

Te Pūkenga Council 8 February 2024 ordinary meeting



Venue: Kotahitanga room, MITO offices, 50 Customhouse Quay, Wellington

08 February 2024 09:30 AM - 04:00 PM

Agenda Topic	Presenter	Time	Page
Karakia timatanga			5
Open Agenda			
1. Welcome/apologies/notices Kim Ngarimu is attending online and will be an apology from 1pm onwards.	Sue McCormack		
2. Administration (open)	Sue McCormack	09:30 AM-09:35 AM	6
2.1 Council membership, calendar and schedule of committees			6
2.2 Register of interests			12
2.3 Minutes (draft) of the meeting held 6 December 2023 (ordinary meeting)			15
Recommendation: That the Council approve the minutes of Te Pūkenga Council open meeting held on 6 December 2023 as a true and correct record.			
3. Acting Chief Executive's report	Gus Gilmore	09:35 AM-09:40 AM	20
Recommendation: That Te Pūkenga Council:			
a. Receive the report titled 'Acting Chief Executive's Report to Council – Open Session';			
b. Note the update on current issues, key achievements and highlights arising during the reporting period.			
4. Strategy			27
4.1 Revised 2024 Governance workplan			27
5. Reports from and relating to Committees		09:40 AM-09:45 AM	32
5.1 Te Poari Akoranga Terms of Reference	Kieran Hewitson and Gus Gilmore		32
5.2 Report from open portion of Finance Risk and Audit Committee held 31 January 2024	Jeremy Morley		53

6. Correspondence

There is no correspondence on the open portion of the agenda

7. He take atu anō | Any other business (open)

8. [Resolution to exclude the public](#)

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Recommendations:

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.

Morning tea

09:45 AM-10:05 AM

Closed agenda

9. Administration (closed)

Sue McCormack

10:05 AM-10:15 AM

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9.1 [Minutes of the closed portion of the meeting held 6 December 2023](#)

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Recommendation:

That the Council approve the minutes of Te Pūkenga Council closed meeting held on 6 December 2023 as a true and correct record.

9.2 Minutes of the extraordinary e-meeting held 14 December 2023 re borrowing consent

9.3 Minutes of the extraordinary meeting held 15 December 2023

9.4 Minutes of the out-of-cycle e-meeting held 16 December 2023

RESTRICTED TO COUNCIL MEMBERS ONLY

9.5 Minutes of the out-of-cycle e-meeting held 20 December 2023 re Statement of Performance Expectations

9.6 Minutes of the out-of-cycle e-meeting held 17 January 2024 to appoint an Acting Chief Executive

9.7 Minutes of the out-of-cycle e-meeting held 25 January 2024

9.8 Ngā mahi hei | Actions

Recommendations: That Council note the pending actions.

10. Monthly reports

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10.1 Acting Chief Executive's report

Gus Gilmore

10:15 AM-11:15 AM

Recommendation:

That Te Pūkenga Council (the Council):

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

10.2	Wellbeing and Safety monthly report	Keri-Anne Tane and Garth Gulley	11:15 AM-11:30 AM	82
	Recommendation: That Te Pūkenga Council:			
	a.	Review the Wellbeing and Safety report		
	b.	Provide feedback.		
11.	Disestablishment			86
11.1	Verbal update on disestablishment	Gus Gilmore	11:30 AM-11:45 AM	
11.2	Appointment of regional advisors	Gus Gilmore	11:45 AM-12:00 PM	
11.3	Update on the close-down of Tāraia te anamata – Creating our futures structure	Keri-Anne Tane	12:00 PM-12:15 PM	86
Lunch			12:15 PM-01:00 PM	
12.	Risk and compliance		01:00 PM-01:05 PM	106
	12.1	Quarterly report to TEC for noting		106
13.	Reports from Committees			
13.1	Report from Appointment and Remuneration Committee held 17 January 2024	Sue McCormack	01:05 PM-01:15 PM	
13.2	Report from closed portion of Finance Risk and Audit Committee held 31 January 2024	Jeremy Morley	01:15 PM-01:30 PM	
13.3	Report from Health Safety and Wellbeing Committee held 1 February 2024	Sam Huggard	01:30 PM-01:35 PM	
14.	Inwards correspondence (confidential)		01:35 PM-01:40 PM	128
	14.1	Temporary Increase in Delegation for Director of ConCOVE – MIT Business Division 8 January 2024		128
	14.2	Email from Chief Executive, Civil Contractors New Zealand Inc 26 January 2024 re Industry Training		129
15.	Outwards correspondence (confidential)		01:40 PM-01:45 PM	131
	15.1	Letter to Minister for Tertiary Education and Skills 8 December 2023		131

15.2	Letter to Minister for Tertiary Education and Skills 8 December from Murray Strong advising his resignation	134
15.3	Letter to Minister for Tertiary Education and Skills 15 December 2023	135
15.4	Letter to Minister for Tertiary Education and Skills 23 January 2024	138
15.5	Letter to Chief Executive, Civil Contractors New Zealand Inc 1 February 2024 re Industry Training	163
16.	He take atu anō Any other business (confidential)	
17.	Council only time	
17.1	Appointment of Chief Executive	01:45 PM-02:15 PM
	Karakia whakakapi	164

Next meeting date: Thursday 14 March 2024

Karakia timatanga

Tēnā tātou here are some useful phrases you can use to introduce opening karakia next time you are asked to lead it.

Māku e huaki te wānanga nei.

I'll open our shared space.

Kia huakina te wānanga nei ki te karakia.

May our shared space be opened with karakia.

Kāti anō kia karakia e manawa ora ai te wānanga nei.

It's only fitting that we begin with karakia so we may strengthen our shared space together.

