

CURRICULUM VITAE - HANNE JANES

Personal Details

NAME: Hanne Janes
TELEPHONE: Mobile: (64) 274 925 000
EMAIL: hjanes@janes.co.nz
ADDRESS: PO Box 272, Shortland Street, Auckland 1140

Education, Qualifications and Training

2017 Governance Workshop with Richard le Blanc, half day special presentation to ProCare Health Limited
2016 Chartered Accountants Australia New Zealand, Finance for Non-Accountants (1-day course)
2016 PWC "Game of Threats" Cybersecurity Training
2015 Accredited Mediator, LEADR & IAMA (trading as Dispute Resolution)
2015 Social Media Marketing and Online Reputation Management Course, Shaw Academy (Distinction)
2015 Harvard Law School, Program on Negotiation, Advanced Mediation Workshop (5 days)
2015 USA Elder Decisions® mediation training (3 days)
2015 LEADR & IAMA mediation training (5 days)
2012 Corporate Governance Intensive, NZ Law Society
2010 Finance Essentials Course, Institute of Directors
2005 Visiting Fellow, Wolfson College, Cambridge University, UK (see "Publications")
1993 - 1995 University of Auckland, LLB (Hons); Senior Scholar in Law
1984 - 1986 University of Auckland, BA (double major in Economics and Political Studies); Senior Scholar in Political Studies
1976 Auckland Technical Institute, Senior Business Course, graduated with Honours
1971 - 1974 Church College of New Zealand (Head Prefect)

Employment and Professional Practice

November 2016 - **nib nz Limited and nib nz holdings Limited**, Independent Director; member - Board Audit, Risk and Compliance Committee.
nib nz is the second largest private health insurer in New Zealand, and is a subsidiary of nib holdings, an ASX listed company, making it a Trans-Tasman insurer servicing over 1 million people. The board is chaired by Tony Ryall, and consists of two additional New Zealand directors and two Australian directors.

- November 2016 - ProCare Charitable Foundation**, Member, Board of Trustees
 The ProCare Charitable Foundation was created by ProCare Health Limited's shareholders donating their non-voting shares, permitting the Foundation to receive dividends from ProCare. These funds are utilised to provide annual grants to selected Charitable organisations involved in improving the health and well-being of disadvantaged communities across the greater Auckland region. I participated in the latest round of grants in November/December 2016.
- July 2016 - Present Citizens Advice Bureau**, Legal Clinic Roster Volunteer
- May 2016 - Present ProCare Health Limited**, Non-Executive Commercial Director; member - Risk and Audit Committee and member - Remuneration and Governance Committee
 ProCare is the largest cooperative network of healthcare professionals in New Zealand, representing more than 180 practices across the greater Auckland region, with over 800,000 enrolled patients. It also belongs to alliances which participate in advocating for improvements in population health, service delivery and funding for primary care generally.
- January 2015 – Present: Barrister**
 Practice areas: commercial litigation and advice, competition, employment, regulatory compliance, professional liability, healthcare and medical, wills and trusts, family protection proceedings
- During this time, I also became an accredited mediator with Resolution Institute (LEADR & IAMA), completed the 5-day Harvard Law School Program on Negotiation Advanced Mediation Workshop and a 3-day specialised multi-party elder/adult family advanced mediation workshop with Elder Decisions® in Boston, USA.
- Examples of work undertaken:
- Counsel Assisting the Coroner in Christie Marceau Inquest
 - Counsel Assisting Family Court in transgender Births, Deaths and Marriage Registration Act applications
 - Acting as in-house counsel for pharmaceutical manufacturer: including advising on restructure and out-sourcing of operational activities; drafting service level agreements and client contracts; rescoping job roles and advice relating to redundancies; undertaking strategic planning and KPI project; property leasing; hiring issues relating to COO; reviewing IT strategy and overseeing legal compliance issues
 - Acting for employer in unjustified dismissal personal grievance claim brought by employee
 - Advising on issues relating to legal capacity in respect to wind up of company
 - Commercial advice and drafting of Shareholders Agreement;
 - Litigation in respect to Protection of Personal Property Rights Act issues
 - Litigation advice and support to client and NSW solicitors in proceedings involving Powers of Attorney, welfare guardianship, and trustee matters; Probate,

- Executor, and Administration issues; Family Provision claim
- Litigation advice and support in respect to criminal and civil proceedings involving fraud
 - Advising in respect to breaches of contract
 - Advising medical practitioners in respect to patient complaints and subsequent regulatory investigations, as well as adverse ACC appeal findings.
 - Counsel Assisting Coroner in case involving high public interest issues

**April 2013 –
31 December 2014**

DLA Phillips Fox, Partner and Consultant

Headhunted to establish and lead new national Healthcare practice (team of 8 lawyers, including three additional partners), including facilitating introduction to the firm of a major new client (Medical Protection Society – fourth largest client when I left), and identifying and building other corporate client relationships (e.g. ACC).

