

## Ngā take o te hui | Meeting agenda

### Taipitopito | Details

Te rā   Date	Wednesday 6 September 2023
Te wā   Time	10am – 4pm
Te wāhi   Location	Ara   Te Pūkenga ki Ōtautahi/Christchurch

### Te hunga i tae mai | Attendance

Ngā tāngata i tae atu   Attendees	Bill Moran, Heath Sawyer, Jeremy Morley, John Brockies*, Jordan Gush, Kim Ngārimu, Murray Strong, Sam Huggard, Sue McCormack, Teorongonui Josie Keelan
Ngā tāngata i tamō   Apologies	Tagaloatele Peggy Fairbairn-Dunlop
In attendance	Peter Winder (Chief Executive), ELT*
Heamana   Chair	Murray Strong
Ngā meneti   Minutes	Rebecca Donne (Council Secretary)

\* attending via video conference

### Whakatau | Welcome

9am – 10am Whakatau for Council members who have not formally been welcomed to the Ara campus

### Rārangi take | Open Agenda

Nama take   Agenda item
Karakia timatanga
1. Welcome/apologies/notices
2. <b>Administration</b>
2.1. Council membership, calendar and schedule of committees
2.2. Register of interests
2.3. Minutes (draft) of the meeting held 2 August 2023 (ordinary meeting)

2.4.	Ngā mahi hei   Actions (open)
2.5.	Late items
<b>3.</b>	<b>Chief Executive's report</b>
<b>4.</b>	<b>Risk and compliance</b>
4.1.	Te Pūkenga Common Seal policy
4.2.	Nelson Polytechnic Educational Society Inc. (NPES) – Compliance Issues
<b>5.</b>	<b>Reports from and relating to Committees</b>
5.1.	Extension of terms for Komiti Māori
5.2.	Report and draft open minutes from Te Poari Akoranga held 16 August 2023
5.3.	Report from open portion of Finance and Capital Investment Committee held 29 August 2023
5.4.	Report from open portion of Risk and Audit Committee held 30 August 2023
<b>6.</b>	<b>Stakeholder engagement</b>
6.1.	New Zealand Union of Students' Associations and National Disabled Students' Association
<b>7.</b>	<b>Correspondence (open)</b>
7.1.	1 September 2023 Representation letter from Chair of Risk and Audit Committee and Chief Executive to Audit New Zealand for the year ended 30 June 2023 – financial information provided for consolidation into the Financial Statements of the Government
<b>8.</b>	<b>He take atu anō   Any other business (open)</b>
8.1.	Nil
<b>9.</b>	<b>Resolution to exclude the public</b>

## Rārangi take | Closed Agenda

Nama take   Agenda item	
<b>10.</b>	<b>Administration</b>
10.1.	Minutes of the closed portion of meeting held 2 August 2023
10.2.	Ngā mahi hei   Actions (confidential)

<b>11. Monthly reports</b>	
11.1. Chief Executive's report	
11.2. Wellbeing and Safety monthly report	
11.3. Operational risk	
<b>Lunch break – Visions restaurant</b>	
<b>12. Strategy</b>	
12.1. Draft Statement of Intent 2024-2027 and Statement of Performance Expectations 2024	
12.2. Briefing to Incoming Minister scope	
<b>13. Reports from Committees</b>	
13.1. Report and draft closed minutes from Te Poari Akoranga held 16 August 2023	
13.2. Report from closed portion of Finance and Capital Investment Committee held 30 August 2023	
13.3. Report from closed portion of Risk and Audit Committee held 30 August 2023	
<b>14. Inwards correspondence (confidential)</b>	
14.1. 15 August 2023 from Acting Chief Executive of Tertiary Education Commission re Te Pūkenga Investment Plan for 2024 Funding	
<b>15. Outwards correspondence (confidential)</b>	
15.1. Nil	
<b>16. He take atu anō   Any other business (confidential)</b>	
Karakia whakakapi	
Mutu ai te hui   Meeting closes	
<b>Better work practices discussion with Adventure Activities kaimahi</b>	60 mins

# 1. Welcome/Apologies/Notices

## 2. Administration

Presented by Murray Strong

## 2023 Schedule of Te Pūkenga Council and Committee meetings

As at 1 September 2023

### Council

Month	Date	Day	Meeting	Activity	Venue
February	<del>9 Feb</del>	Wed	Council	Ordinary Meeting	<del>Zoom</del>
March	<del>1 March</del>	Wed	Council	Ordinary Meeting	<del>Zoom</del>
April	<del>5 April</del>	Wed	Council	Ordinary Meeting	<del>Zoom</del>
May	<del>3 May</del>	Wed	Council	Ordinary Meeting	<del>MIT, Auckland</del>
	4 May	Thurs	Council	Workshop	MIT, Auckland
June	<del>7 June</del>	Wed	Council	Ordinary Meeting	<del>Competenz, Auckland</del>
July	<del>5 July</del>	Wed	Council	Ordinary Meeting	<del>MITO, Wellington</del>
July	27 July	Thurs	Council	Extra ordinary Meeting	Zoom
August	<del>2 Aug</del>	Wed	Council	Ordinary Meeting	<del>Zoom</del>
September	6 Sept	Wed	Council	Ordinary Meeting	Ara, Christchurch
	7 Sept	Thurs	Council	Workshop	Ara, Christchurch
October	4 Oct	Wed	Council	Ordinary Meeting	In person (location TBC)
November	1 Nov	Wed	Council	Ordinary Meeting	In person (location TBC)
December	6 Dec	Wed	Council	Ordinary Meeting	TBC

## Committees

### Finance and Capital Investment Committee

Name and role	Meeting dates	Venue
1. Jeremy Morley, Chair	<del>22 February 2023</del>	<del>Zoom</del>
2. Bill Moran, Member	<del>29 March 2023</del>	<del>Zoom</del>
3. Josie Keelan, Member	<del>26 April 2023</del>	<del>Zoom</del>
4. John Brockies, Member	<del>31 May 2023</del>	<del>MITO, Wellington</del>
5. Murray Strong, Ex-officio member	<del>21 July 2023</del>	<del>Zoom</del>
	29 August 2023	Zoom
	27 September 2023	Wellington
	25 October 2023	Zoom
	29 November 2023	TBC (in person)

### Risk and Audit Committee

Name	Role	Meeting dates
1. John Brockies	Chair	<del>22 February 2023</del>
2. Jeremy Morley	Member	<del>29 March 2023</del>
3. Sue McCormack	Member	<del>26 April 2023</del>
4. Murray Strong	Ex-officio member	<del>30 August 2023</del>
		29 November 2023

### Appointment and Remuneration Committee

Name	Role	Meeting dates
1. Sue McCormack	Chair	<del>30 March 2023</del>
2. Kim Ngārimu	Member	<del>4 May 2023</del>
3. Murray Strong	Member	<del>24 July 2023</del>
		28 September 2023
		30 November 2023

**Health, Safety and Wellbeing Committee**

Name	Role	Meeting dates
1. Sam Huggard	Chair	<del>29 March 2023</del>
2. Peggy Fairbairn-Dunlop	Member	<del>26 June 2023</del>
3. Josie Keelan	Member	18 October 2023
4. Heath Sawyer	Member	23 November 2023
5. Murray Strong	Ex-officio member	

## Advisory Committees

### Advisory Committee Co-Chairs hui

Name	Role	Meeting dates
1. Murray Strong	Council Chair	<del>10 August 2023</del> TBC October 2023
2. Sue McCormack	Council Deputy Chair	
3. Jordan Gush	ILAC Co-Chair	
4. Dahrian Watene	ILAC Co-Chair	
5. Heath Sawyer	IKAC Co-Chair	
6. Warwick Shillito	IKAC Co-Chair	
7. Dr. Teorongonui Josie Keelan	Komiti Māori Co-Chair	
8. Bentham Ohia	Komiti Māori Co-Chair	

### Interim Kaimahi Advisory Committee (IKAC)

Name	Role	Meeting dates
1. Heath Sawyer	Co-Chair	5 May 2023
2. Warwick Shillito	Co-Chair	<del>23 June 2023</del> 20 September 2023
3. Andrea Armstrong	Member	27 October 2023
4. Ang Cooper	Member	
5. Barry Paterson	Member	
6. Craig Ludlow	Member	
7. Henry Ma'alo	Member	
8. Ian McDonald	Member	
9. Jessica Costall	Member	
10. Jody Takimoana	Member	
11. Linda Aumua	Member	
12. Mary-Liz Broadley	Member	
13. Ramari Raureti	Member	
14. Scott Casley	Member	
15. Keri Youngman	Member	
16. Ali Bahmad	Member	

**Interim Learner Advisory Committee (ILAC)**

Name	Role	Meeting dates
1. Jordan Gush	Co-Chair	<del>19 April 2023</del>
2. Dahrian Watene	Co-Chair	<del>2 May 2023</del>
3. Henry Geary	Member	<del>21 June 2023</del>
4. Nina Lee Griffith	Member	21 September 2023
5. Ihongaro	Member	17 November 2023
6. Skyla Flower	Member	
7. Cecily Zhou	Member	

**Komiti Māori | Interim Māori Advisory Committee**

Name	Role	Meeting dates
1. Dr. Teorongonui Josie Keelan	Co-Chair	20 April 2023
2. Bentham Ohia	Co-Chair	<del>11 May 2023</del>
4. Glenda Taituha	Member	<del>22 June 2023</del>
5. Jasmine Te Hira	Member	<del>24 August 2023</del>
6. Dahrian Watene	Member (ILAC Rep)	19 September 2023
		26 October 2023 (Tentative)

## Te Poari Akoranga

Name	Role	Meeting dates
Megan Gibbons	Co-Chair	<del>22 February 2023</del>
Kieran Hewitson	Co-Chair	<del>29 March 2023</del>
Michael Alsford	Member (Co-Chair Te Ohu Whakahaere Ako)	<del>10 May 2023</del>
Linda Aumua	Member (IKAC Rep)	<del>12 July 2023</del>
Fiona Beals	Member (Co-Chair Te Ohu Whakahaere Rangahau Māori, Research and Postgraduate)	<del>16 August 2023</del>
Mary-Liz Broadley	Member (IKAC Rep)	20 September 2023
Glynnis Brook	Member (Co-Chair Te Ohu Whakahaere [Academic] Appeals)	25 October 2023
Te Wai Collins	Member (Co-Chair Te Ohu Whakahaere Ako)	22 November 2023
Henry Geary	Member (ILAC Rep)	Also note Te Poari Akoranga sub-committees
Annemarie Gillies	Member (Co-Chair Te Ohu Whakahaere Rangahau Māori, Research and Postgraduate)	TPA - RMRPG,
Kim Isherwood	Member (Co-Chair Te Ohu Whakahaere Quality)	TPA - AKO,
Diane Lithgow	Member (Co-Chair Te Ohu Whakahaere Approvals)	TPA - QUALITY,
Doug Pouwhare	Member (Co-Chair Te Ohu Whakahaere Approvals)	TPA - APPROVALS,
Jasmine Te Hira	Member (Kōmiti Maori Rep)	TPA - APPEALS,
Deborah Young	Member (Co-Chair Te Ohu Whakahaere Quality)	TPA – ORITETANGA
Peggy Fairbairn-Dunlop	Non-speaking member	meet on dates noted in the Governance Calendar
Marama Rawiri	Member (Co-Chair Te Ohu Whakahaere Appeals)	

2.1. Council membership, calendar and schedule of committees

	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	
S	1 New Year's Day									1			S
M	2 Day After New Year's Day				1					2			M
T	3 New Year's Day Observed				2 ILAC / TPA - RMRPG			1 TPA - RMRPG		3 TPA - RMRPG			T
W	4	1	1 Council meeting		3 Council meeting / Te Poari Akoranga			2 Council meeting		4 Council meeting	1 Council meeting		W
T	5	2			4 Council workshop / RemCo	1		3		5 TPA - AKO	2 TPA - AKO		T
F	6	3	3		5 IKAC	2		4	1	6	3	1	F
S	7	4	4	1	6	3	1	5	2	7	4	2	S
S	8	5	5	2	7	4	2	6	3	8	5	3	S
M	9	6 Waitangi Day	6	3	8	5 King's birthday		7	4	9	6	4 Westland anniversary	M
T	10	7 TPA - RMRPG	7 TPA - RMRPG	4 TPA - RMRPG	9	6	4 TPA - RMRPG	8	5 TPA - RMRPG	10 TPA - QUALITY	7 TPA - RMRPG	5 TPA - RMRPG	T
W	11	8 TPA - QUALITY	8 TPA - QUALITY	5 Council meeting / TPA - QUALITY	10 Te Poari Akoranga	7 Council meeting	5 Council meeting / TPA QUALITY	9 TPA - QUALITY	6 Council meeting	11	8 TPA - QUALITY	6 Council meeting	W
T	12	9 Council meeting	9 TPA - AKO	6	11 Komiti Māori	8		10	7 Council workshop / TPA Ōritetanga	12	9	7	T
F	13	10	10	7 Good Friday	12	9	7	11	8	13	10	8	F
S	14	11	11	8	13	10	8	12	9	14	11	9	S
S	15	12	12	9	14	11	9	13	10	15	12	10	S
M	16	13	13 Taranaki anniversary	10 Easter Monday	15	12	10	14	11	16	13	11	M
T	17	14	14	11 Southland anniversary	16	13	11	15	12	17	14	12	T
W	18	15 TPA - APPROVALS	15		17 TPA - APPROVALS	14	12 Te Poari Akoranga	16 Te Poari Akoranga	13 TPA - QUALITY	18 HSW	15 TPA - APPROVALS	13 TPA - QUALITY	W
T	19	16 TPA - AKO	16	13 TPA - AKO	18 TPA - AKO	15		17	14	19	16 TPA Ōritetanga	14	T
F	20	17	17	14	19	16 TPA - QUALITY	14 Matariki	18	15	20 Hawke's Bay anniversary	17 ILAC / Canterbury Anniversary	15	F
S	21	18	18	15	20	17	15	19	16	21	18	16	S
S	22	19	19	16	21	18	16	20	17	22	19	17	S
M	23 Wellington Anniversary	20	20 Otago anniversary	17	22	19	17	21 TPA Ōritetanga	18	23 Labour Day	20	18	M
T	24	21	21	18	23	20	18	22	19 Komiti Māori		21	19	T
W	25 Q4 report out of cycle	22 RAC / FinCap / Te Poari Akoranga	22 TPA - APPROVALS	19 ILAC / TPA - APPROVALS	24	21 ILAC	19 TPA - APPROVALS	23 TPA - APPROVALS	20 IKAC / Te Poari Akoranga	25 Fincap - Q3 Report / Te Poari Akoranga	22 Te Poari Akoranga	20 TPA - APPROVALS	W
T	26 TPA - AKO	23	23	20 Komiti Māori	25	22 AC (KM) / TPA - AKO	20	24 Komiti Māori	21 Learner Advisory Committee	26 Komiti Māori	23 HSW	21	T
F	27	24 TPA - APPEALS	24		26	23 IKAC / TPA - RMRPG	21 FinCap	25	22	27 IKAC	24	22	F
S	28	25	25	22	27	24	22	26	23	28	25	23	S
S	29	26	26	23	28	25	23	27	24	29	26	24	S
M	30 Auckland/Nelson Anniversary	27	27	24	29	26 HSW	24 RemCo	28	25 South Canterbury anniversary	30 Marlborough anniversary	27 Chatham Islands anniversary	25 Christmas Day	M
T	31	28	28	25 ANZAC day	30	27	25	29 FinCap	26	31	28	26 Boxing Day	T
W			29 Fincap / RAC / HSW / Te Poari Akoranga	26 RAC / Fincap - Q1 & annual report	31 FinCap	28 TPA - Approval and Appeals	26	30 RAC	27 Fincap / TPA - APPROVALS		29 Fincap / RAC	27	W
T			30 RemCo	27		29	27 TPA - AKO	31 TPA - AKO	28 RemCo		30 RemCo	28	T
F			31	28		30	28		29			29	F
S				29			29		30			30	S
S				30			30					31	S
M							31						M

Weekends / Public Holidays  
School Holidays

Council meeting / workshop  
FinCap  
(Finance and Capital Investment Committee)

FinCap / Risk and Audit Committee  
RemCo  
(Appointment and Remuneration Committee)

Health Safety & Wellbeing  
Te Poari Akoranga & Committees

ILAC / LAC  
IKAC / KAC  
Komiti Māori  
Learner Advisory Committee  
Kaimahi Advisory Committee

