



Manukau Institute of Technology Limited
(the Company)

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS
(the Board)

Thursday, 29 April 2021 at 11.30 am

Minutes of the meeting of the Board of the Company held on Thursday, 29 April in the Boardroom at Manukau Institute of Technology Limited, Otara Campus, Auckland.

DIRECTORS

Peter Winder, Chair Robert Reid Ziena Jalil Monique Cairns Peter Parussini

APOLOGIES

Andrew Lesa Steven Renata

IN ATTENDANCE

Gus Gilmore - Chief Executive	Simon Nash – DCE Learner Experience and Success
Michelle Teirney - DCE Operations	Nick Sheppard – DCE Schools and Performance
Peseta Sam Lotu-liga - DCE Pasifika, Partnerships & Support	Martin Carroll – DCE Academic
Kirsten Sargent – Interim DCE People & Culture (MIT)	Jacky McManus – Interim DCE People & Culture (Unitec)
Antoinette Wood – Board Secretary (MIT)	Lynnette Brown - Board Secretary (Unitec)
Wiremu Manaia – DCE Māori (MIT)	Ali Ikram – Senior Communications Manager

OPEN SESSION

Karakia – The meeting was opened with a karakia

1. **Welcome & Apologies**

The Chair welcomed everyone to the meeting and noted the apologies from Andrew Lesa and Steven Renata.

1.1. **Disclosure of Interests Register**

No conflicts with matters on the agenda were declared and there were no changes to the interest register.

1.2. **Meeting Schedule 2021**

The Board noted the Meeting Schedule for 2021.

1.3. **Committees of the Board**

The meeting noted the Committees of the Board

2. **Minutes of the meeting held 25 March 2021**

The Board noted the minutes.

Resolved:

The Board approved the minutes of the Manukau Institute of Technology Ltd Open Board Meeting held on 25 March 2021 as a true and correct record of the meeting.

Moved: P Winder

Seconded: M Cairns

CARRIED

2.1. **Matters arising**

There were no matters arising

3. **Action List**

The Board noted the action list and Management's update in respect of the dental technicians school which is being explored.

4. **Chief Executive's Report (Verbal Update)**

The Chief Executive provided a verbal update including:

- TechPark Opening – a very successful event was held with strong representation from iwi, particularly Tainui.
- Bachelor of Education initial teacher degree programme has received approval from NZQA. This is a unique “in-work” training model developed to meet the needs of the South Auckland community, particularly Pasifika.
- The CE is close to appointing a kaumatua for MIT.

Resolved:

The Board received the Chief Executive's verbal update.

Moved: P Winder

Seconded: P Parussini

CARRIED

5. **People and Culture**

5.1. **Health and Safety Report**

The Board received and discussed the Health and Safety report. It was noted that the emerging issues in respect of TechPark are being addressed by management.

Resolved:

The Board received the Health and Safety report.

Moved: P Winder

Seconded: R Reid

CARRIED

6. **Reports and Minutes from Committees**

6.1. **MIT Academic Committee Report and Minutes from the Meeting held 7 April 2021**

The Academic Committee recently held a special meeting to discuss the review of the quarters system. The Schools of Business and Technologies switched to a quarters system to enable four intakes per year. Discussion was held around the importance of engagement with learners to determine the style of learning that works for them and that learners must be at the centre of the decision-making.

Management provided a verbal update in respect of the recently completed Targeted Evaluation. The Board were informed that provisional feedback from the panel identified some areas for improvement, but overall, the outcome was positive.

Resolved:

The Board received the Open Session minutes of the meeting of the Academic

Committee held on 7 April 2021.

Moved: P Winder

Seconded: Z Jalil

CARRIED

6.2. **MIT Pacific Community Komiti Minutes of Meeting Held 9 April 2021**

Resolved:

The Board received the MIT Pacific Community Komiti meeting minutes of 9 April 2021.

