



## Principal Legal Counsel

### Position Description

<b>Team:</b>	Legal Team	<b>Location:</b>	Auckland or Wellington
<b>Reports to:</b>	Head of Legal		
<b>Role Type:</b>	Permanent		

### About Us

#### KiwiRail's Role in Aotearoa, New Zealand

KiwiRail, a proud State-Owned Enterprise, delivers sustainable and inclusive growth for our customers, communities, and people.

For more than 150 years, rail in New Zealand has connected communities, delivered freight and passengers around the country, and showcased our spectacular scenery to the world. Our purpose—Hononga Whaikaha, Oranga mo Aotearoa (Stronger Connections, Better New Zealand)—speaks to connection with our customers and the future needs of their businesses, connection with the communities we serve and operate in, and connection with each other. KiwiRail is carrying this legacy into the future, delivering connected rail and shipping transport services that create economic, social, and environmental value for New Zealand and New Zealanders.

#### Our Workplace

At KiwiRail, our values define the behaviour we expect from everyone. We have a team of over 4500 people, and every connection we make with each other, our union partners, our customers and all our stakeholders must be of the highest standard.



Safety, health, and well-being are our number one priority, ensuring our people return home safe and healthy every day.

## About the Role

### Purpose of the role

KiwiRail is in a phase of significant transformation to modernise and grow our rail and Interislander ferry services in Aotearoa.

The Principal Legal Counsel plays a key role in supporting KiwiRail's strategic objectives by providing expert legal advice and leadership across all commercial, corporate and privacy matters, is responsible for commercial advice provided to KiwiRail and leading the commercial legal input to key programmes of work and corporate governance matters.

This role partners with senior leaders and project teams to enable sound commercial outcomes and customer focus while ensuring legal and regulatory compliance. It provides oversight on complex and high-risk matters, sets direction on legal approaches, and contributes to the successful delivery of major programmes by identifying risks early and providing practical, commercially focused solutions.

### Key Accountabilities

Within the area of responsibility, this role is required to:

- Provide strategic legal leadership and advice on all aspects of commercial and privacy legal work
- Provide strategic support on high value commercial projects and contract development, including customer contracts.
- Lead the legal approach to complex, high-value contracts and negotiations to achieve robust outcomes
- Provide strategic legal leadership and advice on aspects of corporate governance including Board governance and funding.
- Support the Head of Legal managing workflow, quality assurance and mentoring of the legal team
- Oversee identification, assessment, and management of legal and regulatory risks across projects and business activities
- Proactively build and influence senior stakeholder relationships across KiwiRail to build better understanding of the strategic context, support greater visibility of the pipeline of work and to enable proactive legal thinking that supports effective commercial decision making.
- Contribute to the development and continuous improvement of legal frameworks, standards, and practices across KiwiRail
- Work collaboratively with other members of the legal and governance team to support a joined-up team (recognising there will be areas of overlap and an opportunity to use resources effectively)
- Help grow the commercial and corporate governance capability in the legal team.
- Help support the sourcing and management of external law firms.
- Identify opportunities for working more effectively as a team, and lead and support the implementation of those opportunities.

### Key challenges

- Providing clear legal direction across complex, high-value commercial programmes, customer arrangements and corporate governance matters
- Balancing legal risk, commercial outcomes, and strategic priorities in a fast-paced environment
- Influencing senior stakeholders and project teams to adopt sound legal and commercial practices

<b>Key Relationships</b> Here are the key relationships relevant to this role		Manage /Lead	Deliver to	Collaborate with	Advise or inform
Internal	Legal and Governance team		✓	✓	
	Board members		✓		✓
	ExCo members		✓		✓
	Senior Leaders		✓	✓	✓
	Business Unit teams		✓	✓	✓
	Project and operational leadership teams		✓	✓	✓
External	External legal advisors	✓	✓	✓	
	Contractors, suppliers and consultants		✓	✓	
	Regulators and statutory bodies		✓		✓
	Government Ministers		✓		✓

## What you will do to contribute

### Health Safety and Wellbeing

- Implement safety procedures and ensure team compliance
- Analyse workplace risks and develop mitigation strategies
- Promote a culture of safety and wellbeing within your team
- Respond effectively to safety incidents and near-misses
- Contribute to a positive environment that supports physical and mental wellbeing

