Service

18 Governing body of Service

- (1) The board has authority, subject to this Act, to exercise the powers and perform the functions of the Service.
- (2) The board must supervise or direct the management of the affairs of the Service in accordance with the statement of intent to achieve the purpose of this Act.
- (3) The board has all the powers necessary for carrying out its functions and duties under this Act.
- (4) Schedule 2 applies to the board, the directors, and the administration of the Service.

Appointment of board of directors

19 Appointment of directors

- (1) The board must consist of 7 directors appointed as follows:
 - (a) 4 directors appointed by Te Pūtahi Paoho; and
 - (b) 3 directors appointed by the responsible Ministers.
- (2) In making their respective appointments under this section, the responsible Ministers and Te Pūtahi Paoho may appoint a person as a director of the board only if, in their respective opinions, the person has the appropriate skills and experience to assist the Service to perform its functions.
- (3) The skills and experience referred to in subsection (2) include (but are not limited to) the criteria set out in Part 1 of Schedule 2.

Duties of directors

20 Duties of directors

A director of the board, when acting as a director, and the board acting collectively must—

- (a) act in good faith, honestly, and with integrity; and
- (b) not contravene, or cause the Service to contravene, this Act; and
- (c) act with the care, diligence, and skill that a reasonable director would exercise in the same circumstances, taking into account, without limitation,—
 - (i) the nature of the activities of the Service; and
 - (ii) the nature of the action or decision taken by the director; and
 - (iii) the position of the director and the nature of the responsibilities undertaken by him or her; and
- (d) act in accordance with clause 7 of Schedule 2 (which governs directors' conflicts of interest); and
- (e) not act as a representative of, or promote the views of, any particular person, organisation, or political party; and
- (f) ensure that the Service—
 - (i) acts within its statutory functions; and
 - (ii) acts in accordance with the statement of intent and the output agreement; and
 - (iii) performs its functions and conducts its activities effectively, efficiently, and in a financially prudent manner, which includes, without limitation, endeavouring to—
 - (A) prudently manage the assets and liabilities of the Service:

- (B) maintain the long-term financial viability of the Service:
- (C) cover the annual costs of the Service from the net annual income:
- (D) act as a successful going concern.

Subpart 2—Provisions relating to UHF right

[Repealed]

Subpart 2: repealed, on 1 December 2013, by section 20A.

20A Expiry of subpart 2

[Repealed]

Section 20A: repealed, on 1 December 2013, by section 20A.

Transfer of UHF right to Service

Heading: repealed, on 1 December 2013, by section 20A.

21 Transfer of UHF right from Crown to Service

[Repealed]

Section 21: repealed, on 1 December 2013, by section 20A.

22 Use of UHF right by Service

[Repealed]

Section 22: repealed, on 1 December 2013, by section 20A.

23 Transfer of UHF right and spectrum licences by Service

[Repealed]

Section 23: repealed, on 1 December 2013, by section 20A.

24 Role of Te Pūtahi Paoho in relation to UHF right

[Repealed]

Section 24: repealed, on 1 December 2013, by section 20A.

Subpart 2A—Provisions relating to spectrum management rights

Subpart 2A: inserted, on 28 November 2013, by section 10 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Transfer of spectrum management rights to Te Pūtahi Paoho

Heading: inserted, on 28 November 2013, by section 10 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

24A Interpretation

In this subpart, unless the context otherwise requires,—

manager means Te Pūtahi Paoho or any subsequent manager of the whole or any part of the spectrum management rights

Secretary for Radiocommunications means the chief executive of the department responsible for the administration of the Radiocommunications Act 1989

spectrum licence means a licence granted under section 48(1) of the Radiocommunications Act 1989 in relation to any part of the range of frequencies covered by the spectrum management rights

spectrum management rights means the management rights transferred under section 24B(1)(a).

Section 24A: inserted, on 28 November 2013, by section 10 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

24B Transfer of spectrum management rights

- (1) Before 1 December 2013, the responsible Ministers must—
 - (a) direct the Secretary for Radiocommunications to, and the Secretary must, transfer from the Crown to Te Pūtahi Paoho management rights to two 8 MHz ultra high frequency ranges, within the limits of 502 to 694 MHz, for the period from 1 December 2013 to 30 November 2033; and
 - (b) execute a deed setting out the terms and conditions under which Te Pūtahi Paoho must exercise the spectrum management rights.
- (2) The deed may be modified by written agreement between the responsible Ministers, on behalf of the Crown, and Te Pūtahi Paoho.
- (3) The responsible Ministers must consult the Minister responsible for the administration of the Radiocommunications Act 1989 before—
 - (a) executing the deed under subsection (1)(b); or
 - (b) modifying the deed under subsection (2).
- (4) The deed may, by agreement, provide that if Te Pūtahi Paoho breaches 1 or more specified terms or conditions (a serious breach), the responsible Ministers may require Te Pūtahi Paoho to transfer the spectrum management rights to the Crown, and in such a case Te Pūtahi Paoho must transfer the spectrum management rights as required by the responsible Ministers.

Section 24B: inserted, on 28 November 2013, by section 10 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

24C Aggregation of management rights

- (1) This section applies if—
 - (a) the Secretary for Radiocommunications has filed a notice of transfer under the Radiocommunications Act 1989 directing the Registrar or Deputy Registrar of Radio Frequencies to transfer the rights referred to in section 24B(1)(a); and
 - (b) those rights consist of successive records of management rights.

- (2) The Registrar or Deputy Registrar of Radio Frequencies must aggregate those rights, on the application of the Secretary for Radiocommunications, if—
- (a) the records of management rights have—
 - (i) the same power floors; and
 - (ii) the same protection limits; and
 - (iii) the same adjacent frequencies emission limits; and
 - (iv) the same conditions applying to spectrum licences created in relation to those records; and
 - (b) the commencement date of the successive record or records is no more than 1 day after the expiry date of the preceding record or records.
- (3) In subsection (2), **adjacent frequencies emission limit**, **power floor**, **protection limit**, and **record of management rights** have the meanings given to them in section 2(1) of the Radiocommunications Act 1989.

Compare: 1989 No 148 s 47A

Section 24C: inserted, on 28 November 2013, by section 10 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

24D Management of spectrum management rights

- (1) The manager must manage the spectrum management rights in a manner that enables the Service to perform its functions.
- (2) A manager may only transfer or mortgage the whole or any part of the spectrum management rights with the agreement of the responsible Ministers (which may be subject to any conditions that the responsible Ministers consider appropriate).

Section 24D: inserted, on 28 November 2013, by section 10 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

24E Resolution of disagreement between responsible Ministers and Te Pūtahi Paoho

- (1) If the responsible Ministers and Te Pūtahi Paoho are unable to agree on any matter for which their joint agreement is required under the deed required by section 24B(1), they must, for the purpose of endeavouring to reach agreement on that matter, appoint a mediator in accordance with clauses 13 and 14 of Schedule 1.
- (2) Clauses 15 to 20 of Schedule 1 apply to any mediation commenced under this section.

Section 24E: inserted, on 28 November 2013, by section 10 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

24F Issue of spectrum licences to Service

- (1) As soon as practicable after the transfer of spectrum management rights under section 24B(1)(a), the Service must—

- (a) request that the manager issue 1 or more spectrum licences to the Service; or
 - (b) notify the manager that it does not wish to have spectrum licences issued to it.
- (2) The manager must grant spectrum licences for the Service—
- (a) as soon as practicable after a request is made by the Service:
 - (b) for the maximum period (until the expiry date of the spectrum management rights), unless the Service specifies otherwise.
- (3) The manager—
- (a) must not charge the Service for—
 - (i) the grant of a spectrum licence for the Service; or
 - (ii) the transfer of a spectrum licence to the Service; but
 - (b) may charge the Service an administrative fee to cover the cost of granting a spectrum licence for, or transferring a spectrum licence to, the Service.

Section 24F: inserted, on 28 November 2013, by section 10 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

24G Issue of spectrum licences generally

- (1) The manager must not grant a spectrum licence in favour of a person other than the Service unless—
- (a) the manager has offered to grant a spectrum licence on the same terms in favour of the Service; and
 - (b) the Service has declined the offer; and
 - (c) the responsible Ministers have agreed to the grant.
- (2) When the manager grants a spectrum licence, the manager must, in accordance with section 49(1)(g) of the Radiocommunications Act 1989, specify that the licence may only be transferred to another person with the consent of the manager.
- (3) The manager must not consent to the transfer of a spectrum licence to a person other than the Service unless—
- (a) the Service has been offered the spectrum licence; and
 - (b) the Service has declined the offer; and
 - (c) the responsible Ministers have agreed to the transfer.
- (4) If the manager is the holder of a spectrum licence, the manager must not transfer the licence to a person other than the Service unless—
- (a) the manager has offered to transfer the licence to the Service; and
 - (b) the Service has declined the offer; and
 - (c) the responsible Ministers have agreed to the transfer.

- (5) In giving consent under subsection (1)(c), (3)(c), or (4)(c), the responsible Ministers may impose any conditions as they see fit.