## Te Pūkenga Council member terms

Member	Start date	Current term ends	Appointed by
Murray Strong (Chair)	1 April 2020	31 March 2024	Minister of Education
Heath Sawyer	4 October 2021	The earlier of either: i. the election of the Kaimahi Advisory Committee, due to take place in Q3 2023; or ii. 30 September 2023.	Interim Staff Committee nomination
Jordan Gush	4 October 2021	The earlier of either: i. the election of the Learner Advisory Committee, due to take place in Q3 2023; or ii. 30 September 2023.	Interim Learner Committee nomination
Dr Teorongonui Josie Keelan	2 November 2021	The earlier of either: i. the appointment of members of the Māori advisory committee as required by s.325(1) of the Education and Training Act 2020; or ii. 30 September 2023	Komiti Māori nomination
Kim Ngārimu	1 April 2020	31 March 2024	Minister of Education
John Brockies	18 June 2020	31 March 2024	Minister of Education
Tagaloatele Peggy Fairbairn-Dunlop	1 April 2021	31 March 2025	Minister of Education
Jeremy Morley	1 September 2022	31 August 2025	Minister of Education
Sam Huggard	1 April 2020	31 March 2026	Minister of Education
Sue McCormack (Deputy Chair)	1 April 2023	31 March 2027	Minister of Education
Bill Moran	1 April 2023	31 March 2027	Minister of Education

# Te Pūkenga Council Register of Interests

As at 23 August 2023

Name	Interest	Nature of Interest
<b>Murray Strong</b> Chair	Centre of Digital Excellence of NZ Ltd	Chairman
	Southern Digital Transformation Programme – Te Whatu Ora	Chairman
<b>Sue McCormack</b> Deputy Chair	Kiwirail	Deputy Chair
	Canterbury Earthquakes Insurance Tribunal	Judicial Officer
	University of Canterbury	Past Chancellor
	Dress for Success	Honorary solicitor
<b>Heath Sawyer</b> Member	Te Pūkenga staff member	Employee
<b>Jordan Gush</b> Member	Peseta Sam Lotu-liga, Executive Director Ako Delivery Te Pūkenga	Uncle
	Plumbers and Gasfitters Board	Mother is a member
<b>Teorongonui Josie Keelan</b> Member	Te Pūkenga: Unitec	Supervisor
<b>Kim Ngārimu</b> Member	Medical Council of New Zealand	Council member
	Waitangi Tribunal	Member
	Te Māngai Pāhō Māori Broadcasting Funding Agency	Board member
	NTK Limited and Tāua Ltd	Director and shareholder
	Herewini Te Koha, Previous CE of Te Rūnanganui o Ngāti Porou, signatory to regional submissions on RoVE	Ex-Husband
	Evolution Healthcare	Director

## 2.2. Register of interests

	Ministry of Health and Waka Kotahi (consulting contracts with Tāua Ltd)	Consultant
	Nursing Council	Governance Advisor
	Te Aka Whai Ora Māori Health Authority	Deputy Chair
<b>John Brockies</b> Member	Resolve Group Ltd	Director
	Walworth Ltd	Director
<b>Tagaloatele Dr Peggy Fairbairn-Dunlop</b> Member	UNESCO	Contractor
	Vinepa Trust	Patron, Board Member
<b>Jeremy Morley</b> Member	Wellington Free Ambulance	Contractor
	Te Kupenga – Catholic Leadership Institute (A registered PTE)	Contractor
	Racing New Zealand	Director
	Warwick Trust	Settlor, Trustee, and Beneficiary
	YW/Petone Hockey Club Inc	Treasurer
	Wellington Over 60s Cricket	Treasurer
<b>Sam Huggard</b> Member	350 Aotearoa Charitable Trust	Trustee
	Ministerial Strategic Advisory Group on Trade	Member
	New Zealand Educational Institute Te Riu Roa	Employee
<b>Bill Moran</b> Member	High Performance Sport New Zealand	Director
	WorkSafe NZ	Deputy Chair
	Southern Generation LP	Chair
	Pioneer Energy	Director
	Chamber Music at the World's Edge Trust USA	Chair

## 2.2. Register of interests

Youthtown Inc	Trustee
Youthtown Foundation	Trustee
Sky City Casino Charitable Trust Queenstown	Trustee
Parliamentary Education Trust	Trustee
New Zealand Symphony Orchestra Foundation	Trustee
Iti Kōpara Charitable Trust	Trustee

## **Minutes of a meeting of the Council of Te Pūkenga – New Zealand Institute of Skills and Technology (Te Pūkenga Council)**

**Held on Wednesday 2 August 2023 at 9:00am via Zoom videoconference**

**Present:** Murray Strong (Chair), Bill Moran, Heath Sawyer, Jeremy Morley, John Brockies, Jordan Gush, Kim Ngārimu, Sam Huggard, Sue McCormack, Tagaloatele Peggy Fairbairn-Dunlop, Teorongonui Josie Keelan.

**In Attendance:** Peter Winder (Chief Executive), Ziena Jalil (Chief of Staff), Kieran Hewitson (Executive Director Region 2 / Co-Chair Te Poari Akoranga, item 4.1.), Garth Gulley (Wellbeing and Safety Director, item 9.2.), Michelle Teirney (Chief Financial Officer, item 10.1. and 12.2.), Clarke Raymond (Director Strategy and Information, item 11.1.), Kara Hiron (Director – Legal, item 12.3.)

**Apologies:** None

**Minutes:** Rebecca Donne (Council Secretary)

### **Open minutes**

#### **1. Welcome/Apologies/Notices**

The Chair welcomed everyone to the meeting and noted apologies from Heath Sawyer for late arrival and John Brockies for early departure.

#### **2. Administration**

##### **2.1 Council Membership, Calendar, and Schedule of Committees**

The schedule of meetings for the remainder of the year was noted.

##### **2.2 Register of Interests**

The register of interests was noted and no new interests or agenda items where a conflict may arise were declared.

##### **2.3 Minutes of previous meeting held 5 July 2023**

**RESOLVED** (M. Strong/S. Huggard)

That the Council approve the minutes of Te Pūkenga Council open meeting held on 5 July as a true and correct record.

**CARRIED**

There were no matters arising from the minutes.

##### **2.4 Action List – Open**

The open action regarding an update to the whakataukī is due in November.

### 3. Chief Executive’s Report

The Council received the report titled ‘Chief Executive’s Report to Council – Open Session’, and noted the update on current issues, key achievements and highlights arising during the reporting period.

### 4. Reports from Committees

#### 4.1 Report from open portion of Finance and Capital Investment Committee held 21 July 2023

**RESOLVED** (J. Morley/M. Strong)

That Te Pūkenga Council

- a. Receive the verbal and written update from the Finance and Capital Investment Committee of the meeting held on 31 May 2023 via Zoom and email; and
- b. Approve the updated Terms of Reference for the Finance and Capital Investment Committee.

**CARRIED**

#### 4.2. Open minutes (draft) from Te Poari Akoranga held 12 July 2023.

The Council received the draft minutes of the open meeting of Te Poari Akoranga held 12 July 2023. Kieran Hewitson, Co-Chair of Te Poari Akoranga, informed the Council that several ohu whakahaere have not made quorum recently and this highlights the challenge of staff availability. The Council noted that it was good to see progress of the moderation work, acknowledged that this was a big workload, and encouraged Te Poari Akoranga to share this mahi if possible.

### 5. Correspondence

There was no correspondence to note.

### 6. Any other business

No other business was raised.

### 7. Resolution to exclude the public

**RESOLVED** (M. Strong/J. Gush)

That the public be excluded from the remainder of the meeting. This resolution will be made in reliance on section 48(1) of the Local Government Official Information and Meetings Act 1987 (LGOIMA) (noting Te Pūkenga Council is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies) and the particular interests protected by section 9 of the Official Information Act 1982 (OIA) which would be prejudiced by the holding of the relevant parts of the proceedings of the meeting in public.

The general subject of each matter to be considered while the public is excluded and the reason for passing the resolution in relation to each matter are as follows:

Item	General subject of each matter to be considered	Section(s)
<b>8.</b>	<b>Administration</b>	
8.1.	Minutes from public excluded meeting held: - 5 July 2023 (ordinary meeting)	Section 9(2)(a) OIA Section 9(2)(g)(i) OIA

### 2.3. Draft open minutes of the ordinary meeting held 2 August 2023

Item	General subject of each matter to be considered	Section(s)
	- 27 July 2023 (extraordinary meeting)	Section 9(2)(i) OIA
8.2.	Confidential action list	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
<b>9.</b>	<b>Monthly Reports</b>	
9.1.	Chief Executive's Report	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
9.2.	Wellbeing and Safety monthly report	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
9.3.	Operational risk	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
<b>10.</b>	<b>Financial Reports</b>	
10.1.	Te Pūkenga Financial Report – June 2023	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
10.2.	Pricing approach for 2024 and 2025	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
<b>11.</b>	<b>Strategy</b>	
11.1.	Quarter 2 report to Tertiary Education Commission	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
11.2.	Elections for permanent learner and kaimahi advisory committees	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
<b>12.</b>	<b>Reports from Committees</b>	
12.1.	Closed minutes from Te Poari Akoranga held 12 July 2023	Section 9(2)(i) OIA Section 9(2)(g)(i) OIA
12.2.	Report from closed portion of Finance and Capital Investment Committee held 21 July 2023	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
12.3.	Report from Appointment and Remuneration Committee held 24 July 2023	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
12.4.	Permanent Māori Advisory Committee Terms of Reference and appointment process	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
<b>13.</b>	<b>Inwards correspondence (confidential)</b>	
13.1.	Rūnanga o MIT response to Te Pūkenga proposed structural changes	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
15.	He take atu anō   Any other business (confidential)	Section 9(2)(a) OIA Section 9(2)(g)(i) OIA Section 9(2)(h) OIA Section 9(2)(i) OIA Section 9(2)(j) OIA

### Interests

Section	Interest
Section 9(2)(a) OIA	To protect the privacy of natural persons, including that of deceased natural persons.

### 2.3. Draft open minutes of the ordinary meeting held 2 August 2023

Section	Interest
Section 9(2)(g)(i) OIA	To maintain the effective conduct of public affairs through the free and frank expression of opinion by or between members of any organisation or employees of any organisation in the course of their duty.
Section 9(2)(h) OIA	To maintain legal professional privilege.
Section 9(2)(i) OIA	To enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities.
Section 9(2)(j) OIA	To enable the organisation to carry on, without prejudice or disadvantage, negotiations (including commercial and industrial negotiations).

And that certain employees from Te Pūkenga be permitted to remain at the meeting, namely Ziena Jalil, Keri-Anne Tane, Garth Gulley, Gus Gilmore, Megan Gibbons, Andrew McSweeney, Michelle Teirney, Clarke Raymond, Kara Hiron and Paora Ammunson after the public has been excluded, because of their specific knowledge in relation to the above items. This knowledge, which will be of assistance in relation to the matters above to be discussed, is relevant to those matters because they have assisted in the progression of such matters.

**CARRIED**

The open session meeting closed at 9.19am and moved into closed session at 9.25am.

The meeting closed at 11.39am.

Te Pūkenga Council Meeting  
Pūkenga Operations  
Action items as at 31 August 2023

Meeting Date	Agenda item	Action Type	Action No	Action	Assigned To	Status	Deadline	Update
29-Aug-22	5.1	Open	1	Management to consider an update to the whakatauki as an opportunity to update this to be inclusive of work-based learning	Paora Ammunson	Closed-30/8/23	1-Nov-23	Will be taken care of as part of strategic framework

# Pūrongo Kaunihera a Te Pūkenga | Council Report

6 September 2023

<b>Title</b>	<b>Late items</b>
<b>Provided by</b>	Rebecca Donne, Council Secretary
<b>For</b>	Information

## Te Taunaki | Recommendation(s)

It is recommended that Te Pūkenga Council:

a.	Resolve to include any late items on the agenda, should any items be received.
----	--

## Te Tāhuhu Kōrero | Background

Items not on the agenda for the meeting require a resolution under section 46A of the Local Government Official Information and Meetings Act 1987 stating the reasons why the item was not on the agenda and why it cannot be dealt with at a subsequent meeting on the basis of a full agenda item.

## Te pūtake o tēnei pūrongo | Purpose of this report

The purpose of this report is to provide a space on the agenda for any late items (if received) to be resolved to be included on the agenda.

## Ngā Kōwhiringa me Te Tātaritanga | Options and analysis

Not applicable.

## Te Pae Tawhiti | Te Tiriti o Waitangi Excellence Framework

Not applicable.

## Ōritetanga me te Angitu Ākonga | Equity Impact and Ākonga Success

Not applicable.

## Pānga ki Ngā Ākonga/Kaitukumahi | Employer Impact

Not applicable.

## **Te Uiuinga Whānui | Engagement/consultation**

Not applicable.

## **Ngā tino raru ka heipū mai | Key risks**

Not applicable.

## **Te tirohanga taha pūtea | Financial considerations**

Not applicable.

## **Te Ahunga Ki Mua | Next steps**

Not applicable.

## **Te Hunga whai koha | Contributors**

Not applicable.

## **Ngā Tāpiritanga | Appendices**

Not applicable.

# Pūrongo Kaunihera a Te Pūkenga | Council Report

6 September 2023

<b>Title</b>	<b>Chief Executive's Report to Council – Open Session</b>
<b>Provided by</b>	Peter Winder, Tumuaki   Chief Executive
<b>For</b>	Information

## Te Taunaki | Recommendation(s)

It is recommended that Te Pūkenga Council (the Council):

a.	Receive the report titled 'Chief Executive's Report to Council – Open Session';
b.	Note the update on current issues, key achievements and highlights arising during the reporting period.

## Kōrero Whakapōpoto | Executive Summary

During August, Te Pūkenga announced several initiatives that showcase the positive impacts that we have on ākonga and employers including a Memorandum of Understanding (MoU) with Air New Zealand. We also hosted the Minister of Education (Minister) Hon Jan Tinetti, at some of these initiatives, as well as at various campuses and with in-work employers and apprentices. More details on these initiatives are included in this report.

Following on from my recent participation in the Prime Minister's trade delegation to China, the Chinese Minister of Education, Mr. Huai Jinpeng, and a delegation visited New Zealand. Hon Jan Tinetti, New Zealand Minister of Education, joined the Chinese Minister in witnessing the signing of a Memorandum of Arrangement (MoA) between the China Center for International People to People Exchange of the Ministry of Education (CCIPE).

Consultation on Tāraia te anamata | Creating our futures with Te Pūkenga kaimahi (staff) on the proposed organisational structure closed on 21 July, and Te Pūkenga leadership has been working through the feedback in over 8,000 submissions before making final decisions. Given the large amount of feedback, it has taken us longer to finalise structures than we had hoped. On 31 August, we advised kaimahi that we will be announcing decisions in the week beginning 18 September.

Domestic enrolments continue to be down in all three modes of delivery; however we have exceeded our budgeted forecast for international student enrolments.

## Ngā mahi matua i te wā o te pūrongo | Key activity during reporting period

The leadership team, with support from the Regional Executive Director Co-Leads, National Ako Network Directors and People Culture and Wellbeing kaimahi, have been reviewing the extensive

feedback from kaimahi on Tāraia te anamata | Creating our futures consultation for five business groups. We are finalising business group designs based on feedback and further thinking. Once decisions have been made, we will create a decision document for the announcement to kaimahi.

We are eager to make announcements for kaimahi as soon as possible as we know that there is a lot of anxiety within our network, however we have received such a significant amount of feedback that we must give it due consideration.

During this reporting period, we made announcements about several Te Pūkenga partnerships, namely:

- Nelson Marlborough Institute of Technology (NMIT) | Te Pūkenga signed an MoU with Air New Zealand in Blenheim which was witnessed by the Minister. The MoU will open new opportunities for ākonga in the region and beyond, providing a clear pathway in General Aviation Engineering – the NMIT | Te Pūkenga Aviation School of Engineering's current focus – and in the airline industry.
- Te Pūkenga also currently arranges on-the-job training through ServiceIQ | Te Pūkenga for 134 Air New Zealand ākonga with approximately 70 apprentices undertaking the NZ Apprenticeship in Aeronautical Engineering and 50 undertaking Level 6 diplomas in aeronautical engineering, aeronautical maintenance, and aeroplane airline preparation.