Karakia tīmatanga Opening incantation

**Whakarongo rā e Rongo
ki Te Pūkenga
te manawa nei
ki te rongo taketake,
te whiwhia, te rawea
te whiwhi-ā-nuku
whiwhi-ā-rangi
i takea mai i te kāhui o ngā ariki.
kia tūturu ka whakamau ai kia
tina,
Tina! (everybody)
Hui e?
Tāiki e!**

Listen o Rongo
to Te Pūkenga
offering gratitude
for the peace and harmony
that allows us to enjoy
he gifts of the earth
and the heavens
bequests of a higher order.
And bind it firmly,
firmly!
Do we all concur?
We concur!

When someone has led karakia to open a hui, it is seen as respectful for someone else to then thank them for carrying out that duty. Here are some mihi to the kaikarakia you can try next time.

Tēnā koe i tō karakia mai.

Thank you for delivering karakia.

Ka nui te mihi o te manawa ki a koe, i tō karakia mai.

With heartfelt gratitude, thank you for delivering karakia.

Kia waiho mā ēnei kupu e kawe atu te whakamiha ki a koe, i tō karakia mai. Nāu oti, e manawa ora nei te wānanga.

May these words convey my sincerest appreciation to you for delivering karakia. Because of you, our shared space is now strengthened.



Te Pūkenga Council member terms

Member	Start date	Current term ends	Appointed by
Sue McCormack (Acting Chair)	1 April 2023	31 March 2027	Minister of Education
Dr Teorongonui Josie Keelan	2 November 2021	31 May 2024	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
Heath Sawyer	4 October 2021	The earlier of either: i. the election of the Kaimahi Advisory Committee, due to take place in March/April 2024; or ii. 31 May 2024.	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 March/April 2024; or ii. 31 May 2024.	Interim Learner Committee nomination
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
Bill Moran	1 April 2023	31 March 2027	Minister of Education

2024 Schedule of Te Pūkenga Council and Committee meetings

As at 31 January 2024

Council – confirmed dates

Month	Date	Day	Meeting	Activity	Venue
February	8	Thurs	Council	Ordinary meeting	Wellington
March	14	Thurs	Council	Ordinary meeting	Christchurch
April	11	Thurs	Council	Ordinary meeting	Auckland
April	30	Tues	Council	Ordinary meeting	Online
May	9	Thurs	Council	Ordinary meeting	Wellington
	10	Fri	Council	Competitive strategy workshop	Wellington
June	6	Thurs	Council	Ordinary meeting	Rohe 3 location TBC
July	11	Thurs	Council	Ordinary meeting	Rohe 1 location TBC
August	8	Thurs	Council	Ordinary meeting	Wellington
September	12	Thurs	Council	Ordinary meeting	Christchurch
October	10	Thurs	Council	Ordinary meeting	Auckland
	11	Fri	Council	Transformation review workshop	Auckland
November	7	Thurs	Council	Ordinary meeting	Rohe 4 location TBC
December	12	Thurs	Council	Ordinary meeting	Auckland

Committees

Finance Risk and Audit Committee – unconfirmed dates

Name	Role	Meeting dates	Venue
1. Jeremy Morley	Chair	Wednesday 31 January	MIT Ōtara
2. Bill Moran	Member	Wednesday 14 February	Online
3. Josie Keelan	Member	Wednesday 28 February	Online
4. John Brockies	Member	Wednesday 13 March	Christchurch
5. Sue McCormack	Ex-officio member	Wednesday 27 March	Online

Further dates for this committee will be confirmed at the 13 March meeting.

Appointment and Remuneration Committee - confirmed dates

Name	Role	Meeting dates	Venue
1. Sue McCormack	Chair	Wednesday 17 January	Online
2. Kim Ngārimu	Member	Monday 19 February (TBC)	
3. Bill Moran	Member	Wednesday 1 May	
		Thursday 18 July	
		Monday 18 November	

Health, Safety and Wellbeing Committee - confirmed dates

Name	Role	Meeting dates	Venue
1. Sam Huggard	Chair	Thursday 1 February	
2. Peggy Fairbairn-Dunlop	Member	Monday 4 March	
3. Josie Keelan	Member	Thursday 27 June	
4. Heath Sawyer	Member	Monday 2 September	
5. Sue McCormack	Ex-officio member	Monday 2 December	

Advisory Committees

Advisory Committee Co-Chairs hui

Name	Role	Meeting dates	Venue
1. Sue McCormack	Council Acting Chair	TBC	
2. Jordan Gush	ILAC Co-Chair		
3. Dahrian Watene	ILAC Co-Chair		
4. Heath Sawyer	IKAC Co-Chair		
5. Warwick Shillito	IKAC Co-Chair		
6. Josie Keelan	Komiti Māori Co-Chair		
7. Bentham Ohia	Komiti Māori Co-Chair		

Interim Learner Advisory Committee (ILAC)

Name	Role	Meeting dates	Venue
1. Jordan Gush	Co-Chair	Thursday 22 February (TBC)	
2. Dahrian Watene	Co-Chair		
3. Henry Geary	Member		
4. Nina Lee Griffith	Member		
5. Ihongaro	Member		
6. Skyla Flower	Member		
7. Cecily Zhou	Member		

Interim Kaimahi Advisory Committee (IKAC)

Name	Role	Meeting dates	Venue
1. Heath Sawyer	Co-Chair	Thursday 22 February (TBC)	
2. Warwick Shillito	Co-Chair		
3. Andrea Armstrong	Member		
4. Ang Cooper	Member		

