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Today's insights for tomorrow's challenges

New Zealand Chairs' Research Report

August 2022

Chairs’ research report 2022

Contents

Foreword

Tēnā koutou

The overarching sentiment of the recently completed interviews with some of New Zealand's leading board chairs reaffirm that the degree of difficulty associated with being a chair (and sitting on a board) has materially increased from when the global pandemic struck in early 2020, and continues to become even more difficult; notwithstanding that certain health aspects of the pandemic are now able to be better managed.

This isn't unique to those in governance roles, and extends broadly to all leadership roles; accepting that the challenge is directly correlated to the organisation and role in question, with some organisations and roles more impacted than others.

What is also clear from the interviews is that at a governance level, the buck stops with the chair. The chair needs to ensure they can get the best out of management and their board, to optimise the outcomes of the organisation and its stakeholders; and to ensure the organisation is appropriately focused on the issues at hand.

The interviews highlight these themes, including looking to ensure the organisation is suitably addressing and prioritising the broader environmental factors that need to be navigated.

This report also amplifies how those areas of importance are preoccupying chairs and boards in an active (not passive) way; and how the role of governance is not simply about ensuring regulatory compliance.

The importance of team composition and getting the best out of the team, including the board, is called out as critical, given the unchartered waters being navigated. No one has a monopoly on the best contributions and the chair's role is to look to ensure this occurs.

We hope the summarised findings below stimulate organisational debate and thought for the readers, and also assists in improving the operation of boards and the role that the chair plays in the leadership cascade.

We would also like to thank the 17 chairs interviewed as part of this process who generously shared their time with us.

Ngā mihi nui

Thomas Pippos
Chair, Deloitte New Zealand

Executive summary

Today, the business environment continues to be one of constant challenge driven by geopolitical uncertainty and ongoing inflationary pressures. This is compounded by residual impacts resulting from the pandemic.

Boards are needing to balance addressing immediate priorities – such as supply chain resiliency – with longer-term considerations around their people and environmental, social and governance (ESG) elements of their businesses. Never before has the role of the chair and board been so critical in guiding and supporting organisations to overcome operational disruptions and long term strategic challenges.

This report is based on a series of interviews with influential board chairs in Aotearoa New Zealand. The cohort included 17 chairs overseeing 29 significant local organisations – with 24 percent of NZX50 companies represented. Interviews were conducted between April and May 2022.

While the insights and experiences highlighted by the chairs interviewed for this report varied depending on their organisations and the industries in which they operate, clear themes emerged regardless of sector:

The state of the world

Geopolitical uncertainty has become a real risk that boards are having to carefully consider. At the same time, chairs are grappling with an inflationary environment that hasn't been experienced in a generation and a perceived lack of government engagement with business, while also managing ongoing risks such as cyber security, that still need to be addressed.

Reconnecting with the world

The relaxation of Aotearoa New Zealand's border restrictions is considered a positive step forward, and is allowing boards to visit offshore stakeholders and business interests. However there is concern that the lengthy isolation has damaged the country's reputation, and chairs want to see more done to ensure New Zealand's brand continues to be highly regarded internationally.

Ensuring a resilient supply chain

Geopolitical events on top of the pandemic have resulted in major challenges getting goods and in out of the country and have necessitated a completely different approach from businesses to inventory management. Boards are thinking more carefully about diversifying supply chains and have become acutely aware of the over–reliance on a single market.

A focus on people

Companies are paying more attention to how they can recruit and hold onto their employees. There is a focus on ensuring the workplace aligns with the values of employees, in addition to increasing remuneration, being flexible on when and where people work, and providing growth opportunities to people.

The importance of ESG

Environmental, social and governance (ESG) has become a top priority, proportionate to the priority afforded to it by an organisation's wider stakeholders. Chairs are carefully considering how to ensure efforts made are substantive and credible, as opposed to symbolic and shallow.

The state of the world

While at one level the only constant is change, the extent of change and the degree of challenge now being faced, including around the boards of some of New Zealand's largest organisations, has become materially harder. Geopolitical uncertainty has moved from a theoretical and in some cases esoteric risk, to a current real risk that boards are required to carefully consider, both in terms of how it might impact their own businesses as well as the broader environment in which they operate.

