



**Battering:** The MV Lida being battered by stormy weather on the Atlantic.

# Swell time at sea

This is the ninth of an occasional series from **Mark Wilson**, the Southlander sailing the Speight's pub to London.



**A**FTER the luxury of writing about two short legs packed with land action, fair weather and new faces, we are back at sea rolling round like only the Lida can, so I'm going to have to put some thought into capturing ship life for you if I can manage not to fall off my seat first. Despite only experiencing a 3.5m swell, which by Southland standards is nothing, we are rolling vigorously. Speaking of Southland standards I don't think some of the crew understand that we actually have storms around New Zealand and that the Southern Ocean is an inhospitable place. It's amusing they continually mock us for not knowing what rough weather is and talk up the Atlantic as if it was death warmed up yet so far our roughest leg was the first one right out of New Zealand, and nothing I have seen on this voyage has come close to a Fiordland or Foveaux Strait storm.

OK, back to the point. Rain, clouds and waves, our old friends from the Pacific, have finally come back after a lengthy separation to spend some quality time. Their return has spelled the end for Tim and Jamie's ongoing deck scrabble war, BBQs where we have minimal meat casualties through the grill and lazy beers on the hatch covers. However, like any good Southerner does at Easter, we snuck in one last day in the sun and had a BBQ for our tech expert Gav's birthday.

Highjinks were aplenty as the Captain was in a particularly humorous mood and no sooner had he given out the presents one of them was in the ocean trailing along being the ship, closely followed by Gav trying to retrieve it. But a good time was had by all, despite a small saga over a missing block of chocolate almost leading to a satellite black out.

It's getting close enough to London that we have had to start considering how we are going to clean up this show and clear customs in the UK. We have had to stock take the remaining kegs and stubbies, which meant a delicate guessing game on how much we would need to leave off to consume before now and our arrival in London in less than two weeks. Needless to say everyone had a different answer which made things even more challenging. Our personal belongings are spread all over the place like a Japanese defensive line attempting to snuff out an All Black attack. Not surprisingly no one is rushing to solve that yet dilemma and I'm guessing like any good student nearing the end of the semester some late nights and last minute endeavor will see us prevail in the end.

Excitement is quietly building on board with the anticipation that in only two weeks I will be in London with an ambient air temperature of lower than 20 degrees (fingers crossed) and an air-conditioning unit that may actually lower the room temperature to a level conducive to me once again being able to don clothes on a regular basis. Also of note is that I can't wait to catch up with all my mates in London and share a cold Speight's with them, it's been a long time out here at sea. Actually this is the longest time I've ever spent away from Southland — no hunting, no verses rugby, no watching the Stags, no outdoors, it's been tough and I've missed home a lot but knowing so many of the lads are over there, even though it may not be the Northern on Christmas Eve, it will be a homecoming of sorts. Boys it's been a long voyage, we still have a fair way to go yet (2100 miles) but the end is in sight so buckle up for a big week when we get there.

# Directors and the company's interest

## COMPANY LAW

DOREEN EVANS



**C**ONTINUING on what duties directors of companies have. There are two important concepts that underlie directors' duties, being to:   
w act in good faith and in the best interests of the company; and   
w meet a reasonable standard of care, diligence and skill when carrying out duties   
What does acting in good faith and in the company's best interest mean?   
A director must, when carrying out their duties as a director of the company, only consider the

interests of the company and not someone else's interests.   
This duty is a subjective one in that it is about what the director "believes" to be in the company's best interest.   
However, a director's decision can be set aside by a court if no reasonable person would not have made that particular decision.   
For example:   
A director who decides it would be in the company's best interest to borrow money from a bank and take that money to the races and place it all on the nose of a horse with the hope of winning would not be acting in the best interests of the company as no reasonable person would make such a decision; or   
A director who is also a shareholder of the company borrows money from a bank to pay

themselves, as shareholder, dividends knowing full well that the company has no ability to meet the monthly payments to the bank may be held to not be acting in the best interests of the company as a reasonable director would not have paid dividends to the shareholder in these circumstances.   
What does the duty to use care, diligence and skill when exercising powers mean?   
Directors have a duty to exercise the care, diligence and skill that a reasonable director of a company of a similar nature would exercise.   
Directors must always ensure they are informed of the company dealings, undertake enquiries to assess the company's position and to clarify any matters, and seek competent advice on the company's business where necessary.

A director can not claim to be a "silent director" with no responsibility for the company.   
It is not acceptable that a director merely sits in the background and signs papers when asked to by other directors or company employees. Every director has an obligation to be informed about the company's business dealings.   
In summary, when a director makes decisions for a company they must consider whether that particular decision is in the best interests of the company so that a reasonable director standing in their shoes would have made the same decision.   
w Doreen Evans is a partner of Preston Russell Law, Barristers and Solicitors.   
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## SCANNING THE SOUTH

### Up close and personal

Brie discovers Stewart Island

By **LYNLEY DEAR**

Wellington girl – world-travelled girl looked at the map, saw the gap twixt the south and the south of the south, slash of storm named for Foveaux but by-passed by Cook.

She already knew that an afterthought island ended the sentence of two paragraphs – North and South – dot, full stop of the tale once fished from the sea.

So – mouth like an O when she saw from the beach how it sprang from the waves like a pop-up cut out from a nursery book . . . 'Look! Is that it?'

So close she might wade to the bush-shouldered bays steepled church, landfall boatsheds in green glinted calm.

Rakiura looked back and she'd truly come home.

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