### Customer Focus

- Provide a positive customer experience
- Support a customer-focused culture at KiwiRail
- Know our services well and explain them to customers
- Respond quickly to customer needs
- Develop solutions to meet customer requirements
- Solve complex customer issues
- Work with colleagues to improve customer outcomes

### High Performing Teams Skills

- Set clear performance standards aligned with KiwiRail's goal
- Contribute to a supportive and cooperative team environment
- Provide timely and constructive feedback
- Actively seek diverse perspectives in problem-solving
- Identify opportunities for coaching and mentoring

### Commercial Acumen

- Consider financial implications when making recommendations
- Understand and comply with procurement guidelines

- Work with suppliers to ensure quality outcomes
- Recognise how financial decisions impact KiwiRail's overall position

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### **Legal Advisory and Commercial Contracts**

- Lead the provision of expert legal advice on commercial, construction, customer, infrastructure matters and privacy
- Oversee the drafting, review, and negotiation of complex contracts to ensure consistency and quality
- Set standards and approaches for contract management and legal risk allocation
- Provide strategic direction on complex or high-value legal matters across projects
- Ensure legal advice is practical, consistent, and aligned with organisational objectives

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### **Risk Governance and Compliance**

- Oversee identification and management of legal and regulatory risks across projects and operations
- Set and maintain governance frameworks to support compliant and effective decision making
- Provide leadership on regulatory obligations and ensure alignment with New Zealand legal requirements
- Guide the business on risk mitigation strategies that balance compliance and commercial outcomes
- Ensure robust legal processes, controls, and reporting are in place and followed

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### **Disputes, Strategies and External Counsel Oversight**

- Lead legal strategy for dispute resolution, including complex and high-risk matters
  - Oversee engagement, performance, and cost management of external legal advisors
  - Provide strategic input on contentious issues, claims, and negotiations
  - Influence resolution pathways to minimise risk and protect KiwiRail's interests
  - Ensure lessons learned from disputes are captured and embedded into future practices
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## **Decision Making**

The position is accountable for providing expert legal judgement and strategic recommendations that influence decision making across KiwiRail operations, projects and commercial activities.

Key decision-making requirements of the position include:

- Leading legal strategy for contract negotiation and execution within delegated authority
- Leading legal approach for corporate governance matters
- Determining appropriate approaches to managing legal and commercial risks
- Guiding dispute resolution strategy and regulatory responses on complex matters
- Overseeing the engagement and performance of external legal advisors within delegated limits

This role operates within KiwiRail's Delegated Authority Policy subject to appropriate approvals and oversight.

<b>Human Resources Delegations</b>	Nil
<b>Direct reports</b>	Nil
<b>Finance Delegations</b>	Nil Operating   Nil Capex
<b>Budget (operating and capital)</b>	\$1,000
<b>Travel Delegations</b>	Nil
<b>Statutory powers</b>	Nil

### Physical demands and the nature of work

This role is administration-based and requires:

- prolonged sitting and high computer usage
- limited walking, standing, twisting, bending (at the waist), crouching (bend knee)
- carrying of laptop and paperwork when alternating between home and office
- limited lifting of up to 7 kg archive boxes

*Your role may include other tasks suited to your level, as your manager directs. This job description shows your current duties. We'll review and update it with you if your responsibilities change.*

## About you

### Knowledge and experience

- You have a Law degree and hold a current practising certificate, or relevant equivalent experience
- You have 10+ years of post-admission experience in a law firm or in-house environment
- You have extensive experience leading legal input on complex commercial, construction, and infrastructure projects and/or complex corporate governance matters
- You have demonstrated experience managing legal risk and influencing outcomes at a senior level
- You understand New Zealand regulatory frameworks and how they apply to large, complex organisations
- You understand how KiwiRail operates within the wider government and commercial environment

### Ways of working / Work-related qualities

You act with integrity and champion safe, compliant outcomes across all areas of work

- You communicate with impact and influence senior stakeholders effectively
- You remain composed and provide clear direction in complex or high-pressure situations
- You build strong, trusted relationships and work collaboratively across the organisation
- You apply sound judgement and provide strategic, solutions-focused advice
- You demonstrate strong commercial awareness and organisational perspective

**Other Requirements**

- You can pass regular drug and alcohol screenings
- You have a current and valid NZ Driver's Licence

**Qualifications**

- You have a Law degree and current practising certificate  
And
- You hold relevant professional certifications or have equivalent relevant experience