The Russia and Ukraine conflict and the current issues related to China's COVID-19 lockdowns have greatly exacerbated the major and unprecedented supply chain disruptions and challenges already flowing from the global pandemic. On top of this, chairs are now also grappling with an inflationary environment that hasn't been seen in a generation, which raises concerns around management teams having the experience to manage through an economic situation like this, with ongoing risks such as cyber security still needing to be addressed.

Geopolitical uncertainty

The volatile global environment has seen geopolitical uncertainty amplify rapidly. Just months into the Russia and Ukraine conflict, the nexus between geopolitical and economic issues has been brought sharply into focus. Seemingly overnight, theoretical risks have become real.

There is a feeling from chairs that the challenges ahead will likely continue for some time and that boards have no choice but to get comfortable with scenario planning amid an increasingly unpredictable environment. This has resulted in some confronting conversations around the board table.

While New Zealand companies have limited trading relationships with Russia and Ukraine, the conflict is severely disrupting global supply chains and impeding the flow of goods, as well as driving marked cost increases.

Businesses are providing support and assistance to staff in the region, and to those in New Zealand with connections there.

"What is happening in Europe and Ukraine with Russia is profound, and it is having an impact across many aspects of New Zealand business and creating real uncertainty. For a start, there are a lot of Ukrainians and Russians here, so staff are impacted at a very human level. But there are also significant supply shortages that we're seeing."

Closer to home, the ongoing geopolitical tension with China – including New Zealand's toughened stance against Beijing's influence in the Pacific – has further escalated concerns about New Zealand's dependence on China. This comes on top of the continuing risk of lockdowns in China due to its zero COVID-19 policy, which has also caused manufacturing and supply chain disruptions. Our exports to China have been impacted directly as a result.

While boards are acutely aware of the direct exposure such a heavy reliance on a single market brings, and there is a desire to turn attention to diversification away from China both as a customer and as a supplier, there is no easy answer and certainly not in the short term.

"If China turns around and says, 'We don't want any foreign product', then that's kind of the end of our business and there's very little I think we can do."

Ongoing inflationary pressures

"The current generation of management has never lived through inflation. One of the biggest challenges I have had is saying to people, do you really understand what the implications of the increase are? How are you going to protect your margins?"

Chairs expressed cautious confidence that New Zealand's economy did not fare as badly through the pandemic as they had initially feared. But while concerns about COVID-19 have subsided, they have been replaced with an underlying worry about the inflationary environment which is impacting negatively on business confidence.

"There is this confidence that we are getting back to normal again, but no one has really experienced the same economic conditions before, so who knows what is going to happen."

Part of the challenge is that the current inflationary pressure hasn't been seen in a generation and it's causing an escalation in costs across all aspects of business.

Executives are being challenged to find solutions to rapidly escalating costs, whether in terms of cost management and/or the ability to pass costs on to consumers. In terms of cost management, this includes putting capital expenditure on hold, reducing expenses, and overcoming productivity issues using smart and agile thinking; all of which generally only goes so far. In terms of revenue, boards and management are also having to consider how to pass inevitable cost increases onto the customer and for how long.

Chairs were quick to mention that one of their concerns is how many of those in current key management positions have not dealt with this level of inflation before, and do not have the first-hand experience that could help them understand its implications and provide guidance on how to deal with the challenges it presents.

Government engagement and prioritisation

Adding to the concerns and frustrations chairs are experiencing, is the perceived lack of government engagement with the business community.

For some, the relationship has considerable room for improvement, with chairs concerned there is an ongoing lack of debate and consultation on major policy areas, and the feeling there are inherent trust issues from Government toward business. For others, it's more about a deterioration from the past, rather than a desired improvement for the future.

"My experience from the companies I'm involved in is that this Government has been reluctant to engage with business, and that's been a real frustration."

Related, many chairs feel the Government's current decision-making is being driven by a theoretical ideology that is not grounded in real world considerations.

The ongoing reform programmes are generally viewed as costly and disruptive, and chairs suggest that some of the proposed plans should be reconsidered in light of the economic climate and the significant challenges that businesses are grappling with.

In referencing the above, a large proportion of the chairs interviewed also express a strong belief in 'New Zealand Inc' – the notion of New Zealand businesses and government working together for the good of the country.