Moved: P Winder

Seconded: R Reid

CARRIED

7. **Correspondence**

7.1. **Te Pūkenga Shareholder's Resolution**

Resolved:

The Board received the Shareholder's Resolution in lieu of Annual Meeting

Moved: P Winder

Seconded: P Parussini

CARRIED

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

The Chair moved 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**) and the particular interests protected by section 9 of the Official Information Act 1982 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, the reason for passing the resolution in relation to each matter and the specific grounds under section 48(1) of LGOIMA for the passing of the resolution are as follows:

Agenda Item	General subject of each matter to be considered	Reason for passing resolution in relation to each matter	Grounds under section 48(1) for the passing of the resolution
9	Confidential Minutes of the meeting held 25 March 2021	<p>Section 9(2)(g)(i) of the Official Information Act – 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</p> <p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
9.1	Matters Arising	<p>Section 9(2)(g)(i) of the Official Information Act – 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</p> <p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
10	Action List	<p>Section 9(2)(g)(i) of the Official Information Act – 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</p> <p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
11.	Chief Executive's Report including Strategy Committee Meeting Notes	Section 9(2)(g)(i) of the Official Information Act – 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	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in

Agenda Item	General subject of each matter to be considered	Reason for passing resolution in relation to each matter	Grounds under section 48(1) for the passing of the resolution
	Strategy Committee Terms of Reference	Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information	Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
12.	Financial Reports		
12.1.	Enrolment Update	<p>Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities</p> <p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p> <p>Section 9(2)(g)(i) of the Official Information Act – 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</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
12.2.	Financial Reports – March 2021	<p>Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities</p> <p>Section 9(2)(g)(i) of the Official Information Act – 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</p> <p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).

Agenda Item	General subject of each matter to be considered	Reason for passing resolution in relation to each matter	Grounds under section 48(1) for the passing of the resolution
12.3	Status of Audit Recommendations – External	<p>Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities</p> <p>Section 9(2)(g)(i) of the Official Information Act – 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</p> <p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
12.3	Status of Audit Recommendations – Internal	<p>Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities</p> <p>Section 9(2)(g)(i) of the Official Information Act – 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</p> <p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
13.	Items for Approval		
13.1.	Group Debt Financing and Transactional Banking Arrangements (Amended)	<p>Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities</p> <p>Section 9(2)(g)(i) of the Official Information Act – maintain the effective conduct of public affairs through the free and frank expression of opinion by or between members of any organisation or</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).

Agenda Item	General subject of each matter to be considered	Reason for passing resolution in relation to each matter	Grounds under section 48(1) for the passing of the resolution
		<p>employees of any organisation in the course of their duty</p> <p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p>	
13.2.	ANZ Bank Debt Covenants 31 Dec 20 (MIT)	<p>Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities</p> <p>Section 9(2)(g)(i) of the Official Information Act – 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</p> <p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
13.3.	Te Pūkenga Borrowing Consent	<p>Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities</p> <p>Section 9(2)(g)(i) of the Official Information Act – 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</p> <p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
14.	Items for Information		

Agenda Item	General subject of each matter to be considered	Reason for passing resolution in relation to each matter	Grounds under section 48(1) for the passing of the resolution
14.1.	Capital Projects		
	Strategic Projects Overview	<p>Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities</p> <p>Section 9(2)(g)(i) of the Official Information Act – 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</p> <p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
15.	People and Culture		
15.1.	Staff Diversity and Equity Report	<p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p> <p>Section 9(2)(g)(i) of the Official Information Act – 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</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
15.2.	Staff Complaints Report	<p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p> <p>Section 9(2)(g)(i) of the Official Information Act – maintain the effective conduct of public affairs through the free and frank expression of opinion by or between members of any organisation or</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).

Agenda Item	General subject of each matter to be considered	Reason for passing resolution in relation to each matter	Grounds under section 48(1) for the passing of the resolution
		employees of any organisation in the course of their duty	
16.	Reports and Minutes from Committees		
16.1.	MIT Academic Committee Minutes of the meeting held 7 April 2021	<p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p> <p>Section 9(2)(g)(i) of the Official Information Act – 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</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
17.	Correspondence		
17.1.	Te Pūkenga Letter of Comfort	<p>Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities</p> <p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p> <p>Section 9(2)(g)(i) of the Official Information Act – 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</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).

And that Chief Executive, Gus Gilmore, and members of the Executive Leadership Team be permitted to remain at the meeting after the public has been excluded, because of their knowledge in relation to the above items, together with Lynnette Brown, Antoinette Wood, and Ali Ikram for their support of the activities of the Board. 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 preparation of such matters.

Moved: P Winder

Seconded: M Cairns

CARRIED

The open session concluded at 12.25 pm.

The public excluded session commenced at 12.55 pm and concluded at 3pm.

A handwritten signature in black ink, appearing to read 'P. Winder', followed by a horizontal line extending to the right.

Peter Winder, Chair 29 April 2021

The meeting concluded at 3.00 pm