

Candidate Handbook

**2022 Biennial
Trustee Election**

Electra
TRUST





Contents

Introduction	3
Orientation Guide for Prospective Trustees of Electra	4
Election Process	6
Candidate Qualifications	7
Nominations	9
Election Campaigning and Hoardings	10
Electoral Roll	11
Special Voting	11



Introduction

This booklet outlines information which may be of interest to you as a candidate for the 2022 Electra Trust Trustee election.

Electra Trust has six Trustees, who are elected for a term of four years. Every second year, three Trustees must retire on a rotating basis and may stand for re-election.

The election is being carried out under the full authority and discretion of the Returning Officer pursuant to the Trust Deed. The decisions of the Returning Officer are final.

The Returning Officer function has been contracted to Warwick Lampp from *electionz.com*. *electionz.com* is an elections management company based in Christchurch. *electionz.com* provide election management services to many public and private organisations in New Zealand.

For further information, additional copies of this booklet or nomination forms, please phone (toll free) the ELECTION HELPLINE on **0800 666 033**.

RELEVANT KEY DATES ARE:

Nominations Open	Friday 25 February 2022
Nominations Close	12 noon Friday 22 April 2022
Voting Opens	Monday 16 May 2022
Voting Closes	12 noon Friday 10 June 2022
Official Declaration	As soon as possible on Friday 10 June 2022

Orientation Guide for Prospective Trustees of Electra

Welcome to the Electra Trust

The following provides a brief overview of the role and responsibilities of the Trust. It aims to outline the layers of Electra Limited and where a Trustee is expected to fit in.

Electra Trust

Electra Trust owns 100% of the shares in Electra Limited (Lines Company) on behalf of the 45,800 electricity consumers (beneficiaries) who are connected to the lines network in Kapiti and Horowhenua. The Trustees operate under the terms of the Trust Deed which lays out very clearly the parameters under which we work.

The Electra Trust Deed was formalised on 30 April 1993 and consolidated in November 2003 to incorporate the changes required by the Electricity Reform Act. There have been several amendments to the Trust Deed with a name change in 2002, and amendment to the Ownership Clause was authorised in July 2012. This amendment removed the seven year automatic review process and replaced it with a formal provision for discussion on ownership reviews at future Annual Beneficiary meetings at seven yearly intervals, starting in 2019. In 2015 the Trust Deed was amended to allow for on-line voting; thus, it now allows for both electronic and postal voting.

The Trusts latest amendment is dated July 2020 to reflect the new Trusts Act 2019 coming into effect 30 January 2021. The Trustee elections cycle was amended to every two years in order to save costs and three Trustees are to retire on each occasion. The next election will be held June 2022.

Any changes to the Trust Deed recommended by the Trustees require 75% support from the beneficiaries.

The Trustees

There are six Trustees who collectively hold the shares on behalf of the beneficiaries. They are elected for four years. Every second year three retire on a rotating basis and may stand for re-election.

The current Trustees are:

- **Sharon Crosbie** CNZM OBE of Manakau, Chair
- **Lindsay Burnell** QSM of Ohau
- **Ray Latham** of Paraparaumu
- **John Yeoman** BBS ACA FCG of Paraparaumu
- **Neil Mackay** BCA of Paraparaumu
- **Janet Holborow** M Mus (Deputy Mayor KCDC) of Paekakariki

The Trustees do NOT run the business or employ the Chief Executive. They are there as guardians of the people to ensure an effective and well-run company capable of providing the annual discount to its users.

The Trustees DO appoint the directors and have responsibility for making sure their performance is reviewed. Directors are appointed for 3 years. Each year two of them are considered for reappointment. The Trustees decide whether to reappoint each director or whether to appoint a new director. When a new director is being appointed, the Trust invites director input into the choice of candidates. The Trustees determine the remuneration of the directors for ratification at the AGM.

The Trustees approve the Company's Statement of Corporate Intent, monitor the performance of the Company, and report to beneficiaries at the Annual Meeting.

The Company

Electra Ltd is a lines company owning, operating and maintaining the lines network, transformers and sub-stations. It owns a number of subsidiaries including, Quail Ridge, Electra Services Ltd and an investment in Horowhenua Developments Ltd.

Electra is the ninth largest lines company in New Zealand. The network extends from Paekakariki to Foxton and Tokomaru.

The company employs approximately 170 people.

The Industry

There are four layers in the industry:

The Generators: Contact, Meridian, Genesis, Trustpower, Mercury, Hiringa, Pioneer and Tilt Renewables.

