

Ngā take o te hui | Meeting agenda

Taipitopito | Details

Te rā Date	Wednesday 2 August 2023
Te wā Time	9am – 3.00pm
Te wāhi Location	Zoom

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, Tagaloatele Peggy Fairbairn-Dunlop, Teorongonui Josie Keelan
Ngā tāngata i tamō Apologies	Peter Winder (Chief Executive), ELT, Garth Gulley (Wellbeing and Safety Director, item 9.2.)
Heamana Chair	Murray Strong
Ngā meneti Minutes	Rebecca Donne (Council Secretary)

Rārangi take | Open Agenda

Nama take Agenda item
Karakia timatanga
1. Welcome/apologies/notices
2. Administration
2.1. Council membership, calendar and schedule of committees
2.2. Register of interests
2.3. Minutes (draft) of the meeting held 5 July 2023 (ordinary meeting)
2.4. Ngā mahi hei Actions (open)
3. Chief Executive's report
4. Reports from Committees
4.1. Open minutes from Te Poari Akoranga held 12 July 2023
4.2. Report from open portion of Finance and Capital Investment Committee held 21 July 2023

5.	Correspondence (open)
5.1.	Nil
6.	He take atu anō Any other business (open)
7.	Resolution to exclude the public

Rārangi take | Closed Agenda

Nama take Agenda item	Te wā mō te take Timing
8. Administration	5 mins
8.1. Minutes (draft) of the meetings held: <ul style="list-style-type: none"> 5 July 2023 (ordinary meeting) 27 July 2023 (extraordinary meeting) 	
8.2. Ngā mahi hei Actions (confidential)	
9. Monthly reports	
9.1. Chief Executive's report	40 mins
9.2. Wellbeing and Safety monthly report	20 mins
9.3. Operational risk	10 mins
Whakatā Break (morning tea)	
10. Financial reports	20 mins
10.1. Te Pūkenga Financial Report – June 2023	
10.2. Pricing approach for 2024 and 2025	
11. Strategy	30 mins
11.1. Quarter 2 report to Tertiary Education Commission	
11.2. Elections for permanent learner and kaimahi advisory committees	
Whakatā Break (for Select Committee appearance)	
12. Reports from Committees	30 mins
12.1. Closed minutes from Te Poari Akoranga held 12 July 2023	

12.2. Report from closed portion of Finance and Capital Investment Committee held 21 July 2023	
12.3. Report from Appointment and Remuneration Committee held 24 July 2023	
12.4. Permanent Māori Advisory Committee Terms of Reference and appointment process	
13. Inwards correspondence (confidential)	5 mins
13.1. Rūnanga o MIT response to Te Pūkenga proposed structural changes	
14. Outwards correspondence (confidential)	
14.1. Nil	
15. He take atu anō Any other business (confidential)	5 mins
Karakia whakakapi	
Mutu ai te hui Meeting closes	

1. Welcome/Apologies/Notices

2. Administration

Presented by Murray Strong

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

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 TPA - APPROVALS & Ōritetanga	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 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	24 Learner Advisory Committee	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 ILAC / TPA - APPROVALS	20 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	26 Komiti Māori	23 HSW	21	T
F	27	24 TPA - APPEALS	24		26	23 IKAC / TPA - RMRPG	21 FinCap	25 IKAC	22 HSW (TBC)	27 Kaimahi Advisory Committee	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	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 / Fincap - Q2 report	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

2023 Schedule of Te Pūkenga Council and Committee meetings

As at 27 July 2023

Council

Month	Date	Day	Meeting	Activity	Venue
February	9 Feb	Wed	Council	Ordinary Meeting	Zoom
March	1 March	Wed	Council	Ordinary Meeting	Zoom
April	5 April	Wed	Council	Ordinary Meeting	Zoom
May	3 May	Wed	Council	Ordinary Meeting	MIT, Auckland
	4 May	Thurs	Council	Workshop	MIT, Auckland
June	7 June	Wed	Council	Ordinary Meeting	Competenz, Auckland
July	5 July	Wed	Council	Ordinary Meeting	MITO, Wellington
July	27 July	Thurs	Council	Extra ordinary Meeting	Zoom
August	2 Aug	Wed	Council	Ordinary Meeting	Zoom
September	6 Sept	Wed	Council	Ordinary Meeting	Christchurch (TBC)
	7 Sept	Thurs	Council	Workshop	Christchurch (TBC)
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 2. Bill Moran, Member 3. Josie Keelan, Member 4. John Brockies, Member 5. Murray Strong, Ex-officio member	22 February 2023	Zoom
	29 March 2023	Zoom
	26 April 2023	Zoom
	31 May 2023	MITO, Wellington
	21 July 2023	Zoom
	30 August 2023	Zoom
	27 September 2023	Auckland
	25 October 2023	Zoom
	29 November 2023	TBC (in person)

Risk and Audit Committee

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

Appointment and Remuneration Committee

Name	Role	Meeting dates
1. Sue McCormack	Chair	30 March 2023 4 May 2023
2. Kim Ngārimu	Member	24 July 2023

3.	Murray Strong	Member	28 September 2023 30 November 2023
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Health, Safety and Wellbeing Committee

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

Advisory Committees

Advisory Committee Co-Chairs hui

Name	Role	Meeting dates
1. Murray Strong	Council Chair	TBC August 2023 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 Learner Advisory Committee (ILAC)

Name	Role	Meeting dates
1. Jordan Gush	Co-Chair	19 April 2023 2 May 2023
2. Dahrian Watene	Co-Chair	21 June 2023 23 August 2023
3. Henry Geary	Member	
4. Nina Lee Griffith	Member	
5. Ihongaro	Member	
6. Skyla Flower	Member	
7. Cecily Zhou	Member	

Learner Advisory Committee (LAC)

Name	Role	Meeting dates
1. TBC x 8		24 October 2023

Interim Kaimahi Advisory Committee (IKAC)

Name	Role	Meeting dates
1. Heath Sawyer	Co-Chair	5 May 2023
2. Warwick Shillito	Co-Chair	23 June 2023 25 August 2023
3. Andrea Armstrong	Member	
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. Rhys Thurston	Member	
15. Scott Casley	Member	
16. Keri Youngman	Member	
17. Ali Bahmad	Member	