Section 24G: inserted, on 28 November 2013, by section 10 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

24H Use of spectrum licences and income from spectrum licences

- (1) The Service must use any spectrum licences that it holds under this subpart for the purpose of establishing a digital terrestrial television network to be used to—
- (a) protect and promote te reo Māori me ōna tikanga; and
 - (b) broadcast the Service's programmes.
- (2) Revenue or benefits in kind received by the manager from any other spectrum licence granted under this subpart must be used for purposes consistent with the protection and promotion of te reo Māori me ōna tikanga.

Section 24H: inserted, on 28 November 2013, by section 10 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Subpart 3—Accountability required of Service

25 Interpretation

In this subpart, unless the context otherwise requires,—

class of outputs means a grouping of similar outputs

effective date means the date on which a statement of intent or any amendment takes effect in accordance with section 32 or section 36 respectively

financial report means the report referred to in section 43

generally accepted accounting practice has the same meaning as in section 8 of the Financial Reporting Act 2013

group means a group comprising the Service and its subsidiaries

outcomes means the impacts on, or consequences for, the community of the outputs or activities of the Service

outputs means—

- (a) the goods and services provided or to be provided by the Service in fulfilment of its functions under this Act; but
- (b) does not include services produced for purchase or consumption solely within the Service

statement of output objectives means part of the statement of intent referred to in section 29(1)(h)

statement of responsibility means the accountability document described in section 42

statement of service performance means part of the annual report referred to in section 41(1)(c).

Section 25 **generally accepted accounting practice**: replaced, on 1 April 2014, by section 126 of the Financial Reporting (Amendments to Other Enactments) Act 2013 (2013 No 102).

Key provisions on accountability of Service

26 Overview of accountability responsibilities

- (1) The board must prepare and deliver, in accordance with the requirements of this subpart, the following reports relevant to the accountability of the Service under this Act:
 - (a) the annual statement of intent (including the statement of output objectives); and
 - (b) the output agreement; and
 - (c) the annual report (including the audited financial report, the statement of service performance, and the statement of responsibility).
- (2) The responsible Ministers must present to the House of Representatives—
 - (a) the annual statement of intent (and any amendments provided for under section 34); and
 - (b) the annual report.
- (3) The Crown must not incur any liability to the Service or expend any money for the use of the Service under an appropriation by Parliament unless—
 - (a) a final statement of intent has been presented to the House of Representatives by the responsible Ministers; and
 - (b) the responsible Ministers have agreed to the output agreement prepared by the board on behalf of the Service under section 38 and the output agreement has been made final under section 40(1).

Key document of accountability: Statement of intent

27 Purpose of statement of intent

The purpose of a statement of intent is to promote the accountability of the Service by—

- (a) providing to the House of Representatives contextual information about the Service and information about the intentions and commitments set by the board for the Service; and
- (b) setting out the medium-term intentions and commitments of the board for the Service; and
- (c) identifying the key strategic issues for the Service; and
- (d) identifying how the board will respond to these key strategic issues and fulfil the statutory functions of the board; and

- (e) providing a baseline against which the performance of the Service and its subsidiaries can be assessed in a subsequent year or years.

28 Obligation to prepare statement of intent

- (1) The Service must, in accordance with section 31, prepare a statement of intent that—
 - (a) relates to at least—
 - (i) the next financial year; and
 - (ii) the 2 following financial years; and
 - (b) is consistent with this Act; and
 - (c) is approved and finalised in accordance with the provisions of this sub-part.
- (2) If the Service has 1 or more subsidiaries, it must prepare the statement of intent for the group.

Contents of statement of intent

29 Contents of statement of intent

- (1) Without limiting the matters that may be addressed, the statement of intent must include the following information, in relation to the period to which the statement applies:
 - (a) the period to which it applies;
 - (b) an outline of the key contextual framework within which the Service operates, including—
 - (i) the principal statutory functions of the Service;
 - (ii) the current organisational structure of the Service;
 - (iii) any related entities of the Service;
 - (c) in the case of a group,—
 - (i) the entities that comprise the group; and
 - (ii) the nature of the business of each entity in the group; and
 - (iii) the principal areas of activity for each operation;
 - (d) the nature of the long-term specific goals of the Service for its operations;
 - (e) the nature and scope of the intended operations for the Service;
 - (f) the principal areas of its activity;
 - (g) the prime times identified by the Service for various target audiences;
 - (h) the strategies proposed for the Service to achieve its goals, manage risks, and carry out operations, including long-term and short-term investment strategies;

- (i) a statement of output objectives specifying the classes of outputs to be produced by the Service and its subsidiaries:
 - (j) the other qualitative and quantitative performance targets or measures by which the performance of the Service and its subsidiaries may be judged:
 - (k) the strategies proposed by the Service for language quality assurance:
 - (l) the anticipated annual content to be broadcast in te reo Māori during prime time and other times:
 - (m) details of the Service's plan for the development of te reo Māori:
 - (n) any other proposed operating policies.
- (2) The statement of intent must include prospective financial information for the period to which the statement of intent applies, which must—
- (a) be prepared in accordance with generally accepted accounting practice; and
 - (b) include the following information:
 - (i) a statement of financial performance; and
 - (ii) a statement of financial position; and
 - (iii) a statement of cash flows; and
 - (iiia) a statement of borrowings or financial leases, or similar liabilities; and
 - (iv) an outline of the strategy proposed for managing any recently reported or anticipated material net deficit (as determined in accordance with generally accepted accounting practice).
- (3) The statement of intent must include any other information material to understanding and assessing the information provided under subsections (1) and (2), or include information without which the information provided under subsections (1) and (2) would be false or misleading in a material way.

Section 29(1)(g): amended, on 28 November 2013, by section 11(1) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 29(1)(k): replaced, on 28 November 2013, by section 11(2) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 29(1)(l): inserted, on 28 November 2013, by section 11(2) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 29(1)(m): inserted, on 28 November 2013, by section 11(2) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 29(1)(n): inserted, on 28 November 2013, by section 11(2) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 29(2)(b)(iiia): inserted, on 28 November 2013, by section 11(3) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

30 Matters for consultation and reporting must be identified

The statement of intent must identify and state the matters on which the Service will—

- (a) consult the responsible Ministers and the chairperson of Te Pūtahi Paoho before making a decision; and
- (b) report to the responsible Ministers and the chairperson of Te Pūtahi Paoho and when that will be done.

Process for creating and finalising statement of intent

31 Creating and finalising statement of intent

- (1) The board must prepare in writing a draft statement of intent and deliver it to the responsible Ministers and the chairperson of Te Pūtahi Paoho not later than 60 days before the beginning of the financial year to which it relates.
- (2) The responsible Ministers and the chairperson of Te Pūtahi Paoho may, within 14 working days, jointly provide comments on the draft statement to the board.
- (3) The board must, within 10 working days of receiving the comments referred to in subsection (2),—
 - (a) consider any comments; and
 - (b) provide a second draft to the responsible Ministers and the chairperson of Te Pūtahi Paoho.
- (4) When the responsible Ministers, the chairperson of Te Pūtahi Paoho, and the board have agreed on the text of the draft statement of intent in the course of the process under this section,—
 - (a) the responsible Ministers and chairperson of Te Pūtahi Paoho must sign and date the agreed statement of intent; and
 - (b) the chairperson of the board, on behalf of the board, must also sign the statement of intent.
- (5) The statement of intent is final when it has been signed in accordance with subsection (4).
- (6) The responsible Ministers must present the statement of intent (and any amendments made under section 34) to the House of Representatives as soon as practicable after it becomes final.
- (7) The responsible Ministers, the chairperson of Te Pūtahi Paoho, and the board must endeavour to finalise the statement of intent in time for it to be presented to the House of Representatives before the beginning of the financial year to which it relates.

32 Effective date and term of statement of intent

A statement of intent is effective—

- (a) from the date on which it becomes final under section 31; and

- (b) until a new statement of intent takes effect in accordance with the Act (even if that date is outside the financial year to which it relates).

Amendments to statement of intent

33 When statement of intent may be amended

After a statement of intent becomes final under section 31, it may only be amended if an obligation arises to make a mandatory amendment under section 34.

34 Mandatory amendment of statement of intent

- (1) The board must amend a statement of intent if—
 - (a) the responsible Ministers and the chairperson of Te Pūtahi Paoho jointly direct an amendment to the statement of intent; or
 - (b) changes in the law materially alter or affect the information contained in the statement of intent; or
 - (c) the information contained in the statement of intent is false or misleading in a material way, and was so at the time when the statement of intent first took effect.
- (2) The board must amend the statement of intent as soon as practicable after it becomes aware of the facts that give rise to the obligation to make a mandatory amendment under subsection (1)(b) or (c).
- (3) If the responsible Ministers and chairperson of Te Pūtahi Paoho direct the board to amend the statement of intent under subsection (1)(a), they must, jointly,—
 - (a) give written notice to the board specifying the amendment they propose; and
 - (b) consult the board before the board makes the proposed amendment.
- (4) An amendment directed under subsection (1)(a) must be consistent with the functions of the Service.