The Transmitter: Transpower

The Distributors: Electra (our lines company) and 29 other lines companies

The Retailers: (the power companies) Electra Energy, Contact, Genesis, Meridian, Nova, Power Shop, Pulse Energy, Simply Energy, Frank Energy, Trustpower and others.

The Directors

The six directors are appointed by the Trustees, manage the business, employ the chief executive and advise the Trustees of all matters germane to interests of the beneficiaries. Directors are appointed for 3 years and each year two of them are considered for reappointment, as already outlined. The directors provide The Electra Annual Review and Annual Report for consideration by the Trustees prior to printing for the AGM.

Web site

For more detailed information go to the Electra Trust web site at www.electratrust.co.nz

TRUSTEE MEETINGS AND FEES

Meetings

The Trustees are briefed quarterly by the directors on the direction of the company, or more often if needed.

The Trustees hold their own separate meeting following the briefing and other meetings as necessary throughout the year. Meetings usually occur 6 weekly.

In addition, Trustees are encouraged to attend the biannual conferences held by the Energy Trusts of New Zealand, an association of which we are a member.

Fees

The Trustees currently receive a total package of \$91,350 divided amongst the six trustees. The Chair receives approximately twice the amount of the remaining five Trustees.

Election Process

The election is being carried out by the Returning Officer pursuant to the Electra Trust Deed. The decisions of the Returning Officer are final.

The following parameters and requirements apply to the 2022 Electra Trustee election.

- Candidates must provide a candidate profile statement and recent photo with their nomination (see page 9 for further details)
- There are approximately 46,022 electricity consumers within the Trust area
- Any election will be carried out by online and postal voting
- Candidate names will be listed in alphabetically by surname on the voting papers
- The voting documents will be processed by electionz.com Ltd, an independent election processing company based in Christchurch. The return address on the freepost envelope will be to electionz.com
- The Electra Trust Deed specifies that elections of Trustees will be held across eligible electricity consumers (beneficiaries) who are connected to the lines network in Kapiti and Horowhenua and that qualifying customers receive one vote in respect of each electricity connection to the network
- Where the connection for a qualifying customer is in a joint (more than one) or business name etc, the listed parties need to decide who will exercise the vote for that entity
- Returned voting documents will be processed progressively. Vote processing will be carried out in Christchurch during the voting period
- Candidates shall be entitled to appoint a representative to attend the official count, however as the vote processing will be carried out in Christchurch, representatives will need to make their own way to the vote processing centre, at their expense. The Trust is not responsible for reimbursement of any costs incurred by representatives for candidates

The election result will be available as soon as possible on Friday 10 June 2022. The Returning Officer will advise all candidates by email as soon as the result is available.

All enquiries about the election results must be directed to the Returning Officer, Warwick Lampp on 0800 666 033.

Candidate Qualifications

Eligibility to be a Trustee

The following persons may not hold office as a Trustee:

- (a) a bankrupt who has not obtained a final order of discharge or whose order of discharge has been suspended for a term not yet expired, or is subject to a condition not yet fulfilled;
- (b) a person who has been convicted of any offence punishable by a term of imprisonment of 2 or more years;
- (c) a person who has been convicted of any offence punishable by imprisonment for a term of not less than two years and has been sentenced to imprisonment for that offence;
- (d) a person to whom an order made under section 189 of the Companies Act 1955 applies;
- (e) a person who is mentally disordered within the meaning of the Mental Health Act 1969.
- (f) a person who is not a parliamentary elector for the purpose of the Electoral Act 1956.
- (g) a person who is holding office as a director or is employed by the Company;
- (h) a person who is not a beneficiary.

Eligibility to vote

Electricity consumers (beneficiaries) who are connected to the lines network in Kapiti and Horowhenua, and are either:

- (a) end-customers who are liable for the payment for electricity conveyed to them over the Company's distribution network in the district or for services in relation to that network and who have been so liable from before midnight on 31 January in an election year, or;
- (b) end-customers of an electricity supplier and who obtain their electricity supply by means of the Company's distribution network within the District and who have been customers from before midnight in an election year.

A person with more than one connection to the network shall qualify to vote in respect of each connection.

Where there is a change of beneficiary on any designated date, both the old beneficiary and the new beneficiary shall be included.

Duties of Trustees

The Trust Deed notes the following requirements for Trustees.