Kaimahi Advisory Committee (KAC)

Name	Role	Meeting dates
1. TBC x 8		27 October 2023

Komiti Māori | Interim Māori Advisory Committee

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

Māori Advisory Committee

Name	Role	Meeting dates
1. TBC	TBC	26 October 2023 (Tentative)

Te Poari Akoranga

Name	Role	Meeting dates
1. Megan Gibbons	Co-Chair	22 February 2023 29 March 2023
2. Kieran Hewitson	Co-Chair	10 May 2023 12 July 2023
3. Michael Alford	Member (Co-Chair Te Ohu Whakahaere Ako)	16 August 2023 20 September 2023
4. Linda Aumua	Member (IKAC Rep)	25 October 2023 22 November 2023
5. Fiona Beals	Member (Co-Chair Te Ohu Whakahaere Rangahau Māori, Research and Postgraduate)	
6. Te Urikore Biddle	Member (Chair Te Ohu Whakahaere Ōritetanga)	
7. Mary-Liz Broadley	Member (IKAC Rep)	

2.1. Council membership, calendar and schedule of committees

8.	Glynnis Brook	Member (Co-Chair Te Ohu Whakahaere [Academic] Appeals)	Also note Te Poari Akoranga sub-committees TPA - RMRPG, TPA - AKO, TPA - QUALITY, TPA - APPROVALS, TPA - APPEALS, TPA – ORITETANGA meet on dates noted in the Governance Calendar
9.	Te Wai Collins	Member (Co-Chair Te Ohu Whakahaere Ako)	
11.	Henry Geary	Member (ILAC Rep)	
12.	Annemarie Gillies	Member (Co-Chair Te Ohu Whakahaere Rangahau Māori, Research and Postgraduate)	
13.	Kim Isherwood	Member (Co-Chair Te Ohu Whakahaere Quality)	
14.	Diane Lithgow	Member (Co-Chair Te Ohu Whakahaere Approvals)	
15.	Doug Pouwhare	Member (Co-Chair Te Ohu Whakahaere Approvals)	
16.	Jasmine Te Hira	Member (Kōmiti Maori Rep)	
17.	Deborah Young	Member (Co-Chair Te Ohu Whakahaere Quality)	
18.	Peggy Fairbairn-Dunlop	Non-speaking member	
19.	Patrick Hape	Member (Co-Chair Te Ohu Whakahaere Ōritetanga)	
20.	Marama Rawiri	Member (Co-Chair Te Ohu Whakahaere Appeals)	

Te Pūkenga Council Register of Interests

As at 24 July 2023

Name	Interest	Nature of Interest
Murray Strong Chair	Centre of Digital Excellence of NZ Ltd	Chairman
	Southern Digital Transformation Programme – Te Whatu Ora	Chairman
Sue McCormack Deputy Chair	Kiwirail	Deputy Chair
	Canterbury Earthquakes Insurance Tribunal	Judicial Officer
	University of Canterbury	Past Chancellor
	Dress for Success	Honorary solicitor
Heath Sawyer Member	Te Pūkenga staff member	Employee
Jordan Gush Member	Peseta Sam Lotu-liga, Executive Director Ako Delivery Te Pūkenga	Uncle
	Plumbers and Gasfitters Board	Mother is a member
Teorongonui Josie Keelan Member	Te Pūkenga: Unitec	Supervisor
Kim Ngārimu 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
John Brockies Member	Resolve Group Ltd	Director
	Walworth Ltd	Director
Tagaloatele Dr Peggy Fairbairn-Dunlop Member	UNESCO	Contractor
	Vinepa Trust	Patron, Board Member
Jeremy Morley 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
Sam Huggard Member	350 Aotearoa Charitable Trust	Trustee
	Ministerial Strategic Advisory Group on Trade	Member
	New Zealand Educational Institute Te Riu Roa	Employee
Bill Moran 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 at MITO Offices, Wellington on Wednesday 5 July 2023 at
9:30am**

Present: Murray Strong (Chair), Sue McCormack (Deputy Chair), Bill Moran, Heath Sawyer, Jeremy Morley, John Brockies (until 12:02pm), Jordan Gush, Kim Ngārimu, Sam Huggard, Tagaloatele Peggy Fairbairn-Dunlop (until 12:02pm), Teorongonui Josie Keelan.

In Attendance: Peter Winder (Chief Executive), Rebecca Donne (Council Secretary), Ziena Jalil (Chief of Staff), Simone Andersen, (Kaikōkiri Learner Whānau Engagement, item 9.1), Andrew McSweeney (DCE Learner and Employer Experience and Attraction item 9.1), Megan Gibbons (DCE Academic Centre and Learning Systems, item 9.2), Keri-Anne Tane (Chief People Officer, item 10.2), Garth Gulley (Wellbeing and Safety Director, item 10.2 and 12.2), Michelle Teirney (Chief Financial Officer item 11.1, 13.2, and 13.3), and Phil O’Callaghan (Financial and Commercial Advisor, item 11.1 and 13.2), Kara Hiron (Director Legal, item 12), James Smith (Regional Finance Director, item 12.3 and 13.3)

Apologies: John Brockies and Tagaloatele Peggy Fairbairn-Dunlop from 12:02pm

Open minutes

1 Welcome/Apologies/Notices

The Chair welcomed everyone to the meeting and noted an apology for early departure from Tagaloatele Peggy Fairbairn-Dunlop.

2 Administration

2.1 Council membership, calendar and schedule of committees

Council members noted the schedule of meetings for the remainder of the year.

2.2 Register of interests

Members were reminded of their obligations related to any conflicts of interest between their role as a member of Te Pūkenga Council and any private or other external interests.

Bill Moran raised a conflict of interest for item 12.2 in his role as Deputy Chair of WorkSafe NZ.

2.3 Minutes of previous meeting held 7 June 2023

RESOLVED (T.P. Fairbairn-Dunlop/J. Morley)

That the Council approve the minutes of Te Pūkenga Council open meeting held on 7 June 2023 as a true and correct record.

CARRIED

There were no matters arising from the minutes.

2.4 Action List – Open

The one remaining action related to updating the whakataukī, has been deferred to Te Pūkenga Council's November hui.

