

Phil Caffyn

4 Lansbury Court • Hamilton 3210 • Mobile (021) 606-670

Commercial governance experience

- Director of Totara Springs Christian Centre Ltd since February 2019, previously chair of Risk Committee, and currently Board Chair since October 2022. One of the Waikato's premier camping venues, serving the upper North Island with camps and adventure activities. Annual revenue is about \$3.3m per year.
- Director of CSC Buying Group Ltd from June 2018 until June 2024, also Chair of Board Risk Committee. A member-based buying group that negotiates discounts with suppliers, and shares those discounts with members and passes profits to the shareholding Trust. Annual revenue is about \$1.5m, with value created through member discounts of about \$40m per year.

Public sector governance experience

- Member - Health Waikato Advisory Committee (a statutory committee of the Waikato District Health Board) from March 2002 to June 2005. Governance of 5 public hospitals with 4,500 FTE staff and a \$420m annual budget. I was appointed to this role by the Board after a public advertisement and recruitment process.

Charitable sector governance experience

- Trustee of Stewards Foundation and Stewards Trust from November 2014 until February 2023, chair of Risk Sub-Committee, member of Finance Sub-Committee. Trusteeship of nationwide \$150m church property and investment portfolio, along with \$3m of funds under management
- Chair of Northgate Community Trust from May 2007. Ownership of \$4.2m of church land and buildings.
- Chair of Longview Taurima Trust from May 2007 to April 2012. Ownership and operation of a student hostel with \$400,000 annual revenue.
- Deputy chair and treasurer of Chapel Hill Kindergarten from June 2003 to December 2009. Ownership of a kindergarten with \$650,000 budget.
- Chair of Chapel Hill Property Trust from December 2002 to October 2005. Ownership of \$1m of church land and buildings.

Treasurer's experience

- Treasurer of Northgate Community Trust from May 2007.
- Treasurer of Longview Taurima Trust from April 2014 to April 2016.
- Treasurer of Northgate Community Church from June 2006 to April 2014.

- Treasurer of Chapel Hill Kindergarten Trust from June 2003 to December 2009.

Infrastructure industry experience

- Electricity generation, transmission and distribution.
- Gas transmission and distribution.
- Water and drainage.
- Mining
- Electric traction
- Landfills

Other industry experience

- Public health care.
- Early childhood education.
- Student accommodation
- Discount buying schemes
- Commercial technology development

Key skills

- Implementing governance structures and processes, including risk and audit frameworks.
- Strategy development and implementation.
- Establishing risk frameworks and on-going governance of corporate risks in a wide range of commercial, strategic and technology contexts.
- Thorough understanding of infrastructure lifecycle finance.
- Thorough understanding of infrastructure regulation, both in New Zealand and overseas.
- Interpreting emerging technologies and their implications for infrastructure businesses.

Personal business experience

- Self-employed asset strategy and regulatory consultant principally to the New Zealand electricity distribution industry since May 1998. Previous electricity industry experience included management of up to 15 staff and 40 contractors, and responsibility for a \$12m CapEx budget.

- Other industry sectors include electricity generation, gas pipelines, drainage, mining, electric traction and landfills.
- Since 2000 this has grown into an international business that has advised clients in the United States, Canada, Europe, Australia, South Africa and the Pacific Islands.
- Most of this work has involved the regulatory frameworks (particularly of New Zealand electricity distribution), whilst some of this work has involved major transformations of electric companies due to technology and regulatory changes.

Referees

- Referees can be provided upon request.

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Governance achievements in current roles

- Compilation of written Board Charters (based on company constitution and trust deed), along with charters for Board committees (Audit, Risk, Technology etc).
- Compiling schedule of delegated authorities to provide consistently increasing authorities of management, directors and trustees.
- Compiling corporate risk framework, including setting of risk appetite and reporting template.
- Compiling road map for governance strengthening based on the Institute of Directors [Four Pillars](#).
- Identifying issues and arguments around appointment of independent directors, and whether company chairman should also be independent.
- Compilation of suggested governance structure for a membership organisation, including consideration of how members would be appointed at Incorporation (representation) level and how an Executive Council (governance) would be selected from the Incorporation including whether independent members could be appointed to the Executive Council.
- Compilation of Board and director evaluation template from consultants' report.
- Compilation of a governance model with emphasis on how critical risk sub-committees might be best configured under the risk committee.
- Development of a health & safety governance framework including board reporting template.
- Development of skill and competency matrices to guide director recruitment.
- Identifying and balancing issues around auditor reappointment.
- Development of long-term business strategies including current situation analysis (SWOT, PEST, Boston Consulting Matrix to understand revenue lifecycles etc).

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Applying international consulting experience to an EDB directorship

- Providing deep insights into EDB strategy.
- Guiding the Board's understanding of the global trends and concerns, especially disruptive technologies and climate change.
- Guiding the Board's balance of prices, emissions and security of supply (the energy trilemma).
- Guiding the Board with asset management plan approval and sign-off.
- Guiding the Board with best global practices in areas such as risk and compliance.
- Challenging managements' proposed performance targets by understanding what is achievable.
- Guiding the Board on industry-specific safety.