Name	Role	Meeting dates	Venue
5. Barry Paterson	Member		
6. Craig Ludlow	Member		
7. Henry Ma'alo	Member		
8. Jessica Costall	Member		
9. Jody Takimoana	Member		
10. Linda Aumua	Member		
11. Mary-Liz Broadley	Member		
12. Ramari Raureti	Member		
13. Scott Casley	Member		
14. Keri Youngman	Member		
15. Ali Bahmad	Member		

Interim Māori Advisory Committee (Komiti Māori)

Name	Role	Meeting dates	Venue
1. Teorongonui Josie Keelan	Co-Chair	Friday 23 February (TBC)	
2. Bentham Ohia	Co-Chair		
3. Dahrian Watene	ILAC representative		
4. Glenda Taitua	Member		
5. Jasmine Te Hira	Member		

Te Poari Akoranga

Name	Role	Meeting date	Venue
1. Kieran Hewitson	Co-Chair	Friday 1 March	Teams
2. Vacant	Member (Co-Chair Te Ohu Whakahaere Ako)	Thursday 28 March	Teams
3. Linda Aumua	Member (IKAC Rep)	Monday 29 April	Teams
4. Fiona Beals	Member (Co-Chair Te Ohu Whakahaere Rangahau, Research and Postgraduate)	Friday 24 May	Teams
5. Mary-Liz Broadley	Member (IKAC Rep)	Monday 1 July	Teams
6. Glynnis Brook	Member (Co-Chair Te Ohu Whakahaere Appeals)	Friday 26 July	Teams
7. Te Wai Collins	Member (Co-Chair Te Ohu Whakahaere Ako)	Friday 30 August	Teams
8. Henry Geary	Member (ILAC Rep)	Friday 27 September	Teams
9. Annemarie Gillies	Member (Co-Chair Te Ohu Whakahaere Rangahau, Research and Postgraduate)	Friday 25 October	Teams
10. Fionna Moyer	Member (Co-Chair Te Ohu Whakahaere Quality)	Friday 29 November	Teams
11. Diane Lithgow	Member (Co-Chair Te Ohu Whakahaere Approvals)		
12. Doug Pouwhare	Member (Co-Chair Te Ohu Whakahaere Approvals)		
13. Deborah Young	Member (Co-Chair Te Ohu Whakahaere Quality)		
14. Marama Rawiri	Member (Co-Chair Te Ohu Whakahaere Appeals)		
15. Vacant	Member (Komiti Māori Rep)		
16. Peggy Fairbairn-Dunlop	Council observer		



Te Pūkenga Council Register of Interests

As at 8 December 2023

Name	Interest	Nature of Interest
Sue McCormack Acting 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
	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
	Ministry of Health and Waka Kotahi (consulting contracts with Tāua Ltd)	Consultant
	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	Social Science Commissioner
	Vinepa Trust	Patron, Board Member
	Pacific Talk about Education and Learning PLD Pilot	Member of Consulting Team
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
	Wellington Bridge Club Inc	Honorary Auditor
	Caritas NZ Inc	Financial and Commercial Advisor
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
	Youthtown Inc	Trustee

	Youthtown Foundation	Trustee
	Parliamentary Education Trust	Trustee
	New Zealand Symphony Orchestra Foundation	Trustee
	Iti Kōpara Charitable Trust	Trustee
	Hoops and Life Awhi Trust	Trustee
	Sport New Zealand	Director



Minutes for Te Pūkenga Council 6 December 2023 ordinary meeting

06/12/2023 | 09:15 AM - Auckland, Wellington New Zealand Standard Time

Bell Gully Wellington

Attendees (11)

Murray Strong; John Brockies; Jeremy Morley; Tagaloatele Peggy Fairbairn-Dunlop; Jordan Gush; Teorongonui Josie Keelan; Heath Sawyer; William Moran; Sue McCormack; Kim Ngarimu; Sam Huggard

In attendance:

Peter Winder (Chief Executive), Gillian Hamilton (EA to the Chief Executive - minutes), Ziena Jalil (Chief of Staff)

Karakia timatanga

Tagaloatele Peggy Fairbairn-Dunlop delivered the opening karakia and the meeting began at 9.20am.

Open Agenda

1. Welcome/apologies/notices

- No apologies were received
- The Appointment and Remuneration Committee meeting was postponed until further notice.

2. Administration (open)

2.1 Council membership, calendar and schedule of committees

Council members noted the schedule of meetings for 2024.

2.2 Register of interests

No items of interest were noted.

2.3 Minutes (draft) of the meeting held 1 November 2023 (ordinary meeting)

There were no matters arising from the open minutes.

RESOLVED (T.P. Fairbairn-Dunlop/S Huggard)

That the Council approve the minutes of Te Pūkenga Council open meeting held on 1 November 2023 as a true and correct record.

CARRIED

2.4 Minutes (draft) of the NPES AGM held 6 September 2023

RESOLVED (M. Strong/J. Gush)

That the Council approve the minutes of the Nelson Polytechnic Educational Society annual general meeting held on 6 September 2023 as a true and correct record.

CARRIED

3. Chief Executive's report

RESOLVED (K. Ngārimu/J. Morley)

That Te Pūkenga Council

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

CARRIED

5. Risk and compliance

5.1 Report from open portion of Risk and Audit Committee meeting held 29 November 2023

RESOLVED (J. Brockies/M. Strong)

That Te Pūkenga Council receive the verbal and written update from the Risk and Audit Committee of the meeting held on 29 November 2023 by Zoom.

