



CABINET OFFICE

4 July 2023



Ref: OIA-2022/23-0991

Tēnā koe 

**Official Information Act request: Conflicts of interest**

Thank you for your Official Information Act request received on 8 June 2023. You requested:

- *All communications with Hon Michael Wood regarding his Auckland Airport shares*
- *All communications this parliamentary term discussing potential conflicts of interest to all members of the current Cabinet as of today's date - 08/06/2023 (please limit this to specific examples as opposed to wider, general, or automatic advice)*

Successive Ombudsmen have long held the view that Cabinet Office advice to Ministers is inherently confidential. It is in the public interest that the Cabinet Office can obtain and assess information about conflicts of interest and provide advice to Ministers on how to resolve them. Ministers are encouraged to seek advice about conflicts from the Secretary of Cabinet on a confidential basis. Details regarding conflicts of interest are not generally disclosed, in order to ensure the confidentiality of Cabinet proceedings, to maintain the effective conduct of public affairs and in some cases to protect personal privacy.

In response to the first part of your request, the Cabinet Office holds communications in scope, I am however withholding this information under the following sections of the Act:

- section 9(2)(f)(iv), to maintain the constitutional conventions for the time being which protect the confidentiality of advice tendered by Ministers of the Crown and officials; and
- section 9(2)(g)(i), to maintain the effective conduct of public affairs through the free and frank expression of opinions by or between or to Ministers or officials in the course of their duty.

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DEPARTMENT OF THE PRIME MINISTER AND CABINET

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Given the public interest in Hon Michael Wood's communications with the Cabinet Office on this matter, I am releasing to you a summary of the correspondence between Hon Wood, his office and the Cabinet Office in relation to his shares in Auckland International Airport in accordance with section 16(e) of the Act. This summary is enclosed as **Appendix One** for your reference.

The Cabinet Office also holds correspondence that falls within scope of the second part of your request. I am however withholding this information under the following sections of the Act:

- section 9(2)(a), to protect the privacy of individuals;
- section 9(2)(f)(iv), to maintain the constitutional conventions for the time being which protect the confidentiality of advice tendered by Ministers of the Crown and officials; and
- section 9(2)(g)(i), to maintain the effective conduct of public affairs through the free and frank expression of opinions by or between or to Ministers or officials in the course of their duty.

In making my decision, I have considered the public interest considerations in section 9(1) of the Act. No public interest has been identified that would be sufficient to override the reasons for withholding that information.

You have the right to ask the Ombudsman to investigate and review my decision under section 28(3) of the Act.

This response may be published on the Department of the Prime Minister and Cabinet's website during our regular publication cycle. Typically, information is released monthly, or as otherwise determined. Your personal information including name and contact details will be removed for publication.

Nāku noa, nā



Nicola Purvis  
**Deputy Secretary of Cabinet (Constitutional and Honours)**

## **Appendix One – Summary of Hon Michael Wood’s communications with the Cabinet Office regarding his shareholdings in Auckland International Airport**