35 Amendments must be presented to House of Representatives

An amendment made under section 34 must be presented to the House of Representatives by the responsible Ministers as soon as practicable after the amendment has been made.

36 Effective date of amendments

An amendment is effective,—

- (a) if made under section 34(2), on the day when it is signed by the responsible Ministers and the chairperson of Te Pūtahi Paoho, and by the chairperson of the board, on behalf of the board; and

- (b) if notified under section 34(3), on the day when it is signed by the responsible Ministers and the chairperson of Te Pūtahi Paoho.

Key document of accountability: Output agreement

37 Purpose of output agreement

The purpose of an output agreement is—

- (a) to assist the Service and the responsible Ministers to clarify, align, and manage their respective expectations and responsibilities in relation to the funding and production of outputs paid for by the Crown; and
- (b) to provide the basis on which money may be made available for the use of the Service under an appropriation by Parliament.

38 Preparation of output agreement

- (1) An output agreement must—
 - (a) be prepared by the board on behalf of the Service; and
 - (b) be agreed to by the responsible Ministers.
- (2) The board is responsible to the responsible Ministers for meeting the terms of the output agreement.

39 Contents of output agreement

- (1) The output agreement must specify—
 - (a) the purposes to which money must be applied that is made available for the use of the Service under an appropriation by Parliament; and
 - (b) the period to which the output agreement relates.
- (2) Unless the responsible Ministers otherwise agree, an output agreement must contain the following information:
 - (a) a clear description of the outputs to be produced under the agreement; and
 - (b) an explanation of the conditions under which the Service will be paid for its outputs; and
 - (c) a description of the delivery standards that the board has agreed to meet; and
 - (d) the amount to be set aside for the operating costs of Te Pūtahi Paoho under clauses 11 and 12 of Schedule 1.
- (3) The output agreement must include any other relevant information, such as the purpose for which the outputs are required, that may assist the board and the responsible Ministers to interpret and implement the output agreement.
- (4) The output agreement must be consistent with the functions of the Service.
- (5) The amount specified under subsection (2)(d) must be—

- (a) determined in consultation with the chairperson of Te Pūtahi Paoho; and
- (b) sufficient to meet the costs of the matters provided for in clauses 11 and 12 of Schedule 1.

40 Formal requirements for output agreement

- (1) The output agreement must be in writing and dated and signed by—
 - (a) the responsible Ministers; and
 - (b) by the chairperson on behalf of the board.
- (2) The board must endeavour to complete, and the responsible Ministers to agree to, the output agreement in a timely manner to permit the payment of the funds appropriated by Parliament to the Service in accordance with section 26(3).

Key document of accountability: Annual report

41 Contents of annual report

- (1) The annual report must contain the following information for the financial year to which the report relates:
 - (a) a report on the operations of the Service (and of its subsidiaries); and
 - (b) a comparison between the actual amounts in the financial report and the amounts in the prospective financial information contained in the statement of intent; and
 - (c) a financial report prepared in accordance with generally accepted accounting practice that includes a statement of service performance reporting on the classes of outputs actually produced during the financial year against the forecast classes of outputs specified in the statement of output objectives; and
 - (d) a statement of responsibility prepared in accordance with section 42; and
 - (e) the audit report.
- (2) The annual report must also include—
 - (a) an assessment of the reasons for, and implications of, any material reported net deficit incurred during the financial year; and
 - (b) any matter on which the statement of intent requires the annual report to report; and
 - (c) a report on the total value of remuneration and other benefits received by each director of the board during the financial year; and
 - (d) a report on compliance by the Service with its policy of being a good employer (in the context of the purpose of the Service), including a report on its equal employment opportunities programme; and
 - (e) a report on the number of employees who, during the financial year, received remuneration and other benefits in their capacity as employees

- (other than compensation or other benefits referred to in paragraph (g)), the total value of which exceeds \$100,000 per year, and the number of those employees in brackets of \$10,000; and
- (f) a report on the remuneration and benefits received by each committee member (other than directors or employees); and
 - (g) the total value of compensation or other benefits received by persons who ceased to be employees during the financial year, in relation to the cessation of employment, and the number of persons who received a share of that total; and
 - (h) details of any indemnity provided by the Service, during the financial year, to any member, office holder, or employee; and
 - (i) details of any insurance cover effected by the Service during the financial year in respect of the liability or costs of any member, office holder, or employee; and
 - (j) any direction given in writing to the Service by a responsible Minister under any enactment during the financial year; and
 - (k) any direction given to the Service in writing by the chairperson of Te Pū-tahi Paoho under this Act during the financial year; and
 - (l) details of any act by the Service—
 - (i) that is an act that a natural person of full age and capacity can do and is done contrary to, or outside the authority of, any Act or done otherwise than for the purpose of performing the Service's functions; and
 - (ii) for which a person dealing with the Service takes actions to enforce; and
 - (m) any other information that the board considers necessary to enable an informed assessment of the performance of the Service for that financial year.

Section 41(2)(h): replaced, on 28 November 2013, by section 12 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 41(2)(i): inserted, on 28 November 2013, by section 12 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 41(2)(j): inserted, on 28 November 2013, by section 12 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 41(2)(k): inserted, on 28 November 2013, by section 12 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 41(2)(l): inserted, on 28 November 2013, by section 12 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Section 41(2)(m): inserted, on 28 November 2013, by section 12 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Other documents of accountability

42 Statement of responsibility

- (1) A statement of responsibility must accompany the financial report.
- (2) The statement of responsibility must contain—
 - (a) a statement of the responsibility of the signatories for the preparation of the financial report and the judgements recorded in them; and
 - (b) a statement of the responsibility of the signatories for establishing and maintaining a system of internal control designed to provide reasonable assurance as to the integrity and reliability of the financial reporting; and
 - (c) a statement that, in the opinion of the signatories, the financial report fairly reflects the financial position and operations of the Service and, if applicable, the group.
- (3) The statement of responsibility must be dated and signed by the chairperson of the board and by the chief executive of the Service or, if there is no chairperson, by the chief executive and the chief financial officer of the Service.

43 Financial report

- (1) The board must, no later than 90 days after the end of the financial year, prepare and send to the Auditor-General the financial report—
 - (a) containing the information required by section 41(1)(c); and
 - (b) signed and dated by the chairperson on behalf of the board.
- (2) The Auditor-General must, within 30 days of receiving the financial report, return it to the Service, together with the audit report.

44 Annual report presented to House of Representatives

- (1) The Service must, as soon as reasonably practicable after receiving the financial report and audit report from the Auditor-General, forward the annual report to the responsible Ministers and the chairperson of Te Pūtahi Paoho.
- (2) The responsible Ministers must, as soon as reasonably practicable, present the annual report to the House of Representatives.

Subpart 4—Related entities

45 Shares or interests in related entities

- (1) The Service may, with the joint consent of the responsible Ministers and the chairperson of Te Pūtahi Paoho,—
 - (a) form or hold any shares or interests in any body corporate or in a partnership, joint venture, or other association of persons; or
 - (b) settle, or be or appoint a trustee of, a trust.

- (2) The consent referred to in subsection (1) may be given on any conditions that the responsible Ministers and chairperson of Te Pūtahī Paoho jointly specify.
- (3) The Service may only form or hold any shares or interests in a related entity under subsection (1) for the purpose of performing its functions under this Act.

46 Limits to functions and powers of subsidiary

The Service and any subsidiary of the Service must ensure that the subsidiary—

- (a) does not carry on or undertake any business or activity, do any act, or enter into any transaction that the Service itself has no capacity or power to carry on, undertake, do, or enter into; and
- (b) exercises its powers only for the purpose of performing, or assisting the Service to perform, the functions of the Service; and
- (c) in carrying on or undertaking a business or activity, doing an act, or entering into a transaction, is subject to the same obligations and restrictions that would apply to the Service in relation to that matter; and
- (d) does not authorise remuneration or allowances for its members that could not be authorised for the directors of the Service; and
- (e) conducts its affairs in accordance with this Act, any other enactment, and with the general law; and
- (f) complies with the current statement of intent and any requirements of the current output agreement made under subpart 3.

47 Remuneration and allowances

- (1) A director of a subsidiary is entitled to receive, from the funds of the subsidiary,—
 - (a) remuneration and other benefits at a rate and of a kind jointly determined by the responsible Ministers and the chairperson of Te Pūtahī Paoho in accordance with the appropriate fees framework determined by the Government; and
 - (b) payment of reimbursing allowances or actual and reasonable expenses incurred in undertaking his or her duties as a director of the governing body of the subsidiary.
- (2) The remuneration and other benefits referred to in subsection (1)(a) must be determined before the Service forms or acquires shares in a subsidiary.