CARRIED

5.2 Council Code of Conduct review

RESOLVED (M. Strong/S. McCormack)

That Te Pūkenga Council:

- 1. Receive the report titled 'Council Code of Conduct review';*
- 2. Approve the updated Council, Committees of Council and Advisory Committees Code of Conduct; and*
- 3. Note the next steps outlined in the report.*

CARRIED

6. Reports from Committees

6.1 Report from open portion of Te Poari Akoranga held 22 November 2023

RESOLVED (J. Brockies/W. Moran)

That Te Pūkenga Council:

- 1. Receive the report titled 'November 2023 Te Poari Akoranga hui open session';*
- 2. Note that Te Poari Akoranga received action plans from five programmes that are under monitoring from NZQA; and*

3. Note that Te Poari Akoranga approved the revised Te Kawa Maiororo and provided feedback on the delegation.

CARRIED

6.2 Report from open portion of Finance and Capital Investment Committee held 29 November 2023

RESOLVED (M. Strong/J. Morley)

That Te Pūkenga Council receive the verbal and written update from the open portion of the Finance and Capital Investment Committee meeting held on 29 November 2023 on Zoom.

CARRIED

7. Correspondence

There was no correspondence to note in the open session.

8. He take atu anō | Any other business (open)

No other items of business were raised.

9. Resolution to exclude the public

RESOLVED (M. Strong/P. Fairbairn-Dunlop)

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 below.

Item	General subject of each matter to be considered	Section(s)
10.	Administration	
10.1	Minutes of the closed portion of meeting held 4 October 2023	Section 9(2)(a) OIA Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
10.2	Ngā mahi hei Actions	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
11.	Monthly reports	
11.1	Chief Executive's report	Section 9(2)(b)(ii) OIA

Item	General subject of each matter to be considered	Section(s)
		Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
11.2	Wellbeing and Safety monthly report	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
12.	Risk and compliance	
12.1	Report from closed portion of Risk and Audit Committee held 29 November 2023	Section 9(2)(g)(ii) OIA Section 9(2)(h) OIA
12.2	Wintec dissolution audit	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA
13.	Strategy	
13.1	Emissions reduction plan	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA Section 9(2)(j) OIA
13.2	Strategic Component Fund challenges and other RoVE non-aligned compliance matters	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA
14.	Reports from Committees	
14.1.	Report from Interim Learner Advisory Committee held 17 November 2023	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA
14.2.	Report from Komiti Māori held 20 November 2023	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA
14.3.	Report from closed portion of Te Poari Akoranga held 22 November 2023	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA
14.4.	Report from closed portion of Finance and Capital Investment Committee held 29 November 2023	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA Section 9(2)(k)
16.	Outwards correspondence (confidential)	
16.1.	Briefing to incoming Minister	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA
17.	Any other closed business (confidential)	Section 9(2)(a) OIA Section 9(2)(g)(ii) OIA

Item	General subject of each matter to be considered	Section(s)
		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)(b)(ii) OIA	To protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information.
Section 9(2)(g)(ii) OIA	To maintain the effective conduct of public affairs through the protection of such Ministers, members of organisations, officers, and employees from improper pressure or harassment.
Section 9(2)(h) OIA	To maintain legal professional privilege.
Section 9(2)(i) OIA	To enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities.
Section 9(2)(j) OIA	To enable the organisation to carry on, without prejudice or disadvantage, negotiations (including commercial and industrial negotiations).
Section 9(2)(k)	To prevent the disclosure or use of official information for improper gain or improper advantage.

And 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 namely Zienna Jalil. This knowledge, which will be of assistance in relation to the matters above to be discussed, is relevant to those matters because they have assisted in the progression of such matters.

CARRIED

The meeting moved into public excluded session and was subsequently closed at 10.15am.

Pūrongo Kaunihera a Te Pūkenga | Council Report

8 February 2024

Title	Acting Chief Executive's Report to Council – Open Session
Provided by	Gus Gilmore, Tumuaki Acting Chief Executive
For	Information

Te Taunaki | Recommendation(s)

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

a.	Receive the report titled 'Acting 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

The last two months have been a period of significant change as we moved swiftly to make decisions consistent with the Government's plans to progress disestablishment of Te Pūkenga.

In response to the new Letter of Expectations received from the Minister for Tertiary Education and Skills, Hon. Penny Simmonds (the Minister), the leadership team has undertaken a range of actions to give effect to the Government's direction, while also ensuring we meet our current legislative and Charter requirements, including delivering on the Statement of Performance Expectations, and managing our financial position, compliance and risk profile.

With two further departures from the Leadership Team announced in December, Chief Executive Peter Winder and Deputy Chief Executive Academic Centre and Learning Systems Megan Gibbons, the remaining members have shared Acting Chief Executive duties since 15 December in the expectation that longer term leadership arrangements will be put in place soon. Following Megan Gibbons' departure, we now have interim reporting lines in place for the leaders in the Academic Centre and Learning Systems team.

Our immediate focus during this period has been to provide strong support for students and staff, begin the process of empowering regional leadership through the development of local decision making and authority, continue to deliver quality vocational education, teaching and learning, and work collaboratively with Te Pūkenga Council, the Minister, and key government agencies and other stakeholders.

An important focus of our efforts during this time, and building on from throughout the year, has been on enrolments. It is therefore pleasing to note the 78.5% increase in international student EFTS and 7.6% increase in overall EFTS as at 26 January 2024 compared with the same time in 2023. At time of writing these numbers do not yet include WBL divisions. Full enrolment data for all divisions will be available on 7 Feb and will be provided via verbal update.



This report contains an overview of the work that has been stopped or started, and what we are continuing to do in the interests of financial stability and risk mitigation as the Government develops its vision and plans for our disestablishment and what replaces Te Pūkenga.

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

Tāraia te anamata | Creating our futures

On receipt of the Letter of Expectations, we stopped progressing the Tāraia te anamata | Creating our futures recruitment process, and the structural changes to embed a national organisation. We are currently working through undoing the structural changes that had already been made, and addressing the people impacts particularly for those staff who received role disestablishment letters.

