

# Kaupapa-here | Council, Committees of Council and Advisory Committees Code of Conduct

## Mō wai me te whānuitanga | Audience and scope

As a member of Te Pūkenga Governance, how Council and Committee members behave is important. Council and Committee members must act with a spirit of service to the community and meet the same high standards of integrity and conduct in everything they do.

This policy applies to Te Pūkenga Council and all Committees reporting to Te Pūkenga Council (including, but not limited to Te Poari Akoranga and advisory committees established under the Education and Training Act 2020).

## Mokamoka whakaaetanga | Approval details

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<b>Contact person</b>	Council Secretary, Office of the Chief Executive	<b>Date of next review</b>	7 April 2025

## Ngā whakatikatika | Amendment history

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1	1 April 2020	Sinead Hart	
2	1 June 2022	Marina Mathews	Update branding/formatting. Update reference to the Education and Training Act 2020. Review of expectations.
3	1 January 2024	Legal	Update according to new Organisational Structure. Removed reference to Council Fees and Expenditure guidelines and reference back to Expenditure Policy. Policy applies to advisory committee members as well as Council. Added requirement for political neutrality and clarified requirements for receiving gifts.

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## Kaupapa-here | Council, Committees of Council and Advisory Committees Code of Conduct

### 1. Pūtake | Purpose and Scope

- 1.1. As a member of Te Pūkenga Governance, Council and elected/appointed Committee member behaviour must be consistent with maintaining the trust and confidence of Te Pūkenga kaimahi, ākongā and members of the public.
- 1.2. The honesty and integrity principles within this Policy must be maintained at the highest level.
- 1.3. Council/Committee members must act with a spirit of service to the community and Te Pūkenga and ensure integrity is at the core of what they do; effectively building trust and providing ethical and authentic governance, recommendations, advice, and giving effect to the purpose of Te Pūkenga and Te Pae Tawhiti | Te Tiriti o Waitangi Excellence Framework.
- 1.4. This policy provides a framework for Council and Committee members to carry out their roles and responsibilities to a standard consistent with good practice within public entities, and to provide a framework that establishes good practice governance and quality advisory services within and for Te Pūkenga.

### 2. Ngā Mātāpono | Principles

- 2.1. The principles in this policy should guide Council and Committee members' behaviour in performing their roles with an expectation that they will:

#### Honesty, integrity and transparency

- 2.2. Act with honesty and integrity in approaching their roles and responsibilities.
- 2.3. Conduct the business of the Council and Committees with appropriate openness and transparency.
- 2.4. Undertake Council/Committee duties and responsibilities in a manner that respects other Council/Committee members, learners | ākongā and the staff | kaimahi of Te Pūkenga.
- 2.5. Ensure that actions taken in the performance of Council or Committee duties do not discredit themselves, any other Council/Committee member, Te Pūkenga or staff | kaimahi or learner | ākongā of Te Pūkenga.
- 2.6. Ensure that fees and expenses are claimed in accordance with the Cabinet Office Fees Framework and Te Pūkenga Expenditure Policy.

#### Act in the best interests of Te Pūkenga

- 2.7. Diligently prepare for, and attend, Council/Committee meetings.

- 2.8. Maintain a good level of competence and knowledge, including remaining familiar with Te Pūkenga activities and its operating environment to undertake the roles and responsibilities of a Council/Committee member.
- 2.9. Apply knowledge, skill and experience and expertise with all reasonable care and diligence.
- 2.10. Not engage in activities which could affect their judgement or objectivity as a Council/Committee member, nor engage in any activities that could damage the integrity and reputation of Te Pūkenga, its Council or Committees.
- 2.11. Always have regard and awareness within the context of professional duties as a governance member of Council/Committee to remain politically neutral within the framework of Te Pūkenga Charter, Government directives and having regard to the Public Service Commissioner guidelines (as may be amended from time to time). However, nothing in this policy shall limit the right of kaimahi to exercise academic freedom as provided in section 318 of the Education and Training Act 2020.
- 2.12. Council is to support the Chief Executive in the management and operation of Te Pūkenga in accordance with Te Pūkenga functions and charter, current statement of intent and current statement of performance expectations, and as expressed in any investment and/or strategic plan and budget.

#### Act fairly and impartially

- 2.13. Observe independence and objectivity in carrying out the roles and responsibilities of the Council/Committee.
- 2.14. Avoid business connections, affiliations and personal connections that could impact negatively on involvement in Council/Committee discussions and decisions.
- 2.15. Council/Committee members must declare and manage any conflicts of interest in accordance with the Education and Training Act 2020, Te Pūkenga Conflicts of Interest Policy and the mitigation strategies determined by the Council/Committee and the Gifts/Koha Policy.
- 2.16. Not be present during any deliberation, nor take part in any decision, of the Council/Committee with respect to a matter in which the Council/Committee member has an interest, unless the Council/Committee otherwise decides.

#### Use Council/Committee information, Council/Committee funds, and Council/Committee position appropriately

- 2.17. Respect the confidentiality of information received as a Council/Committee member and use it only for proper purposes.
- 2.18. Members must comply with Te Pūkenga Fraud and Corruption, Conflict of Interest, Gifts/Koha and Communication and Media Policies.
- 2.19. Members must refrain from giving or receiving gifts, benefits and positions that may compromise independence or create an appearance of obligation or bias.