Part 3

Provisions for termination of Te Reo Māori Television Trust (Te Awhiorangi), transitional arrangements for establishment

Service, etc, provision for review of Act, and amendments to other Acts

48 Interpretation

In subparts 1 and 2 of this Part, unless the context otherwise requires,—

appointed representatives means the persons appointed by organisations to constitute the Electoral College

assets means any real or personal property of any kind, whether tangible or intangible, corporeal or incorporeal, whether or not subject to rights, and wherever situated

Deed of Trust means the deed creating Te Reo Māori Television Trust (Te Awhiorangi) as a charitable trust that was incorporated under the Charitable Trusts Act 1957 on 10 September 1999

Electoral College means the Electoral College set up under the Deed of Trust

establishment board means the board appointed for the transition period by the responsible Ministers and the Electoral College to oversee the setting up and operations of the establishment Service

establishment chief executive means the person appointed for the transition period by the establishment board to undertake the functions, duties, and powers of the chief executive of the establishment Service

establishment directors means the directors appointed to the establishment board, including any director who resigned from the establishment board before the commencement of this Act

establishment Service means the organisation set up in the transition period to prepare for the establishment of the Māori Television Service

transition period means the period between 23 July 2001 and the commencement day

Trust means Te Reo Māori Television Trust (Te Awhiorangi) created by the Deed of Trust

trustee means a trustee of the Trust.

Subpart 1—Provisions for termination of Te Reo Māori Television Trust (Te Awhiorangi)

Te Reo Māori Television Trust (Te Awhiorangi) terminated

49 Trust terminated

On and from the commencement day, under this section,—

- (a) the Trust is terminated; and
- (b) the trustees of the Trust cease to hold office; and

- (c) any committee appointed by the Trust in the transition period is terminated; and
- (d) the assets and liabilities of the Trust vest in the Service, freed of all trusts affecting those assets and liabilities; and
- (e) the purchase agreement made between the Trust and the Minister of Communications acting for and on behalf of Her Majesty the Queen on 26 November 1999 is cancelled; and
- (f) money payable to the Trust becomes payable to the Service; and
- (g) a representative appointed to the Electoral College by an organisation listed in Part 1 of Schedule 1 becomes a member of Te Pūtahi Paoho.

50 Final report of Trust

The Service must prepare the final audited financial report of the Trust within 3 months after the commencement day and provide copies to the responsible Ministers and the chairperson of Te Pūtahi Paoho.

51 Protection of trustees

- (1) On and from the commencement day, any proceeding commenced by or against the Trust may be carried on, completed, or enforced by or against the Service.
- (2) If, in the period between 23 July 2001 and the end of the day immediately before the commencement day, a trustee, officer, or agent of the Trust acts or fails or refuses to act in order to prepare for, or assist in, the implementation of this Act, that person is not under a civil liability for acting, failing, or refusing to act if the action, failure, or refusal is done or made in good faith and with reasonable care.
- (3) Subsection (2) applies despite any provision in the Deed of Trust under which the Trust was created.

Subpart 2—Transitional arrangements relating to establishment Service, etc

52 Provisions relating to decisions, etc, in transition period

- (1) This subpart applies, in relation to the transition period, to—
 - (a) the Electoral College and its members; and
 - (b) the establishment Service, the establishment directors, and the establishment board; and
 - (c) the establishment chief executive and the employees, consultants, or agents (if any) of the establishment Service; and
 - (d) the chief executive of Te Puni Kōkiri or his or her authorised delegate.

- (2) A decision, recommendation, action, appointment, undertaking, or transaction made, taken, or entered into in good faith and with reasonable care by a person or body referred to in subsection (1) during the transition period is as valid as if it had been made, taken, or entered into, under this Act.
- (3) Subject to subsection (4), on and from the commencement day, a decision, recommendation, action, appointment, undertaking, or transaction referred to in subsection (2) is treated as if it had been made, taken, or entered into under this Act.
- (4) As soon as reasonably practicable after the commencement day, any draft statement of intent and output agreement prepared by the establishment board during the transition period must be confirmed and made final in accordance with section 31 or section 40 respectively, as the case may be.

53 Transition from establishment board

As soon as reasonably practicable after the commencement day, Te Pūtahi Pao-ho and the responsible Ministers must appoint the directors of the Service in accordance with section 19.

54 Employees

- (1) On the commencement day, each person employed by, or on behalf of, the establishment Service for the transition period, or who is under contract as an agent of, or consultant to, the establishment Service for the transition period, becomes an employee, agent, or consultant, as the case may be, of the Service.
- (2) For the purpose of every enactment, law, determination, contract, or agreement relating to the employment of persons by or on behalf of the establishment Service, a person's agreement or contract of employment must be treated as having been unbroken and the period of employment with the establishment Service must be treated as a period of employment with the Service.
- (3) A person who becomes an employee of the Service under this section is not entitled to receive any payment or other benefit by reason only of ceasing to be an employee of the establishment Service.

55 Assets and liabilities of establishment bodies

On the commencement day, the assets and liabilities (if any) of the establishment Service and establishment board vest in, and become binding on, the Service.

Subpart 3—Review of Act

56 Review of Act

- (1) The responsible Ministers may, from time to time, review the operation and effectiveness of this Act in accordance with the terms of reference set by the responsible Ministers.

- (2) Prior to commencing a review under subsection (1), the responsible Ministers must consult with Te Pūtahi Paoho on the terms of reference for the review.
- (3) A review under subsection (1) must be completed within 12 months of its commencement.
- (4) The responsible Ministers must—
 - (a) prepare a report on any review commenced under subsection (1); and
 - (b) present the report to the House of Representatives within 18 months after the commencement of the review.

Section 56: replaced, on 28 November 2013, by section 13 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Subpart 4—Amendments to other Acts

57 Amendment to Ombudsmen Act 1975

Amendment(s) incorporated in the Act(s).

58 Amendment to Official Information Act 1982

Amendment(s) incorporated in the Act(s).

59 Amendment to Broadcasting Act 1989

Amendment(s) incorporated in the Act(s).

60 Amendment to Public Audit Act 2001

Amendment(s) incorporated in the Act(s).

Schedule 1

Provisions relating to Te Pūtahi Paoho

ss 13, 14, 17, 49

Part 1

Organisations that may appoint members of Te Pūtahi Paoho

1 Organisations that may appoint members

The following organisations, which have a role in promoting te reo Māori, are each entitled to appoint 1 representative to be a member of Te Pūtahi Paoho:

- (a) Te Kohanga Reo National Trust:
- (b) Te Runanganui o Ngā Kura Kaupapa Māori o Aotearoa:
- (c) Te Tau Ihu o Ngā Wananga:
- (d) Te Ataarangi Incorporated:
- (e) Te Whakaruruhau o Ngā Reo Irirangi o Aotearoa:
- (f) Ngā Aho Whakaari Māori in Film, Video and Television Incorporated:
- (g) Kawea Te Rongo:
- (h) New Zealand Māori Council:
- (i) National Māori Congress:
- (j) Māori Women's Welfare League:
- (k) Ngā Kaiwhakapumau i te Reo Māori.

Part 2

Te Pūtahi Paoho procedures

2 Te Pūtahi Paoho may regulate its own procedure

Except as provided in this Act, Te Pūtahi Paoho may regulate its own procedure.

Chairperson and deputy chairperson of Te Pūtahi Paoho

3 Chairperson and deputy chairperson of Te Pūtahi Paoho

- (1) Te Pūtahi Paoho must elect one of its members as its chairperson and another member as its deputy chairperson.
- (2) The chairperson of Te Pūtahi Paoho (and the deputy chairperson, when acting as the chairperson) must at all times act with the authority of Te Pūtahi Paoho and in accordance with its directions.
- (3) The deputy chairperson, when acting as the chairperson, has and may exercise all the powers, and perform the functions and duties, of the chairperson.

- (4) If the chairperson or the deputy chairperson vacates office as a member of Te Pūtahi Paoho, or resigns from the office of chairperson or deputy chairperson, as the case may be, Te Pūtahi Paoho must elect an existing member of Te Pūtahi Paoho to hold the office of chairperson or deputy chairperson, as the case may be.
- (5) No person may, at the same time, hold the office of both chairperson and deputy chairperson of Te Pūtahi Paoho.

Conduct of meetings

4 Meetings

- (1) Te Pūtahi Paoho may hold meetings as necessary for the efficient performance of its functions.
- (2) The chairperson of Te Pūtahi Paoho must determine the date, time, and place of each meeting of Te Pūtahi Paoho, and must give not less than 7 working days' written notice to members of—
 - (a) the date, time, and place of the meeting; and
 - (b) the agenda for the meeting.
- (2A) Notice of a meeting may be given by post, personal delivery, or electronic communication.
- (3) Notice need not be given under subclause (2)—
 - (a) to a member who for the time being is absent from New Zealand; or
 - (b) in respect of an adjourned meeting.
- (4) If all members who are entitled to receive notice give their consent, the requirement to notify a meeting may be waived.

Schedule 1 clause 4(2A): inserted, on 28 November 2013, by section 15 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

5 Teleconference meetings

- (1) A meeting may be conducted by means of audio, audio and visual, or electronic communication, provided that—
 - (a) all of the members who wish to participate in the meeting have access to the technology necessary to participate in the meeting; and
 - (b) a quorum of members can simultaneously communicate with each other throughout the meeting.
- (2) All the provisions in this Act relating to the meetings of Te Pūtahi Paoho apply to a meeting held in accordance with this clause.