Platforms and processes

We have stopped all but one of the digital transformation and IT projects that were planned to consolidate a digital platform across all entities, e.g. single Learning Management System, Student Management System, and Customer Relationship Management Systems. These could be inconsistent with the future direction, and/or would take years to implement and may not suit the needs of the future entities.

The exception is the Financial Management Information System, which was already contracted, and we believe will support the disestablishment process and the resulting future entities regardless of how they are configured. At this stage we consider that the system could easily be cutover to a new entity structure when established.

Te Pūkenga brand

We have stopped progressing a unified Te Pūkenga brand architecture and are returning to single business division branding. In the interim, as we await future direction on the new final state, we will ensure this is being done cost-effectively and there is little or no new cost, e.g. new fleet signage, all marketing campaigns and online, running out existing co-branded stock before changing it. It is not expected we will replace physical signage or make other significant branding changes until the new end state becomes clearer.

Media and communications

Late December was a busy time for media coverage with the new Minister giving several interviews, while January has been a quiet period.

Following the Government's announcement to disestablish Te Pūkenga, Stuff and RNZ asked about disestablishment plans. We responded that Te Pūkenga has halted all work on the implementation of an organisational structure supporting a nationwide network, including phase 2 of the digital restructure, and that plans were being developed to support the new direction.

Most media also covered the resignation of Council Chair Murray Strong and the redundancy of Chief Executive Peter Winder's role. The Nelson Weekly and Wairarapa Times asked about the outlook for NMIT. Newshub, RNZ and Stuff all ran articles on Te Pūkenga debt and the financial position of institutes of technology and polytechnics.



We worked proactively with a student recruitment staff member at Ara and media for interviews to highlight our vocational education offerings prior to NCEA results coming out. The result was a lively interview on RNZ's Summertime programme and coverage from NewsHub.

We also worked proactively with individual media to provide student numbers internationally (7% increase in overall full-time student enrolments compared with the same period last year) and regionally. The increase included a significant rise in international student enrolments.

Other network successes

- Wintec | Te Pūkenga has achieved near-perfect pass rates for its nursing and midwifery programmes. Some 1,779 candidates across New Zealand participated in the nationwide Registered Nurse examination in November. Wintec | Te Pūkenga had a pass rate of 98% for the Bachelor of Nursing, and Master of Nursing Science (Pre-registration) programmes, exceeding the national pass rate of 95%, and candidates for the Diploma of Enrolled Nursing achieved a perfect 100% pass rate, significantly surpassing the national average of 87%. Similarly, Wintec | Te Pūkenga had another year of outstanding achievements for its Bachelor of Midwifery programme, achieving a 100% pass rate in the 2023 national exam. All of those newly registered midwives have gained employment within the sector.
- A new health and wellness centre has opened at the Wintec | Te Pūkenga Rotokauri campus, which focuses on embedding interprofessional collaboration in training. Te Kotahi Oranga | Health and Wellness Centre offers placement opportunities to ākonga (learners) in Bachelor of Nursing, Diploma of Enrolled Nursing and Bachelor of Occupational Therapy programmes, under the supervision of their tutors. The centre seeks to address the rise of an aging population, lifestyle-related health challenges and chronic diseases such as diabetes, which are making the needs of patients more complex.
- MIT | Te Pūkenga hosted the first Te Pūkenga Pacific Research Symposium in December 2023. The symposium celebrated the key role that research plays in highlighting Pacific excellence, Pacific peoples' unique perspectives and experiences, and the need to share strategies to support greater Pacific ākonga success. Dr Megan Gibbons gave the keynote address. In noting the 25,000 Pacific ākonga studying at Te Pūkenga, she said the vocational education system offered progressive pathways that worked well for Pacific peoples. Co-convenors Aiono Manu Fa'aea, Senior Pasifika Manager at MIT and Daisy Bentley-Gray, Interim Manager, Pacific Centre at Unitec | Te Pūkenga were delighted with the symposium's success.
- Trades Academy ākonga celebrated their successes at prize givings across New Zealand in December. Trades Academies support positive post-study transitions. They give high school students opportunities to access a wide range of trades and technology-related learning, all while completing NCEA. Research shows that 93% of these ākonga move into employment or further study after participating in an academy (91.5% for ākonga Māori and 89% Pacific). More than half of the 11,186 academy places offered throughout New Zealand are delivered either on campus or in the workplace by Te Pūkenga business divisions.
- The new Procurement Policy came into effect on 1 January 2024. This updated policy reflects our commitment to responsible, inclusive and effective procurement practices. It aligns with the Government Procurement Rules, best practices outlined in the procurement guidance for public entities and incorporates recommendations for improvements from Audit NZ.



Health, Safety and Wellbeing

We continue to support kaimahi through a significant period of change which for some has caused anxiety. We have reminded our leadership to continue to reach out to our teams and ensure staff are kept abreast of changes and where possible address individual concerns.

Leaders have been reminded that although the disestablishment of Te Pūkenga has commenced that our Health, Safety and Wellbeing obligations both detailed inside our own policy and the Act remain right up until the entity is legally disestablished.

Other activity of note

Te Pūkenga has produced its first Greenhouse Gas (GHG) Emissions Inventory and a plan to reduce emissions in future. The inventory tells us what our emissions are and where they occur. Te Pūkenga GHG emissions (known as a 'carbon footprint') for 2022 were 23,697 tonnes of carbon dioxide equivalent (tCO₂-e). The largest source was electricity, stationary fuels (coal, diesel, gas), then transport fuels (petrol, diesel) and travel (flights, mileage claims, taxis). BCITO's vehicle fleet was the largest single contributor to the overall emissions total. The report is on our website [here](#).