Led the initiative internally and externally relating to health and safety in employment reforms. Provided advice to boards, individual directors and executive leadership teams on risk management and compliance with new statutory obligations. Assessed the adequacy of client health and safety procedures, policies, and documentation. Throughout 2013 provided regular articles to NZLawyer on health and safety reforms.

In addition to providing legal advice to MPS I identified other strategic business opportunities and possible alliances for MPS and made introductions that potentially enabled MPS to expand their business offerings to their membership and enhance their competitive advantage.

Examples of other briefs completed:

- Providing strategic, business, marketing, and legal regulatory compliance advice to a new start-up healthcare service provider with international associations.
- Advising national and local professional bodies and private individuals in respect to the Southern Cross Affiliated Provider programme and other matters relating to regulatory and Commerce Act requirements within the healthcare sector.
- Review of the new District Health Board - Primary Health Organisation Agreement and drafting of Service Provider Back-to-Back Agreements for the major Auckland Primary Health Organisation to transfer obligations to their contracted providers, and related constitutional matters.
- Advice to private healthcare providers concerning privacy breaches and data protection.
- Liaised with and provided advice to DLA Piper in New York, Sydney, India, and Japan on regulatory compliance matters.
- Risk assessment and advice to one of the major banking institutions to ensure compliance with Health and Safety in Employment Act, Employment Act, Building Act, and local Council requirements prior to the board determining advisability of re-occupation of its Wellington office building involving some 1200 staff.
- Review of a major insurer's health and safety policies and procedures relating to remedial construction contracts.
- Advising health practitioners on regulatory investigations (e.g. Medical Council, Health and Disability Commissioner, Privacy Commissioner) and registration issues.
- Representing Health Practitioners at Disciplinary Tribunal hearings and Coroners Inquests.

1998 - March 2013

Barrister Sole

Practice areas: general commercial and civil litigation, employment, regulatory compliance, competition, professional liability, consumer protection, administrative/public, employment, medical and health, relationship property

Sole appearances in proceedings conducted in District Court, High Court, Court of Appeal, Coroner's Court, Employment Court, Employment Relations Authority, Human Rights Review Tribunal, and Health Practitioners Disciplinary Tribunal. Appearances with Queens Counsel in civil, competition, public law, medico-legal and resource management proceedings. Preparation of submissions on proposed legislative amendments and appearances before Parliamentary Select Committees on Human Tissues Act.

Alternative Dispute Resolution was a focus of my practice. I attended numerous mediations as counsel representing individuals and organisations, involving a wide range of issues (commercial, corporate, relationship, employment, healthcare, organisational change).

Examples of briefs undertaken:

- Counsel Assisting Gisborne Commission of Inquiry into Cervical Screening.
- Counsel for Interveners in *Diagnostic Medlab Ltd v Auckland District Health Board*.
- *Amicus Curiae* for High Court extradition proceeding
- *Amicus Curiae* for Human Rights Review Tribunal hearings
- Advising individuals and groups undergoing Commerce Commission investigations.
- Legal audits and risk management advice in respect of Health and Safety at Work reforms
- Advising health practitioners in respect to registration issues, complaints, competence assessments, disciplinary matters, employment disputes, business partnership disputes, regulatory investigations, Coroner's Inquests, privacy issues, human rights matters, etc.
- Employment and Employment Act compliance advice to a Crown Research Institute in respect of earthquake impact and structural remedial planning for their property portfolios in Christchurch and Wellington, as well as legal audit of their facility and construction upgrade project, including compliance with Resource and Building consents
- Review of commercial contracts for an ICT organisation for the purposes of risk assessment. Later instructed to act when issuing proceedings against an international software company for breach of contract in relation to a different software contract
- Providing opinions and representing parties in relationship property disputes
- Advice and representation on Family Proceeding Act issues

**August 2005 –
February 2007**

**Cards New Zealand Limited, General Counsel and
Executive Assistant to Chair of Board**

Advising board members on strategic matters, compliance and risk management, governance, liability and duties, conflict of interest, application of Visa International rules to Cards NZ shareholders, and various constitutional, operational, corporate, membership and Commerce Act issues. Advised board on Commerce Act proceedings, and liaised with external legal counsel for company and individual shareholders.

Preparing papers for and attending monthly board meetings, where the Chair encouraged me to take an active part in discussions and to work closely outside of board meetings with other shareholding directors.

Worked closely with the Visa International Country Manager and Visa Australia CEO.

November 1999 - April 2001 Counsel Assisting the Crown-appointed Commission of Inquiry into Cervical Screening Misdiagnoses in Gisborne

Involved hiring and oversight of administrative staff, relocating inquiry to Gisborne, dealing with media and fronting media interviews, dealing with administrative and legal issues raised by counsel for other parties, identification of witnesses and experts, preparation of evidence, attendance at 3-month plus hearings in Gisborne, drafting of submissions, etc.