Schedule 1 clause 5(1): replaced, on 28 November 2013, by section 16 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

6 Quorum

- (1) A quorum for a meeting of Te Pūtahi Paoho is—
 - (a) half the number of members (if Te Pūtahi Paoho has an even number of members) or a majority of the members (if Te Pūtahi Paoho has an odd number of members); but
 - (b) in any case, not less than 6 members.
- (2) No business may be transacted at a meeting of Te Pūtahi Paoho at any time when a quorum is not present.

7 Conduct of meetings

- (1) At all meetings of Te Pūtahi Paoho, the chairperson must preside.
- (2) If the chairperson is not present,—
 - (a) the deputy chairperson, if present, must preside; or
 - (b) if the deputy chairperson is not present, the members present must elect one of their number to be the chairperson of the meeting.
- (3) A record must be kept in the minute book of all decisions taken and business transacted at every meeting, signed by the chairperson of the meeting.
- (4) The signed minutes of the proceedings of a meeting are evidence—
 - (a) of the proceedings; and
 - (b) unless the contrary is proved, that the meeting was properly convened and the proceedings were properly conducted.

8 Voting

- (1) Except as provided in subclause (3), each member present has 1 vote.
- (2) All questions arising at a meeting must be decided by a majority of the votes cast by the members present.
- (3) In the case of an equality of votes, the chairperson or member presiding has a second or casting vote.
- (4) A resolution signed or assented to in writing by all members (whether sent by post, personal delivery, or electronic communication) is as valid and effectual as if it had been passed at a meeting of the board duly called and constituted.
- (5) The resolution may consist of several documents containing the same resolution, each signed or assented to in writing by 1 or more members.

Schedule 1 clause 8(4): replaced, on 28 November 2013, by section 17 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Schedule 1 clause 8(5): inserted, on 28 November 2013, by section 17 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

9 Vacancies or irregularities in appointment

- (1) Despite a vacancy in its membership, Te Pūtahi Paoho may perform its functions, provided there is a quorum.
- (2) If subclause (1) applies, Te Pūtahi Paoho may, even if the quorum is not present, request an organisation listed in clause 1 that has no representative on Te Pūtahi Paoho to appoint a representative.
- (3) The decisions and transactions of Te Pūtahi Paoho are not affected if a member's appointment is defective.

10 Change in membership of Te Pūtahi Paoho

In determining whether to give consent under section 14 to a recommendation of the Minister of Māori Affairs to add the name of an organisation to the list in clause 1, or to remove a name of an organisation from that list, Te Pūtahi Paoho must—

- (a) make that determination by resolution—
 - (i) moved by not less than 3 members; and
 - (ii) approved by not less than 75% of all members; and
- (b) be satisfied that an organisation whose name is added to the list is an organisation that has a role in promoting te reo Māori.

*Remuneration for members***11 Remuneration for members of Te Pūtahi Paoho**

The members of Te Pūtahi Paoho are entitled to receive—

- (a) remuneration determined by the responsible Ministers, in accordance with the fees framework for members of statutory and other bodies; and
- (b) payment of reimbursing allowances or actual and reasonable expenses incurred in undertaking the functions of Te Pūtahi Paoho.

*Funding for Te Pūtahi Paoho***12 Funds for Te Pūtahi Paoho**

The operating costs of Te Pūtahi Paoho (including the costs incurred under clause 11 and the costs of administrative support for Te Pūtahi Paoho and the chairperson) must be met from money—

- (a) appropriated by Parliament for the purposes of this Act; and
- (b) administered by the chief executive of Te Puni Kōkiri.

Dispute resolution

13 Disputes may be mediated

- (1) For the purposes of this clause and clauses 14 to 20, the **parties** are the responsible Ministers and the chairperson of Te Pūtahi Paoho.
- (2) This clause and clauses 14 to 20 apply if the responsible Ministers and the chairperson of Te Pūtahi Paoho are unable to agree in respect of any of the following matters:
 - (a) the persons to be appointed as the chairperson and the deputy chairperson of the board;
 - (b) whether and when to seek information from, and review the performance of, the Service;
 - (c) determination or approval of the remuneration and allowances for directors under clause 21 or clause 22 of Schedule 2;
 - (d) finalisation of a statement of intent under section 31;
 - (e) directing amendments to a statement of intent under section 34(1)(a).
- (3) In the event of a dispute, either party may give notice that it wishes to submit the dispute to mediation.
- (4) Clauses 14 to 20 apply to both parties.

14 Appointment of mediator

- (1) If notice is given under clause 13(3), the parties must, within 10 days of notice being given, either—
 - (a) appoint a mediator by agreement; or
 - (b) ask the President of the Arbitrators' and Mediators' Institute of New Zealand Incorporated to appoint a mediator.
- (2) If subclause (1)(b) applies, the President of the Arbitrators' and Mediators' Institute of New Zealand Incorporated must, as soon as practicable, appoint a mediator.
- (3) The person appointed under subclause (1)(a) or subclause (2) must, as soon as reasonably practicable, convene a mediation conference with the parties.
- (4) The mediator's appointment ends if—
 - (a) the parties to the dispute—
 - (i) resolve it by agreement; or
 - (ii) agree to terminate the appointment; or
 - (b) the mediator withdraws from the appointment.

15 Time and place of mediation conference

Every conference organised by a mediator of the parties to a dispute must be held on a day and at a time and place—

- (a) agreed to in writing by the parties to the dispute and the mediator; or
- (b) if agreement cannot be reached within 2 working days, fixed by the mediator and notified in writing to the parties.

16 Conference must be held in private

Except as provided in clause 18, only the parties to a dispute and the mediator may attend a conference organised by the mediator.

17 Representatives

If satisfied that in all the circumstances it is appropriate to do so, a mediator may allow a representative of each party to a dispute to attend a conference of the parties organised by the mediator.

18 Right to be heard

Each party to a dispute, and every representative of a party allowed by the mediator to attend a conference of the parties organised by a mediator, may be heard at the conference.

19 Evidence

- (1) A mediator may hear and take into account any relevant evidence or information, whether or not it would be admissible in a court of law.
- (2) A mediator may, on his or her own initiative, seek and receive any evidence, and make any investigations and inquiries, that the mediator thinks desirable to resolve a dispute.
- (3) No evidence is admissible in a court or before a person acting judicially of any statement, information, or admission disclosed to any person in the course of a mediation conference convened under clause 14(3).

20 Remuneration of mediator

- (1) A mediator must be paid remuneration (by way of fees and allowances) as agreed to by the parties to the dispute.
- (2) If the parties to a dispute cannot agree on the mediator's remuneration, the President of the Arbitrators' and Mediators' Institute of New Zealand Incorporated or a person authorised by the President to do so, as the case may be, must—
 - (a) fix an amount or several amounts that must be paid to the mediator as remuneration; and
 - (b) specify the amount (if any) that each party must pay.

- (3) Each party must pay to the mediator the amount fixed by the President (or authorised person) and specified as an amount to be paid by that party.

Schedule 2

Provisions relating to appointment of directors and terms of holding office on board

ss 15, 16, 18

Part 1

Criteria to be taken into account when directors of Service are appointed

1 Criteria for appointment

The criteria of governance experience and key competencies that must be taken into account when directors of the Service are appointed include, but are not limited to, the following matters:

Governance experience

- (a) practical or professional commercial or business experience:
- (b) broadcasting or programme production:

Key competencies

- (c) appreciation of the dual role of the Crown and Māori as stakeholders:
- (d) understanding of Crown and Māori responsibilities to protect and promote te reo Māori:
- (e) ability to distinguish corporate governance from management:
- (f) knowledge of the responsibilities of a director:
- (g) background in the development and implementation of te reo Māori policy:
- (h) competency in te reo Māori and knowledge of tikanga Māori:
- (i) financial literacy:
- (j) ability to work as a team member and collaboratively:
- (k) ability to clearly communicate orally and in writing:
- (l) ability to take a wide perspective on issues:
- (m) integrity and a strong sense of ethics.

Part 2

Further provisions relating to appointments to and procedures of board, and for administration of Service

2 Persons who may be appointed as directors

- (1) A natural person who is not disqualified by subclause (2) may be a director of the board.

- (2) The following persons are disqualified from being a director:
- (a) a person who is an undischarged bankrupt:
 - (b) a person who is prohibited from being a director or promoter of, or being concerned or taking part in the management of, an incorporated or unincorporated body under the Companies Act 1993, or the Financial Markets Conduct Act 2013, or the Takeovers Act 1993:
 - (c) a person who is subject to a property order made under section 10, section 11, section 12, section 30, or section 31 of the Protection of Personal and Property Rights Act 1988, or whose property is managed by a trustee corporation under section 32 of that Act:
 - (d) a person who has been convicted of an offence punishable by imprisonment for a term of 2 years or more, or who has been sentenced to imprisonment for any other offence, unless that person has obtained a pardon or served the sentence or otherwise suffered the penalty imposed on the person:
 - (e) a person who has failed to disclose all interests in accordance with clause 4(4)(a).