Ngā whakatau me ngā pōtaetanga | Welcomes and Graduations

The following graduations will take place in the next few months.

Date	Business division	Location
Tuesday 13 February 2024	Ara Te Pūkenga graduation	Timaru
Saturday 17 February 2024	WITT Te Pūkenga graduation	New Plymouth
Friday 8 March 2024	Ara Te Pūkenga Autumn graduation	Christchurch
Friday 8 March 2024	EIT Te Pūkenga	TBC
Friday 15 March 2024	NorthTec Te Pūkenga	Whangarei, Forum North
Friday 15 March 2024	Otago Polytechnic Te Pūkenga graduation	Dunedin
Monday 18 March 2024	UCOL Te Pūkenga	Palmerston North TBC
Tuesday 19 March 2024	UCOL Te Pūkenga	Palmerston North TBC
Wednesday 20 March 2024	UCOL Te Pūkenga	Palmerston North TBC
Tuesday 9 April 2024	Unitec Te Pūkenga Autumn graduation	Auckland
Wednesday 17 April 2024	Whitireia and WelTec Te Pūkenga (Health and Wellbeing, Pacific Health and Social Practice, Creative and Hospitality, Te Wananga Māori)	Te Rauparaha Arena, Porirua



Date	Business division	Location
Wednesday 12 June 2024	Whitireia and WelTec Te Pūkenga (Innovation, Design and Technology)	Lower Hutt Event Centre, Lower Hutt

If Council members wish to attend a graduation ceremony, please advise the Council Secretary.

Ngā Tāpiritanga | Appendices

Appendix 1: Letter of support from Te Aka Whai Ora Chief Nursing Officer 21 December 2023

21 December 2023

Tēnā koe Professor. Stephen Neville

Letter of support from Te Aka Whai Ora Chief Nursing Officer

I am writing to express my full support for the unification of the national Bachelor of Nursing (BN) curriculum; inclusive of the BN Māori (BNM), BN Pacific (BNP).

On July 1st, 2022, Aotearoa moved to a new national health system. The aim of the new health system has been designed to enable a whole-of-country view to planning and delivery of services, helping it to be efficient and consistent everywhere. Specifically, a healthcare system that is nationally planned, regionally delivered and locally tailored to the needs of communities.

The strategic direction of the unification of the national BN curriculum relates to the government's [2023/24 Health Workforce Plan](#) (the Plan) to address significant healthcare workforce shortages. The Plan released in July 2023, forecasts approximately 13,000 additional nurses will be needed over the next decade and brings together education and immigration settings to grow the healthcare workforce plus reduce the rate of attrition.

The Plan calls for increased qualification completion for nursing ākonga, it proposes an increase of 800 provider clinical placements.

Currently, one in three ākonga enrolled in a nursing course completes the qualification.

- There is a high attrition at the initial nursing pre-enrolment, enrolment process and course preparation stages.
- Course module completion rates are high (93.9% for non-Māori, 89.3% for Māori, 84.6% for Pacific ākonga) however attrition year to year is relatively high as learners who successfully complete courses are not going on to complete the nursing qualification.
- The nursing completion rates are 65.3% for non-Māori, 59.6% for Māori, 60.6% for Pacific ākonga.

One of the critical strengths of the unification of the national BN curriculum is that it places ākonga at the centre of decision-making. It offers future ākonga Māori the option of choosing to study BN Māori programmes focused on culturally responsive pedagogy that will strive to lift success in completion rates. It is aligned to our health system drive to improve indigenous and population health outcomes for our most vulnerable peoples.

Similarly, the Pae Ora (Healthy Futures) Act 2022 requires transformational change to achieve better health and better health outcomes for all New Zealanders. Significantly, this ensures that Māori, the indigenous peoples of Aotearoa, have a greater role in designing health services that better meet the needs of Māori. Māori communities and our future health workforce also play an important role in making sure our health services work for Māori, and the many New Zealanders accessing kaupapa Māori (indigenous Māori) health services.

Alongside Te Pūkenga, Te Aka Whai Ora is committed to supporting the development of the domestic nursing workforce that reflects the populations we serve. Specifically, the national unification of the three BN programmes that will offer the option of BN Māori to enable the growth of our Māori Nursing workforce.

Naku noa, nā



Te Whakatōhea

Akatū Aki Hauora Matua: Tapuhi | Chief Nursing Officer

waea pūkoro: +64 21 770032 | imēra: Nadine.Gray@TeAkaWhaiOra.nz



Pūrongo Kaunihera a Te Pūkenga | Council Report

8 February 2024

Title	Revised 2024 Governance workplan
Provided by	Ziena Jalil, Pourangi Kaimahi Chief of Staff
Author	Rebecca Donne, Hekeretari Kaunihera Council Secretary
For	Approval

Te Taunaki | Recommendation(s)

It is recommended that Te Pūkenga Council:

a.	Receive the report titled “Revised 2024 Governance workplan”; and
b.	Approve the updated 2024 Governance workplan.

Te Tāhuhu Kōrero | Background

At its meeting on 1 November 2023 Council approved a Governance workplan for 2024. Following the new Letter of Expectations (LOE) received from the Minister for Tertiary Education and Skills, Management has reviewed this workplan and recommends changes to ensure that Council focuses on ensuring that it meets its statutory obligations and is working to give effect to the LOE.

Te pūtake o tēnei pūrongo | Purpose of this report

This report is being provided to request Council approval of the updated 2024 Governance workplan.