"The one thing you learn when running a business is that there are good times to do things and there are bad times. Given all the challenges at the moment, it does seem to be a very strange alignment of priorities."

Chairs overtly exhibited a desire to give back, and if asked, would be prepared to lend their considerable experience to assist government and others in New Zealand more broadly.

Possibly pronounced by the current context, chairs explicitly referenced that it is unfortunate successive governments continue to take a short-term approach when thinking about economic and infrastructure matters. This short-term thinking, dictated by election cycles, has meant New Zealand tends to miss out on changes that will have long-lasting (but not necessarily immediate) benefits.

"It has been a long time since government has taken a long-term view to an economic strategy rather than a short-term one. You don't turn around economies or plan infrastructure projects in a few months, it takes a long period of time."

Reconnecting with the world

Reconnecting to the world is seen as a double-edged sword. The recent reopening of Aotearoa New Zealand's borders is considered a positive step forward. Chairs are using the ability to travel to reconnect with stakeholders and educate themselves on how the world has changed.

They expressed concern that the isolation New Zealand experienced for so long may have damaged the country's reputation, and many believe that significant work must now be done to ensure our brand continues to be highly regarded around the world. Exacerbating the challenge of reconnection is also the anticipated net outflow of labour when many organisations are facing acute staffing shortages (addressed in a subsequent section of this report).

Companies and boards able to reengage

"Everyone is having to get match fit again and remember what it is like to be part of a global economy. We have become so secluded and shut down for so long that you've got to get your head in the space for offshore travel."

While the closing of Aotearoa's borders to international travellers was considered a pragmatic move in the early days of the pandemic during 2020, the over two years of enforced isolation from the world was considered by many chairs to be far too long.

The relaxing of border restrictions and resumption of international travel has been welcomed, but there is an underlying concern that our delay in reopening has meant New Zealand businesses are well behind those in other markets that have had a head start.

Directors are taking advantage of the renewed ability to travel by meeting with employees and stakeholders they have never met in person and reconnecting with others they haven't seen face-to-face in years. They have been able to take part in educational tours, learn from overseas best practice, and understand how the global environment has changed first-hand.

While technology has been a valued communication tool over the past couple of years, it is considered impossible for it to completely replace the benefits that come from in-person meetings. Far stronger relationships and trust are built spending time with people, rather than through video calls which tend to be quite transactional in nature.

"I think we have all realised that it is unnecessary to fly from Wellington to Auckland for a two-hour meeting anymore, whereas before the pandemic that would be expected."

For directors of companies with meaningful offshore footprints, there is a strong desire to get out in the world, be visible, and stay on top of matters impacting their companies that may not be obvious when not physically present.

"As travel opens up there have been a few surprises found in businesses by directors. And that is not even in offshore markets but even just within the same city or community. It has been good and bad in terms of the things that have been found as executives start to move around within their own company."

Despite this immediate appetite for travel, there is recognition there will be less travel in the future overall. The environmental impact of travel is top of mind for business, and technology has proven over the past two years that it can be used to support physical interaction.

Maintaining Aotearoa New Zealand's reputation

During the initial stage of the pandemic, New Zealand's elimination strategy response was highly regarded globally as one that delivered among the best health, wellbeing, and economic outcomes.

While some chairs expect a positive perspective of New Zealand, generated from our response to continue for some time, others have a contrasting view and feel our global brand has diminished recently as the world has moved on.

In part this is attributed to our delay in reconnecting to the world, which has attracted criticism and allowed other countries that didn't close their borders or reopened earlier than New Zealand to get ahead of us.

Adding to this, chairs also worry that those New Zealanders who were unable to return home due to border restrictions may now harbour long-term resentment toward the country that could last a generation.

Disappointment was expressed by some that our lauded response to the pandemic was not leveraged to help address immigration shortages and attract skilled talent that is now very much needed and in demand worldwide. And still isn't being leveraged, even now the borders are open.

"We had this wonderful opportunity coming out of lockdown to think seriously about immigration skills shortages. It is incredibly annoying that we are now dealing with these shortages two years on, when we had a one-off tailor-made opportunity."

Chairs also noted New Zealand will need to work hard to ensure the country's brand and values continue to be highly regarded around the world. We should put effort into promoting what is good about New Zealand business, including the ease of doing business, our care for the environment and the provenance of our products.