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, specifically:

- The delegation to China went well with an opportunity to connect with representatives of organisations that Te Pūkenga could potentially be able to support.
- There was an opportunity to kōrero with the Vice Minister Education in China, with potential to grow that relationship.
- It has been a busy time for the ELT in meeting with business divisions across the motu about the organisational structure consultation.

4 Reports from Committees

4.1 Open minutes from Interim Kaimahi Advisory Committee (IKAC) held 23 June 2023

The Council received the draft minutes of the Interim Kaimahi Advisory Committee open meeting held on 23 June 2023.

The Co-Chair of IKAC advised that it intends to make a submission in the consultation regarding network wide gaps such as Equity, Finance Systems, and Policy.

5 Correspondence (open)

5.1 No correspondence was received.

6 Any other business (open)

6.1 There was no other open business.

7 Resolution to exclude the public

RESOLVED (M. Strong/S. McCormack)

That the public be excluded from the remainder of the meeting. This resolution is 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 below.

Item	General subject of each matter to be considered	Section(s)
8.	Administration	
8.1.	Minutes from public excluded meeting held 3 May 2023	Section 9(2)(a) OIA Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
8.2.	Confidential action list	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
9.	Strategy / Risk and compliance	
9.1.	Learner Voice and Partnering Policy	Section 9(2)(g)(i) OIA
9.2.	Initial Draft Mahere Haumi Investment Plan 2024 – 2026	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
10.	Monthly reports	
10.1	Chief Executive's report	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
10.2	Wellbeing and Safety monthly report	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
10.3	Operational risk	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
11.	Financial reports	
11.1	Te Pūkenga Financial Report – May 2023	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
12.	Risk and compliance	
12.1	Contentious legal matters	Section 9(2)(a) OIA Section 9(2)(g)(i) OIA Section 9(2)(h) OIA

2.3. Minutes (draft) of the meeting held 5 July 2023 (ordinary meeting)

		Section 9(2)(j) OIA
12.1	WorkSafe NZ Prosecution – Toi Ohomai Business Division	Section 9(2)(a) OIA Section 9(2)(g)(i) OIA Section 9(2)(h) OIA Section 9(2)(j) OIA
12.2	Winding up of WelTec Enterprises Ltd	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
13. Strategy		
13.1	DPMC Implementation Unit stocktake of Te Pūkenga	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
13.2	Finance strategy	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
13.3	Approval of Finance Management Information System (FMIS) Partner	Section 9(2)(g)(i) OIA Section 9(2)(j) OIA
14. Reports from Committees		
14.1	Minutes from Interim Learner Advisory Committee held 21 June 2023	Section 9(2)(a) OIA Section 9(2)(g)(i) OIA
14.23	Minutes from Komiti Māori held 22 June 2023	Section 9(2)(a) OIA Section 9(2)(g)(i) OIA
14.3.	Report and closed minutes from Interim Kaimahi Advisory Committee held 23 June 2023	Section 9(2)(a) OIA Section 9(2)(g)(i) OIA
14.4.	Report from Health Safety and Wellbeing Committee held 26 June 2023	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
17.	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.
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.

2.3. Minutes (draft) of the meeting held 5 July 2023 (ordinary meeting)

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).
	<p>And that certain employees from Te Pūkenga be permitted to remain at the meeting, namely:</p> <p>Ziena Jalil, Keri-Anne Tane, Garth Gulley, Megan Gibbons, Andrew McSweeney, Michelle Teirney, Simone Andersen, James Smith, Kara Hiron, and Phil O'Callaghan</p> <p>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.</p> <p>CARRIED</p>

The open session meeting closed at 9.53am and moved into closed session at 9.59am.

DRAFT

Te Pūkenga Council Meeting
Pūkenga Operations
Action items as at 26 July 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	Open	1-Nov-23	July 2023 - agreed to defer this until after consultation is complete

Pūrongo Kaunihera a Te Pūkenga | Council Report

2 August 2023

Title	Chief Executive's Report to Council – Open Session
Provided by	Peter Winder, Tumuaki Chief Executive
For	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 July, the provider-based business divisions had semester break for ākonga which coincided with school holidays and Matariki (Māori New Year). While this meant it was a somewhat quieter period for Te Pūkenga on the external front, the Executive Leadership Team (ELT) was incredibly busy with online and in-person hui across the motu, presenting and responding to questions in relation to Tāraia te anamata | Creating our futures, our proposed organisation structure for five key groups.

The formal consultation on the next phase of the operating structure closed on 21 July 2023. As the consultation progressed, there was a marked shift in the feedback from kaimahi to really thinking about how the structure outlined in the change proposal will work in the future with detailed feedback providing constructive suggestions on the design proposal.

Some external stakeholders have expressed concerns about not having a voice during this consultation, however our focus remains on our own people first. It has been a challenging period for many kaimahi, and we continued to follow a careful process in engaging with kaimahi about the change proposal. We encouraged kaimahi to continue to talk with their local People, Culture and Wellbeing leaders or managers and ensure that they had, and continue to have, access to the support they need.

While we didn't formally engage with external stakeholders on the change proposal, leaders have been meeting with Workforce Development Councils (WDCs), Regional Skills Leadership Groups (RSLGs) and other local bodies to ensure we are keeping them informed about our process and the intentions behind the change proposal.

There have been several media queries about the impact of the proposed changes on local regions. There have also been media queries and written parliamentary questions regarding our nursing programmes and kaimahi following the Minister of Health's announcement in early July about the increase of nursing students followed by the announcement of the Health Workforce Plan.

As I briefed Council at its July meeting, I joined the Prime Minister's trade delegation to China, visiting Beijing and Shanghai. Unemployment rates, low birth rates, a changing age structure and national focus on health and wellbeing, are driving a new focus in China on vocational and trades training. We are hopeful that this shift in emphasis will provide a new opportunity for us to expand existing partnerships and develop new ones focused on vocational training and education. This is helped by the renewal of the mutual recognition of qualifications between our two countries.

Te Pūkenga was pleased to finalise the 2022 Annual Report following receipt of audit clearance from Audit New Zealand. The annual audit has been a complex and resource intensive process for 2022, and we will be working with our auditors to ensure they have more resources and a plan for the 2023 process including interim audits.