This is an example of Te Pūkenga offering an important national employer, a comprehensive suite of education and training options that best meets its needs.

- Te Pūkenga and CCIPE signed an agreement to work together on vocational education and training before our Minister of Education and the Chinese Minister of Education at Parliament in Wellington. The MoA establishes the 'New Zealand – China Vocational Education Cooperation & Development Alliance', a framework for discussing and enhancing cooperation between vocational training sectors in both countries.

The Minister of Education also visited several on-campus business divisions, an employer and apprentices of one of our work-based business divisions over the past month:

- On 7 August, she visited two Ara Institute of Canterbury (Ara) | Te Pūkenga campuses in Christchurch where she observed learning technologies that are offered to a range of health ākonga (including midwifery and nursing). She also met with Pacific learners during a 'Study Jam' hosted by the Pacific mentor programme, which underscored the importance of mentoring groups for student success.
- On 23 August, she visited Toi Ohomai | Te Pūkenga campus in Rotorua where she announced a new fund, Tūwhitia – Accelerating Learner Success'. This fund will provide up to \$10 million each year to tertiary institutions to co-fund learner success initiatives. Te Pūkenga has adopted the Equity and Ākonga Success Strategy that outlines a 10-year roadmap to increase access, participation, wellbeing, and parity of outcomes for priority learners. There are many initiatives in the strategy that are targeted at supporting success for ākonga Māori, as well as Pacific and disabled ākonga. Once the Tertiary Education Commission (TEC) has developed the eligibility criteria, Te Pūkenga will apply for this funding.
- Also on 23 August, the Minister joined BCITO | Te Pūkenga employer, Riverwood Buildings, and their apprentices as they built a new three-bedroom home. This employer talked about

how Apprenticeship Boost has helped train and retain building staff at a time when demand for builders is high in Rotorua.

This month, we announced that Zero Fees Scheme would remain in place for 2024 in southern region campuses of Southern Institute of Technology (SIT) | Te Pūkenga, namely Invercargill, Gore, Queenstown, and Telford (Balclutha). The announcement noted that it would not apply for SIT2LRN students with residential addresses outside of the Southern regions, or those at SIT's Christchurch campus.

The Education and Training Amendment Act 2023 (Act) recently passed with the changes becoming law by the end of August 2023. This Act enables a Te Pūkenga Council member whose term has expired before their successor is appointed, to continue in office until their successor's appointment takes effect.

The Act also brings the universities and wānanga in line with various governance and reporting requirements which Te Pūkenga is already subject to, such as reporting employee remuneration of \$100,000 and above in annual reports.

It also establishes a new Wānanga sector framework that recognises the significant Tiriti o Waitangi relationship that wānanga have with the Crown and their unique role in the tertiary education sector. It addresses a long-standing Crown commitment to enable wānanga to be characterised as Crown Tiriti partners whose whakapapa is more to iwi and our first iwi/Māori knowledge systems. Wānanga no longer need to be categorised as Crown Entities.

The Bill (as introduced) considered making wānanga a protected term, however this did not make it past the Select Committee stage. The Education and Workforce Committee noted in its report on the Bill that there had not been adequate consultation and robust policy development on the proposed legislative change, and it could give rise to legal challenges or other unintended consequences. There will be quality assurance, funding, and various other matters to be worked through with the wānanga sector. This development underlines the importance of our partnership approach to working with wānanga and our growing relationship with Te Wānanga o Aotearoa.

Ministry of Education (Ministry) commenced discussions with stakeholders on the review of Higher Education. Dr Megan Gibbons, Deputy Chief Executive Academic Centre and Learning Success, presented to Ministry officials on the unique role that Te Pūkenga plays in higher education delivering a work-integrated focus that is a logical progression from our vocational education provision, including the development of degree apprenticeships. She also highlighted our links to professional practice and industry in higher education delivery and the ability to provide flexible study across all three modes of delivery to best suit the unique needs of ākongā. She shared some of the lessons learnt from the reform of vocational education, including taking a collaborative approach rather than a competitive one.

During this reporting period, Te Pūkenga has held graduation ceremonies for graduates from Eastern Institute of Technology | Te Pūkenga, Open Polytechnic | Te Pūkenga and Otago Polytechnic (Auckland International Campus) | Te Pūkenga. One graduate, in their valedictory speech noted the struggles he faced when he returned home from playing rugby in France, but thanks to his education, he has now created his own company aimed at strengthening the relationship between parent and child for Pasifika people.

Also during the past month:

- The first sod for the new engineering, fabrication and welding workshops was turned at the Ara | Te Pūkenga campus in Timaru. Building a new engineering training facility is a major investment to support the area's trades and engineering sector and is a continuation of our commitment to a region we have been serving for over 100 years.
- BCITO | Te Pūkenga dominated the recent Waikato regional final of the 2023 Registered Master Builders Carters Apprentice of the Year competition, taking out the top three places. An apprentice from Taumarunui won, with growing demand for builders across central North Island.
- Connexis | Te Pūkenga, the work-based learning business division responsible for infrastructure training, launched the 'Totara' eLearning app enabling ākonga to complete additional self-directed learning using their phones. This is a positive step forward to support our ākonga to undertake learning in an environment they are familiar with and has been developed with learner needs in mind. There are seven infrastructure Level 2 and 3 programmes currently available on the app, with Gateway micro-credentials to be uploaded in the coming weeks.
- Paint manufacturer Resene NZ partnered with Open Polytechnic | Te Pūkenga in an Employee Benefit Arrangement and will promote our Level 4 NZ Certificate in Interior Décor as part of its own internal bonus-based Resene NZ Training Road Map.
- Eight Otago Polytechnic | Te Pūkenga Bachelor of Design (Fashion) graduates, and ākonga and kaiako from Ara | Te Pūkenga participated in the New Zealand Fashion Week (NZFW) Graduate Show, which was held at the Viaduct Events Centre, Auckland, on 30 August. The NZFW experience was used for professional development, networking and contributed to the ākonga portfolio.
- A SIT | Te Pūkenga cookery student had success in their first culinary competition, achieving a bronze medal in a close contest against more experienced competitors. Held at Ara | Te Pūkenga campus in Christchurch, the competition has been running for 58 years in Australia and since 2020 in New Zealand. The culinary award supports young chefs in making industry connections, advancing skills, and progressing their careers.
- Following two years of hard work and collaboration, Te Rūnanganui o Te Āti Awa opened a new building at Te Whiti Park in Waiwhetū, Lower Hutt, to provide extended hauora (health) services to the community. The new structure was built by 44 Whitireia and WelTec | Te Pūkenga ākonga doing on-the-job training as part of their construction trades certificate funded by the Māori and Pasifika Trades Training scholarships.
- An enrolled nurse was awarded the prestigious New Zealand Nurses Organisation's National Leadership Award at Wintec | Te Pūkenga campus in Hamilton. The award came two days after her graduation at Wintec, a culmination of two years' study that required a lot of travel and dedication, achieved despite the impact of COVID-19.

## 4. Risk and compliance

# Pūrongo Kaunihera a Te Pūkenga | Council Report

6 September 2023

<b>Title</b>	Te Pūkenga Common Seal Policy
<b>Provided by</b>	Megan Gibbons, Pourangi Mātauranga me ngā Pūnaha Ako   DCE Academic Centre and Learning Systems
<b>Author</b>	Fionna Moyer, Kaikōkiri Director Quality
<b>For</b>	Approval
<b>Classification</b>	Unclassified
<b>Endorsement (if any)</b>	None

## Te Taunaki | Recommendation(s)

It is recommended that Te Pūkenga Council:

a.	Receive the report titled 'Te Pūkenga Common Seal Policy';
b.	Approve Te Pūkenga Common Seal Policy; and
c.	Approve the proposed design for Te Pūkenga Common Seal.

## Te Tāhuhu Kōrero | Background

Under the Crown Entity Act 2004, Te Pūkenga, as a statutory entity, is enabled to have a Common Seal (Seal) to represent its signature and to authenticate documents in its name. Most commonly affixed to award certificates and other testamurs, a Common Seal may also be affixed to deeds, and occasionally to other contracts and agreements.

Affixing the Seal to a document indicates that the document is formal, or in the case of a deed, creates legally binding relations. For award certificates, the Seal will be affixed (either pre-embossed as part of the template, or as an embossed sticker) to all awards for formal qualifications, Microcredentials, and honorary awards as approved by Council.

At its meeting on 19 July 2022, Te Pūkenga Council approved the creation of Te Pūkenga Common Seal.

## Te pūtake o tēnei pūrongo | Purpose of this report

Two items are presented for Council approval:

1. A design for Te Pūkenga Common Seal, and
2. Te Pūkenga Common Seal Policy which sets out the parameters for use and security of the Seal.

## Ngā Kōwhiringa me Te Tātaritanga | Options and analysis

The Common Seal design and Common Seal policy included in the appendices are recommended to Council for approval. The options if Council decides not to approve the Seal, are outlined in the Key Risks section.

## Te Pae Tawhiti | Te Tiriti o Waitangi Excellence Framework

Common practice across the tertiary education sector is to Seal award certificates for qualifications at level 7 (bachelor degree) and above only. According to Te Tahuu o te Mātauranga | Ministry of Education October 2022 [Education Indicator Education and Learning Outcomes](#) report, the proportion of Māori aged 25 to 64 with a bachelors or higher qualification in 2021 was 18 percent. This means that many of our ākonga Māori do not receive a Sealed certificate. While the Common Seal in and of itself does not progress the outcomes and goals of Te Pae Tawhiti, Te Pūkenga decision to Seal all award certificates for all formal qualifications and Microcredentials demonstrates our commitment to inclusivity and equity for all ākonga Māori by ensuring that the award certificate(s) they receive are formally Sealed, regardless of level or length of the qualification.

## Pānga ki Ngā Ākonga/Kaitukumahi | Learner outcomes

While the Common Seal in and of itself does not progress or contribute to learner outcomes, the use of the Common Seal on all qualifications assures ākonga that Te Pūkenga recognises, values, and awards achievement at all levels equally.

## Pānga ki Ngā Ākonga/Kaitukumahi | Employer Impact

While the Common Seal in and of itself does not impact on Employers, the use of the Common Seal provides assurance to employers of the legitimacy of Te Pūkenga award certificates.

## Ōritetanga | Equity Impact

While the Common Seal in and of itself does not impact on or ameliorate inequity, its inclusion on all Te Pūkenga award certificates provides clear evidence of the importance and weight that Te Pūkenga places on all levels of achievement.

## Te Uiuinga Whānui | Engagement/consultation

Group engaged with	Level of engagement <sup>1</sup>	Commentary
Pourangi Mātauranga me ngā Pūnaha Ako DCE Academic Centre and Learning Systems	Inform	Provided updates on progress towards completion of mahi and detail on consultation undertaken

<sup>1</sup> Inform, Consult, Collaborate, Partner, Empower. Refer [Engagement Summary 110619 \(tearawhiti.govt.nz\)](#) for guidance. Engagement may be required at different levels for different stakeholder groups.

Group engaged with	Level of engagement <sup>1</sup>	Commentary
Marketing	Partner	Designed Te Pūkenga Common Seal; provided advice and guidance around its use and specifications
Office of the Chief Executive: Legal	Collaborate	Supported development of policy and provided feedback throughout its writing.
Pourangi Kaimahi Chief of Staff, Office of the Chief Executive	Consult	Provided feedback and confirmed use and security of Seal.
Steven Turnbull, Chief Information Security Office, Digital	Consult	Provided advice on security of digital Seal.

## Ngā tino raru ka heipū mai | Key risks

Risk title	Description	Potential consequences	Current mitigation	Comments
Seal is not approved	Business Divisions will continue to use own Seals on graduation certificates	Confusion and misalignment between awarding institution (Te Pūkenga) and Seal (business division)	Co-branded certificates mitigate misalignment through the current use of both Te Pūkenga and business division branding.	Te Pūkenga intends to move to single branded templates for all qualifications through 2024. Te Pūkenga Seal on all award certificates will facilitate the move away from co-branded certificate.
Unsealed Certificates	No Seal is used on graduation certificate	Many tertiary education organisations will not accept an unsealed award certificate thereby preventing Te Pūkenga graduates from pathwaying to a	Co-branded certificates mitigate this potential risk through the use of current seals and co-branding which enable ākonga to receive a sealed certificate.	

Risk title	Description	Potential consequences	Current mitigation	Comments
		higher qualification.		
Unsealed international contracts	Many international partners (particularly organisations in China) request a seal on Memoranda of Understanding	A lack of a Seal may present an issue for international partners leading to a delay in establishing MOU and educational pathways	MOUs could continue with current business division partners which then restricts the relationship to one part of the network	

## Te tirohanga taha pūtea | Financial considerations

There are no financial considerations to be considered.

## Te Ahunga Ki Mua | Next steps

Once Council approval is received, work with the Marketing team will continue on the specifications for the physical, printed, and digital Seal.

## Te Hunga whai koha | Contributors

The policy and design will be provided to ELT on 5 September 2023. Any feedback which needs to be taken into consideration for approval of the policy and design will be verbally provided to Council.

## Ngā Tāpiritanga | Appendices

**Appendix 1:** Te Pūkenga Common Seal design

**Appendix 2:** Te Pūkenga Common Seal Policy

# Te Pūkenga Seal Concept

Te Pūkenga New Zealand Institute of Skills and Technology Common Seal



Black



Gold foil



Embossed foil sticker

# Kaupapa-here | Te Pūkenga Common Seal Policy

## Mō wai me te whānuitanga | Audience and scope

This policy applies to:

- all employees of Te Pūkenga, including contracted staff, consultants and secondees providing services for Te Pūkenga, and those on fixed-term contracts (collectively referred to as Kaimahi in this policy); and
- where appropriate, Ohu Kaitiaki, which extends to all those operating at a governance level, including Council members and members of Council's advisory committees.

## Mokamoka whakaaetanga | Approval details

<b>Version number</b>	1	<b>Issue date</b>	[insert date]
<b>Approval authority</b>	Te Pūkenga Council	<b>Date of approval</b>	[insert date]
<b>Policy sponsor (has authority to make minor amendments)</b>	Director Legal	<b>Policy owner</b>	Pourangi Kaimahi Chief of Staff Office of the Chief Executive
<b>Category</b>	Governance	<b>Date of next review</b>	[insert date]
<b>Contact person</b>	Director Legal		

## Ngā whakatikatika | Amendment history

Version	Effective date	Created/reviewed by	Reason for review/comment
1	[insert date]	Academic Centre and Learning Systems Office of the Chief Executive	First published

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## Kaupapa-here | Te Pūkenga Common Seal Policy

### 1. Pūtake | Purpose

- 1.1 The Common Seal represents the signature of Te Pūkenga Council and its presence on a document, countersigned by the relevant delegated authority demonstrates that execution of the particular documents was duly authorised by Te Pūkenga Council.
- 1.2 The purpose of this policy is to
  - a. Establish the circumstances under which the Common Seal may be affixed to documents
  - b. Ensure the Common Seal is affixed to appropriate documents
  - c. Establish those who may witness the affixing of the Common Seal
  - d. Provide for the safe keeping of the Common Seal.

### 2. Ngā Mātāpono | Principles

- 2.1. Te Pūkenga is entitled to enter into formal documents, such as deeds, without affixing the Common Seal (see section 127 (2) of the Crown Entities Act 2004).
- 2.2. The Common Seal may be affixed to certificates for academic qualifications, testamurs, and honorary awards to which its use has been approved by Council. The Common Seal may be affixed to any other document only pursuant to a resolution of Council, or such delegations as may be issued by Council.
- 2.3. In the interests of expediency, the Common Seal may be affixed prior to a formal resolution of Council if the relevant document is of a non-contentious or routine nature, in which case, the affixing of the Common Seal shall be ratified at the next regular Council meeting.
- 2.4. The Common Seal may be affixed to any document which has been deemed appropriate and necessary by the Chief Executive and which has been approved by the Director Legal to be in order.

### 3. Kaupapa Here | Policy Statements

#### 3.1. Attestation

- a. When applying the Common Seal to a document other than an academic award under clause 2.2, the following attestation clause (or similar) should be used:

*Dated this [insert date] day of [month] [year]*

*The Common Seal of Te Pūkenga - New Zealand Institute of Skills and Technology was hereunder affixed in the presence of:*

\_\_\_\_\_  
*Signature of*

\_\_\_\_\_  
*Signature of*

- b. Where the common seal is applied digitally, the occurrence of the above attestation will be digitally recorded through the means of a credentialing service under contract to Te Pūkenga for the purpose of ensuring digital credentials are reliable, trustworthy, and verifiable.