"We have got to continue to promote the special aspects of New Zealand and lean into it. It may just sound like marketing, but it is much deeper than that."

Ensuring a resilient supply chain

Supply chain resilience is an immediate challenge that has compounded rather than alleviated with time. Chairs often referenced how ongoing geopolitical events on top of the pandemic have resulted in major challenges getting goods in and out of the country, and have necessitated a completely different approach from businesses to inventory management.

As a consequence, chairs and their companies are thinking more carefully about diversifying their supply chain and have become acutely aware of the risk an over–reliance on a single market introduces to a business, whether in terms of selling into or buying from.

Inventory management and diversification of supply chains

The pandemic and the subsequent health crisis have had a colossal impact on supply chains across all industries. This is being further tested by the Russia and Ukraine conflict as well as prolonged COVID-19 shutdowns in Shanghai.

As a result, customers have become less sensitive to price, and more concerned about availability and service predictability. There have been significant barriers getting inventory into New Zealand and goods exported to offshore markets. Chairs expect this uncertainty to continue for a considerable time to come, placing supply chain resilience high on the priority list for boards.

"When I look across each of the businesses I am involved with at the moment, the number one challenge – and the number two challenge – is supply chain."

In some cases, companies are taking a completely different approach to inventory management:

The just-in-time approach of the past has been replaced with a 'just-in-case' mentality. Companies are ordering supplies earlier to ensure they will be able to meet upcoming order requirements.

Inventory is being stockpiled and held in key offshore markets to ensure businesses can deliver to customers. This is imposing significant additional cost, and in some situations has made the problem worse for other companies that have been unable to secure supply.

Congestion in key maritime ports and container shortages has increased reliance on air freight. This comes at a considerable expense but has been a more reliable way to get goods in and out of the country.

"Having a different approach to inventory management is going to be really important, because the supply chain situation has become something quite different to what we've known before."

Companies have also been rethinking and diversifying existing supply chains for future resilience:

- Nearshoring is being considered to limit the disruptions that have persisted since the pandemic.
- Changes are being made to single sourcing arrangements to build resilience and continuity.
- Solutions to some supply chain constraints have been found using backup channels and alternate ports.
- Trusted relationships with suppliers have helped ensure continuity of supply. In some cases, this has allowed companies to receive greater priority from a supplier and to stay ahead of competitors.

"Companies are going to move their production closer to where they are operating. There will be inflationary pressures that will come from doing that, there's a balance between lowering risk and accepting a higher cost to do that."

"When we lost the use of Shanghai port, we quickly found another solution several hundred kilometres down the coast. Being agile is just so critical when ships are not being unloaded."

"Supplier relationships are really coming to the fore, as well as transparency around pipeline so that your suppliers can order with confidence and know that you can be trusted."