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

The Tāraia te anamata | Creating our futures consultation on the change proposal closed on 21 July 2023. We received a substantial amount of feedback from kaimahi, much of which was specific feedback on various elements of the design proposal. Upon my return from China, I joined members of the leadership team for several kanohi ki te kanohi (face-to-face) visits and online hui with kaimahi. I was pleased to hear kaimahi discussing how they can collaborate with other business divisions and modes of delivery to maximise value for our ākongā and employers as well as build our revenue. Our structure will go some way to support this, and it will be important that we build our culture as one team to support our ākongā and employers to meet their skills and qualifications needs.

ELT is now reviewing the many pieces of feedback received from unions and kaimahi as part of the consultation, and we will make final decisions on the structure by late August.

Regional Co-Leaders have been meeting Co-Chairs of RSLGs in their regions, with some Co-Leaders now having a regular slot at monthly RSLG hui. Gus Gilmore, Pourangi Ako | Deputy Chief Executive Ako Delivery, and his Regional Co-Leaders will meet with all RSLG Co-Chairs in early August to discuss a shared understanding of how best we can work together.

This week, Gus Gilmore led all Regional Co-Leaders in a two-day session looking at the feedback from the Ako Delivery consultation, considering the mobilisation plan for kaimahi in their business group as well as transition planning into the new structure.

Also this week, the National Ako Network Directors met with all Chief Executives, Te Herenga Waka (leadership teams) and other senior Ohu Mai (staff) from WDCs to share how we engage with each other. This was followed by a hui with the New Zealand Qualifications Authority (NZQA) as a group so that our leaders get to know the NZQA leaders and have a common understanding of our respective roles within the qualification and skills standards process.

Following submission of the Financial Strategy to the Minister of Education (Minister) and Tertiary Education Commission (TEC) last month, as set out in the Minister's Letter of Expectations, the Council considered the Financial Plan and Transformation Roadmap at a special meeting on 27 July 2023. These are fundamental documents that Council needs to guide them as we make critical decisions to deliver on our vision.

We submitted our draft Mahere Haumi Investment Plan 2024 – 2026 to TEC following Council's approval at its last meeting. We will update the Investment Plan following finalisation of the Financial Plan, Transformation Roadmap, as well as consideration of the interest free Crown loan and funding for the unification of programmes. We will also take the opportunity to discuss the Investment Plan with RSLGs and WDCs to ensure that we are meeting regional and national skills needs.

Since joining the recent trade delegation to China, I have been meeting with our international teams as well as the Ministry of Education and Education New Zealand to discuss how we can provide support to our Chinese partners and agents to ensure a positive experience for learners and upskilling of potential workers. International ākonga are critical to the ongoing financial sustainability of Te Pūkenga.

This week, Te Pūkenga hosted our partners Apple Inc. at a function at Unitec | Te Pūkenga to showcase the first training opportunity to deliver the Hangarau Matihiko curriculum. Kaiako (teachers) and rangatahi (young people) from participating kura and schools demonstrated what they have been learning as part of the initiative and talked about the positive changes it is making.

Te Pūkenga leaders have been meeting with Te Whatu Ora leaders to discuss how we can work together to give effect to the Health Workforce Plan, which was announced by the Minister of Health earlier this month.

Other Te Pūkenga events attended by Ministers in July 2023 included:

- Pacific Peoples and Associate Health Minister, Hon Barbara Edmonds, announced a \$1.5 million investment in the annual Te Whatu Ora scholarship programme, to help better meet and respond to health needs in the Pasifika community. The investment will support 250 Pacific ākonga to complete their health-related qualifications, including 35 ākonga undertaking the new graduate diploma programmes in Pacific nursing at Whitireia | Te Pūkenga.

During the past month:

- A third-year Bachelor of Nursing ākonga has received a Nursing Education and Research Foundation Undergraduate Scholarship valued at \$2,000. The recipient, Elliot Pepper, wants to use his education to help benefit Rainbow communities, who have specific needs around mental health, sexual health, fertility/pregnancy, and gender-affirming care for transgender people. Recipients are selected based on their academic achievement, and contributions to nursing and the community.
- A pioneering approach to workplace education for those with an intellectual disability has been celebrated with a graduation at Ara | Te Pūkenga. The first cohort of Kilmarnock Enterprises-based ākonga achieved Level 2 credits in Food and Work Safety Practices. Kilmarnock Enterprises is an Ōtautahi-based social enterprise creating employment and development pathways for those with intellectual disabilities. Delivery of the course was modified to meet the needs of the cohort, for whom reading and writing was not their preferred style. Kaiako utilised alternative methods of documenting learning, such as voice recordings, photos, and videos.
- This year's AAJ (or Aluminium Architectural Joinery) Apprentice of the Year, Jonty Smith, was also recognised as the Most Promising Apprentice last year. Jonty credits the training he

received through BCITO | Te Pūkenga that was specially geared to his dyslexia as helping him to succeed.

- Primary ITO | Te Pūkenga have partnered with Beef+Lamb NZ to work together in Otago to provide new learning experiences for trainees entering the sheep and beef farming industry. The partnership provides ākongā the opportunity to learn and upskill on the job, as well as support from the training adviser which in turn is providing support to the farmers.
- Careerforce | Te Pūkenga and UCOL | Te Pūkenga have partnered to empower kaiāwhina in social services, and health and disability workforces. This partnership aims to attract more people to enter the health and social services sector to address workforce gaps through educational opportunities.
- Queen Elizabeth College (QEC) is giving its students the opportunity to study U-Skills Trades Academy programmes at UCOL | Te Pūkenga. U-Skills programmes allow Year 11 to 13 students to attend classes at UCOL one or two days per week to develop industry-relevant skills. Since 2015, 75 QEC ākongā have enrolled in U-Skills programmes. Having U-Skills courses available from Years 11 to 13 creates a natural flow for many pupils who go on to study at UCOL after they finish Year 13.
- Aspiring nurses beginning their Bachelor of Nursing at Ara | Te Pūkenga in a new August intake will be able to complete their clinical placements anywhere in the country - with accommodation and travel costs covered. Ākongā will complete their first year of study based in Ōtautahi but for the first time, their clinical placements during second and third years of study will be available throughout New Zealand.