#### 3.2. Security

- a. For affixing to an academic award under clause 2.2, the Common Seal will be kept in safe custody by the Pourangi Mātauranga me ngā Pūnaha Ako DCE Academic Centre and Learning Systems.
- b. For all other purposes, the Common Seal will be kept in safe custody by Director Legal.
- c. The digital variant is secure by design and cannot be used other than under the instruction of Pourangi Mātauranga me ngā Pūnaha Ako DCE Academic Centre and Learning Systems or Pourangi Kaimahi Chief of Staff.

### 3.3. Register and reporting

- a. The Pourangi Kaimahi Chief of Staff is responsible for ensuring that a register is maintained, recording the date and document to which the Common Seal was affixed, and each month a report be made to Council of the documents sealed in accordance with this Policy in the immediately preceding month.

### 3.4. Witnesses to Attestation

- a. The Common Seal may be affixed to an academic award under clause 2.2 attested by the Chair of Council and the CEO.
- b. Subject to the requirements of clause 2.2 or 2.3 having been met, affixing the Common Seal to documents other than academic awards must be witnessed by either:
  - i. Any two members of Council; or
  - ii. One member of Council and either the Chief Executive or other delegated authority.

## 4. Ngā Haepapa | Responsibilities

Role	Responsibilities
Chief Executive	May waive or vary the provisions of this Policy in individual cases; any such waivers or variations must be reported to Council
Pourangi Kaimahi Chief of Staff	Responsible for monitoring compliance with this Policy and reporting any breaches to Council. Breaches of this Policy may result in disciplinary action under the kaimahi code of conduct

## 5. Ngā Tikanga | Definitions

Term	Definition
<b>Common Seal</b>	The common seal of Te Pūkenga which, in its physical form, is either a rubber stamp, a sticker, or a print or digital copy carrying the words “Common Seal” and the full name of Te Pūkenga.

## 6. Ngā Hononga ki Tuhinga kē | Links to Other Documents

<b>Ngā Kaupapa-Here e Hāngai ana   Related policies</b> Te Pūkenga Awards Statute (TBD)
<b>Ture whai take   Relevant legislation</b> <a href="#">Section 128</a> of the <a href="#">Crown Entities Act 2004</a>

# Pūrongo Kaunihera a Te Pūkenga | Council Report

6 September 2023

<b>Title</b>	Nelson Polytechnic Educational Society Incorporated (NPES) – Compliance Issues
<b>Provided by</b>	Kara Hiron, Director Legal
<b>Author</b>	Richard Browning, Legal Advisor
<b>For</b>	Discussion and Approval
<b>Classification</b>	Unclassified
<b>Endorsement (if any)</b>	None

## Te Taunaki | Recommendation(s)

It is recommended that Te Pūkenga Council:

a.	Receive the report titled Nelson Polytechnic Educational Society Incorporated (NPES) – Compliance Issues;
b.	Acting as the Members of NPES, hold the annual general meeting of the Society; and
c.	Appoint Olivia Hall, Nicole Akuhata, Julie Bytheway and Kate Neame as Members of NPES; and
d.	Reconstitute the Executive Committee of NPES by appointing Olivia Hall, Nicole Akuhata, Julie Bytheway and Kate Neame as members of that Executive Committee; and
e.	Receive and approve the financial statements of NPES for the year ended 31 December 2022;
f.	Receive the minutes of the last general meeting of NPES.

## Te Tāhuhu Kōrero | Background

As a result of the ITP integration process, Nelson Polytechnic Education Society Incorporated (NPES), an incorporated society, is now part of the network of Te Pūkenga. Its proper functioning and the fulfilment of its charitable objectives fall fully within the objectives of Te Pūkenga to provide for the needs of learners and trainees, in this case, those in the Nelson-Marlborough region.

NPES was formed as an incorporated society on 14 June 1979 to promote and maintain the welfare of the former Nelson Polytechnic Institute and its students and staff, and to provide academic bursaries and scholarships. Its latest financial statements show assets and equity in excess of \$953,000 and that scholarships totalling \$73,988 were paid in the last financial year.

Under the Rules of NPES its members comprise of members of Nelson Polytechnic Council and its secretary (Rule 3(a)), and any other persons agreed to be accepted by the Society in general meeting. By operation of the Education and Training Act 2020, the members of NPES are now the members of Te Pūkenga Council (Council) (having replaced the board of directors of Nelson Marlborough Institute of Technology (NMIT) Limited). It should be noted that the members of the Council, acting as members of NPES, cannot delegate their responsibilities to another person or committee (such as the Chief Executive or the Appointment and Remuneration Committee) because the members of Council hold their position as members of NPES in their personal capacity.

The operations and administration of NPES are to be undertaken by an Executive Committee. This Committee is intended to comprise a president and four members of NPES. The president is not required to be an employee of Te Pūkenga and under the Rules could be co-opted by the Executive Committee. However, as a result of the change in the composition of the members of NPES, those positions on the Executive Committee have now fallen vacant and the Committee is not able to function.

Under the Rule 9.2, the Executive Committee is to be elected by members of NPES at the annual general meeting. In addition, the business of the annual general meeting is to receive the minutes of the previous meeting and to approve the annual report (i.e. the financial statements). The annual general meeting must be held once each calendar year (Rule 13.1) but, to date, no such meeting has yet been held for 2023.

The Rules of NPES are unnecessarily complex and cumbersome. Being an incorporated society adds to that complexity. The recommendation is that NPES be wound up as soon as reasonably practicable and its assets (cash) be distributed to a trust with the same charitable objectives.

## Te pūtake o tēnei pūrongo | Purpose of this report

The purpose of this report is to request that Council constitute itself as the members of NPES in annual general meeting for the purpose of:

1. Receiving the minutes of the last general meeting (Appendix 2);
2. Receiving and approving the annual report/financial statements of NPES for the year ended 31 December 2022 (Appendix 3);
3. Accept the following persons as members of NPES in accordance with the resolution set out in Appendix 1:
  - a. Olivia Hall - Executive Director, Region 3
  - b. Nicole Akuhata - Department of Social Sciences academic staff member (NMIT)
  - c. Julie Bytheway - Head of Department, Learner Services (NMIT)
  - d. Kate Neame - Interim Operations Lead (NMIT).

As well as holding the role of Executive Director at Te Pūkenga, Olivia is also Chair of Te Rūnanga o Ngāti Rārua and the National Iwi Chairs Mātauranga Iwi Leaders Group. Olivia has nominated Nicole, Julie and Kate as suitable Executive Committee members given their senior roles within the NMIT business division.

4. Elect as members of the Executive Committee Olivia Hall, Nicole Akuhata, Julie Bytheway and Kate Neame plus one member of Council as President in accordance with the resolution in Appendix 1.

## Ngā Kōwhiringa me Te Tātaritanga | Options and analysis

As noted above, because of the operation of law (the Education and Training Act), the members of Council now constitute the members of NPES. There are no other persons or committees which could validly perform the actions proposed in this report.

## Te Pae Tawhiti | Te Tiriti o Waitangi Excellence Framework

The proposed actions have no direct relation to Te Pae Tawhiti.

## Pānga ki Ngā Ākonga/Kaitukumahi | Learner outcomes

Scholarships granted in 2022 totalled \$73,988. If the Executive Committee is not reconstituted, there will be no valid way for NPES to grant scholarships in 2023.

## Pānga ki Ngā Ākonga/Kaitukumahi | Employer Impact

Not applicable.

## Ōritetanga | Equity Impact

Not applicable.

## Te Uiuinga Whānui | Engagement/consultation

Group engaged with	Level of engagement	Commentary
Staff at NMIT – in particular, those responsible for compliance; and past members of the Executive Committee	Collaborate	Discussions regarding the process needed to make NPES operational again, and as to the recommended persons to form the Executive Committee

## Ngā tino raru ka heipū mai | Key risks

Risk title	Description	Potential consequences	Current mitigation	Comments
Operational failure	NPES is in a position where it is unable to function	(i) Scholarships are not able to be awarded for 2023	An extension of time to file the annual return has been granted to allow time for the	Taking the actions set out in this report will

Risk title	Description	Potential consequences	Current mitigation	Comments
		(ii) NPES is removed from the Register of Incorporated Societies for failure to file an annual return  (iii) Reputational damage – NPES has received substantial funds from donors	members to approve the financial statements	remove all these risks

## Te tirohanga taaha pūtea | Financial considerations

None specific to Te Pūkenga.

## Te Ahunga Ki Mua | Next steps

1. Declare that the part of the meeting of Te Pūkenga Council set aside for consideration of this report also constitutes the 2023 annual general meeting of NPES.
2. If approved, pass the resolutions in the attached Agenda (see Appendix 1).
3. When complete, declare the annual general meeting closed.

## Te Hunga whai koha | Contributors

Not applicable.

## Ngā Tāpiritanga | Appendices

1. Appendix 1: Proposed Agenda and resolutions for annual general meeting of members of NPES.
2. Appendix 2: Minutes of the meeting of NPES held on 27 September 2022.
3. Appendix 3: Financial statements of NPES for the year ended 31 December 2022.

**NELSON POLYTECHNIC EDUCATIONAL SOCIETY INC. (“Society”)**

**AGENDA AND RESOLUTIONS OF ANNUAL GENERAL MEETING**

**To be held on 30 August 2023**

1. Meeting opened by the Chair

2. Apologies (if any):

3. Minutes of the last meeting:

It is noted that none of the current members of the Society was present at that meeting, but the minutes have already been approved as a correct record of the proceedings by former members.

**Resolution:** *That, in accordance with Rule 13.7(a), the minutes of the meeting of 23 December 2023 as distributed to the members are received.*

4. Waiver of notice requirements:

It is noted that Rule 13.3 requires that 14 days’ notice be given to all member of the annual general meeting.

**Resolution:** *That the members (being all the current members of the Society) waive the requirement for 14 days’ notice of the annual general meeting.*

5. Financial statements:

It is noted that the financial statements have been signed on behalf of the Society by the Chair of Council but that the Companies Office requires that the members formally approve the financial statements in general meeting.

**Resolution:** *That, in accordance with Rule 13.7(b), the financial statements of the Society for the financial year ended 31 December 2022 are received and approved.*

6. New members:

It is noted that the following nominees have been recommended for acceptance as members of the Society and are all employees of Te Pūkenga in the Nelson-Marlborough region with senior management and/or teaching responsibilities.

**Resolution:** *That Olivia Hall, Nicole Akuhata, Julie Bytheway and Kate Neame are accepted as members of the Society in accordance with Rule 5.1(b).*

7. Appointment of an Executive Committee:

It is noted that there is currently no functioning Executive Committee. It is proposed that the members accepted under item 5 above, having local experience and responsibilities, be appointed to manage the business of the Society in accordance with Rule 9.

**Resolution:** *That, in accordance with Rule 9.2, Olivia Hall, Nicole Akuhata, Julie Bytheway and Kate Neame are appointed as the members of the Executive Committee.*

8. Meeting closed

**NELSON POLYTECHNIC EDUCATION SOCIETY INCORPORATED (NPES - 'THE SOCIETY')**

**MEETING MINUTES**

**27 SEPTEMBER 2022 AT 3 PM, NMIT MARLBOROUGH CAMPUS**

**PRESENT:** NMIT Trustees: T Johnston, T Grant, P Smith, P Cowper, C Newton, J Edgar.

**IN ATTENDANCE:** W Jackson (Chief Executive), J Baxendine (Minute-Taker)

Chair welcomed everyone to the NPES meeting.

**1. Administrative**

**1.1 Apologies/Declarations of Interests/Confirmation of Membership**

**Resolved:**

**That apologies for absence from K Grant and B Johnston.**

**1.2 Confirmation of the minutes from the NPES AGM on 23 May 2022.**

**Resolved:**

**That the minutes of the NPES AGM on 23 May 2022, be accepted as a true and accurate record.**

**2. Financial Report**

**Resolved:**

**That the Society approved the financial report for 31 August 2022.**

**3. The Future Structure of NPES.**

*(Refer to the paper submitted in the NMIT Board August 2022 Agenda Pack).*

Before getting the response from Te Pūkenga (TPK) and based on the subsequent legal opinion from Duncan Cotterill, the members had the legal ability to decide on the future of NPES. This provides the option for the members to consider continuation as a membership-based organisation, or to turn it into a trust. If staying as a membership-based organisation, then it would require an update to the Society constitution around membership and confirmation that it complies with the new Incorporated Societies Act 2022. The alternative is to turn it into a trust, as per the Duncan Cotterill opinion, potentially a charitable trust.

The email to TPK on the intended pathways resulted in a reply that indicated NMIT did not have the right to manage NPES and it will change naturally with the transition to TPK. The subsequent opinion from Duncan Cotterill states that it is ambiguous and not a given that TPK has that power. However, there is a requirement in the constitution that the Society has to give 14 days notice of any changes.

It is important that any decisions in this NPES meeting are made by the members of the Society, not as Directors of NMIT. Duncan Cotterill considers that moving the money to a trust with similar objectives could be done within the rules of the association.

The members discussed the option to share the intent of any change to the Society with TPK by 30 September.

The members of NPES acknowledge that the members of NPES will become the TPK Council after 30 September, but the current members would wish to share the intended future of the association as proposed for discussion in an August paper. With the cancellation of the August meeting due to the regional floods, this paper was not discussed. These intentions were around the opportunities to grow the revenue base by changing the structure of the entity and to look at how these funds could support under-resourced learners, including Iwi, and to support the drivers of the regional economy. The preferred model would be a charitable trust for the Te Taihū region. The members discussed proposing that foundation trustees could be Judene Edgar and Toni Grant and that a trust deed would be formed by the new Trustees.

The members recognise that a number of community organisations and trusts within Te Taihū donated funds to the association for the specific purpose of supporting learners in Te Taihū. These funds should be used for this purpose or returned to the donors.

**Resolved:**

That the members form a charitable trust to advance the education of students in Te Taihū for the purpose of furthering education.

**Resolved:**

That the members recommend the appointment of Judene Edgar and Toni Grant as founding trustees and that this is the intended purpose of the Trust:–

*The aspirations of this charitable trust would be to enhance opportunities for under-resourced learners to participate in training and increase participation in training in our areas of specialism and to support the regional economic drivers, priorities of the business sector and training needs to support workforce demands identified by RSLGs, and the potential to grow its effectiveness by reviewing the entity structure to enable inclusion of iwi partners and attraction of more philanthropic and corporate investment to do more for our purpose.*

The members of NPES, in good faith, trust that Te Pūkenga will respect the intent of NPES. The members seek the formal endorsement by the Board of NMIT LTD of this intent of the members of NPES. The members recognise that with the transition date being brought forward by 3 months, this has shortened the runway to achieve the intended outcome of creating a charitable trust and request further time be granted to the Society to affect these changes.

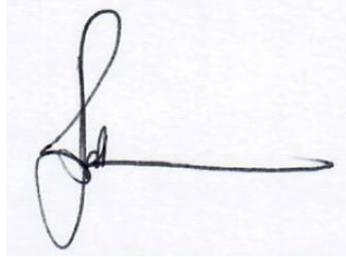
**Action:**

That NPES send a letter to Te Pūkenga Council sharing the intent of the members for the future of the Society and the wish to establish a charitable trust, and that this letter be endorsed by the Directors of NMIT Ltd.

**4. General Business**

*There being no general business the meeting closed at 3.35 pm.*

**Confirmed as a true and accurate record on: 23<sup>rd</sup> December 2022**

A handwritten signature in black ink, appearing to be 'Tracy Johnston', written on a light blue background. The signature is stylized with a large loop at the top and a long horizontal stroke extending to the right.

**Signed:**

---

**Tracy Johnston**

**Date of Signature: 23<sup>rd</sup> December 2022 .**

## Nelson Polytechnic Educational Society Incorporated

### Performance Report

For the year ended  
31 December 2022

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## 4.2. Nelson Polytechnic Educational Society Inc. (NPES) – Compliance Issues

### Nelson Polytechnic Educational Society Incorporated

#### Entity Information

For the year ended  
31 December 2022

Legal Name of Entity: Nelson Polytechnic Educational Society Incorporated

Type of Entity and Legal Basis (if any): Incorporated Society under the Incorporated Societies Act 1908

Registration Number: 225211

Entity's Purpose or Mission:  
Nelson Polytechnic Educational Society Incorporated was primarily incorporated for the purposes of providing student scholarships.