- 2.20. All gifts/koha including Taonga with a market or known value of more than \$100 plus GST must be registered on the Gifts, Koha and Hospitality register. Undisclosed giving or receiving of gifts could be perceived as inducement, corruption, or bribery.
- 2.21. Gifts may be accepted by a member of Te Pūkenga Governance in accordance with 2.19 above, where the gift value does not exceed \$100 plus GST in value, either individually or cumulatively over a 12-month period where multiple gifts are given to an individual. However, the recipient must have regard to the nature, timing, and mitigating circumstances. For example, it would be inappropriate to accept gifts or hospitality where Te Pūkenga is likely to be making decisions involving the external party or person offering the gift/hospitality such as procurement or tender decisions.
- 2.22. Where, to refuse a gift, it would be inappropriate, embarrassing or cause offence to the gift giver, the gift may be accepted but must be entered into the Gifts, Koha and Hospitality register as soon as possible. Some examples would be where the gift is presented at a conference, or by a cultural or international delegation or delegate.
- 2.23. Where it is intended for the gift/koha/taonga to be given to Te Pūkenga, the member receiving the gift on behalf of Te Pūkenga must at the earliest opportunity declare it on the Gifts, Koha and Hospitality register and provide the item to the person responsible for maintaining the register.
- 2.24. The person maintaining the register will arrange for the appropriate placement or allocation of the gift/koha/taonga.
- 2.25. Gifts given by individuals or suppliers with a value exceeding \$100 plus GST must be noted to the Chief Financial Officer (CFO) along with any conditions associated with the giving of the gift. The CFO may seek approval from the Chief Executive or the Council if there are any actual or perceived conflicts of interest or other matter that would render it inappropriate to accept the gift.
- 2.26. Gifts must not be exchanged for cash.
- 2.27. Accept responsibility for the decisions and actions of the Council/Committee even if they are contrary to a personal view.

#### Exercise due care and diligence

- 2.28. Work to improve the performance and efficiency of Te Pūkenga and use its resources carefully and only for intended purposes.
- 2.29. Properly manage and utilise the funding available to Te Pūkenga and make decisions for the educational benefit of the people of Aotearoa New Zealand.
- 2.30. Exercise due care and diligence when considering issues and making decisions by understanding the educational, financial, and strategic implications.
- 2.31. Understand and enquire into the financial and other information provided to the Council/Committee.

### Compliance with laws and policies

- 2.32. Comply with all applicable laws, including the Education and Training Act 2020, Crown Entities Act 2004, Local Government Official Information and Meetings Act 1987 and public accountability obligations.
- 2.33. Council must ensure Te Pūkenga and or Committees operate in a manner that is consistent with Te Pūkenga functions and charter, current statement of intent and current statement of performance expectations.

### Council and Chief Executive Expectations

#### a) Chief Executive's expectations of Council

- 2.34. The Council members:
- a) Demonstrate respect, trust, and openness in relationships.
  - b) Set clear expectations of the Chief Executive articulated primarily through a position description and annual performance agreement.
  - c) Conduct regular performance progress reviews of the Chief Executive and provide feedback against the performance agreement.
  - d) Constructively challenge and “stretch” the Chief Executive and act as the “critical friend” of the Chief Executive.
  - e) Are accessible and available to the Chief Executive and for Te Pūkenga activities.
  - f) Act with a no surprises policy.
  - g) Are willing to clarify matters outside of Council meetings.
  - h) Provide the Chief Executive with a clear understanding of the scope and responsibilities of the Council's governance roles.
  - i) Council members consider the interests of the institution of primary importance and leave personal interests outside of meetings.
  - j) Are informed and committed in a way that ensures the Chair and Council “add value”.
  - k) Implement and abide by good meeting processes.

#### b) Council's expectations of Chief Executive

- 2.35. The Chief Executive:
- a) Demonstrates respect, trust, and openness in relationships.
  - b) Provides relevant information in a timely, accurate and understandable way that enables robust Council discussion and decision making.
  - c) Informs the Council of situations that may involve non-compliance with Council policy or involve legal conflict/dispute relating to Te Pūkenga.
  - d) Informs the Council of significant trends, issues and their implications that may impact on Council policies, decisions and required actions.
  - e) Includes the Council in key initiatives/decisions and ensures that proposals are fully explained and supported by objective analysis and alternative perspectives.

- f) Demonstrates approachability and accessibility (open door) to staff | kaimahi, stakeholders, and Council members.
- g) Engages in active debate and questioning with the Council.
- h) Supports the Chair to create a structure and environment that enables effective governance to occur.
- i) Provides induction/orientation of Council members and ongoing support and guidance for Council members.
- j) Interacts with the Chair in a similar manner to that which the Chief Executive expects from his direct reports.
- k) Demonstrates behaviour that mirrors Te Pūkenga values and a strong commitment to Te Pūkenga functions and Charter, current statement of intent and current statement of performance expectations, and any strategic directions and Investment Plan of Te Pūkenga.
- l) Supports the Chair to identify skill gaps around the Council table and to proactively address these.
- m) Demonstrates absolute integrity and professionalism in all activities and actions as Chief Executive.

#### Council and Chief Executive Expectations of Committee Members

2.36. The Committee members must:

- a) Act at all times within the parameters of any delegated authority (if given).
- b) Ensure ongoing compliance with any eligibility requirements for Committee members.
- c) Comply at all times with the Terms of Reference issued by Te Pūkenga or its Council as they relate to the specific Committee and its members.
- d) Immediately notify the Committee and Council of any change that may affect the member's eligibility to participate in the Committee, the ability to act objectively, or where there is a potential for perceived or actual conflict of interest.

#### Termination of Committee Member Appointment

A Committee member's appointment may be terminated at any time for good reason by Te Pūkenga Council Chair. Good reason includes, but is not limited to, failure to attend more than two consecutive Committee hui (without informing the Committee Chair, and failure to act in accordance with the Council/Committee Code of Conduct, and/or a failure to act in accordance with the Terms of Reference applicable to Committee Members.

If a member is a Co-Chair and they resign from the Committee or are removed from the Committee, that member's term as Co-Chair also terminates.