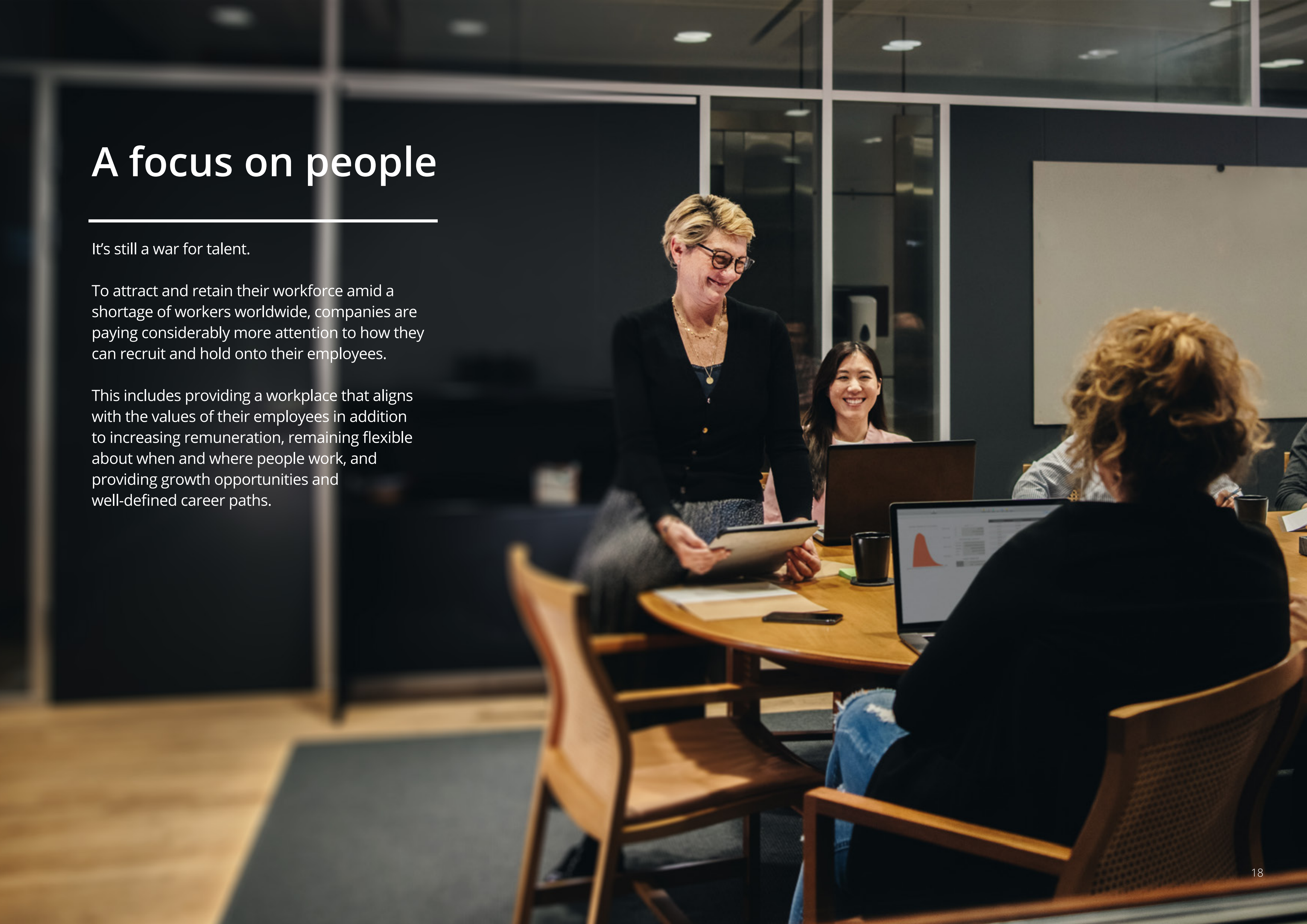
"We have done deals, going directly to the manufacturers and committing to higher volumes if it means we can be put at the top of the priority queue."

A focus on people

It's still a war for talent.

To attract and retain their workforce amid a shortage of workers worldwide, companies are paying considerably more attention to how they can recruit and hold onto their employees.

This includes providing a workplace that aligns with the values of their employees in addition to increasing remuneration, remaining flexible about when and where people work, and providing growth opportunities and well-defined career paths.



Labour shortages are not abating

The pandemic has upended the labour market and caused a shortage of workers worldwide. It has become increasingly difficult to find staff at a time when demand for labour from business is at an all-time high, combined with record low unemployment (accepting the challenges around how this is calculated).

This has been compounded by 'the Great Resignation', a phenomenon which has seen employees leave their jobs in search of new opportunities that better align with their wants, needs and values. This is particularly the case for skilled workers who are switching jobs for higher wages, improved working conditions, workplace flexibility, job satisfaction and in some cases, simply for a change.

Chairs say the inability for New Zealand companies to get the skilled talent desperately needed across the border throughout the pandemic has significantly constrained their businesses and delayed infrastructure and technology projects.

While it is expected the reopening of Aotearoa's borders will bring in offshore workers to the country and supplement the local market, chairs do not expect this to be enough to make up for the significant number needed to fill the intense skills shortage that companies are experiencing, particularly given the immigration settings around the reopened borders.

There is also a fear the skills shortage will intensify through an exodus of people leaving the country, resulting in a net loss of skilled workers. A backlog of younger people who delayed their overseas experience are now looking to head offshore, along with others who are considering leaving for a better salary, opportunities, and quality of life is a concern, as the brain drain takes full force.