The Trustees shall:

- 12.1 Ensure (to the extent of any powers reasonably available to the Trustees) that the Directors comply with the decisions made by Beneficiaries at any meeting of Beneficiaries held in accordance with clause 13.
- 12.2 After the end of each Financial Year cause to be prepared financial statements including a balance sheet and income and expenditure account and notes to those documents giving a true and fair view of the financial affairs of the Trust for that Financial Year together with such other reports and accounts as shall be required under section 46A of the Energy Companies Act.
- 12.3 Appoint from time to time on such terms as they think fit as auditor of the Trust a person who is either:
 - (a) a member of the Chartered Accountants Australia, New Zealand; or
 - (b) a member, fellow, or associate of an association of accountants constituted in some part of the Commonwealth outside of New Zealand and for the time being approved for the purpose of the audit of company accounts under section 207P of the Companies Act 1993.
- 12.4 Ensure that the financial statements are audited.
- 12.5 Immediately upon completion of the audit of the financial statements insert advertisements in a principal newspaper or newspapers circulating in the District, notice that statements are available for public inspection at the office of the Trust.
- 12.6 Make the financial statements available to the public in accordance with clause 14.
- 12.7 At the annual meeting held in accordance with clause 13, report on the operation of the Trust during the preceding Financial Year, the financial statements of the Trust for that Financial Year and the Company's compliance with the Statement of Corporate Intent.
- 12.8 Cause any draft Statement of Corporate Intent to be made available in accordance with clause 14 and make comments on such draft Statement of Corporate Intent to the Directors within one month from the date of delivery of such statement to the Trustees.

12.9 *Make any completed Statement of Corporate Intent available to the Beneficiaries in accordance with clause 13.*

12.10 *Exercise where appropriate the right to require any modification of the Statement of Corporate Intent in accordance with section 40(2) of the Act subject always to the requirements of section 40(3) of the Act.*

12.11 *Make a copy of the Deed available to Beneficiaries in accordance with clause 14.*

12.12 *Appoint an Advisory Trustee in accordance with Clause 20.*

12.13 *Either;*

- (a) themselves hold, during the period of office as a Trustee, the documents specified in section 46 of the Trusts Act; or*
- (b) ensure that at least one Trustee holds such records and that copies of those documents will be available to all Trustees on request, it being acknowledged that the Secretary to the Trust holds such documents on behalf of the Chairperson of the Trustees.*

Cessation of Trusteeship

The Trust Deed lists the following ways in which a Trustee shall cease to hold office.

- 8.1 *by notice in writing to the secretary of the Trust or if there is no secretary to the then chairperson, resigns his or her office;*
- 8.2 *refuses to act;*
- 8.3 *becomes of unsound mind or becomes a protected person under any statute for the time being in force;*
- 8.4 *commences or has commenced against it proceedings for liquidation, receivership or statutory management, becomes bankrupt or enters into a composition or assignment for the benefit of its creditors;*
- 8.5 *is convicted of any indictable offence, or*
- 8.6 *is absent without leave from three consecutive ordinary meetings of the Trustees.*



Nominations

Nomination documents and closing date for nominations

- Nominations open on **Friday 25 February 2022**.
 - Nominations close at **12 noon on Friday 22 April 2022**.
 - Each nomination must be made on the appropriate official nomination form. The nomination form and a candidate handbook are available to download:
 - from the Electra Trust website at www.electratrust.co.nz
 - from the Electra resource page at www.electionz.com/electra22, or
 - from the Returning Officer by phoning 0800 666 033 or emailing iro@electionz.com
 - The nomination form must be accompanied by a candidate profile statement (maximum of 200 words) and a recent photo.
 - Full contact details and an email address (if available) should be provided on the nomination form. Email is the Returning Officer's preferred form of contact with candidates.
 - Each nomination form must have the consent of the candidate and be nominated by two (2) qualifying customers whose names appear on the electoral roll. A candidate cannot nominate himself or herself. If a candidate is unable to sign the nomination form (eg absent overseas), a letter of consent signed by the candidate is acceptable to attach to the nomination form.
- If a candidate is commonly known in the community by a slightly different name (e.g. Edward Smith is commonly known as Ted Smith), the commonly known name may appear on the nomination form and voting papers (if required).
 - Completed nomination forms, along with the candidate profile statement and recent photo should be emailed to **nominations@electionz.com**.
 - Once lodged, the nomination form is checked to ensure the candidate and both nominators are customers whose names appear on the Electra electoral roll.
 - Lodgment of the nomination form should not be left to the last minute. Should a nomination form be lodged late on the day when nominations close, and be incorrectly completed, or an ineligible nominator is provided, there may be insufficient time to correct the situation and the nomination could be invalidated.
 - Nominations received after the close of nominations will not be accepted.
 - If candidates are not able to submit their nomination by email, they should contact the Returning Officer to make alternative arrangements. It is not recommended that nominations are posted.