Entity Structure:  
Nelson Polytechnic Educational Society Incorporated is controlled by Te Pukenga by virtue of the appointment of Members of the Te Pukenga Council. The Society is managed by the Executive Committee comprising a President and four members of the Society.

Main Sources of the Entity's Cash and Resources:  
Nelson Polytechnic Educational Society Incorporated is mainly funded by revenue received from organisations for student scholarships, and interest earned on accumulated funds.

General Description of the Entity's Outputs  
During the year ended 31 December 2022, Nelson Polytechnic Educational Society Incorporated awarded scholarships to students studying at Nelson Marlborough Institute of Technology and incurred scholarship related expenses to the value of \$77,687.

#### Contact details

Registered Office: Te Pukenga trading as Nelson Marlborough Institute of Technology,  
Private Bag 16, Nelson

## 4.2. Nelson Polytechnic Educational Society Inc. (NPES) – Compliance Issues

### Nelson Polytechnic Educational Society Incorporated

#### Statement of Financial Performance

For the year ended  
31 December 2022

	Actual 2022 \$	Actual 2021 \$
<b>Revenue</b>		
Donations, fundraising and other similar revenue:		
Scholarships	-	-
Interest received	18,813	9,535
<b>Total Revenue</b>	<b>18,813</b>	<b>9,535</b>
<b>Expenses</b>		
Scholarship Payments & Expenses:		
General/NMIT Fund	73,988	35,616
Arrow	-	-
Constellation Wines	-	-
Cultural Exchange Fund	-	-
Coca-Cola Fund	-	-
Fletcher Challenge	-	-
Forestry Trust Fund	-	-
Pre Trade	-	-
InterIslander Trust Fund	-	-
Kain Hardship Fund & L B Kain Trust	-	-
Marine Trust Fund	-	-
Marlborough Employment Enterprise Trust	-	-
Nelson Pine Industries	-	-
Safe Air	-	-
Spaux Squire Trust Fund	250	120
Tourism Scholarship	-	-
West Coast Forestry	-	-
Waimea Rugby	-	-
Audit Fees	3,450	3,222
<b>Total Expenses</b>	<b>77,688</b>	<b>38,958</b>
<b>Surplus/(Deficit) for the Year</b>	<b>{58,875}</b>	<b>{29,423}</b>

4.2. Nelson Polytechnic Educational Society Inc. (NPES) – Compliance Issues

**Nelson Polytechnic Educational Society Incorporated**

**Statement of Financial Position**

As at  
31 December 2022

	Note	Actual 2022 \$	Actual 2021 \$
<b>Assets</b>			
<b>Current Assets</b>			
Bank accounts and cash		-	-
Other financial asset - Te Pukenga trading as Nelson Marlborough Institute of Technology		953,713	1,012,360
<b>Total Current Assets</b>		<b>953,713</b>	<b>1,012,360</b>
<b>Total Assets</b>		<b>953,713</b>	<b>1,012,360</b>
<b>Liabilities</b>			
<b>Current Liabilities</b>			
Creditors and accrued expenses		-	-
Other financial liability - Te Pukenga trading as Nelson Marlborough Institute of Technology		3,450	3,222
<b>Total Current Liabilities</b>		<b>3,450</b>	<b>3,222</b>
<b>Total Liabilities</b>		<b>3,450</b>	<b>3,222</b>
<b>Total Assets less Total Liabilities (Net Assets)</b>		<b>950,263</b>	<b>1,009,138</b>
<b>Equity</b>			
Contributed capital	1	-	-
Accumulated surpluses or (deficits)		950,263	1,009,138
<b>Total Equity</b>		<b>950,263</b>	<b>1,009,138</b>



~~XXXXXX~~

Murray Strong, Te Pukenga Council Chair

17/05/2023

Date

**Nelson Polytechnic Educational Society Incorporated**

**Statement of Cash Flows**

For the year ended  
31 December 2022

	Actual 2022 \$	Actual 2021 \$
<b>Cash Flows from Operating Activities</b>		
Cash was received from:		
Donations, fundraising and other similar receipts	-	-
Interest, dividends and other investment receipts	18,813	9,535
<b>Cash was applied to:</b>		
Scholarship payments	73,988	35,616
Payments to suppliers	3,450	3,222
Accounts Receivable - Nelson Marlborough Institute of Technology		
<b>Net Cash Flows from Operating Activities</b>	<b>(58,625)</b>	<b>(29,303)</b>
<b>Cash Flows from Investing and Financing Activities</b>		
Cash was received from:		
Advances of other financial assets	58,625	29,303
<b>Cash was applied to:</b>		
Repayment of other financial assets	-	-
<b>Net Cash Flows from Investing and Financing Activities</b>	<b>58,625</b>	<b>29,303</b>
<b>Net Increase / (Decrease) in Cash</b>	<b>-</b>	<b>-</b>
Opening Cash	-	-
Closing Cash	-	-
<b>This is represented by:</b>		
Bank Accounts and Cash	-	-

## Nelson Polytechnic Educational Society Incorporated

### Statement of Accounting Policies

For the year ended

31 December 2022

#### **Basis of Preparation**

Nelson Polytechnic Educational Society Incorporated has elected to apply PBE SFR-A (PS) Public Benefit Entity Simple Format Reporting - Accrual (Public Sector) on the basis that it does not have public accountability and has total annual expenses of equal to or less than \$2,000,000. All transactions in the Performance Report are reported using the accrual basis of accounting. The Performance Report is prepared under the assumption that the entity will continue to operate in the foreseeable future.

#### **Goods and Services Tax (GST)**

Nelson Polytechnic Educational Society Incorporated is not registered for GST. Therefore amounts recorded in the Performance Report are inclusive of GST (if any).

#### **Revenue**

##### *Grants*

Grants are recognised as revenue when the funding is received unless there is an obligation to return the funds if conditions of the grant are not met ("use or return condition"). If there is such an obligation, the grant is initially recorded as a liability and recognised as revenue when the conditions of the grant are satisfied.

##### *Interest revenue*

Interest revenue is recorded as it is earned during the year.

#### **Debtors**

Debtors are initially recorded at the amount owed. When it is likely the amount owed (or some portion) will not be collected, a provision for impairment is recognised and the loss is recorded as a bad debt expense.

#### **Creditors and accrued expenses**

Creditors and accrued expenses are measured at the amount owed.

#### **Equity**

Equity is measured as the difference between total assets and total liabilities.

#### **Changes in Accounting Policies**

There have been no changes in accounting policies during the year ended 31 December 2022.

## 4.2. Nelson Polytechnic Educational Society Inc. (NPES) – Compliance Issues

### Nelson Polytechnic Educational Society Incorporated

#### Notes to the Performance Report

For the year ended  
31 December 2022

#### Note 1: Equity Summary

2022

Description	Opening Balance	Interest	Other Revenue	Expenditure	Net Movement	Closing Balance
General/NMIT Fund	682,681	12,225	-	(77,438)	(65,213)	617,468
Arrow	42,425	857	-	-	857	43,282
Cultural Exchange Fund	38,574	779	-	-	779	39,353
Coca-Cola Fund	492	10	-	-	10	502
Fletcher Challenge	7,770	157	-	-	157	7,927
Forestry Trust Fund	30,875	623	-	-	623	31,498
Pre Trade	34,169	691	-	-	691	34,860
InterIslander Trust Fund	16,452	332	-	-	332	16,784
Kain Hardship Fund & L B Kain Trust	61,118	1,234	-	-	1,234	62,352
Marine Trust Fund	5,996	121	-	-	121	6,117
Marlborough Employment Enterprise Trust	122	3	-	-	3	125
Nelson Pine Industries	49,762	1,005	-	-	1,005	50,767
Spaux Squire Trust Fund	10,825	214	-	(250)	(36)	10,789
Tourism Scholarship	18,677	377	-	-	377	19,054
West Coast Forestry	6,360	128	-	-	128	6,488
Waimea Rugby	2,840	57	-	-	57	2,897
<b>Closing Balance</b>	<b>1,009,138</b>	<b>18,813</b>	<b>-</b>	<b>(77,638)</b>	<b>(58,875)</b>	<b>950,263</b>

2021

Description	Opening Balance	Interest	Other Revenue	Expenditure	Net Movement	Closing Balance
General/NMIT Fund	715,073	6,446	-	(38,838)	(32,392)	682,681
Arrow	42,024	401	-	-	401	42,425
Cultural Exchange Fund	38,209	365	-	-	365	38,574
Coca-Cola Fund	487	5	-	-	5	492
Fletcher Challenge	7,697	73	-	-	73	7,770
Forestry Trust Fund	30,582	293	-	-	293	30,875
Pre Trade	33,846	323	-	-	323	34,169
InterIslander Trust Fund	16,296	156	-	-	156	16,452
Kain Hardship Fund & L B Kain Trust	60,540	578	-	-	578	61,118
Marine Trust Fund	5,939	57	-	-	57	5,996
Marlborough Employment Enterprise Trust	121	1	-	-	1	122
Nelson Pine Industries	49,291	471	-	-	471	49,762
Spaux Squire Trust Fund	10,843	102	-	(120)	(18)	10,825
Tourism Scholarship	18,500	177	-	-	177	18,677
West Coast Forestry	6,300	60	-	-	60	6,360
Waimea Rugby	2,813	27	-	-	27	2,840
<b>Closing Balance</b>	<b>1,038,561</b>	<b>9,535</b>	<b>-</b>	<b>(38,958)</b>	<b>(29,423)</b>	<b>1,009,138</b>

## 4.2. Nelson Polytechnic Educational Society Inc. (NPES) – Compliance Issues

### Nelson Polytechnic Educational Society Incorporated

#### Notes to the Performance Report

For the year ended  
31 December 2022

#### Note 2: Related Party Transactions

Description of Related Party Relationship	Description of the Transaction (whether in cash or amount in kind)	2022 \$ Value of Transactions	2021 \$ Value of Transactions	2022 \$ Amount Outstanding	2021 \$ Amount Outstanding
Te Pukenga trading as NMIT controls Nelson Polytechnic Educational Society Incorporated	Fees charged for auditing the financial statements of NPES have been paid by Te Pukenga trading as NMIT and then charged to NPES.	3,450	3,222	-	-
Te Pukenga trading as NMIT controls Nelson Polytechnic Educational Society Incorporated	Accounting and administration services provided by Te Pukenga trading as NMIT to NPES are provided at no cost.	-	-	-	-
Te Pukenga trading as NMIT controls Nelson Polytechnic Educational Society Incorporated	Te Pukenga trading as NMIT holds funds on behalf of NPES.	-	-	-	950,263
Te Pukenga trading as NMIT controls Nelson Polytechnic Educational Society Incorporated	Te Pukenga trading as NMIT invests funds on behalf of NPES. The interest is paid to NPES.	18,813	9,535	-	-

#### Note 3: Commitments to Provide Grants

There were no commitments to provide grants at balance date (2021 - Nil).

#### Note 4: Events After the Balance Date

There were no events that have occurred after the balance date that would have a material impact on the Performance Report.

#### Note 5: Commitments and Contingencies

##### Commitments

There are no commitments as at balance date (2021 - \$Nil).

##### Contingent Liabilities and Guarantees

There are no contingent liabilities or guarantees as at balance date (2021 - \$Nil).

## Independent Auditor's Report

### To the readers of Nelson Polytechnic Educational Society Incorporated's financial statements for the year ended 31 December 2022

The Auditor-General is the auditor of Nelson Polytechnic Educational Society Incorporated (the Society). The Auditor-General has appointed me, John Whittal, using the staff and resources of Audit New Zealand, to carry out the audit of the financial statements of the Society on his behalf.

#### Opinion

We have audited:

- the financial statements of the Society on pages 2 to 7, that comprise the statement of financial position as at 31 December 2022, the statement of financial performance, and the statement of cash flows for the year ended on that date and the notes to the financial statements that include accounting policies and other explanatory information.

In our opinion:

- the financial statements of the Society on pages 2 to 7:
  - present fairly, in all material respects:
    - its financial position as at 31 December 2022; and
    - its financial performance and cash flows for the year then ended; and
  - comply with generally accepted accounting practice in New Zealand in accordance with Public Benefit Entity Simple Format Reporting – Accrual (Public Sector) Standard.

Our audit was completed on 17 May 2023. This is the date at which our opinion is expressed.

#### Basis for our opinion

We carried out our audit in accordance with the Auditor-General's Auditing Standards, which incorporate the Professional and Ethical Standards and the International Standards on Auditing (New Zealand) issued by the New Zealand Auditing and Assurance Standards Board. Our responsibilities under those standards are further described in the Responsibilities of the auditor section of our report.

We have fulfilled our responsibilities in accordance with the Auditor-General's Auditing Standards.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Responsibilities of Council for the financial statements**

The Council is responsible on behalf of the Society for preparing financial statements that are fairly presented and that comply with generally accepted accounting practice in New Zealand.

The Council is responsible for such internal control as it determines is necessary to enable it to prepare financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Council is responsible on behalf of the Society for assessing the Society's ability to continue as a going concern. The Council is also responsible for disclosing, as applicable, matters related to going concern and using the going concern basis of accounting, unless the Council intends to liquidate the Society or to cease operations, or has no realistic alternative but to do so.

The Council's responsibilities arise from the Education and Training Act 2020 and the Crown Entities Act 2004.

### **Responsibilities of the auditor for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements, as a whole, are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit carried out in accordance with the Auditor-General's Auditing Standards will always detect a material misstatement when it exists. Misstatements are differences or omissions of amounts or disclosures, and can arise from fraud or error. Misstatements are considered material if, individually or in the aggregate, they could reasonably be expected to influence the decisions of readers taken on the basis of these financial statements.

We did not evaluate the security and controls over the electronic publication of the financial statements.

As part of an audit in accordance with the Auditor-General's Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. Also:

- We identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

#### 4.2. Nelson Polytechnic Educational Society Inc. (NPES) – Compliance Issues

- We obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Society's internal control.
- We evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Council.
- We conclude on the appropriateness of the use of the going concern basis of accounting by the Council and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Society's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Society to cease to continue as a going concern.
- We evaluate the overall presentation, structure and content of the financial statements including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Council regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Our responsibilities arise from the Public Audit Act 2001.

#### **Other information**

The Council is responsible for the other information. The other information comprises the information included on page 1 but does not include the financial statements our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of audit opinion or assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information. In doing so, we consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on our work, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### **Independence**

We are independent of the Society in accordance with the independence requirements of the Auditor-General's Auditing Standards, which incorporate the independence requirements of Professional and Ethical Standard 1 International Code of Ethics for Assurance Practitioners issued by the New Zealand Auditing and Assurance Standards Board.

#### 4.2. Nelson Polytechnic Educational Society Inc. (NPES) – Compliance Issues

Other than the audit, we have no relationship with or interests in the Society.



John Whittal  
Audit New Zealand  
On behalf of the Auditor-General  
Wellington, New Zealand

## 5. Reports from and relating to committees

# Pūrongo Kaunihera a Te Pūkenga | Council Report

6 September 2023

<b>Title</b>	Komiti Māori member extension of terms
<b>Provided by</b>	Paora Ammunson, Pourangi Hua Tiriti   Deputy Chief Executive Tiriti Outcomes
<b>Author</b>	Louise Courtney, Governance Advisor
<b>For</b>	Approval

## Te Taunaki | Recommendation(s)

It is recommended that Te Pūkenga Council (the Council):

a.	Receive the report titled 'Komiti Māori member extension of terms'; and
b.	Approve the terms of current Komiti Māori members be extended until 31 December 2023 at current remuneration.

## Te Tāhuhu Kōrero | Background

Te Pūkenga is required by the Education and Training Act 2020 to establish a Māori Advisory Committee (MAC). An interim advisory committee known as Komiti Māori was created in 2021 while Te Pūkenga progressed its operating model and organisation design and structure. The terms of all current members of Komiti Māori end on 30 September 2023.

The Council approved the Terms of Reference for the permanent MAC at its August 2023 meeting. The MAC will be appointed by Council in consultation with its Māori and iwi partners. The nomination of members will be overseen by a Selection Panel comprised of the Chief Executive, DCE Tiriti Outcomes, a member of Komiti Māori, a member of the Appointment and Remuneration Committee, and a member of the Mātauranga Iwi Leaders Group.

