

**Manukau Institute of Technology Limited
and
Unitec New Zealand Limited**

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

24 June 2021 at 12pm

Open Session Minutes

These are the minutes of the open session of a meeting of the Board of the Company held on 24 June 2021.

DIRECTORS

Peter Winder, Chair	Robert Reid	Ziena Jalil	Monique Cairns	Steven Renata
Marama Royal	Peter Parussini		Andrew Lesa	

APOLOGIES

No apologies were received.

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)	Wiremu Manaia – DCE Māori (MIT)
Antoinette Wood – Board Secretary	Jacky McManus – Interim DCE People & Culture (Unitec)
Ali Ikram – Senior Communications Manager (MIT)	Jenny Lee-Morgan – Director Nga Wai a Te Tui (Unitec)

1. **Karakia** – The meeting was opened with a karakia

Welcome & Apologies

The Chair welcomed everyone to the meeting and noted that there were no apologies.

Disclosure of Interests Register

No conflicts with the matters on the agenda were declared.

Meeting Schedule 2021

The Board noted the Meeting Schedule for 2021.

Committees of the Board

The meeting noted the Committees of the Board.

2. Minutes of the Open Board Meeting held 27 May 2021

The Board noted the minutes.

Resolved:

The Board approved the minutes of the Unitec NZ Ltd and Manukau Institute of Technology Ltd ordinary Open Board Meeting held on 27 May 2021 as a true and correct record.

Moved: P Winder

Seconded: S Renata

CARRIED

3. Action List

The Board noted the action list.

4. Chief Executive's Report

The Board received the report from the Chief Executive which highlighted areas of activity. In respect to the co-leadership possibilities for Unitec and MIT, the Chief Executive highlighted that the intent is not to ask the Board for a decision at this point, but more to inform the Board on the good progress that has been made in exploring what these options are. Jenny Lee-Morgan, on being given the opportunity to speak to this topic, supported the view expressed by the Chief Executive that positive progress has been made and looks forward to co-presenting a single option to the Board following appropriate consultation with stakeholders.

The Board expressed their appreciation of the significant effort that has been made to explore this new space and to take it forward in a genuine and positive way and noted that, when the options are presented, there are a number of practical issues they will want to be convinced of in terms of how we operationalize the model and that there are clear accountabilities for the co-leadership roles. It was also acknowledged that there is a short window to achieve this and recruitment for the role will be challenging.

The Chief Executive was given endorsement to continue with the work, noting that the Board are looking for a solution that works across Tāmaki Makaurau, that is co-leadership for both Unitec and MIT.

Action: Recommendations to be presented kanohi ki te kanohi at the next meeting of the Board.

Resolved:

The Board noted the information supplied.

Moved: P Winder

Seconded: Z Jalil

CARRIED

5. Safety, Wellbeing and Sustainability Report

The Board noted with sadness the suicide of the Waitakere Campus student suicide and expressed their deepest sympathy to the whānau of the student and thoughts and support to all those who have been affected.

Action: Management to check that whakawātea has been carried out around the area in question.

Resolved:

The Board received the Safety, Wellbeing and Sustainability report.

Moved: P Winder

Seconded: M Cairns

CARRIED

6. Reports and minutes from Committees

6.1 MIT Pacific Community Komiti Minutes

Resolved:

The Board received the MIT Pacific Community Komiti meeting minutes of 4 June 2021.

Moved: P Winder

Seconded: A Lesa

CARRIED

6.2 MIT Academic Committee Report and Minutes – Open Session

Management spoke to the report and highlighted that the NZQA proposals in relation to simplifying the qualifications system remain a concern for Academics.

Resolved:

The Board received the report from the MIT Academic Committee and the minutes of the open session of the meeting held 2 June 2021.

Moved: P Winder

Seconded: S Renata

CARRIED

6.3 Unitec Academic Committee Report and Minutes

Resolved:

The Board received the report from Te Komiti Mātauranga Academic Committee and the minutes of the meetings held 24 March and 5 May 2021.

Moved: P Winder

Seconded: Z Jalil

CARRIED

7. Items for Approval

7.1 Amendments to the Academic Committee Membership and Terms of Reference documents

Resolved:

The Board approved the proposed amendments to the Manukau Institute of Technology (MIT) Academic Committee Membership and Terms of Reference documents to come into effect immediately.

Moved: P Winder

Seconded: P Parussini

CARRIED

7.2 MIT Rūnanga Terms of Reference

The Board provided feedback and requested that the document be revised and presented back to the Board for approval. It was also noted that the Board will need to come back to the position of the Rūnanga at Unitec and consider what is the most appropriate pathway forward, at a future date.

8. Correspondence

1. Te Tiriti Partnerships – Te Pūkenga
2. Public Records Act 2005 Audit Notification 2021-22 – MIT
3. Te Pūkenga Letter of Expectations

Resolved:

The Board noted the incoming correspondence.

Moved: P Winder

Seconded: M Cairns

CARRIED

Formal Motion for Moving into Closed Session**Resolution to exclude public in accordance with the Closed Session Agenda.**

The Chair recommended that the public be excluded from the remainder of the meeting 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 27 May 2021	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	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

		<p>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>	<p>the Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).</p>
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>	<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).</p>
11.	Chief Executive's Report	<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>	<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).</p>
12.	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</p>	<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</p>

		<p>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>	Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
13.1	Financial Reports – May 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).
13.2	Fees approval	<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</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).

		<p>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>	
13.3	2022 Budget assumptions	<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).
14.1	MIT Status of Internal Audit Recommendations	<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</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).

		position of the person who supplied or who is the subject of the information	
14.2	Risk Management Framework	<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).
14.3	Risk Reports	<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).

15.1	Unitec Building 108 Project Report	<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).
15.2	MIT Academic Committee Report and Minutes	<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).
16	MIT Banking Services Change to Westpac	<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</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

		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).
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And that the Chief Executive Gus Gilmore, and members of the MIT and Unitec Executive Team be permitted to remain at the meeting because of their knowledge in relation to issues involved, together with Antoinette Wood (Board Secretary) 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: A Lesa

CARRIED

The open session concluded at 1pm.

The public excluded session commenced at 1.30pm and concluded at 3.12pm.

There being no further business the chairperson declared the meeting closed at 3.12pm.

Peter Winder, Chair 24 June 2021