Ngā Kōwhiringa me Te Tātaritanga | Options and analysis

The revised workplan in Appendix 1 has removed previously planned strategy and policy approvals. Essential policy updates required in the next 12-18 months will continue to be brought to Council for approval as required. A new regular item focused on disestablishment has been added to the workplan to ensure that Council receives regular updates on how this is progressing.

The workplan for the Finance Risk and Audit Committee, which will have responsibility for the oversight of disestablishment governance, is provided in Appendix 2.

Te Pae Tawhiti | Te Tiriti o Waitangi Excellence Framework

Not applicable.



Ōritetanga me te Angitu Ākonga | Equity Impact and Ākonga Success

Not applicable.

Pānga ki Ngā Ākonga/Kaitukumahi | Employer Impact

Not applicable.

Te Uiuinga Whānui | Engagement/consultation

Not applicable.

Ngā tino raru ka heipū mai | Key risks

Not applicable.

Te tirohanga taha pūtea | Financial considerations

Not applicable.

Te Ahunga Ki Mua | Next steps

Revisions will be made to the workplan throughout the year as more information is received about the specific mechanisms which will be used to disestablish Te Pūkenga and the future structure for new entities.

Te Hunga whai koha | Contributors

The Executive Leadership Team considered this on 30 January 2024.

Ngā Tāpiritanga | Appendices

Appendix 1: Revised 2024 Governance workplan

Appendix 2: Finance Risk and Audit Committee workplan

Te Pūkenga

Annual Governance Work Plan master

		Financial Year 2024											
Frequency	January	February	March	April	May	June	July	August	September	October	November	December	
Council	Monthly	Thursday 8 February	Thursday 14 March	Thu 11 Apr / Tue 30 Apr	Thursday 9 May	Thursday 6 June	Thursday 11 July	Thursday 8 August	Thursday 12 September	Thursday 10 October	Thursday 7 November	Thursday 12 December	
Chief Executive's report	Monthly	x	x	11-Apr	x	x	x	x	x	x	x	x	
Wellbeing and Safety report	Monthly	x	x	11-Apr	x	x	x	x	x	x	x	x	
Disestablishment update	Monthly	x	x	11-Apr	x	x	x	x	x	x	x	x	
Quarterly Report to TEC - approval will need to be delegated Jan Jul and Oct	Quarterly	Noting		30-Apr				Noting			Noting		
Te Poari Akoranga terms of reference		x											
Annual report	Annually			30-Apr									
Investment plan	Annually					x							
2025 meeting dates (if required)	Annually						x						
2025 workplan (if required)	Annually							x					
Statement of Performance Expectations (if required)	Annually									x			
Council 360 review	Biennially										x		
Any essential policies required in next 12-18 months	TBC												
Briefing to Incoming Minister - not required in 2024 unless change of Minister	Triennially					Friday 10 May				Friday 11 October			
Disestablishment workshop	Six-monthly												
Finance Risk and Audit	Fortnightly												
See separate workplan													
Appointment and Remuneration	Six-monthly	Wednesday 17 January	Monday 19 February (TBC)			Wednesday 1 May (if required)	Thursday 18 July				Monday 18 November		
Chief Executive appointment	One-off	x											
Chief Executive performance review	Six-monthly	x					x				x		
Business division trusts and charities	One-off		x										
Chief Executive KPIs	Annually		x										
RemCo self review and Terms of Reference	Annually										x		
2025 meeting dates and workplan (if required)	Annually										x		
Health Safety and Wellbeing	Quarterly		Thursday 1 February	Monday 4 March		Thursday 27 June		Monday 2 September				Monday 2 December	
Deep dives (topics TBC by the Committee)	Quarterly		x	x		x		x				x	
Wellbeing and safety policy	Annually			x									
Statements of commitment to wellbeing and safety	Annually			x									
Wellbeing and safety annual report	Annually			x									
Officer engagement plan	Annually					x							
Pastoral code self report	Annually					x							
HSW self review and Terms of Reference	Annually		x					x					
2025 meeting dates and workplan	Annually							x					
Officer self-review of duty to exercise due diligence	Annually							Plan				Report	
Kaimahi wellbeing indicators	Annually											x	
Ākonga pastoral code framework - not required in 2024	Biennially												
Pastoral care policy - not required in 2024	Biennially												
Te Poari Akoranga	Monthly		Fri 1 Mar / Thu 28 Mar	Monday 29 April	Friday 24 May		Mon 1 Jul / Fri 26 Jul	Friday 30 August	Friday 27 September	Friday 25 October	Friday 29 November		
Workplan under development													
Advisory Committees	Quarterly		Thu 22 Feb / Fri 23 Feb			22 - 24 May	Wed 26 Jun / Thu 27 Jun	Monday 1 July		18-20 September			
Investment plan	Annually		ILAC			x	MAC and LAC	KAC					
Fee setting (including student levy)	Annually						LAC						
Pastoral code self report	Annually						LAC						
Kaimahi wellbeing indicators	Annually							KAC					
Statement of Performance Expectations (if required)	Annually								x				
Council 360 review	Biennially								x				
Committee self-review and Terms of Reference (if required)	Annually								x				