"The borders reopening is a double-edged sword. We will get some level of immigration, but we will get an outflow as well for those that are desperate to get overseas and see the world, and I suspect the timing of those might be negatively mismatched."

Attracting and retaining talent

"COVID has had lingering impacts on people, their work behaviours, how they're feeling personally, their family environment... the employment proposition and corporate structures have changed, and you have to operate differently."

With such fierce competition for talent, companies are increasing employee remuneration to retain their workforce and attract new workers. This is further necessitated by the impacts of inflation and the rising cost of living. Recognising the importance of retaining people where possible, boards are more open than ever to increasing remuneration budgets, given also the costs associated with onboarding new team members until they are fully productive.

In addition to meeting monetary rewards, chairs are cognisant of the need to also meet the non-monetary benefits that their employees value, including providing them with a role or environment they find fulfilling. Heightening the importance of this is the experience of living through a pandemic, and several years of upheaval, which has made many people re-evaluate how they want to spend their time.

Businesses cannot therefore assume that people are being driven by the same career goals they were pre-COVID-19. Some of the corporate norms and working conditions that existed previously will no longer be relevant for today's employees.

Employees are seeking out organisations that not only look after their people but also have values that strongly align with their own. Companies are placing a greater emphasis on their culture, and chairs are thinking broadly about the purpose and value proposition of the organisations they represent.

"In an environment where there is such scarcity for talent, you don't want to lose any of the good people you've got. Money is not enough to keep people in an environment that isn't fulfilling them and making them feel good about themselves."

Businesses that treated staff well throughout the pandemic – whether that was paying their full wages during lockdowns, offering additional perks and time off, or bonus payments – earnt a degree of loyalty from their staff that wasn't there in the past. However, chairs recognise this loyalty shouldn't be overstated, is unlikely to be sustained for a prolonged period and in many cases has already gone. Companies must continue to find ways to keep their people buoyant, thank them for their contribution and show them they are valued.

The pandemic also spawned a reset in terms of employee expectations, and companies now need to consider the personal views and wellness of their workers – it's not an employers' market. Chairs say their organisations are much more open and accommodating in the workplace than they ever have been in the past.

"Social issues and people's broader wellness, family issues and personal views are much more open in the workplace. There is genuine inclusiveness of different perspectives."

Also canvassed was how boards and management are keen to get employees back into the office so they can collaborate, form connections with colleagues, and build and maintain a strong company culture. But they are acutely aware that flexibility of when and where people work has become increasingly important to employees, and has delivered some productivity gains – nuanced in cases for context. With the talent shortage an ongoing issue, they are cautious to push a return to the office too heavily.

"You must find a balance of what works for the company as well as for the individual. We accept that there is a desire for people to be more flexible and I think we have all seen that that doesn't necessarily cause a problem for the business."

Companies are also putting more emphasis on demonstrating career paths available to employees to grow and retain good workers. They are introducing further learning and development opportunities to remain attractive to employees, as well as help fill the ongoing skills gap.

"People are leaving roles for more money or for opportunities. We really need to look at how we can create opportunities and career paths within the organisation to retain and grow people."

The importance of ESG

Environmental, social and governance (ESG) is now a top priority, proportionate to the priority afforded to it by an organisation's wider stakeholders.

Chairs are having to think carefully about leaning into ESG efforts including ensuring they are substantive and credible, as opposed to symbolic and shallow.

ESG has become a top priority for companies and directors

Stakeholders, including investors, employees, and customers, expect companies to demonstrate corporate social responsibility. In line with this, businesses are placing a heavy emphasis on applying ESG principles to their strategy and operations. There is an understanding that these have become integral and must be woven into every conversation across an organisation.

"ESG is increasingly integrated into what we do. We can't just say 'let's have a talk about ESG over here.' Instead, when we talk about product, we talk about ESG, when we talk about marketing or positioning a product, we talk about ESG, and when we talk about staff and what we can do to retain them we are talking about wellbeing and ESG."

All boards, including those for private companies, are focused on ESG to an extent that is often greater than even government requirements.
Until recently the focus has been on the environmental aspect of ESG, but increasing attention is being paid to social and governance aspects as well.

As climate-related disclosure soon becomes mandatory in Aotearoa for all publicly listed companies and large financial services organisations, directors will be accountable for ensuring that climate risk is adequately managed. While these requirements are climate-focused, chairs expect this responsibility to be a springboard to drive change by directors not only on climate action, but on ESG more broadly.