Kaimahi have worked on a timeline for the appointment process for MAC and concluded that appointments would not be possible before the end of 2023. This timeline was shared with Komiti Māori for feedback at an informal meeting on 24 August 2023.

## Te pūtake o tēnei pūrongo | Purpose of this report

This report seeks approval from Council for the terms of current Interim Komiti Māori members be extended until 31 December 2023 at current remuneration.

## Ngā Kōwhiringa me Te Tātaritanga | Options and analysis

Kaimahi have sought feedback from those who will be involved in the selection process for the MAC, such as the Regional Executive Directors, Co-Chairs of the Interim Learner Advisory Committee

(ILAC), and Komiti Māori. Based on that feedback, it is realistic to expect that nominations for members of the MAC will be able to be shared with the Appointment Remuneration Committee at its meeting on 30 November 2023, ahead of being presented to Council for approval on 6 December 2023.

Kaimahi recommend to Council that the terms of all members of Komiti Māori are extended until 31 December 2023 to ensure that a Council can continue to receive advice about significant matters relating to the Council's strategic direction until the permanent advisory committee is established. The simplest approach to remuneration would be to continue the existing remuneration structure for these members until 31 December 2023. This remuneration structure would still be within Level 2 of Group 4 of the Cabinet Office Fees Framework, which is the remuneration level agreed by Council at its meeting on 2 August 2023.

## Te Pae Tawhiti | Te Tiriti o Waitangi Excellence Framework

The proposed actions have no direct relation to Te Pae Tawhiti.

## Pānga ki Ngā Ākonga/Kaitukumahi | Learner outcomes

Not applicable.

## Pānga ki Ngā Ākonga/Kaitukumahi | Employer Impact

Not applicable.

## Ōritetanga | Equity Impact

Not applicable.

## Te Uiuinga Whānui | Engagement/consultation

Group engaged with	Level of engagement <sup>1</sup>	Commentary
Executive Co-Director Ako Delivery Rohe 2	Consult	Provided feedback on possible timelines for regional nominations.
Komiti Māori	Collaborate	All members have indicated that they are willing to extend their membership on Komiti Māori until 31 December 2023 to allow the appointment process its due course, under the same terms,

<sup>1</sup> Inform, Consult, Collaborate, Partner, Empower. Refer [Engagement Summary 110619 \(tearawhiti.govt.nz\)](https://www.tearawhiti.govt.nz/engagement-summary-110619) for guidance. Engagement may be required at different levels for different stakeholder groups.

Group engaged with	Level of engagement <sup>1</sup>	Commentary
		conditions, obligations, and remuneration.
Co-Chairs of ILAC	Consult	Provided endorsement of approach to nominate a member at its September 2023 meeting.

## Ngā tino raru ka heipū mai | Key risks

None identified.

## Te tirohanga taha pūtea | Financial considerations

None identified.

## Te Ahunga Ki Mua | Next steps

If the Council approve the extension, Kaimahi will advise Komiti Māori members of membership extension to 31 December 2023 via letter from the Chair of Council within a week.

An initial meeting of the Selection Panel will be held before the end of September.

The ILAC will meet on 21 September 2023 and intend to nominate an ākongā member at that meeting.

Regional Co-Directors will co-ordinate with local iwi partners to agree nominations before the end of October.

Recommendations on the composition of the MAC will be made to the Appointment and Remuneration Committee on 30 November 2023 for endorsement to Council to approve on 6 December 2023.

## Te Hunga whai koha | Contributors

Not applicable.

## Ngā Tāpiritanga | Appendices

Not applicable.

# Pūrongo Kaunihera a Te Pūkenga | Council Report

6 September 2023

<b>Title</b>	Te Poari Akoranga open hui summary for Council
<b>Provided by</b>	Megan Gibbons, Pourangi Mātauranga me ngā Pūnaha Ako   DCE Academic Centre and learning Systems
<b>Author</b>	Louise Courtney, Governance Advisor
<b>For</b>	Information

## Te Taunaki | Recommendation(s)

It is recommended that Te Pūkenga Council:

a.	Receive the verbal and written update from the open portion of Te Poari Akoranga held on 16 August 2023 by Teams and 23 August 2023 by e-meeting; and
b.	Note the approval of Te Pūkenga Moderation Framework and Product Moderation Systems approach and the Requirements for Product Moderation Systems;
c.	Note the approval of New Zealand Certificate in Infrastructure - Level 2 to be provided to NZQA for approval, and Certificate in Sport Recreation and Exercise - Level 3 and Level 4;
d.	Note the approval of Whiria Te Ako   Te Pūkenga Learning & Teaching Framework;
e.	Note the approvals of Te Ata Māhina Bachelor of Social Work, Bachelor Nursing Māori, Bachelor Nursing Pacific and Bachelor Nursing by e-meeting on 23 August 2023; and
f.	Note the draft minutes of the meeting.

## Te Tāhuhu Kōrero | Background

Te Poari Akoranga | The Academic Board (Te Poari) met on 16 August 2023 via Teams and then subsequently via e-meeting on 23 August 2023. Apologies were received from D. Young and A. Gillies. Te Poari considered the following items during the Open portion of its meeting:

### Resignations

Resignations were received and accepted from Te Urikore Biddle and Patrick Hape, co-chairs of Te Ohu Whakahaere Ōritetanga. Janine Kapa will chair that committee until new leadership is in place.

### Te Ohu Whakahaere Quality

#### *Moderation Framework*

Under its delegation from Te Pūkenga Council to determine policies and operating procedures of Te Pūkenga in relation to learners and academic matters, Te Poari approved Te Pūkenga Moderation Framework and Product Moderation Systems approach and the Requirements for Product Moderation Systems.

## **Te Ohu Whakahaere Rangahau Māori, Research and Postgraduate**

Concerns were raised about membership due to kaimahi leaving the organisation.

### **Te Ohu Whakahaere Approvals**

Te Poari noted the approval of three programmes by Te Ohu under its sub-delegation from Te Pūkenga Council by Te Poari to approve new courses and programmes, review and approve changes to existing courses and programmes, and to seek approval/accreditation of programmes by external bodies:

- New Zealand Certificate in Infrastructure - Level 2 is now going to NZQA for approval.
- Certificate in Sport Recreation and Exercise - Level 3 and Level 4.

### **Te Ohu Whakahaere Appeals**

The Co-Chairs of te Ohu noted the risk to membership as nine of the 12 members of the Ohu have roles proposed to be disestablished and reported that te Ohu had a full complement of members at its recent hui which provided opportunity to induct new members.

### **Te Ohu Whakahaere Ako**

The Co-Chairs of te Ohu reported that its Terms of Reference are now established, and it is progressing towards establishing a workplan.

### **Whiria Te Ako | Te Pūkenga Teaching & Learning Framework**

Under its delegation from Te Pūkenga Council to determine policies and operating procedures of Te Pūkenga in relation to learners and academic matters, Te Poari approved the Whiria Te Ako | Te Pūkenga Learning & Teaching Framework.

### **Other business**

Te Poari discussed whether degree programme approvals should be in the public excluded portion of the hui. Although this was done to allow for open and frank discussions, Te Poari agreed that the resolutions can be made public. These approvals were subsequently made by a e-meeting.

## **E-meeting to approve Te Ata Māhina Bachelor of Social Work, Bachelor Nursing Māori, Bachelor Nursing Pacific and Bachelor Nursing**

On 23 August 2023, under its delegation from Te Pūkenga Council to approve new courses and programmes, review and approve changes to existing courses and programmes, and to seek approval/accreditation of programmes by external bodies, Te Poari approved:

Te Poari Akoranga approved Te Ata Māhina Bachelor of Social Work, Bachelor Nursing Māori, Bachelor Nursing Pacific and Bachelor Nursing be submitted to NZQA for approval, as well as the relevant accreditation bodies; Social Workers Registration Board New Zealand and the Nursing Council of New Zealand.

## Ngā Tāpiritanga | Appendices

**Appendix 1:** Draft Open minutes of Te Poari Akoranga 16 August 2023

**Appendix 2:** Draft Minutes of E-meeting of Te Poari Akoranga held 23 August 2023

[Appendix 3: 16 August Te Poari Akoranga Open Agenda](#)

## Minutes of a meeting of Te Poari Akoranga o Te Pūkenga - the Academic Board of Te Pūkenga – New Zealand Institute of Skills and Technology (Te Poari Akoranga)

**Held on Wednesday 16 August 2023 at 9.30am via Teams.**

**Present:** Megan Gibbons (Chair), Kieran Hewitson (Co-Chair) (arrived 9.14 during item 5.1)), Diane Lithgow, Fiona Beals, Fionna Moyer, Glynnis Brook, Henry Geary, Linda Aumua, Marama Rawiri, Mary-Liz Broadley, Doug Pouwhare, Jasmine Te Hira, Michael Alsford, Te Wai Collins

**In Attendance:** Tagaloatele Peggy Fairbairn-Dunlop (Council Member), Haley Passmore (Governance Advisor), Louise Courtney (Governance Advisor), Richard Nyhof (Kaikōkiri Director, Delivery Innovation ADI, item 5.5.1), Layelin Stewart (National Ako Network Director ACLS, item 5.5.1), Jeanette Fifield (Unification Project Coordinator ADI).

**Apologies:** Deborah Young, and Annemarie Gillies

### Open Minutes

#### 1. Karakia Tīmatanga

Megan opened the hui with karakia.

#### 2. Welcome and Apologies

Megan welcomed committee members and observers for the open session of the hui.

**RESOLVED** (M. Broadley/G. Brook)

That Te Poari Akoranga:

- a) receive and accept apologies from D. Young and A. Gillies;
- b) receive and accept with regret resignations were from Te Urikore Biddle, and Patrick Hape, Co-chairs of Te Ohu Whakahaere Ōritetanga.

**CARRIED**

Megan advised that Janine Kapa has offered to Chair Te Ohu Whakahaere Ōritetanga until new leadership can be organised.

#### 3. Administration

##### 3.1 Te Poari Akoranga meeting schedule calendar 2023

Noted.

##### 3.2 Te Poari Akoranga | Ohu Whakahaere o te Poari Akoranga

Updated membership list noted.

##### 3.3 Register of Interests

Members were requested to fill out the attached form (related to any interests related to their role as a member of Te Poari Akoranga, and any private or other external interests)

### **3.4 Open minutes of Previous meeting Scheduled meeting held on 19 July 2023**

**RESOLVED** (M. Broadley/F. Beal)

That Te Poari Akoranga approve the minutes of the Open meeting of Te Poari Akoranga held on 19 July 2023 as a true and correct record, noting the following corrections:

- Amend Brooks to Brook;
- Amend action points T2307.01, and T2307.02 to Te Ohu Whakahaere Quality.

**CARRIED**

### **3.5 Matters Arising**

Nil.

### **3.6 Action List**

1005-5.6 Jeanette confirmed that Te Poari Akoranga do not yet have the mapping document; on-going action.

1005-11.2 There are now additional members to the team, but continuing work to ensure there are robust processes are in built into product development. This has been echoed in feedback through the consultation process; on-going action.

1005-5.5 Te Wai confirmed that a hui had been held, and that they were satisfied with membership at this stage; action can now be closed.

T2307.03 Diane advised that the action would be spoken to in item 5.3; action can now be closed.

T2307.01 To be discussed during item 5.1.1; action can now be closed.

T2307.02 Plan would be sent to members after the hui; action can now be closed.

T2307.04 Deferred until new leadership in place; on-going action.

## **4. Te Pūkenga Council meeting**

Noted.

## **5. Ohu Whakahaere o Te Poari Akoranga**

### **5.1 Te Ohu Whakahaere Quality**

#### **5.1.1 Moderation Framework**

There was a change to the order advertised in the agenda, with this item following item 4.

Fionna introduced Anna Williams and Ulrika Bonning, co-leads of the working group looking at quality practices for Te Pūkenga and a framework for what the organisation might look like going forward.

Anna and Ulrika outlined the collaborative approach, noting their work with the New Zealand Qualifications Authority (NZQA) to ensure their requirements were met, and that the examples provided were drawn from testing with eight unified products across eight business divisions, four Work Based Learning groups (WBLs), four rohe based Institutes of Technology and Polytechnic (ITP) subsidiaries, and one distance-based ITP. Implementation is planned for 2024, with a transition plan required in the lead up.

Matters raised and discussed included:

- consultation with WBLs meant that adjustments were required ensure that the model/delivery could work in both ITP and WBL environments;
- policy was able to be co-designed with WBL as evidenced in the examples provided in report;
- language used in the programmes are targeted at kaiako and needed to reflect that. This was done in collaboration with the WBL Quality team.
- External moderation. The working group referred to the NZQA regulations, which states that effective moderation needs to be in place but does not specify that this needs to be external. The working group identified that the purpose of internal moderation is to remain connected with industry/field of practice or study, to allow for cross checking, and to make sure content is current and fit for practice, which Threads E-F cover. Assessment expertise can be found within the organisation, which Thread E covers. Fiona included that NZQA support the idea of not having to rely on external moderation and that other rohe/regions could support this. Anna added that the working group are looking to separate assessment and moderating experts, which has allowed for a way that the proposed moderating method could be achieved. While Glynnis acknowledged the kōrero provided, she noted external moderation was currently best practice.
- That this is a framework and approach, not implementation. Each discipline/area of study will need to this framework and approach to create appropriate processes fit for their purpose and context. The next phase will be significant, as it will require collaboration with teams to understand how the framework fits their context.
- Equity is built into policy and principles and into the approach. Suggested that a set of criteria maybe required to evaluate against.
- Unified programmes which are not unit standards based, such as degree programmes. While Thread D is very complicated on ensuring a consistency of quality outcomes, it is critical, as it allows for ākongā that complete the same programme at different campuses, to be able to leave with comparable skills. There is a need for a central group of moderators and enable a consistency of moderation for these types of programmes; will also allow monitoring of learning outcomes across the network. Te Wai added that like equity, the requirement to build into Thread D, a focus on incorporating indigenous knowledge, worldview, and cultural context into the assessment materials, process, and judgments so its explicit and visible.

**RESOLVED** (F. Moyer/G. Brook)

That Te Poari Akoranga:

- a) Approve Te Pūkenga Moderation Framework and Product Moderation Systems approach;
- b) Approve the Requirements for Product Moderation Systems

**CARRIED**

Megan acknowledged Anna and Ulrika for their mahi, noting the challenges identified and a good timeframe.

### **5.1.2 Scheduled meeting held on 9 August 2023**

Fionna provided a verbal update to the Board:

- Ākonga Rights and Responsibilities document was considered and will be presented at the next Te Poari Akoranga hui;
- Ākonga Integrity Policy does not adequately cover WBL, so it will be presented to the Board at a future hui.

### **5.1.3 Minutes of the scheduled meeting held on 19 July 2023**

Noted.

## **5.2 Te Ohu Whakahaere Rangahau Māori, Research and Postgraduate**

Taken after item 5.4.2.

Fiona provided a verbal update:

- Concern raised with membership due to kaimahi leaving the organisation;
- Concern in relation to Level 7 programmes and above needing to be research informed;
- New Terms of Reference will be presented to the Board at the next hui.

Action T2308.01: Send out communications for an EOI for new members to Te Ohu Whakahaere Rangahau Māori, Research and Postgraduate

## **5.3 Te Ohu Whakahaere Approvals**

Diane provided a verbal report noting that the written report would be sent out to members:

- Approved three programmes:
  - New Zealand Certificate in Infrastructure - Level 2 is now going to NZQA for approval. Noted that ākonga can enrol through a campus or WBL.
  - Certificate in Sport Recreation and Exercise - Level 3 and Level 4.
- Noted that the critique document is working well, as it provides a record of questions and enables the project writers to review and consider responses or make changes.
- Auto unification of programmes of study or programmes of industry training. When there is only one programme across the organisation, it will still go through the same process as other programmes, through the Te Ohu Whakahaere Approvals committee.
- Programmes for approval at August hui include four from WBL, and seven from the Unification team, which is the final batch of programmes for the end of Phase 1 of the Transition mahi.

ACTION T2308.02: Confirm RFI related to programme approvals

### **5.3.1 Draft minutes of the scheduled meeting held on 19 July 2023**

Noted.

### **5.3.2 Minutes of the scheduled meeting held on 28 June 2023**

Noted.

#### **5.4 Te Ohu Whakahaere Appeals**

- raised a risk to membership with nine of the twelve members of the Ohu with roles proposed to be disestablished;
- Full complement of members at recent hui with an opportunity to induct new members;
- Reminder to communicate decisions back to Ohu, especially those that bring matters to the Board for approval and/or feedback.