Schedule 2 clause 2(2)(b): substituted, on 25 October 2006, by section 25 of the Securities Amendment Act 2006 (2006 No 46).

Schedule 2 clause 2(2)(b): amended, on 1 December 2014, by section 150 of the Financial Markets (Repeals and Amendments) Act 2013 (2013 No 70).

Term of appointment of directors

3 Term of appointment of directors

- (1) A director—
- (a) holds office for a term not exceeding 3 years, or any shorter term stated in the notice of appointment given under clause 4; and
 - (b) may be reappointed for 1 further term; but
 - (c) may not be reappointed for more than 2 continuous terms except with the joint consent of the responsible Ministers and chairperson of Te Pūtahī Paoho.
- (2) Subject to clause 11 or clause 12, on the expiry of a term of office, a director continues in office until—
- (a) the director is reappointed; or
 - (b) the director's successor is appointed; or
 - (c) the director is informed in writing by the responsible Ministers or the chairperson of Te Pūtahī Paoho, as the case may be, that the director is not to be reappointed and that no successor is to be appointed.
- (3) A copy of any notice given under this clause must be provided to the Service.

4 Method of appointment of directors of board

- (1) A director is appointed by written notice given by the responsible Ministers or Te Pūtahi Paoho, as the case may be.
- (2) A copy of the notice of appointment must be provided to the Service by the responsible Ministers or Te Pūtahi Paoho, as the case may be.
- (3) A person must not be appointed until the following matters are agreed:
 - (a) the date on which the appointment takes effect; and
 - (b) the term of the appointment if for less than 3 years; and
 - (c) the conditions of the appointment.
- (4) Before a person can be appointed, he or she must—
 - (a) disclose to the responsible Ministers or the chairperson of Te Pūtahi Paoho, as the case may be,—
 - (i) the interests (including monetary value, if quantifiable) the person would have to disclose under clause 7 if he or she were a director; and
 - (ii) any other interests or relationships that might give rise to those interests; and
 - (iii) any other matters that, if they were known or occurred while he or she were a director, would be likely to result in that person's removal from office under clause 11; and
 - (b) certify in writing to the responsible Ministers or the chairperson of Te Pūtahi Paoho, as the case may be, that he or she is not disqualified from being a director under clause 2; and
 - (c) accept the appointment in writing to the responsible Ministers or the chairperson of Te Pūtahi Paoho, as the case may be.
- (5) The lawful acts of a person as a director are valid, even if—
 - (a) the person's appointment was defective; or
 - (b) the person was not qualified for appointment.

Schedule 2 clause 4(4)(a)(i): amended, on 28 November 2013, by section 19 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

*Appointment of chairperson and deputy chairperson of board***5 Appointment of chairperson and deputy chairperson of board**

- (1) Subject to subclause (2), the responsible Ministers and the chairperson of Te Pūtahi Paoho acting jointly must appoint one of the directors to be the chairperson of the board and one to be the deputy chairperson.
- (2) If the person appointed to be the chairperson is—

- (a) a director appointed by the responsible Ministers, the deputy chairperson must be appointed from among the directors appointed by Te Pūtahi Paoho; or
 - (b) a director appointed by Te Pūtahi Paoho, the deputy chairperson must be appointed from among the directors appointed by the responsible Ministers.
- (3) Every person appointed as the chairperson or deputy chairperson holds that office until the person—
 - (a) dies or resigns from that office; or
 - (b) is removed from that office by the responsible Ministers and the chairperson of Te Pūtahi Paoho acting jointly; or
 - (c) ceases to hold office as a director.
- (4) The chairperson or deputy chairperson may resign from the office of chairperson or deputy chairperson, as the case may be, without resigning as a director, by written notice to the responsible Ministers and to the chairperson of Te Pūtahi Paoho jointly.
- (5) If there is no chairperson or, for any reason, the chairperson is unable to perform his or her functions and duties or to exercise his or her powers as chairperson, the deputy chairperson has all the functions, duties, and powers of the chairperson.

Conflict of interest of directors

6 Meaning of interested

- (1) A director is **interested** in a transaction of, or another matter relating to, the Service if the director—
 - (a) may derive a financial benefit from the transaction or matter; or
 - (b) is the spouse, civil union partner, de facto partner, child, or parent of a person who may derive a financial benefit from the transaction or matter; or
 - (c) may have a financial interest in a person to whom the transaction or matter relates; or
 - (d) is a partner, director, officer, board member, or trustee of a person who may have a financial interest in a person to whom the transaction or matter relates; or
 - (e) is interested in the transaction or matter because this Act so provides; or
 - (f) is otherwise directly or indirectly interested in the transaction or matter.
- (2) However, a director is not interested in a transaction or matter—

- (a) just because he or she is a member or an officer of a wholly owned subsidiary of the Service or of a subsidiary that is owned by the Service together with any Crown entity or entities; or
 - (b) because he or she receives an indemnity, insurance cover, remuneration, or other benefits authorised under any Act; or
 - (c) if his or her interest is so remote or insignificant that it cannot reasonably be regarded as likely to influence him or her in carrying out his or her responsibilities under any Act; or
 - (d) if this Act otherwise provides that he or she is not interested.
- (3) In this clause, **matter** means—
- (a) the Service’s performance of its functions or exercise of its powers; or
 - (b) a negotiation, arrangement, agreement, or contract made or entered into, or proposed to be made or entered into, by the Service.

Schedule 2 clause 6: replaced, on 28 November 2013, by section 20 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

7 **Obligation to disclose interest**

A director who is interested in a transaction, or proposed transaction of, or other matter relating to the Service must disclose the nature of the interest in accordance with clause 8 as soon as practicable after the director becomes aware, or should have been aware, that he or she is interested.

8 **Method of disclosure**

- (1) A director required to disclose an interest under clause 7 must—
- (a) make the disclosure—
 - (i) to the chairperson of the board; or
 - (ii) if the director is the chairperson, to the responsible Ministers and the chairperson of Te Pūtahi Paoho; and
 - (b) ensure that the interest is entered in the interests register.
- (2) The chairperson of the board must ensure that an interests register is established and maintained for the purpose of subclause (1)(b).

Schedule 2 clause 8: replaced, on 28 November 2013, by section 21 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

9 **Consequences of interest**

A director who is interested in a transaction or proposed transaction of, or other matter relating to, the Service—

- (a) must not vote or take part in any deliberation or decision of the board or any board committee relating to the matter; and

- (b) must not be counted for the purpose of forming a quorum for that part of a meeting of the board or board committee during which a deliberation or decision relating to the matter occurs or is made; and
- (c) must not sign any document effecting, or relating to, entry into the transaction or the initiation of the matter.

Schedule 2 clause 9(b): amended, on 28 November 2013, by section 22(1) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Schedule 2 clause 9(c): inserted, on 28 November 2013, by section 22(2) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

10 Effect of non-compliance

- (1) If a director fails to comply with the obligation to disclose an interest under clause 7, the validity of the arrangement, agreement, or contract made or entered into by the Service is not affected.
- (2) The chairperson of the board must,—
 - (a) as soon as practicable after becoming aware of a failure, report to the responsible Ministers and the chairperson of Te Pūtahi Paoho any failure by directors (including that of the chairperson or the deputy chairperson) to disclose an interest in accordance with this Act; and
 - (b) record any failure in the annual report of the Service.

Removal and resignation of directors

11 Removal from office

- (1) A director may, at any time, be removed from office for any reason by written notice to the director by the responsible Ministers or by Te Pūtahi Paoho, as the case may be.
- (1A) A copy of the notice must be provided to the Service.
- (2) The reasons referred to in subclause (1) include (without limitation)—
 - (a) the factors relevant to disqualification under clause 2; or
 - (b) 1 or more of the following circumstances:
 - (i) the director has brought the Service into disrepute;
 - (ii) the director has failed to comply with directors' duties under section 20;
 - (iii) the director has become a bankrupt;
 - (iv) the director has acted with financial impropriety;
 - (v) the director has been unable to perform the functions of office;
 - (vi) the director has performed the functions of office inadequately;
 - (vii) the director has failed to attend 3 consecutive meetings of the board, without giving prior notice of his or her inability to attend;

- (viii) the director has failed to disclose, without reasonable excuse, as soon as possible after the relevant facts become known to the director, an interest in a matter being considered or about to be considered by the board.
- (3) Despite subclause (2), a director of the Service or of a subsidiary must not be removed for a reason relating to the matters set out in section 10(1)(a) to (d).
- (4) Before removing a director from office, the responsible Ministers or Te Pūtahi Paoho, as the case may be, must give the director a reasonable opportunity to make submissions or be heard on the proposal to remove him or her.
- (5) The notice of removal must state the reasons for removal.

Schedule 2 clause 11(1A): inserted, on 28 November 2013, by section 23 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

12 Resignation

- (1) A director of the board may resign from office by giving written notice to the responsible Ministers or to Te Pūtahi Paoho.
- (2) A copy of the notice must be provided to—
- (a) the Service; and
 - (b) the responsible Ministers, if the notice was given to Te Pūtahi Paoho; and
 - (c) Te Pūtahi Paoho, if the notice was given to the responsible Ministers.
- (3) A resignation is effective on receipt of the notice by the responsible Ministers or Te Pūtahi Paoho, as the case may be, or at a later time, as specified in the notice.