4. Reports from Committees

4.1. Open minutes from Te Poari Akoranga held 12 July 2023

For Report

Presented by Megan Gibbons

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 12 July 2023 at 9.30am at MIT Ōtara campus

Present: Kieran Hewitson (Chair), Megan Gibbons (Co-Chair), Deborah Young, Diane Lithgow, Fiona Beals, Fionna Moyer, Glynnis Brook, Henry Geary, Linda Aumua, Marama Rawiri, Mary-Liz Broadley

In Attendance: Tagaloatele Peggy Fairbairn-Dunlop (Council Member), Rebecca Donne (Council Secretary)

Apologies: Annemarie Gillies, Doug Pouwhare, Jasmine Te Hira, Michael Alsford, Patrick Hape, Te Urikore Biddle, Te Wai Collins

Open minutes

1. Karakia Timatanga

The Chair delivered the karakia timatanga.

2. Welcome/Apologies

The Chair welcomed everyone to the meeting and noted apologies from Annemarie Gillies, Doug Pouwhare, Jasmine Te Hira, Michael Alsford, Patrick Hape, Te Urikore Biddle, and Te Wai Collins.

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. Minutes of previous meeting held 10 May 2023

RESOLVED (G. Brooks/M.L. Broadley)

That Te Poari Akoranga approve the minutes of Te Poari Akoranga open meeting held on 10 May 2023 as a true and correct record.

CARRIED

3.4. Minutes of previous meeting held 10 May 2023

There were no matters arising from the minutes.

3.4.1 Action List – Open

- 1005-3.1 Calendar and scheduled meetings: All items complete
- 1005-3.4 Matters arising: 1. Programme tracking sheet has been sent

4.1. Open minutes from Te Poari Akoranga held 12 July 2023

- 1005-11.2 Standing item – List of approvals: 3. Root cause analysis responses are in the closed section of the agenda
- 1005-5.5 Te Ohu Whakahaere Ako: 2. There is a kanohi-ki-te-kanohi hui planned
- 1005-5.6 Te Ohu Whakahaere Ōritetanga: Action still outstanding.

4. Te Pūkenga Council meeting

The Deputy Chief Executive Academic Centre and Learning Systems provided a verbal update on recent Council meetings. At the June 2023 meeting an update was provided on what assurance Te Poari Akoranga provides to Council, and there was a discussion on how Governance will operate following the new structure. At the July 2023 meeting there were no Te Poari Akoranga minutes to share, but the Investment Plan was presented. This was largely built based on business divisions but next year will start to focus on what we need as a network.

5. Ohu Whakahaere o Te Poari Akoranga

5.1. Te Ohu Whakahaere Quality

The moderation framework was presented at the last hui. This was high level and complex, and te Ohu were able to understand this better by asking questions. It has now been tweaked and will come to next week's meeting. It will be piloted with WBL to ensure it works for them.

Action: T2307.01 Deb and Fionna to bring the timeframe for rollout of the moderation framework to the August hui of Te Poari Akoranga.

5.2. Te Ohu Whakahaere Rangahau Māori, Research and Postgraduate

Fiona Beals provided a verbal update. Te Ohu was scheduled to meet last week but didn't achieve quorum so had an informal chat about the consultation process.

5.3. Te Ohu Whakahaere Approvals

Programmes coming through for approval in both May and June have been for WBL. The process of going through an academic committee is a new experience for them. The WBL Programme Managers have now been provided access to documentation to assist them. Te Ohu is gaining a better understanding of WBL now.

The workload is currently good as te Ohu is not seeing the unification work yet. Te Ohu is still doing quite a bit of quality review due to the current environment and circumstance.

Te Poari Akoranga discussed the international entry requirements for WBL as it now falls under NZQA requirements. For now, programmes have been submitted without English language requirement and have not had feedback from NZQA. There are statements within programme documents which state that these are not for international learners.

Te Poari Akoranga also discussed the differences between former ITPs and WBL and the members expressed their support for a simple explanation of the similarities and differences as part of the transformation process to help kaimahi understand this better.

Te Poari Akoranga noted that the list of approved programmes by NZQA is still a work in progress and has been requested from the unification team to be presented to the Approvals Ohu.

The Deputy Chief Executive Academic Centre and Learning Systems provided an update on the unification process. The Transformation Roadmap being provided to the Minister of Education at the end of the month has to include the unification timeline and there is a strong driver to reduce the number of programmes that we deliver. There will be an accelerated workplan to reduce the number of programmes in the sub-degree space over the next 18 months ready for beginning of 2025. There will be some principles that allow Te Pūkenga to choose a version and make changes to put all business divisions onto the same programme. These programmes will come with pre-moderated assessments.

Actions: T2307.02 Fionna Moyer to provide a project plan for entry requirements at next meeting.

T2307.03 DCE Academic Centre and Learning Systems to request the pipeline document from Sue Bolland to be provided to the next Approvals Ohu.

5.4. *Te Ohu Whakahaere Appeals*

The May meeting didn't reach quorum, and an update on the June meeting will be provided in the closed session.

5.5. *Te Ohu Whakahaere Ako*

Te Poari Akoranga acknowledged the work that went into producing the Terms of Reference for this Ohu and discussed what role it will have in the Ako awards. The Deputy Chief Executive Academic Centre and Learning Systems advised that this information will be shared at an aggregated level, but names cannot be shared until we know whether these have been successful.

Fionna advised that this Ohu will shortly have oversight of a new working group about generative AI to create a position statement for Te Pūkenga. This will not be a policy.

5.6. *Te Ohu Whakahaere Appeals*

Action: T2307.04 Co-Chairs of Te Ohu Whakahaere Appeals to check that they are operating at a Governance level as some of their actions look operational.

6. **General Business**

There was no open general business raised.

7. **Next scheduled meeting**

Deborah Young advised her apology for the next scheduled meeting on Wednesday 16 August 2023.

8. **Formal Motion for Moving into Committee**

RESOLVED (K. Hewitson/L. Aumua)

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.

4.1. Open minutes from Te Poari Akoranga held 12 July 2023

- 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.

CARRIED

The open session meeting closed at 10.54am and moved into closed session at 10.56am.

The meeting closed with karakia whakamūtunga delivered by the Chair at 2.22pm.