These regulations, along with stakeholder pressure, has meant there is a real effort underway for board education to grow ESG literacy. Chairs see this as a complicated topic but essential to grow capability so material sustainability issues can be debated, validated, and challenged by directors.

"You've got to embed sustainability into everything you think about, weave it into every conversation... make it part of your DNA. If you are not authentic then you're going to be shown up in a nanosecond."

How much is enough and what needs to happen?

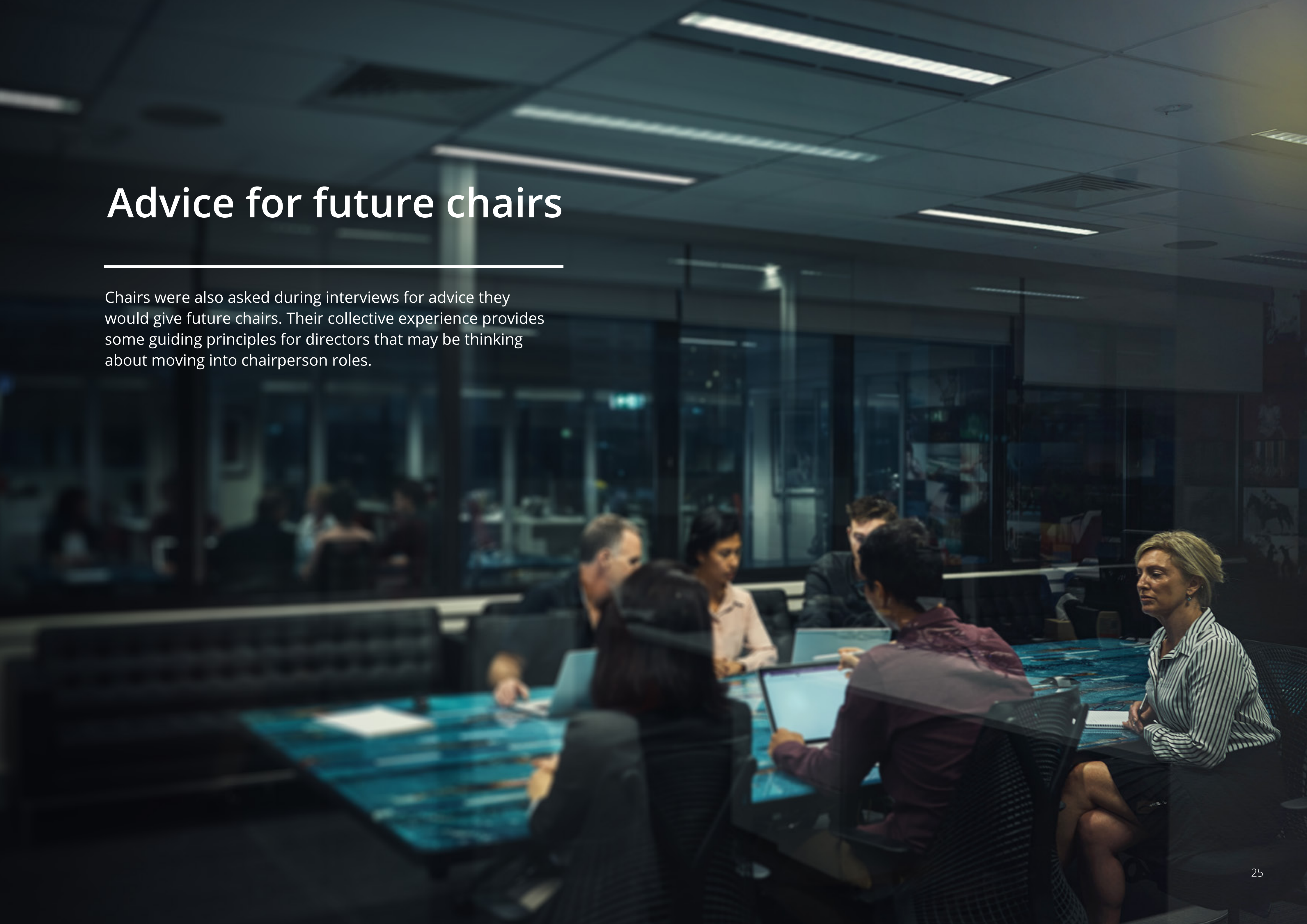
"Explaining to your customers is losing. If you have to explain why you are not carbon neutral by the time you said you would be, or you're not making these significant gains in reducing your carbon footprint, you are losing the attention of your consumer and turning your company into a dinosaur."