##### **5.4.1 Draft minutes of the scheduled meeting held on 19 July 2023**

These are Public Excluded minutes and will be spoken to in the Public Excluded portion of the hui.

##### **5.4.2 Minutes of the scheduled meeting held on 28 June 2023**

Noted.

#### **5.5 Te Ohu Whakahaere Ako**

There was an adjustment to the order items were taken, with item 5.5.1 preceding.

- Terms of Reference are now established and are a good foundation to develop a workplan;
- working group developing for process of endorsement of applicants to Te Whatu Kairangi;
- EOI to Food and Fibre CoVE for a research project on 21<sup>st</sup> Century Assessment and Delivery to ensure Whiria Te Ako is embedded in programmes;
- development of generative AI use and recommendations for policy; working group developing working statements as well as increasing membership to ensure the right people are in place. Noted that also needs to be included Digital in development.

##### **5.5.1 Whiria Te Ako | Te Pūkenga Teaching & Learning Framework**

Taken before item 5.5.

Te Wai introduced Layelin Stewart and Richard Nyhof, noting that Te Ohu Whakahaere Ako endorsed the Te Pūkenga Teaching & Learning Framework (Framework) at its July hui.

Layelin extended a mihi/acknowledgement to Te Ohu Whakahaere Ako for its support and approval of the Framework, and a further mihi to Te Poari Akoranga. He then spoke to the Framework highlighting that:

- It is grounded in Te Ao Māori;
- Is tangata/person centred;
- Ngā uara/values driven;
- It informs behaviours, expectations, and ways of being and doing.

Comments and questions raised by Te Poari Akoranga included:

- Feedback from a rangahau Māori perspective. Programmes teaching rangahau Māori rather than being informed/underpinned by rangahau Māori. A suggestion that

## 5.2. Report and draft open minutes from Te Poari Akoranga held 16 August 2023

“rangahau Māori *and* Research” be used so it is clear they are not the same, and to ensure examples are provided to support that;

- Remove portfolio assessment as a non-negotiable be removed, to allow for further kōrero on the types of assessments that could be utilised;
- Next steps and delivery across Te Pūkenga that is inclusive. While the team have considered a marae-based delivery, this will be informed by the new operating model. The team would like to give people the opportunity to provide feedback, as well as mihi to those who contributed to this mahi. This is a starting point, but considerations have been given to how communication could be delivered. Layelin added that they wanted time with people to unpack the Framework which was valuable in gaining understanding. E-learning is a useful tool, but tangata centred would be a more helpful approach;
- In relation to E-learning what did it require? and what would it require of kaimahi to be able to engage with? Each division needs an understanding of how they connect to it. Richard supported this kōrero, noting that ACLS was built on this Framework, and acknowledged that it would be different for each stream/team/unit. Te Wai, in tautoko, stated the need to understand/find the natural place for this kaupapa to be. As a living document/kaupapa just reading the document did not capture the meaning of the framework;
- Ensuring terms are consistent to ensure all can understand it;
- In relation to staff capability, getting synchronicity with job and programme descriptions, and linked in a way that kaimahi/kaiako can deliver with confidence. There is a sensitivity around e-learning, as content may not be received as intended.

**RESOLVED** (Mary-Liz/Diane Lithgow)

That Te Poari Akoranga approve Whiria Te Ako | Te Pūkenga Learning & Teaching Framework.

**CARRIED**

### **5.5.2 Draft minutes of the scheduled meeting held on 27 July 2023**

Noted.

### **5.6 Te Ohu Whakahaere Ōritetanga**

Next scheduled meeting Thursday, 7 September 2023, 9.30am-12.30pm noted.

## **6. General Business**

- i) Megan advised that a subcommittee may be required to progress the approval of items 10.1 and 10.2;
- ii) Root cause analysis has been undertaken. Pressure to get this approved so it can run from 2024, noting that this will affect workloads;
- iii) Discussion why degree programme items were in the public excluded portion of the hui. Megan responded to allow for open and frank discussions, but key themes discussed can be in the open portion of the hui.

**ACTION T2308.03: Put decisions of 10.1 and 10.2, into the open minutes of the hui.**

**7. Next scheduled meeting**

Wednesday, 20 September 2023, 9am-3pm, online via Microsoft Teams, noted.

**8. Formal Motion for Moving into Closed Session**

**RESOLVED** (M. Gibbons/K. Hewitson)

a) That to the extent that the Local Government Official Information and Meetings Act 1987 (LGOIMA) may apply, the public be excluded from the remainder of the meeting in reliance on section 48(1) of LGOIMA and the particular interests protected by section 9 of the Official Information Act 1982 (OIA) specifically:

- Section 9(2)(a) OIA To protect the privacy of natural persons, including that of deceased natural persons.
- Section 9(2)(i) OIA To enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities.

which would be prejudiced by the holding of the relevant parts of the proceedings of the meeting in public;

b) that the resolutions made in respect of the programme approvals for Te Ata Māhina Bachelor of Social Work and Bachelor of Nursing, Bachelor of Nursing Māori, Bachelor of Nursing Pacific be made public.

**CARRIED**

The open session meeting closed at 10.39am and moved into closed session at 10.45am.

## Minutes of an e-meeting of Te Poari Akoranga o Te Pūkenga - the Academic Board of Te Pūkenga – New Zealand Institute of Skills and Technology (Te Poari Akoranga).

### Held Wednesday 23 August 2023

**Present:** Megan Gibbons (Chair), Kieran Hewitson (co-chair), Mary-Liz Broadley, Marama Rawiri, Michael Alsford, Doug Pouwhare, Fionna Moyer, Diane Lithgow, Te Wai Collins.

**In Attendance:** Louise Courtney (Governance Advisor).

### Confidential minutes

The meeting opened Wednesday 23 August 2023 at 12.15pm.

#### **10.1. Te Ata Māhina Bachelor of Social Work**

**RESOLVED** (M. Gibbons/M-L. Broadley)

That Te Poari Akoranga approve Te Ata Māhina Bachelor of Social Work be submitted to the New Zealand Qualifications Authority (NZQA) and the Social Workers Registration Board (SWRB) New Zealand.

**CARRIED**

#### **10.2. Bachelor of Nursing, Bachelor of Nursing Māori, Bachelor of Nursing Pacific**

**RESOLVED** (M. Gibbons/M-L. Broadley)

That Te Poari Akoranga approve that Bachelor Nursing Māori, Bachelor Nursing Pacific and Bachelor Nursing be submitted to the New Zealand Qualifications Authority (NZQA) and the Nursing Council of New Zealand.

**CARRIED**

The meeting closed Wednesday 23 August 2023 at 5:13pm.

# Pūrongo Kaunihera a Te Pūkenga | Council Report

**29 August 2023**

<b>Title</b>	<b>Report from open portion of the Finance and Capital Investment Committee 29 August 2023</b>
<b>Provided by</b>	Jeremy Morley, Committee Chair
<b>Author</b>	Haley Passmore, Governance Advisor
<b>For</b>	Approval

## Te Taunaki | Recommendation(s)

It is recommended that Te Pūkenga Council:

a.	receive the verbal and written update from the Finance and Capital Investment Committee of the meeting held on 29 August 2023 by Zoom;
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## Te Tāhuhu Kōrero | Background

The Finance and Capital Investment Committee (the Committee) met on 29 August 2023 in an online Zoom meeting. John Brockies was an apology for the meeting; however, his comments were provided on key items prior to the meeting. The Committee considered the following items:

### Committee workplan 2023 (open)

The Committee agreed that the Finance Strategy, Finance Plan and Transformation Plan are to be standing agenda items going forward. The Committee agreed that an update on the Commercial strategy is needed at the October/November meeting.

## Ngā Tāpiritanga | Appendices

[29 August 2023 Finance and Capital Investment Committee Open Agenda](#)

# Pūrongo Kaunihera a Te Pūkenga | Council Report

**30 August 2023**

<b>Title</b>	<b>Report from open portion of Risk and Audit Committee Meeting 30 August 2023</b>
<b>Provided by</b>	John Brockies, Committee Chair
<b>Author</b>	Haley Passmore, Governance Advisor
<b>For</b>	Approval

## Te Taunaki | Recommendation(s)

It is recommended that Te Pūkenga Council:

a.	Receive the verbal and written update from the Risk and Audit Committee of the meeting held on 24 July 2023 by Zoom; and
b.	Approve the amended Risk and Audit Committee Terms of Reference.

## Te Tāhuhu Kōrero | Background

The Risk and Audit Committee (the Committee) met on 30 August 2023 in an online Zoom meeting. Murray Strong was an apology for the meeting. The Committee considered the following items:

### Terms of Reference review

The Committee received the draft amended Risk and Audit Committee Terms of Reference and agreed that any more changes should wait until the Crown loan conditions are concluded.

The Committee resolved to recommend to Te Pūkenga Council to approve the amended Risk and Audit Committee Terms of Reference as presented, with no additional changes.

## Ngā Tāpiritanga | Appendices

**Appendix 1:** RAC TORs July 2022 tracked changes

**Appendix 2:** DRAFT Risk and Audit Committee TOR September 2023 CLEAN

## Risk and Audit Committee - Terms of Reference

Previous Reviews	Next Review
<p>V 1 – approved by Council on 5 May 2020</p> <p>V 2 – amended to reflect Group Treasury Policy</p> <p>V3 – approved by Council on 15 March 2022</p> <p>V4 – approved by Council on 19 July 2022</p>	<p><del>February 2023</del></p> <p><u>August 2024</u></p>

### 1. Objective

- (a) The Risk and Audit Committee (**Committee**) shall be a committee of the Council of Te Pūkenga – New Zealand Institute of Skills and Technology (**Te Pūkenga**), established by the Council.
- (b) The objective of the Committee is to assist the Council in fulfilling its financial and compliance responsibilities through oversight of:
  - the internal control environment
  - the risk management framework
  - the internal and external audit functions
  - the annual report and financial statements
  - the legislative ~~&~~and organisational compliance framework
  - ~~Group~~ audit, risk, and compliance issues

### 2. Powers and Authority

- (a) Pursuant to section 73 of the Crown Entities Act 2004, the Council of Te Pūkenga may delegate any of the functions or powers of Te Pūkenga or the Council, either generally or specifically, to a committee by resolution and written notice (other than functions or powers specified in the legislation as not being capable of delegation).
- (b) The Committee has authority to review any matters within its scope of responsibility.
- (c) The Committee is a committee of the Council and has no executive powers, other than those set out in these Terms of Reference, or those powers expressly delegated to it by the Council in accordance with section 73 of the Crown Entities Act and outlined in Te Pūkenga Delegated Authorities policy.
- (d) The Committee members, where necessary to carry out the functions of the Committee, shall have unrestricted access to and direct communication with ~~the~~ Te Pūkenga Tumuaki | Chief Executive, ~~the DCE Operations~~, Pourangi Pūtea | Chief Financial Officer, Pourangi Kaimahi | Chief of Staff~~the Director Finance~~, and external auditors through the Risk and Audit Committee Chair and obtain external legal or other professional advice, if considered necessary to meet its responsibilities.

### 3. Membership

- (a) The membership of the Committee shall be comprised of:
  - up to 5 members, with a minimum of 3 members (and may include up to 2 members who are independent of Council and management);
  - the Council Chair as an ex-officio member; and
  - members who collectively demonstrate expertise in governance, public sector management, internal control environments and frameworks and financial matters.
- (b) The Council Chair appoints the Committee Chair and makes recommendations to the Council regarding Committee members. The Council Chair cannot be the Committee Chair.

- (c) The Committee Chair as well as having the powers and authority detailed in 2. above will:
- represent the Committee to the full Council (including reporting back to the full Council with the recommendations and decisions of the Committee at each Council meeting immediately following a Committee meeting)
  - ensure the effectiveness and integrity of the governance process of the Committee
  - maintain regular dialogue with the Chief Executive over operational matters, to the extent necessary and appropriate to carry out their duties
  - consult with the remainder of the full Council promptly over any matter that gives cause for major concern
  - act as facilitator at meetings of the Committee to ensure that appropriate discussion takes place
- (d) Membership of the Committee shall be periodically assessed as deemed appropriate.
- (e) A person must not be appointed as a member of the Committee unless, before appointment, he or she discloses to the Council the details of any interest the person may have if he or she were a member of such Committee.
- (f) ~~The Council Secretary~~ A Governance Advisor or other person nominated by the Chair of the Committee shall be secretary to the Committee.

#### 4. Meetings

- (a) The Committee shall meet at least four times each year in line with the reporting and audit cycle of Te Pūkenga. Meetings may be conducted by teleconference, videoconference or in person. Additional meetings may be held if determined necessary by the Chief Executive or Committee, including executive sessions and private meetings with the auditors and the Council Chair. A special meeting may be convened by a member of the Committee at any time. All Council Members shall be entitled to attend Committee meetings.
- (b) The Pourangi Pūtea | Chief Financial Officer and Pourangi Kaimahi | Chief of Staff~~DCE Operations~~, shall service the Committee meetings.
- (c) Meeting agendas will be prepared and provided in advance to members, along with appropriate briefing materials. This would normally be a week prior to the date of the meeting but may be shorter as determined by the Chair of the Committee. Minutes of the meetings shall be prepared, retained and distributed to Committee members, management and external auditors, as well being made available to the Council.
- (d) The Committee may request the attendance of representatives from management ~~and external auditors~~ to assist ~~particular~~ agenda items.
- (e) The Committee Chair may request the attendance of a representative from Audit New Zealand to assist agenda items.
- ~~(e)~~(f) A quorum shall consist of a majority of Committee members. No business shall be transacted at a Committee meeting in the absence of a quorum.

#### 5. Responsibilities and Duties

In order to assist the Council in fulfilling its responsibilities and to oversee the areas outlined in the objectives, the Committee shall:

- (a) **Annual Report, including Financial Statements**
- review the annual financial and non-financial statements; consider whether they are complete, consistent with information known to Committee members, comply with law and reflect appropriate accounting principles, and recommend their signing by the Council.
  - review all significant accounting policy changes.

#### 5.4. Report from open portion of Risk and Audit Committee held 30 August 2023

- review significant accounting and reporting issues, including complex or unusual transactions and highly judgmental areas, and recent professional and regulatory pronouncements, and understand their impact on the financial statements.
  - satisfy itself that Te Pūkenga has appropriate mechanisms in place to review and implement, where appropriate, relevant external audit reports and recommendations.
- (b) **Internal Control Environment**
- Review, maintain and monitor the robustness and comprehensiveness of management's policy framework, including the delegations framework, review policies that fall within the remit of the Risk and Audit Committee, whether as part of the policy development process (as set out in the Document Development Framework) or otherwise and approve amendments which are compliance based and do not impact on the strategic direction of Council.
- (c) **Internal Audit Function**
- review the internal audit charter to ensure appropriate organisational structures, authority, access, independence, resourcing and reporting arrangements are in place.
  - review the internal audit plan, confirm it is risk-based and aligned to the business plan and addresses recommendations made in any external audit report
  - approve any changes to the internal audit plan.
  - review significant matters reported by the internal audit function and how management is responding to them.
  - satisfy itself that the internal audit function has appropriate mechanisms in place to monitor audit issues and the implementation of audit recommendations.
  - if necessary, meet separately with the Internal Audit Manager (position to be confirmed) to discuss any matters that the committee or internal audit believes should be discussed privately.
- (d) **External Audit**
- review the external audit plan, including the nature and scope of the audit, timetable, coordination with Internal Audit, and ensure that no management restrictions are placed on the auditors.
  - review the extent of non-audit services provided by external auditors in relation to their independence.
  - review audit reports and provide advice to the Council on significant issues identified in audit reports and action taken on issues raised, including identification and dissemination of good practice.
  - satisfy itself on action taken by management on high/significant issues raised, and implementation of external audit recommendations.
  - if necessary, meet separately with the external auditors to discuss any matters that the committee or auditors believe should be discussed privately.
- (e) **Legislative & Organisational Compliance**
- ensure there is a system for monitoring compliance with relevant laws and regulations.
  - review the findings of any examinations by regulatory agencies, and any auditor observations.
  - review the results of management's investigation and follow-up (including disciplinary action) of any instances of non-compliance.