DRAFT

Pūrongo Kaunihera a Te Pūkenga | Council Report

2 August 2023

Title	Report from open portion of Finance and Capital Investment Committee 21 July 2023
Provided by	Jeremy Morley, Committee Chair
Author	Haley Passmore, Governance Advisor
For	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 31 May 2023 via Zoom and email; and
b.	Approve the updated Terms of Reference for the Finance and Capital investment Committee.

Te Tāhuhu Kōrero | Background

The Finance and Capital Investment Committee (the Committee) met on 21 July 2023 in an online Zoom meeting. John Brockies and Bill Moran were apologies for the meeting; however, their votes were recorded on key items by email following the meeting. The Committee considered the following items in the open portion of the meeting:

Terms of Reference

The Committee discussed whether Insurance should be included within the Finance and Capital Investment Committee remit, and resolved to recommend this change to Council, noting that referral will be made to the Risk and Audit Committee for advice and expertise as needed. Subject to minor changes, the Committee recommended the updated Terms of Reference to Council for approval.

Ngā Tāpiritanga | Appendices

Appendix 1: Terms of Reference - clean

Appendix 2: Terms of Reference – tracked changes

Finance and Capital Investment Committee

Terms of Reference

1. Objective

- (a) The Finance and Capital Investment (**Committee**) shall be a committee of the Council of the New Zealand Institute of Skills and Technology (**Te Pūkenga**), established by the Council.
- (b) The objectives of the Committee are to:
- i. recommend to Council the approval of the finance strategy and plan for Te Pūkenga and maintain oversight of its implementation and review;
 - ii. monitor the finances of Te Pūkenga so as to satisfy Council that they are managed in a way that:
 - a. maintains solvency;
 - b. ensures appropriate stewardship of finances that enables Te Pūkenga to operate efficiently and effectively;
 - c. ensures compliance with funding and loan covenants, terms and conditions;
 - d. gives confidence to and provides for appropriate consultation with Ministers, funders and key stakeholders that minimises the risk of external intervention in the affairs of Te Pūkenga; and
 - e. promotes achievement of Te Pūkenga annual budget, regular reforecasts mission and strategic objectives;
 - iii. assists the Council in fulfilling its strategic, financial and compliance responsibilities through oversight of the capital assets and infrastructure of Te Pūkenga and its Business Divisions (the **Group**), and the approval of an annual capital plan and upward recommendations to Council as necessary, with regular reviews and exception reporting from management;
 - iv. monitor the transformation programme and related projects of Te Pūkenga, to ensure the programme and projects are on track and there is an appropriate level of compliance with accountability and responsibility matrices, budgets, timelines, milestones and reporting to Council, Ministers, funders, and stakeholders; and
 - v. assists and advises Council and the Risk and Audit Committee to ensure that the Group has appropriate levels of insurance in place over the assets, infrastructure and undertakings of the Group.

The management of property (including operating leases), plant, equipment, investments, vehicles, IT infrastructure, strategic databases, brands and intellectual property, monetary assets and liabilities such as working capital, cash and loans and insurance falls within the scope of consideration. In undertaking its role with respect to its oversight of the capital assets and infrastructure of Te Pūkenga, the Committee will consider the following aspects of capital asset management:

- corporate planning
- asset information management

- levels of service
- lifecycle management strategy (including risk management)
- affordability and return on investment
- financial forecasts
- business cases
- implementation governance
- engagement with tāngata whenua.

These objectives emphasise the cyclical nature of the process and prioritisation of decisions, the importance of defining and understanding desired outcomes, the nature of current assets, the associated current and future needs, the potential solutions, and implementing the optimum decision.

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 and the management personnel of a Business Division and to the extent necessary to meet its responsibilities as set out in this Terms of Reference, may obtain external legal or other professional advice.

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; and
 - members who collectively demonstrate expertise in financial management, capital asset management, internal control environments and frameworks.
- (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);

4.2. Report from open portion of Finance and Capital Investment Committee held 21 July 2023

- 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) The Council Secretary 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 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) 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, unless formal approvals and/or recommendations have previously been sought through a “round robin” process from members who will be absent from a meeting to the extent that the inclusion of those approvals and/or recommendations means that a quorum for voting has been achieved.

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) Financial Approvals

- i. Approve plans, business cases, transactions, and other business, as outlined and in accordance with the Committee’s powers within Te Pūkenga delegated authorities’ policy including:

4.2. Report from open portion of Finance and Capital Investment Committee held 21 July 2023

- standing annual setting of learner fees for existing programmes under legislation, fees for the provision of learner services, fees to assist learners suffering exceptional financial hardship and any other fees prescribed by the Finance and Capital Committee;
 - limits on treasury financial transactions and financial authorities (as set out in the Treasury Policy);
 - grants or loans to the Chief Executive, any kaimahi, ākongā or any association of kaimahi or ākongā or guarantee any loans to any kaimahi members;
 - an annual capital plan which aligns with the Group budget, which can then be delegated to the CEO for implementation with exception-based reporting at each meeting and regular reviews of that plan throughout the financial year;
 - operating expenditure (including insurances) within the Council approved budget, where the expenditure aligns with the investment plan;
 - operating expenditure in excess of the Council approved budget, where the expenditure aligns with the investment plan;
 - capital expenditure within the Council approved budget and annual capital plan that supports the expenditure which is aligned with the investment plan;
 - individual unbudgeted capital expenditure proposals;
 - tenders for approved capital or operational expenditure projects.
- ii. Make recommendations to Council concerning the approval of the matters noted in i. above where the amounts or transactions exceed the Committee's delegations under the Delegated Authorities policy.

(b) Financial Strategy and planning

Provide advice and recommendations to Council on:

- the appropriateness of the Strategic Plan objectives relating to financial management, including but not limited to the Financial Strategy and Plan;
- major and sensitive assumptions in the financial projections of Te Pūkenga; and
- consistency of the financial projections of Te Pūkenga with the Strategic Plan.

(c) Financial position and performance

Monitor and report to Council on the performance of Te Pūkenga against:

- the Annual Budget and subsequent (re)forecasts;
- TEC financial risk criteria;
- financial management parameters of Te Pūkenga;
- Strategic Plan objectives related to financial strategy, implementation, and management, including the Financial Strategy and Plan; and
- debt-related or any other external covenants.

and where, as a result of its monitoring activity, it believes that corrective action or any changes to policy, practice or financial parameters are appropriate, recommend the same to Council for implementation.