1996 – 1998 Meredith Connell & Co., Crown Solicitors

Government departmental file management (e.g. Accident Compensation Corporation, Ministry of Internal Affairs, Inland Revenue Department, Ministry of Social Welfare, and Ministry of Health) from evaluation of evidence, initiating prosecutions, preparing for and appearing at defenced hearings, through to sentencing; appearances in the High Court and District Court on criminal appeals and sentences; writing opinions, legal research and writing submissions for High Court and Court of Appeal. Appearances as co-counsel in High Court and District Court criminal trials.

Summer 1995 Northern Regional Health Authority

Preparing service contracts and supporting documentation for existing and additional medical and surgical services purchased by North Health.

Summer 1995 New Zealand Aids Foundation

Research assignment with respect to criminal liability for transmission of HIV; became dissertation for LLB (Hons).

1991 – 1992 Australian Simon University (Australia), Director, Admissions & Corporate Relations

ASU was a private university in NSW offering a top-ranked Executive MBA program from the William E. Simon Graduate School of Business Administration, University of Rochester, New York, USA. Its foundation class began in 1991. It was therefore a 'new start' organisation. I managed ASU through its first year and successfully ensured enrolments for a second year despite very difficult financial circumstances and the course being substantially more expensive than local alternatives.

This role was autonomous, reporting to a University Council comprising leading Sydney businessmen and academics. I prepared monthly board papers for the Council, attended all Council meetings, drafted Council meeting minutes, and liaised regularly between Council meetings with the Chair and senior Council members in respect to the strategy and operations of ASU. I handled media, publicity, and advertising.

The role was broad-based, encompassing marketing, consultative selling, public relations, and general profit centre management.

1988 – 1990 Deloitte Touche Tohmatsu (New Zealand), Management Consultant

Strategic planning and marketing assignments for Deloitte clients, as well as conducting general industry research and formulating analysis statements following Government Budget announcements for client dissemination.

With another consultant, initiated and won approval to introduce internal professional development courses for partners and managers. These were extended to client companies.

Undertook training facilitator role for:

- Consultative Selling Skills Course
- Presentation Skills Course
- Senior Manager Supervision Skills Course
- Counselling Techniques Course

Examples of consulting assignments include:

- Assessment of strategic options for a dairy co-operative, and formulation of amalgamation proposal document.
- Evaluation of market position and options available to a major international consumer company.
- Cost/benefit analysis for a private hospital surgery unit and utilisation capacity analysis.
- Assistance with five-year strategic plan for banking institution.
- Evaluation of share broking organisation.

1987 – 1988

NZ Centre for Independent Studies, Assistant Director

NZCIS was a 'start up' organisation set up to undertake research and education around economic, political, and social policy issues. The Board consisted of leading businessmen.

I was responsible for profit centre and staff management, as well as drafting strategy, marketing, and operational papers for the Board, attending monthly Board meetings and meeting regularly with Board members to advance the objectives of NZCIS and to fund raise. I also identified leading academics and other authors to write articles and publications which resulted in a book being published. I later organised an international Mont Pelerin conference in Christchurch which attracted over 300 local and international attendees.

1983

Rank Xerox Corporation, Sales Representative

Role was territorial representative selling photocopiers. Required analysis of businesses within geographical area to identify potential customers, cold calling, meetings to assess needs, demonstrating equipment, preparing proposals for procurement person/management, closing sales, after-sales follow-up. After 9 months, I was ranked third top national salesperson. Asked to consider sales management position but instead returned to University to complete BA.

1981-198

Buttle Wilson

Having demonstrated equipment to them while working with Computer Consultants Limited, hired to establish new word processing capability and train staff for this share broking organisation. In 1982 undertook joint 3-week project in Wellington for Buttle Wilson and DFC to complete leveraged leasing transaction documentation.

1979-1980

Computer Consultants Limited

Word processing equipment was relatively new. Role was to demonstrate equipment to potential clients, and once equipment purchased, to programme to enhance capability. For example, for American Express I devised a programme that permitted them to extract details of overdue account holders from their main database to produce reminder mailings using word processing capability.

Professional Memberships and Interests

Member – Institute of Directors
 Member – Mont Pelerin Society

Director and 50% owner Selenium Corporation Ltd (Investment Company).

Publications

Wolfson College, Cambridge University Research Paper: *"Competition Policy: Price Fixing and Restrictive Trade Practices; consequences for medical practitioners in Australia and New*

Zealand", Journal of Law and Medicine, Vol. 13, May 2006, No. 4, p439. This publication has subsequently been cited in judicial decisions in Australia.