Schedule 2 clause 12(1): amended, on 28 November 2013, by section 24(1) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Schedule 2 clause 12(2): replaced, on 28 November 2013, by section 24(2) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

13 No entitlement to compensation

A director is not entitled to compensation or other payment or benefit if he or she ceases for any reason to hold office as a director.

Vacancies in board's membership

14 Director ceasing to hold office

A director ceases to hold office if that person—

- (a) resigns in accordance with this Act; or
- (b) is removed from office in accordance with this Act; or
- (c) becomes disqualified from being a director under this Act; or
- (d) otherwise ceases to hold office as a director in accordance with any enactment.

15 Vacancy in membership

- (1) If a director, for any reason, ceases to hold office, the responsible Ministers or Te Pūtahi Paoho, as the case may be, must appoint another person to act as a director.
- (2) A director appointed under subclause (1) must be appointed in accordance with this Act, and may be appointed either—
 - (a) for the balance of the term for which the vacating director was appointed; or
 - (b) for a new term, as provided for under clause 3(1).

Procedure for meetings of board

16 Procedure generally

Except as otherwise provided in this Act, the board may regulate its own procedures.

Meetings

17 Times and places of meetings

- (1) The board or the chairperson must appoint the dates, times, and places for meetings of the board, and give not less than 5 working days' written notice to directors of—
 - (a) the date, time, and place of each meeting; and
 - (b) the agenda for the meeting.
- (2) The chairperson of the board must convene a special meeting of the board on receipt of a written request for a special meeting signed by at least 4 directors of the board.
- (3) The notice provisions of subclause (1) apply to a special meeting.

18 Quorum for board

- (1) A quorum for a meeting of the board is 5 directors.
- (2) No business may be transacted at a meeting of the board at any time when a quorum is not present.

19 Conduct of meetings of board

- (1) The chairperson must preside at all meetings of the board if he or she is present.
- (2) If the chairperson is absent, the deputy chairperson must preside, and if the deputy chairperson is also absent,—
 - (a) and another director has been given delegated authority to act as the chairperson, that director must preside; and

- (b) in any other case, the directors present must elect one of their number to be the chairperson for the meeting.
- (3) The person acting under subclause (2)(a), or the person elected under subclause (2)(b), has and may exercise all the powers, duties, and functions of the chairperson for the purposes of the meeting.
- (4) The chairperson of the board may permit directors to participate in meetings, or in a particular meeting, by any means of communication that allows the directors reasonably to engage in the proceedings of the meeting.

20 Voting at meetings

- (1) Except as provided in subclause (3), each director has 1 vote.
- (2) All questions arising at a meeting of the board must be decided by a majority of the votes cast by the directors present.
- (3) The director presiding at the meeting has a deliberative vote and, in the case of an equality of votes, also has a casting vote.

20A Unanimous written resolutions

- (1) A resolution signed or assented to by all members in writing (whether sent by post, personal delivery, or electronic communication) is as valid and effectual as if it had been passed at a meeting of the board duly called and constituted.
- (2) The resolution may consist of several documents containing the same resolution, each signed or assented to in writing by 1 or more members.

Schedule 2 clause 20A: inserted, on 28 November 2013, by section 25 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Directors' remuneration and allowances

21 Remuneration

- (1) A director may not receive payments or fees as an employee of, or consultant for,—
 - (a) the Service; or
 - (b) any related entity.
- (2) A director is entitled to receive, from the funds of the Service, remuneration and other benefits for services as a director at a rate and of a kind determined jointly by the responsible Ministers and the chairperson of Te Pūtahi Paoho in accordance with the appropriate fees framework determined by the Government.

22 Allowances for directors

A director is entitled to receive, from the funds of the Service, payment of reimbursing allowances or actual and reasonable expenses incurred in the performance of his or her duties as a director.

Protection from liability for directors and employees

23 Interpretation

In clauses 24 and 25,—

director includes a former director

employee includes a former employee

indemnify includes to relieve or excuse from liability, whether before or after the liability arises.

24 Immunity of directors and employees

- (1) A director or employee of the Service is not personally liable—
- (a) for any liability of the Service by reason only of being a director or employee; or
 - (b) to any person (other than the Service) for any act or omission by him or her in good faith in the performance or the intended performance of the functions or duties or the exercise or intended exercise of the powers of the Service.
- (2) The Service is liable for any act or omission for which, but for this section, the director or employee of the Service would have been liable in person.

Schedule 2 clause 24(1)(b): amended, on 28 November 2013, by section 26(a) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Schedule 2 clause 24(1)(b): amended, on 28 November 2013, by section 26(b) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

25 Indemnities for directors and employees

The Service may indemnify a director or an employee for costs incurred in defending or settling any claim or proceedings relating to acts or omissions by the director or employee done, or omitted to be done, in good faith in—

- (a) the performance or intended performance of the Service's functions or duties; or
- (b) the exercise or intended exercise of the Service's powers.

Compare: 2004 No 115 s 122; 1993 No 105 s 162

Schedule 2 clause 25: replaced, on 28 November 2013, by section 27 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

25A Insurance for liability of director

- (1) The Service may, directly or indirectly, pay the costs of insurance for a director in relation to his or her acts done, or omitted to be done, in good faith in—
- (a) the performance or intended performance of the Service's functions or duties; or
 - (b) the exercise or intended exercise of the Service's powers.
- (2) The Service must not pay the costs of insurance for acts or omissions that are—

- (a) done, or omitted to be done, in bad faith; or
- (b) not related to the performance or intended performance of the Service's functions or the exercise or intended exercise of the Service's powers.

Schedule 2 clause 25A: inserted, on 28 November 2013, by section 28 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

25B Saving of judicial protections from liability

A Judge who is appointed as a director has the same immunities and limitations or other protections from liability when acting as a director as he or she would have as a Judge.

Schedule 2 clause 25B: inserted, on 28 November 2013, by section 28 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Delegation by board

26 Ability to delegate

- (1) The board may, by resolution and written notice to the relevant person or persons, delegate any of the functions, powers, or duties of the board or the Service, either generally or specifically, to any of the following:
 - (a) a director:
 - (b) the chief executive, an employee, or an office holder of the Service:
 - (c) a committee established by resolution of the board:
 - (d) any other person approved by a responsible Minister:
 - (e) any combination of persons listed in paragraphs (a) to (d).
- (2) A committee established for the purposes of subclause (1)—
 - (a) must consist of at least—
 - (i) 1 director appointed by the responsible Ministers; and
 - (ii) 1 director appointed by Te Pūtahi Paoho; and
 - (b) may include any other person that the board thinks fit.
- (3) The board may delegate the authority of the chairperson to a deputy chairperson for the purpose of clause 19(2)(b).
- (4) The board must not delegate—
 - (a) the power to delegate; or
 - (b) the power to acquire or dispose of real property; or
 - (c) the power to appoint a chief executive; or
 - (d) the power to borrow; or
 - (da) any other function or power that this Act does not allow to be delegated; or

- (e) any other matter that the responsible Ministers and the chairperson of Te Pūtahi Paoho may stipulate by notice in writing to the board.

Schedule 2 clause 26(1): replaced, on 28 November 2013, by section 29(1) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Schedule 2 clause 26(4)(da): inserted, on 28 November 2013, by section 29(2) of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

27 Effect of delegation

- (1) If any function or power of the Service or board are delegated, the delegate—
- (a) may, unless the delegation provides otherwise, perform the function or exercise the power in the same manner, subject to the same restrictions, and with the same effect as if the delegate were the Service or the board; and
- (b) must, for the purpose of performing the delegated function or power, act in accordance with the duties of the board as if the delegate were a director of the board.
- (2) A delegation—
- (a) may be revoked—
- (i) at will by resolution of the board, with written notice to the delegate; or
- (ii) by any other method provided for in the delegation:
- (b) continues in force according to the terms of the delegation until it is revoked; but
- (c) does not prevent the board from performing the function or exercising the power.

Schedule 2 clause 27(2)(a): replaced, on 28 November 2013, by section 30 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Provisions relating to information held by or provided to Service

28 Confidentiality, disclosure, and use of information

- (1) In this section, **confidential information** means information that the board determines must be treated in confidence.
- (2) A director who, in his or her capacity as a director, has confidential information that would not otherwise be available to the director must not disclose to any person or use or act on that information except—
- (a) for the purposes of the Service; or
- (b) as required or permitted by law; or
- (c) in complying with the requirement for directors to disclose interests.
- (3) Subclause (2) does not apply if the director is first authorised to disclose, use, or act on information by the board.

29 Provision of information for purpose of review

The Service must, as soon as reasonably practicable, supply information required jointly in writing by the responsible Ministers and the chairperson of Te Pūtahi Paoho under section 16(2)(b)—

- (a) relating to the operation and activities of the Service; and
- (b) that is reasonably required for the exercise of the power under section 16(1)(e).