(d) Group Treasury Policy

- review, maintain and monitor the robustness and comprehensiveness of the Group Treasury Policy, including the delegations framework therein;
- review and monitor the implementation of the Group Treasury Policy through receiving regular treasury reports;
- receive and review issues raised by auditors (both internal and external) in respect of any significant weaknesses in the treasury or other financial functions;
- receive submissions from the Pourangi Pūtea | Chief Financial Officer notifying any matters of non-compliance with the Group Treasury Policy and reporting these to Council for review/approval;
- annually receive the internal review of the Group Treasury Policy and recommend any changes to Council for approval; and
- receive the two-yearly fundamental Policy review report and recommend any Group Treasury Policy changes to Council.

(e) Corporate planning

- review asset management policies and strategies;
- recommend basis for Asset Management Plan;
- recommend level of organisational commitment; and
- recommend a Group capital and asset strategy and provide oversight of the execution of that strategy.

(f) Asset information management

- recommend information management requirements;
- review asset condition assessments;
- review asset performance reporting;
- review valuations; and
- commission asset information quality assurance reviews.

(g) Levels of Service

- establish strategic linkages;
- recommend statements; and
- establish measures and targets.

(h) Lifecycle management and prioritisation strategy (including risk management)

- review lifecycle strategies;
- review risk management strategies; and
- review usage and maintenance forecasting.

(i) Financial forecasts

- review lifecycle analysis; and

4.2. Report from open portion of Finance and Capital Investment Committee held 21 July 2023

- review depreciation funding.

(j) Business cases

- review the Asset Improvement plan;
- review the annual plan; and
- review individual programme and project business cases in particular with respect to the transformation programme of Te Pūkenga.

(k) Approvals

Approve any other requests not already addressed in these Terms of Reference from Business Divisions for approval from Te Pūkenga relating to operating or capital expenditure, the disposal of property or non-property assets, the approval of an asset management and utilisation plan (or other property related requests), where the approval of such request exceeds the delegated authority of the Tumuaki | Chief Executive of Te Pūkenga as set out in the Delegations Policy for Te Pūkenga or is otherwise referred to the Committee by the Council for a decision.

(l) Implementation governance

Commission independent assurance reviews on project readiness and delivery.

(m) Engagement with tāngata whenua

Set expectations regarding engagement with tāngata whenua in relation to finance and capital asset management.

(n) 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

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. 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 2 August 2023

Murray W. Strong
Council Chair

DRAFT

Finance and Capital Investment Committee

Terms of Reference

1. Objective

- (a) The Finance and Capital Investment (**Committee**) shall be a committee of the Council of the New Zealand Institute of Skills and Technology (**Te Pūkenga**), established by the Council.
- (b) The objectives of the Committee are to:
- i. recommend to Council the approval of the finance strategy and plan for Te Pūkenga and maintain oversight of its implementation and review;
 - ii. monitor the finances of Te Pūkenga so as to satisfy Council that they are managed in a way that:
 - a. maintains solvency;
 - b. ensures appropriate stewardship of finances that enables Te Pūkenga to operate efficiently and effectively;
 - ~~a.c.~~ ensures compliance with funding and loan covenants, terms and conditions;
 - ~~b.d.~~ gives confidence to and provides for appropriate consultation with Ministers, funders and key stakeholders that minimises the risk of external intervention in the affairs of Te Pūkenga; and
 - ~~c.e.~~ promotes achievement of Te Pūkenga annual budget, regular reforecasts, mission and strategic objectives; and
 - iii. assists the Council in fulfilling its strategic, financial and compliance responsibilities through oversight of the capital assets and infrastructure of Te Pūkenga and its Business Divisions (the **Group**), and the approval of an annual capital plan and upward recommendations to Council as necessary, with regular reviews and exception reporting from management;
 - iv. monitor the transformation programme and related projects of Te Pūkenga, to ensure the programme and projects are on track and there is an appropriate level of compliance with accountability and responsibility matrices, budgets, timelines, milestones and reporting to Council, Ministers, funders, and stakeholders; and
 - ~~iii.v.~~ assists and advises Council and the Risk and Audit Committee to ensure that the Group has appropriate levels of insurance in place over the assets, infrastructure and undertakings of the Group.

The management of property (including operating leases), plant, equipment, investments, vehicles, IT infrastructure, strategic databases, brands and intellectual property, monetary assets and liabilities such as working capital, cash and loans and insurance falls within the scope of consideration. In undertaking its role with respect to its oversight of the capital assets and infrastructure of Te Pūkenga, the Committee will consider the following aspects of capital asset management:

- corporate planning
- asset information management

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- levels of service
- lifecycle management strategy (including risk management)
- affordability and return on investment
- financial forecasts
- business cases
- implementation governance
- engagement with tāngata whenua.

These objectives emphasise the cyclical nature of the process and prioritisation of decisions, the importance of defining and understanding desired outcomes, the nature of current assets, the associated current and future needs, the potential solutions, and implementing the optimum decision.

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 and the management personnel of a Business Division and to the extent necessary to meet its responsibilities as set out in this Terms of Reference, may obtain external legal or other professional advice.

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; and
 - members who collectively demonstrate expertise in financial management, capital asset management, internal control environments and frameworks.
- (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);

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- 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) The Council Secretary 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 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) 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, unless formal approvals and/or recommendations have previously been sought through a “round robin” process from members who will be absent from a meeting to the extent that the inclusion of those approvals and/or recommendations means that a quorum for voting has been achieved.