- In 2017 Hon Michael Wood advised the Cabinet Office that the JM Fairey Family Trust held shares. Hon Wood advised that he intended to move all shareholdings into a managed fund.
- In November 2020 Hon Michael Wood advised the Cabinet Office that he held shares in Auckland International Airport. Cabinet Office suggested in the circumstances the Minister may want to consider divesting himself of his shares in Auckland Airport. On 19 November 2020 Cabinet Office noted by email that, based on the discussion with the office, the draft register said Hon Wood had divested his shares in Auckland Airport and Contact Energy. It asked the office to confirm whether/when that divestment had occurred. No reply was received.
- On 9 December 2020 Cabinet Office followed up (by email and phone) to ask whether the shares in Auckland Airport and Contact Energy had been divested (and when). On 23 December Hon Wood’s office responded to Cabinet Office’s email of 9 December confirming that Hon Wood had not made the divestments yet and was looking to do so over the holiday period.
- 14 December 2020 Cabinet Office asked Hon Wood’s office for clarification of what shares were held and what action had been taken. Hon Wood’s response to the email of 9 December also served as a response to this email.
- 24 March 2021 Cabinet Office emailed Hon Wood’s office asking about the status of the Auckland Airport shares, noting the post-election review of Ministers’ interests was going to the then-Prime Minister at the end of the week. The email attached the Minister’s register of interests which included the statement that Hon Wood had divested his interests in Auckland Airport. Cabinet Office is unable to confirm whether Hon Wood or his office responded to the email of 24 March 2021.
- 26 March 2021 Cabinet Office annual review memo goes to the then-Prime Minister stating “Mr Wood has divested his interests in Auckland Airport”. This advice was part of regular reporting and incorrect. I am advised the former Prime Minister was not specifically informed this was incorrect.
- 30 June 2021 Cabinet Office phoned Hon Wood’s office to discuss the sale and followed up by email. Hon Wood’s office advised that Hon Wood’s sharebroker had been instructed to sell his Auckland Airport shares. No time was specified.
- 5 July 2021 Cabinet Office sent Hon Wood a letter relating to the annual review including the line of the register stating, “Mr Wood has divested himself of shares in Auckland Airport”.
- 15 November 2021 Cabinet Office provides annual review of Ministerial conflicts to the Prime Minister. In the Schedule to that advice under Hon Michael Wood it stated “Mr Wood has given instructions for his shares in Auckland Airport and Contact Energy to be divested”.
- 17 December 2021 Cabinet Office emailed to ask (among other things) whether Hon Wood personally held shares in any listed companies. No reply was received and Cabinet Office followed up on 21 January 2022.



- 11 February 2022 Cabinet Office provided substantive advice about the Ministers' interests and advised Hon Wood's office that the interest in Auckland Airport required management, and that the most appropriate action would be for Hon Wood to divest his interests in Auckland Airport. It did not include a question about whether he had divested the shares.
- In February 2022 the then-Chief of Staff was informed by the Cabinet Office that they had provided advice to Hon Michael Wood about divesting, and that the Minister had advised he was in the process of divesting the shares. An oral conversation occurred with Cabinet Office on 9 February and follow up emails were exchanged on 14 and 15 February. The then-Chief of Staff did not discuss the matter with Hon Wood or his Office.
- On 15 February Hon Wood emailed Cabinet Office stating "I am in the process of divesting of the two personally held shareholdings and will take care to avoid timing this around any decisions or announcements that could be related."
- 1 March 2022 Cabinet Office emailed Hon Wood's office to ask if the disposal had taken place. No reply has been identified.
- 28 March 2022 Cabinet Office emailed Hon Wood's office to ask if the disposal had taken place. By reply on the same day, Hon Wood's office said they had spoken to the Minister, he had found what he needed to get the process underway and had said "it is happening this week".
- 4 May 2022 Cabinet Office asked Hon Wood's office by email if the disposal had taken place. Hon Wood replied the same day, saying "Not quite. I've spent the past month chasing up all the signatures and details I need and have now sent all of this to the broker to action the sale – so hopefully done within the week."
- 23 November 2022 Cabinet Office provides annual review of Ministerial conflicts to the Prime Minister. In the Schedule to that advice under Hon Michael Wood it stated "Mr Wood has given instructions for his shares in Auckland Airport and Contact Energy to be divested". No further action was recommended or undertaken in respect of those shares.
- 16 January 2023 Cabinet Office noted, in an email to Hon Wood's office, its understanding that Hon Wood was in the process of divesting the Auckland Airport shares, and asked whether that process had been completed. Hon Wood's office did not respond to this question (but did reply to the email).
- 6 March 2023 Cabinet Office met with Hon Wood to discuss his interests as part of its conflict of interest reviews following the portfolio reshuffle, and asked about the status of the Auckland Airport shares. Hon Wood advised CO that he intended to divest the shares but had not yet done so. No time period for doing so was specified.
- 27 March 2023 Cabinet Office noted in an email to Hon Wood's office that Hon Wood's intention was to divest his shares in Auckland Airport and suggested he do so as soon as possible. The Office replied to confirm the proposed actions.