30 Reliance on information and advice

(1) A director, when acting as a director, may rely on reports, statements, financial data, and other information prepared or supplied, and on professional or expert advice given, by any of the following persons:

- (a) an employee of the Service whom the director believes on reasonable grounds is reliable and competent in relation to the matters concerned; or
- (b) a professional adviser or expert in relation to matters that the director believes on reasonable grounds are within the person's professional or expert competence; or
- (c) any other director, or a committee, of the board on which the director did not serve in relation to matters within the director's or committee's designated authority; or
- (d) the Crown.

(2) Subclause (1) applies to a director only if the director—

- (a) acts in good faith; and
- (b) makes proper inquiry if the need for inquiry is indicated by the circumstances; and
- (c) has no knowledge that the reliance is unwarranted.

Part 3

Financial provisions

31 Bank accounts

(1) The Service must have 1 or more bank accounts, as necessary for the exercise of its powers and the performance of its functions and duties,—

- (a) at any registered bank (within the meaning of the Reserve Bank of New Zealand Act 1989); and
- (b) with the approval of the Minister of Finance, at any bank outside New Zealand.

(2) All money received by the Service, or for or on its behalf by a director of the board or an employee, must be paid into a bank account of the Service as soon as practicable after that money has been received.

- (3) The Service must properly authorise the withdrawal or payment of money from or into its bank accounts.

32 Restrictions on investment of money

- (1) The Service may invest money that is surplus to its immediate requirements only—
- (a) on deposit with a registered bank in New Zealand;
 - (b) on deposit with a bank outside New Zealand that has been approved by the Minister of Finance for that purpose;
 - (c) on deposit with the Crown if approved by the Minister of Finance;
 - (d) in other debt securities issued by a registered bank in New Zealand, or by a bank outside New Zealand that has been approved by the Minister of Finance for that purpose;
 - (e) in public securities;
 - (f) in other securities that have been approved by the Minister of Finance for that purpose.
- (2) Subclause (1) also applies to money that the Service manages on behalf of a related entity of the Service.

33 Restrictions on borrowing

- (1) The Service must not, without the prior written permission of the Minister of Finance and the chairperson of Te Pūtahi Paoho,—
- (a) borrow or contract to borrow from any person; or
 - (b) amend the terms of any borrowing; or
 - (c) acquire a derivative instrument; or
 - (d) amend the terms of a derivative instrument; or
 - (e) enter into or offer a guarantee; or
 - (f) amend the terms of a guarantee.
- (2) However, the Service may, without the prior approval of the responsible Ministers or the chairperson of Te Pūtahi Paoho, borrow, and have borrowings in total of, an amount equivalent to no more than 5% of its net tangible assets.
- (3) In subclause (2), **net tangible assets** means total tangible assets less total liabilities measured in accordance with generally accepted accounting practice.

Schedule 2 clause 33(2): inserted, on 28 November 2013, by section 31 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Schedule 2 clause 33(3): inserted, on 28 November 2013, by section 31 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

*Contracting***34 Method of contracting**

- (1) A contract or other enforceable obligation may be entered into by the Service as provided in this clause.
- (2) An obligation that, if entered into by an individual, is required to be by deed, may be entered into on behalf of the Service in writing, signed under the name of the Service by—
 - (a) 2 or more of the directors of the board; or
 - (b) 1 or more attorneys appointed by the Service under this clause.
- (3) An obligation that, if entered into by an individual, is required to be in writing, may be entered into on behalf of the Service in writing by a person acting under the express or implied authority of the Service.
- (4) An obligation that, if entered into by an individual, is not required to be in writing, may be entered into on behalf of the Service in writing or orally by a person acting under the express or implied authority of the Service.
- (5) The Service may, by an instrument in writing executed as a deed, appoint a person as its attorney, either generally or in relation to a specified matter.
- (6) An act of the attorney in accordance with the instrument binds the Service.
- (7) This clause applies to a contract or other obligation—
 - (a) whether or not that obligation was entered into in New Zealand; and
 - (b) whether or not the law governing that obligation is the law of New Zealand.

Part 4**Employment provisions***Chief executive of Service***35 Appointment of chief executive**

- (1) The board must appoint a chief executive of the Service.
- (2) The chief executive must not be a director of the board.
- (3) In appointing a chief executive, the board must—
 - (a) act independently; and
 - (b) be satisfied that the proposed appointee has disclosed the interests that he or she would, if he or she were a director, have to disclose at that time under clause 7; and
 - (c) determine the terms and conditions of employment for the chief executive that are not provided for in this Act, including remuneration and allowances.

- (4) In determining or amending the terms and conditions of employment of the chief executive, the board must—
- (a) consult with the State Services Commissioner; and
 - (b) consider any recommendations made by the State Services Commissioner about the terms and conditions of employment; and
 - (c) if the proposed terms and conditions of employment do not comply with the recommendations of the State Services Commissioner, consult with the responsible Ministers and the chairperson of Te Pūtahi Paoho.

36 Role of chief executive

The chief executive is responsible to the board for the efficient and effective administration of the day to day operations of the Service, and must act in accordance with the lawful policies and directions of the board.

37 Method of appointment

- (1) The board must appoint the chief executive by written notice to the person to be appointed.
- (2) The notice must—
 - (a) state—
 - (i) the date when the appointment begins; and
 - (ii) the term of the appointment; and
 - (iii) the terms and conditions of employment; and
 - (b) be given only after the person to be appointed has disclosed any direct or indirect pecuniary interests to the board.

38 Terms and conditions of employment

- (1) The chief executive holds office on a full-time basis.
- (2) The appointment of the chief executive is for a term of not more than 5 years.
- (3) The chief executive is eligible for reappointment, but for no longer than 1 further term of not more than 5 years.
- (4) The chief executive performs his or her functions subject to the control and direction of the board.

39 Delegation by chief executive

- (1) The chief executive may, either specifically or generally, delegate in writing to an employee—
 - (a) his or her functions, duties, or powers; and
 - (b) any functions, duties, or powers delegated to the chief executive by the board, subject to the consent of the board.
- (2) Clause 27 applies to a delegation by the chief executive.

*Personnel***40 Employment of staff**

The Service—

- (a) may employ any persons (including employees on secondment from other organisations) that it considers necessary for the Service to perform its functions; but
- (b) must act independently in employing and managing employees.

41 Personnel policy

The Service must, if it employs personnel,—

- (a) be a good employer; and
- (b) operate a personnel policy that complies with the principle of being a good employer; and
- (ba) make that policy available to its employees; and
- (c) report in the annual report on its compliance with that policy (including its equal employment opportunities programme).

Schedule 2 clause 41(ba): inserted, on 28 November 2013, by section 32 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

42 Meaning of good employer

- (1) For the purposes of clause 41, a **good employer** is an employer who operates a personnel policy containing provisions generally accepted as necessary for the fair and proper treatment of employees in all aspects of their employment, including provisions requiring—
 - (a) good and safe working conditions; and
 - (b) an equal employment opportunities programme; and
 - (c) the impartial selection of suitably qualified persons for appointment; and
 - (d) recognition of—
 - (i) the aims and aspirations of Māori; and
 - (ii) the employment requirements of Māori; and
 - (iii) the need for involvement of Māori as employees of the Service; and
 - (e) opportunities for the enhancement of the abilities of individual employees; and
 - (f) recognition of the different aims and aspirations, and of the cultural differences that may exist among employees; and
 - (g) recognition of the employment requirements of women and ethnic or minority groups; and
 - (h) recognition of the employment requirements of persons with disabilities.

- (2) For the purposes of the Act, an **equal employment opportunities programme** is a programme aimed at identifying and eliminating all aspects of policies, procedures, and other institutional barriers that cause or perpetuate, or tend to cause or perpetuate, inequality in respect of the employment of any persons or group of persons.

Schedule 2 clause 42(1)(g): amended, on 28 November 2013, by section 33 of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99).

Reprints notes

1 *General*

This is a reprint of the Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Act 2003 that incorporates all the amendments to that Act as at the date of the last amendment to it.

2 *Legal status*

Reprints are presumed to correctly state, as at the date of the reprint, the law enacted by the principal enactment and by any amendments to that enactment. Section 18 of the Legislation Act 2012 provides that this reprint, published in electronic form, has the status of an official version under section 17 of that Act. A printed version of the reprint produced directly from this official electronic version also has official status.

3 *Editorial and format changes*

Editorial and format changes to reprints are made using the powers under sections 24 to 26 of the Legislation Act 2012. See also <http://www.pco.parliament.govt.nz/editorial-conventions/>.

4 *Amendments incorporated in this reprint*

Financial Reporting (Amendments to Other Enactments) Act 2013 (2013 No 102): section 126
Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Amendment Act 2013 (2013 No 99)
Financial Markets (Repeals and Amendments) Act 2013 (2013 No 70): section 150
Criminal Procedure Act 2011 (2011 No 81): section 413
Securities Amendment Act 2006 (2006 No 46): section 25
Māori Television Service (Te Aratuku Whakaata Irirangi Māori) Act 2003 (2003 No 21): section 20A