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) Financial Approvals

- i. Approve plans, business cases, transactions, and other business, as outlined and in accordance with the Committee’s powers within Te Pūkenga delegated authorities’ policy including:-

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- standing annual setting of learner fees for existing programmes under legislation, fees for the provision of learner services, fees to assist learners suffering exceptional financial hardship and any other fees prescribed by the Finance and Capital Committee;
- limits on treasury financial transactions and financial authorities (as set out in the Treasury Policy);
- grants or loans to the Chief Executive, any kaimahi, ākonga or any association of kaimahi or ākonga or guarantee any loans to any kaimahi members;:-
- an annual capital plan which aligns with the Group budget, which can then be delegated to the CEO for implementation with exception-based reporting at each meeting and regular reviews of that plan throughout the financial year;
- operating expenditure (including insurances) within the Council approved budget, where the expenditure aligns with the investment plan;
- operating expenditure in excess of the Council approved budget, where the expenditure aligns with the investment plan;
- capital expenditure within the Council approved budget and annual capital plan that supports the expenditure which is aligned with the investment plan;
- individual unbudgeted capital expenditure proposals;
- tenders for approved capital or operational expenditure projects.

ii. Make recommendations to Council concerning the approval of the matters noted in i. above where the amounts or transactions exceed the Committee's delegations under the Delegated Authorities policy.:-

- The annual operating expenditure within the Council approved budget, where the expenditure aligns with the investment plan;
- operating expenditure in excess of Te Pūkenga (the Council approved budget, where the expenditure aligns with the investment plan
- capital and operating); expenditure within the Council approved budget where there is a robust business plan that supports the expenditure which is aligned with the investment plan;
- Reviews of any individual unbudgeted capital plan or financial projections; and expenditure proposals

● Student fees.

— accept:

— tenders for approved capital or operational expenditure projects.

(b) Financial Strategy and planning

Provide advice and recommendations to Council on:

4.2. Report from open portion of Finance and Capital Investment Committee held 21 July 2023

- the appropriateness of the Strategic Plan objectives relating to financial management, including but not limited to the Financial Strategy and Plan;
- major and sensitive assumptions in the financial projections of Te Pūkenga; and
- consistency of the financial projections of Te Pūkenga with the Strategic Plan.

(c) Financial position and performance

Monitor and report to Council on the performance of Te Pūkenga against:

- the Annual Budget and subsequent (re)forecasts;
- TEC financial risk criteria;
- financial management parameters of Te Pūkenga;
- Strategic Plan objectives related to financial strategy, implementation, and management, including the Financial Strategy and Plan; and
- debt-related or any other external covenants.

and where, as a result of its monitoring activity, it believes that corrective action or any changes to policy, practice or financial parameters are appropriate, recommend the same to Council for implementation.

(d) Group Treasury Policy

- review, maintain and monitor the robustness and comprehensiveness of the Group Treasury Policy, including the delegations framework therein;
- review and monitor the implementation of the Group Treasury Policy through receiving regular treasury reports;
- receive and review issues raised by auditors (both internal and external) in respect of any significant weaknesses in the treasury or other financial functions;
- receive submissions from the [Pourangi Pūtea | Chief Financial Officer Director, Finance](#) notifying any matters of non-compliance with the Group Treasury Policy and reporting these to Council for review/approval;
- annually receive the internal review of the Group Treasury Policy and recommend any changes to Council for approval; and
- receive the two-yearly fundamental Policy review report and recommend any Group Treasury Policy changes to Council.

(e) Corporate planning

- review asset management policies and strategies;
- recommend basis for Asset Management Plan;
- recommend level of organisational commitment; and
- recommend a Group capital and asset strategy and provide oversight of the execution of that strategy.

(f) Asset information management

- recommend information management requirements;

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- review asset condition assessments;
- review asset performance reporting;
- review valuations; and
- commission asset information quality assurance reviews.

(g) Levels of Service

- establish strategic linkages;
- recommend statements; and
- establish measures and targets.

(h) Lifecycle management and prioritisation strategy (including risk management)

- review lifecycle strategies;
- review risk management strategies; and
- review usage and maintenance forecasting.

(i) Financial forecasts

- review lifecycle analysis; and
- review depreciation funding.

(j) Business cases

- review the Asset Improvement plan;
- review the annual plan; and
- review individual programme and project business cases in particular with respect to the transformation programme of Te Pūkenga.

(k) Approvals

Approve any other requests not already addressed in these Terms of Reference from Business Divisions for approval from Te Pūkenga relating to operating or capital expenditure, the disposal of property or non-property assets, the approval of an asset management and utilisation plan (or other property related requests), where the approval of such request exceeds the delegated authority of the Tumuaki | Chief Executive of Te Pūkenga as set out in the Delegations Policy for Te Pūkenga or is otherwise referred to the Committee by the Council for a decision.

(l) Implementation governance

Commission independent assurance reviews on project readiness and delivery.

(m) Engagement with tāngata whenua

Set expectations regarding engagement with tāngata whenua in relation to finance and capital asset management.

(n) Other responsibilities

- Pperform other activities related to this Terms of Reference as requested by the Council.
- Oversees 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 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 ~~5 April~~ 2 August 2023

Murray W. Strong

Council Chair

5. Correspondence (open)

5.1. Nil

6. Any other business (open)

Te Pūkenga Council Meeting

7. 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)
8.	Administration	
8.1.	- Minutes (draft) from public excluded meeting held 5 July 2023 (ordinary meeting) - Minutes (draft) from public excluded meeting held 24 July 2023 (extra ordinary meeting)	Section 9(2)(a) OIA Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
8.2.	Confidential action list	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
9.	Monthly reports	
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)(i) OIA Section 9(2)(g)(i) OIA
9.3	Te Pūkenga Council Report Operational Risks August 23	Section 9(2)(g)(i) OIA Section 9(2)(i) OIA
10.	Financial reports	
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

7. Resolution to exclude the public

Item	General subject of each matter to be considered	Section(s)
		Section 9(2)(i) OIA
11.	Strategy	
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
12.	Reports from Committees	
12.1.	Closed minutes from Te Poari Akoranga held 12 July 2023	Section 9(2)(a) 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)(a) OIA Section 9(2)(g)(i) OIA
12.3.	Report from Appointment and Remuneration Committee held 24 July 2023	Section 9(2)(a) OIA Section 9(2)(g)(i) OIA
12.4.	Permanent Māori Advisory Committee Terms of Reference and appointment process	Section 9(2)(i) OIA Section 9(2)(g)(i) OIA
13.	Inwards correspondence (confidential)	
13.1	Rūnanga o MIT response to Te Pūkenga proposed structural changes	Section 9(2)(i) OIA Section 9(2)(g)(i) OIA
15.	Any other closed business	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

7. Resolution to exclude the public

Interests

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

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.