Please do not leave lodging your nomination to the last minute!!



Election Campaigning and Hoardings

Candidate profile statements

Candidates should provide a candidate profile statement with the nomination form. These will be collated by the Returning Officer and forwarded to qualifying consumers with the voting papers in the event that an election is required.

Profile statements and candidate photos should be provided electronically by email. Please email them to nominations@electionz.com.

The profile statements:

- Must not exceed 200 words
- Must be confined to information concerning the candidate, and the candidate's policies and intentions if elected to the Trust; and
- Should comply with any prescribed requirements, ie in MS Word and be spell checked

The Returning Officer is not required to verify or investigate any information included in a candidate profile statement. The Returning Officer will take no responsibility for the accuracy of the content, however, may suggest corrections to spelling or grammar if appropriate.

A disclaimer concerning the accuracy of the information contained in the statements will be published in the profile statement document.

A recent photo should also be provided with the nomination form. This should be supplied electronically as a jpeg attachment to an email. Photos should be provided in colour. Digital photos should be a minimum of 300 dpi and supplied as a jpeg, ie .jpg format.

Procedures after the close of nominations

Confirmation of the accepted nomination will be given to each candidate by email as soon as the nomination form is verified.

After the close of nominations, the Returning Officer will advise all candidates of the final nominations, by email, along with additional information about the conduct of the election.

Where the number of nominations received does not exceed the number of candidates required, those candidates will be declared elected unopposed.

In the event of an election, candidate names will be printed on the voting papers in alphabetical order by surname.

The Returning Officer will collate the candidate profile statements and photos into a candidate profile document for distribution to eligible consumers with the voting papers.

Campaigning

Election campaigning can commence anytime but must cease by the close of voting at 12 noon on Friday 10 June 2022.

No election material may contain an imitation voting paper which has the names of the candidates with any direction or indication as to the candidate a person should vote for, or in any way contains such direction or indication likely to influence the voter.

Voting papers are not permitted to be collected from electors by candidates or their assistants. Each elector is required to post or deliver his or her own vote to the Returning Officer.

Candidates:

- must act in good faith and in the best interests of the Trust
- must be respectful of other candidates and not make any statement relating to other candidates that are defamatory or that undermine the integrity of the election process
- must focus on issues affecting the Trust and the expertise and attributes that they will bring to the position
- must not use any property or resources of the Trust for campaigning purposes, including logos, brands, letterhead, photos, images or other intellectual property of the Trust
- may use letters, fliers, hoardings emails, radio, television, internet and printed media for campaigning purposes.

Election hoardings

Any queries regarding election signs must be made to the respective district councils, ie Horowhenua and Kapiti Coast District Councils. Each council has their own specific rules regarding placement and sizes of elections hoardings and signs etc.

All signs or structures must be removed by 12 noon, Friday 10 June 2022 at the latest.

Electoral Roll

The electoral roll for the Trust is available for public inspection from Friday 25 February 2022 at the Electra Trust office, 25 Bristol Street, Levin. Alternatively, elector details can be checked by phoning 0800 666 033.

Details appearing in the Electoral Roll are elector names, ICP connection number, retailer and installation address. No postal addresses will be made available to comply with privacy provisions.

The Roll will be compiled from lists of consumers provided by the retailers of power in the District to the Company. The Returning Officer to the best of his ability will verify the integrity of the roll from the retailers' databases. However, as each retailer has a different system and format for keeping names and addresses, the details of names and postal details may not be up to date.

The Roll's information is valid as of 31 January 2022. If a qualifying customer has obtained a connection after this date, the customer will not be on the roll.

Customers who believe they are eligible to vote but are not on the roll will need to provide evidence to the Returning Officer (copy of latest retail account showing ICP number) and make application for a special vote once voting has opened.

Special Voting

Special votes are available to electors:

- who spoil or damage a voting paper previously posted to them.
- whose names do not appear on the electoral roll, but who qualify as electors.
- who did not receive a voting paper previously posted or emailed to them.

Special Votes are available from Monday 16 May to 12 noon Friday 10 June 2022 from the election helpline on 0800 666 033.

Special votes can be posted or emailed to electors. The completed voting paper must be returned to the Returning Officer by 12 noon on election day.

Special votes cannot be collected by candidates or their assistants for distribution to electors.