(f) **Risk Management**

- ensureing that management is implementing the risk management plan/framework and policies of Te Pūkenga
- monitoring of risk assessments and the internal controls instituted
- ensureing that these assessments, policies and controls adequately cover key risk areas
- reporting to the Council on any incident involving fraud or other breakdown of the internal controls of Te Pūkenga
- ~~reviewing the insurance program and making recommendations to the Council (including in relation to the annual renewal of policies), having regard to the business of Te Pūkenga and the insurable risks associated with its business~~

(g) **Internal Reporting**

- report to the Council about committee activities, issues, and related recommendations.
- provide an open avenue of communication between internal audit, the external auditors, and the Council.

(h) **Group audit, risk, and compliance issues**

Ensurreing Te Pūkenga is able to identify and act as necessary on risks and issues that may arise from any subsidiaries through:

- oversight of any subsidiary audit reports and recommendations, and monitoring the progress of subsidiaries in addressing audit recommendations
- oversight of subsidiary compliance issues
- oversight of subsidiary risks and risk mitigation
- reporting to Council on emerging subsidiary and consequent Te Pūkenga ~~group~~ audit, risk and compliance issues.

(i) **Other Responsibilities**

- perform other activities related to this Terms of Reference as requested by the Council.
- oversee special investigations as needed.

## 6. Council Reporting Obligations

- (a) The Committee Chair will report to the Council using the Council's agenda framework to prioritise those strategic and key issues that most concern the Council. The full minutes of the meetings of the Committee will be available to all Council members and the Committee Chair will respond to Council members' questions.

## ~~7. Approval~~

- (a) ~~The Committee Chair shall approve any expenses incurred by the Council Chair.~~

## 8. Accountability

- (a) The Committee shall:
- self-assess its performance against these Terms of Reference on an annual basis.
  - confirm annually that all responsibilities outlined in these Terms of Reference have been carried out.
  - at its discretion, determine the requirement for an independent review, including the frequency and scope of such a review, to assess its performance against these Terms of Reference.

## 9. Review of the Terms of Reference

- (a) The Committee shall, on an annual basis (or as otherwise necessary), review and if appropriate, update these Terms of Reference for consideration and approval by the Council.

5.4. Report from open portion of Risk and Audit Committee held 30 August 2023

Approved by the Council of Te Pūkenga on ~~19 July 2022~~ September 2023

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Murray W. Strong  
Council Chairman

# Risk and Audit Committee

## Terms of Reference v5

### 1. Objective

- (a) The Risk and Audit Committee (Committee) shall be a committee of the Council of Te Pūkenga – New Zealand Institute of Skills and Technology (Te Pūkenga), established by the Council.
- (b) The objective of the Committee is to assist the Council in fulfilling its financial and compliance responsibilities through oversight of:
  - the internal control environment
  - the risk management framework
  - the internal and external audit functions
  - the annual report and financial statements
  - the legislative and organisational compliance framework
  - audit, risk, and compliance issues.

### 2. Powers and Authority

- (a) Pursuant to section 73 of the Crown Entities Act 2004, the Council of Te Pūkenga may delegate any of the functions or powers of Te Pūkenga or the Council, either generally or specifically, to a committee by resolution and written notice (other than functions or powers specified in the legislation as not being capable of delegation).
- (b) The Committee has authority to review any matters within its scope of responsibility.
- (c) The Committee is a sub-committee of the Council and has no executive powers, other than those set out in these Terms of Reference, or those powers expressly delegated to it by the Council in accordance with section 73 of the Crown Entities Act and outlined in Te Pūkenga Delegated Authorities policy.
- (d) The Committee members, where necessary to carry out the functions of the Committee, shall have unrestricted access to and direct communication with Te Pūkenga Tumuaki | Chief Executive, Pourangi Pūtea | Chief Financial Officer, Pourangi Kaimahi | Chief of Staff, and external auditors through the Risk and Audit Committee Chair and obtain external legal or other professional advice, if considered necessary to meet its responsibilities.

### 3. Membership

- (a) The membership of the Committee shall be comprised of:
  - up to five members, with a minimum of three members (and may include up to two members who are independent of Council and management);
  - the Council Chair as an ex-officio member;
  - members who collectively demonstrate expertise in governance, public sector management, internal control environments and frameworks and financial matters.

- (b) The Council Chair appoints the Committee Chair and makes recommendations to the Council regarding Committee members. The Council Chair cannot be the Committee Chair.
- (c) The Committee Chair as well as having the powers and authority detailed in 2. above, will:
- represent the Committee to the full Council (including reporting back to the full Council with the recommendations and decisions of the Committee at each Council meeting immediately following a Committee meeting);
  - ensure the effectiveness and integrity of the governance process of the Committee;
  - maintain regular dialogue with the Chief Executive and senior management over operational matters, to the extent necessary and appropriate to carry out their duties;
  - consult with the remainder of the full Council promptly over any matter that gives cause for major concern; and
  - act as facilitator at meetings of the Committee to ensure that appropriate discussion takes place.
- (d) Membership of the Committee shall be periodically assessed as deemed appropriate.
- (e) A person must not be appointed as a member of the Committee unless, before appointment, he or she discloses to the Council the details of any interest the person may have if he or she were a member of such Committee.
- (f) A Governance Advisor or other person nominated by the Chair of the Committee shall be secretary to the Committee.

#### **4. Meetings**

- (a) The Committee shall meet at least four times each year. Meetings may be conducted by teleconference, videoconference or in person. The Committee may also need to meet on an ad hoc basis to consider approvals requested and/or relevant matters raised by members of the Group. Accordingly, additional meetings may be held if determined necessary by the Chief Executive or Committee, including executive sessions and private meetings with the Council Chair. A special meeting may be convened by a member of the Committee at any time. All Council Members shall be entitled to attend Committee meetings.
- (b) The Pourangi Pūtea | Chief Financial Officer and Pourangi Kaimahi | Chief of Staff, shall service the Committee meetings.
- (c) Meeting agendas will be prepared and provided in advance to members, along with appropriate briefing materials. This would normally be a week prior to the date of the meeting but may be shorter as determined by the Chair of the Committee. Minutes of the meetings shall be prepared, retained and distributed to Committee members, management and external auditors, as well being made available to the Council.
- (d) The Committee may request the attendance of representatives from management to assist agenda items.
- (e) The Committee Chair may request the attendance of Audit NZ and external auditors to assist agenda items.
- (f) A quorum shall consist of a majority of Committee members. No business shall be transacted at a Committee meeting in the absence of a quorum.

## **5. Responsibilities and duties**

In order to assist the Council in fulfilling its responsibilities and to oversee the areas outlined in the objectives, the Committee shall:

### ***(a) Annual Report, including Financial Statements***

- i. review the annual financial and non-financial statements; consider whether they are complete, consistent with information known to Committee members, comply with law and reflect appropriate accounting principles, and recommend their signing by the Council.
- ii. review all significant accounting policy changes.
- iii. review significant accounting and reporting issues, including complex or unusual transactions and highly judgmental areas, and recent professional and regulatory pronouncements, and understand their impact on the financial statements.
- iv. satisfy itself that Te Pūkenga has appropriate mechanisms in place to review and implement, where appropriate, relevant external audit reports and recommendations.

### ***(b) Internal Control Environment***

- i. review policies that fall within the remit of the Risk and Audit Committee, whether as part of the policy development process (as set out in the Document Development Framework) or otherwise and approve amendments which are compliance based and do not impact on the strategic direction of Council.

### ***(c) Internal Audit Function***

- ii. review the internal audit charter to ensure appropriate organisational structures, authority, access, independence, resourcing and reporting arrangements are in place.
- iii. review the internal audit plan, confirm it is risk-based and aligned to the business plan and addresses recommendations made in any external audit report.
- iv. approve any changes to the internal audit plan.
- v. review significant matters reported by the internal audit function and how management is responding to them.
- vi. satisfy itself that the internal audit function has appropriate mechanisms in place to monitor audit issues and the implementation of audit recommendations.
- vii. if necessary, meet separately with the Internal Audit Manager (position to be confirmed) to discuss any matters that the committee or internal audit believes should be discussed privately.

### ***(d) External Audit***

- i. review the external audit plan, including the nature and scope of the audit, timetable, coordination with Internal Audit, and ensure that no management restrictions are placed on the auditors.
- ii. review the extent of non-audit services provided by external auditors in relation to their independence.
- iii. review audit reports and provide advice to the Council on significant issues identified in audit reports and action taken on issues raised, including identification and dissemination of good practice.

- iv. satisfy itself on action taken by management on high/significant issues raised, and implementation of external audit recommendations.
- v. if necessary, meet separately with the external auditors to discuss any matters that the committee or auditors believe should be discussed privately.

***(e) Legislative and Organisational Compliance***

- i. ensure there is a system for monitoring compliance with relevant laws and regulations.
- ii. review the findings of any examinations by regulatory agencies, and any auditor observations.
- iii. review the results of management's investigation and follow-up (including disciplinary action) of any instances of non-compliance.

***(f) Risk Management***

- i. ensure that management is implementing the risk management plan/framework and policies of Te Pūkenga
- ii. monitor of risk assessments and the internal controls instituted
- iii. ensure that these assessments, policies and controls adequately cover key risk areas
- iv. report to the Council on any incident involving fraud or other breakdown of the internal controls of Te Pūkenga.

***(g) Internal Reporting***

- i. report to the Council about committee activities, issues, and related recommendations.
- ii. provide an open avenue of communication between internal audit, the external auditors, and the Council.

***(h) Group audit, risk, and compliance issues***

- iii. Ensure Te Pūkenga is able to identify and act as necessary on risks and issues that may arise from any subsidiaries through:
  - oversight of any subsidiary audit reports and recommendations, and monitoring the progress of subsidiaries in addressing audit recommendations
  - oversight of subsidiary compliance issues
  - oversight of subsidiary risks and risk mitigation
  - reporting to Council on emerging subsidiary and consequent Te Pūkenga audit, risk and compliance issues.

***(i) Other Responsibilities***

- i. perform other activities related to this Terms of Reference as requested by the Council.
- ii. oversee special investigations as needed.

## **6. Council reporting obligations**

The Committee Chair will report to the Council using the Council's agenda framework to prioritise those strategic and key issues that most concern the Council. The full minutes of the

5.4. Report from open portion of Risk and Audit Committee held 30 August 2023

meetings of the Committee will be available to all Council members and the Committee Chair will respond to Council members' questions.

**7. Accountability**

The Committee shall:

- Self-assess its performance against these Terms of Reference on an annual basis.
- Confirm annually that all responsibilities outlined in these Terms of Reference have been carried out.
- At its discretion, determine the requirement for an independent review, including the frequency and scope of such a review, to assess its performance against these Terms of Reference.

**8. Review of the Terms of Reference**

The Committee shall, on an annual basis (or as otherwise necessary), review and if appropriate, update these Terms of Reference for consideration and approval by the Council.

Approved by the Council of Te Pūkenga on **6 September 2023**

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Murray W. Strong  
Council Chair

<b>Previous Reviews</b>	<b>Next Review</b>
V 1 – approved by Council on 5 May 2020	August 2024
V 2 – amended to reflect Group Treasury Policy	
V3 – approved by Council on 15 March 2022	
V4 – approved by Council on 19 July 2022	
<b>V5 – approved by Council on 6 September 2023</b>	

## 6. Stakeholder engagement

## 6.1. New Zealand Union of Students' Associations

Ellen Dixon and Tangihaere Gardiner

For Discussion

Presented by Andrew McSweeney

## 7. Correspondence (open)



Level 2, Wintec House  
Corner Anglesea and Nisbet Sts  
Hamilton 3204

P 0800 86 22 84  
info@tepūkenga.ac.nz  
tepūkenga.ac.nz

1 September 2023

Jo Smaill  
Audit New Zealand  
Level 14, 88 Shortland Street  
PO Box 1165  
Auckland, 1140

Dear Jo

**Representation letter for the year ended 30 June 2023 – financial information provided for consolidation into the Financial Statements of the Government**

This representation letter is provided in connection with your audit clearance to the auditors of the Financial Statements of the Government as to whether the financial information provided for consolidation fairly reflects the financial position of Te Pūkenga as at 30 June 2023 and of the results of its operations and cash flows for the year then ended.

The Council of Te Pūkenga confirm, to the best of our knowledge and belief, the following representations:

- We accept responsibility for the preparation of the financial information provided for consolidation into the Financial Statements of the Government and the judgements made in the process of producing that financial information.
- We are of the opinion that the financial information has been prepared in accordance with the accounting policies of the Government reporting entity. These policies are consistent with the PBE accounting standards.
- We accept responsibility for establishing and maintaining, and have established and maintained, a system of internal control procedures that provides reasonable assurance as to the integrity and reliability of the financial information provided for consolidation.
- The following key financial information categories are fairly reflected in the Crown Financial Information System (CFIS) template:
  - Financial instruments and associated disclosure information;

- Revenue, expense, asset and liability balances with other Crown owned entities (e.g. Air New Zealand, New Zealand Post, energy companies, New Zealand Treasury Capital Markets).
- The carrying value of property, plant and equipment accounted for on a revaluation basis does not materially differ from fair value.

These representations are made at your request, and to supplement information obtained by you from the records of Te Pūkenga and to confirm information given to you orally.

Yours sincerely



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John Brockies

Te Pūkenga Risk & Audit Committee Chair



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Peter Winder

Chief Executive



8. Any other business (open)

# Te Pūkenga Council Meeting

## 9. Resolution to exclude the public

It will be moved by the Chair that the public be excluded from the remainder of the meeting. This resolution will be made in reliance on section 48(1) of the Local Government Official Information and Meetings Act 1987 (LGOIMA) (noting Te Pūkenga Council is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies) and the particular interests protected by section 9 of the Official Information Act 1982 (OIA) which would be prejudiced by the holding of the relevant parts of the proceedings of the meeting in public.

The general subject of each matter to be considered while the public is excluded and the reason for passing the resolution in relation to each matter are as follows:

Item	General subject of each matter to be considered	Section(s)
<b>10.</b>	<b>Administration</b>	
10.1.	Minutes of the closed portion of meeting held 2 August 2023	Section 9(2)(a) OIA Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
10.2.	Actions (confidential)	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
<b>11.</b>	<b>Monthly reports</b>	
11.1.	Chief Executive's report	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(h) OIA Section 9(2)(i) OIA
11.2.	Wellbeing and Safety monthly report	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA

9. Resolution to exclude the public

Item	General subject of each matter to be considered	Section(s)
11.3.	Operational risk	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(h) OIA Section 9(2)(i) OIA
<b>12.</b>	<b>Strategy</b>	
12.1.	Draft Statement of Intent 2024-2027 and Statement of Performance Expectations 2024	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
12.2.	Briefing to Incoming Minister scope	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
<b>13.</b>	<b>Reports from Committees</b>	
13.1.	Report and draft closed minutes from Te Poari Akoranga held 16 August 2023	Section 9(2)(a) OIA Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
13.2.	Report from closed portion of Finance and Capital Investment Committee held 30 August 2023	Section 9(2)(a) OIA Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
13.3.	Report from closed portion of Risk and Audit Committee held 30 August 2023	Section 9(2)(a) OIA Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
<b>14.</b>	<b>Inwards correspondence (confidential)</b>	
14.1.	15 August 2023 from Acting Chief Executive of Tertiary Education Commission re Te Pūkenga Investment Plan for 2024 Funding	Section 9(2)(g)(ii) OIA

## 9. Resolution to exclude the public

<b>15.</b>	<b>Any other closed business (confidential)</b>	Section 9(2)(a) OIA Section 9(2)(g)(ii) OIA Section 9(2)(h) OIA Section 9(2)(i) OIA Section 9(2)(j) OIA
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### Interests

Section	Interest
Section 9(2)(a) OIA	To protect the privacy of natural persons, including that of deceased natural persons.
Section 9(2)(b)(ii) OIA	To protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information.
Section 9(2)(g)(ii) OIA	To maintain the effective conduct of public affairs through the protection of such Ministers, members of organisations, officers, and employees from improper pressure or harassment.
Section 9(2)(h) OIA	To maintain legal professional privilege.
Section 9(2)(i) OIA	To enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities.
Section 9(2)(j) OIA	To enable the organisation to carry on, without prejudice or disadvantage, negotiations (including commercial and industrial negotiations).

The Chair will also move that certain employees from Te Pūkenga be permitted to remain at the meeting, after the public has been excluded, because of their specific knowledge in relation to the above items. This knowledge, which will be of assistance in relation to the matters above to be discussed, is relevant to those matters because they have assisted in the progression of such matters.