There is a feeling that greenwashing in ESG strategy and reporting has become widespread, as companies overamplify their efforts beyond what is true.

"You pick up sustainability reports and they're just greenwash statements – one year after the other they are measuring and reporting on different things in different ways. There are no external benchmarks and low external validation of the measurements."

If a company makes bold ESG statements and fails to meet them, the feeling is that it will lose the respect and attention of stakeholders and be left behind. It may also open the possibility of class action against directors around disclosures relating to environmental, social or governance issues which prove not to be correct. Given the repercussions of making false claims and not adhering to commitments made, boards are paying close attention to ensure what a company says it will do is achievable. Some chairs have found the demands of shareholders don't always align with wider ESG principles. This is particularly true for those companies with offshore shareholders that may not place the same emphasis as New Zealand does on aspects of ESG.

"If you are using someone's capital – and those might be international shareholders – how do you strike a balance between using that capital to create better social outcomes for New Zealand, which might in the long run be better for the company itself, and creating immediate shareholder return?"



Advice for future chairs

Chairs were also asked during interviews for advice they would give future chairs. Their collective experience provides some guiding principles for directors that may be thinking about moving into chairperson roles.

Advice for future chairs

Have trusted people you can turn to

It can be an isolating position and not everyone is cut out for the role. When facing difficult decisions or challenges around the board table, chairs often need to turn to other chairs they trust, those from the same industry, or who may have been through situations similar to what they are grappling with.

"If you are really worrying about an issue with the board, you can't go and talk to the board about that. You're not going to share it with the CEO and you're certainly not going to share it with the shareholders!"

Hire a good CEO

This can make or break your experience. A good CEO that you have a strong relationship with is key to the company's success.

"Boards only have one job – hire a good CEO. If you get it wrong, then you've got two jobs."

Set the CEO up for success

One of the best aspects of the position is working so closely with the CEO and management team and providing the support and guidance they need to excel in their positions.

"It is a very different job to being a director. You're more of a coach, supporting and helping the CEO and management, and pulling the board together as a team."

Empower everyone to have their say

An essential skill the chair must possess is the ability to draw out the thinking of their fellow directors.

"I often think the chair's role is to speak last – not first – and let others have their say. You must create an environment where people are able to feel comfortable to contribute, but not be allowed to dominate."

"I'm not here to lead the directors – because that implies that they want to be led, and that's not going to happen. We're all in this together so I want directors to bring their A-game. That's the environment I have created."

The role is more than just a job

Be prepared for a significant workload and commitment. The remuneration level does not necessarily align with the amount of work and responsibilities a chair has but it can be hugely rewarding.

"Compared to the US, UK or Europe, the fees offered to chairs in New Zealand are significantly out of step. Given increased regulation and increased risk, the amount of time taken as a chair or a director of a business continues to go up every year. The risk-reward ratio in my view is out of whack and if we want to get really good people then we need to be prepared to pay more money. I know that is divisive with a lot of people, but it is the reality."

Capable diversity around the board table is key

Attracting a mix of experience, skill and backgrounds in your directors avoids 'group think,' which is critical to ensuring the board has the capability and agility to navigate the company through challenges.

"You can't have group think. You need to have people who will challenge, but also be pragmatic in terms of some of the decisions that are going to have to be taken. A business can have the best governance in the world but still go bankrupt."

Connect with us

Thomas Pippos
Chair
Tel: +64 4 495 3921
tpippos@deloitte.co.nz

Melissa Collier
National Leader – Assurance & Advisory
Tel: +64 9 306 4430
melcollier@deloitte.co.nz

Andrew Boivin
Partner – Climate Lead
Tel: +64 9 306 4485
aboivin@deloitte.co.nz

Andrew Dick
Partner – Assurance & Advisory
Tel: +64 9 306 4358
andick@deloitte.co.nz

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