Te Pūkenga Council 8 February 2024 ordinary meeting - Strategy

Finance Risk and Audit Committee Workplan 2024

Agenda item	Confirmed dates					Dates to be confirmed at end of March																				
	Jan 31	Feb 14	Feb 28	Mar 13	Mar 27	Apr 10	Apr 26	May 8	May 22	Jun 5	Jun 19	Jul 3	Jul 17	Jul 31	Aug 7	Aug 21	Sep 4	Sep 18	Oct 2	Oct 16	Oct 30	Nov 6	Nov 20	Dec 4	Dec 18	
Financial approvals																										
Five-year capital plan intentions										•																
Fee setting (including student levy)														•												
Insurance renewal																					•					
Financial strategy and planning																										
Financial plan update	•																									
Enrolment update	•		•		•																					
Budget 2025 (if required)																					•					
Financial position and performance																										
Monthly financial report	•		•		•		•		•		•		•		•		•		•		•		•		•	
Budget assumptions review																	•									
Group Treasury Policy																										
Treasury report		•					•					•								•						
Group treasury policy																					•					
Corporate asset planning																										
Major property project update	•			•		•		•		•		•		•		•		•		•		•		•		•
High priority building update	•			•		•		•		•		•		•		•		•		•		•		•		•
Wellington regent make good approval for unbudgeted OPEX	•																									
Property and lease strategy - key decisions review	•																									
Property and lease plan			•		•		•		•		•															
CAMS Assessment - internal only for 2024									•																	
Implementation/disestablishment governance																										
FMIS/EPM project	•																									
Disestablishment working group updates	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•
Annual report, including financial statements																										
Te Pūkenga Annual Report			•			•	•																			
Internal control environment																										
Status of 2024 Audit and Assurance Plan			•					•				•											•			
2023 Internal Audit Reports			•																							
Status of internal audit and assurance recommendations								•				•											•			
Internal audit function																										
2025 Internal audit plan (if required)																							•			
External audit																										
Committee and Audit New Zealand only session (if required)	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•	•
30 June 2024 FSG audit fee	•																									
Status of external audit recommendations			•										•										•			
Audit letter of representation								•																		
External audit								•																		
Going concern assessment								•																		

Legend: • Approval • Endorsement to Council • Information

Te Pōkenga Council 8 February 2024 ordinary meeting - Strategy

Finance Risk and Audit Committee Workplan 2024

Agenda item	Confirmed dates					Dates to be confirmed at end of March																					
	Jan 31	Feb 14	Feb 28	Mar 13	Mar 27	Apr 10	Apr 26	May 8	May 22	Jun 5	Jun 19	Jul 3	Jul 17	Jul 31	Aug 7	Aug 21	Sep 4	Sep 18	Oct 2	Oct 16	Oct 30	Nov 6	Nov 20	Dec 4	Dec 18		
Audit NZ report to management 31 December 2023							•																				
Crown Financial Statements declaration																•											
2025 external audit and engagement letter (if required)																							•				
Pre-year-end review of issues and assumptions																							•				
Legislative and organisational compliance																											
Contentious legal matters			•					•										•					•				
Conflicts of interest policy			•																								
Legislative compliance			•																								
Risk and assurance policy (TBC)													•														
Risk management																											
Risk report			•					•					•										•				
Risk deep dive (TBC)			•										•														
Risk management framework (TBC)								•																			
Group audit, risk and compliance issues																											
TBC																											
Engagement with tāngata whenua																											
TBC																											
Other responsibilities																											
Terms of Reference review	•																										
2025 meeting dates (if required)																•											
2025 workplan (if required)																					•						
Committee self-review																										•	

Legend: • Approval • Endorsement to Council • Information

Pūrongo Kaunihera a Te Pūkenga | Council Report

8 February 2024

Title	Te Poari Akoranga Terms of Reference
Provided by	Gus Gilmore, Acting Chief Executive
Author	Rebecca Donne, Council Secretary
For	Approval

Te Taunaki | Recommendation(s)

It is recommended that Te Pūkenga Council:

a.	Receive the report titled 'Te Poari Akoranga Terms of Reference';
b.	Approve Te Poari Akoranga Terms of Reference;
c.	Approve the remuneration for learner members of Te Poari Akoranga; and
d.	<p>Appoint the following members to Te Poari Akoranga:</p> <ul style="list-style-type: none"> • Kieran Hewitson, delegate of DCE Ako Delivery (Co-Chair) • Deborah Young, Ako Excellence Director (Co-Chair) • Paora Ammunson, Pourangi Hua Tiriti Deputy Chief Executive Tiriti Outcomes • Andrew McSweeney, Pourangi Ākonga me te Ahumahi DCE Learner and Employer Experience and Attraction • Fiona Moyer, Co-Chair Te Ohu Whakahaere Academic Quality • Henry Geary, enrolled learner nominated by the Interim Learner Advisory Committee of Te Pūkenga;
e.	<p>Delegate to the Co-Chairs of Te Poari Akoranga to appoint:</p> <ul style="list-style-type: none"> • One Co-Chair each from Te Ohu Whakahaere Appeals, Te Ohu Whakahaere Approvals, and Te Ohu Whakahaere Rangahau Research and Postgraduate • One Chair (or delegate) of a business division Academic Committee from each Rohe; and
f.	<p>Note:</p> <ul style="list-style-type: none"> • that future appointments will be required for a kaimahi Māori, and an ākonga Māori which have been nominated by Komiti Māori. • that Te Poari Akoranga will consider whether additional members need to be co-opted to ensure we have enough members with academic governance experience and may recommend these to Council for appointment in future.

Te Tāhuhu Kōrero | Background

The current Terms of Reference (TORs) for Te Poari Akoranga were approved in April 2021. Following Tāraia te anamata | Creating our futures, a review of the TORs was undertaken to align to the new organisational structure and to the TORs for other governance bodies, and this has subsequently been reviewed considering the Minister of Tertiary Education and Skills' new letter of expectation (Minister's LOE) and the resignation of Megan Gibbons from Te Pūkenga. This version also includes clarification about the fee for learner members, which was provided by the TEC, and incorporates feedback from a Legal review.

Te pūtake o tēnei pūrongo | Purpose of this report

The purpose of this report is for Council to approve the new Terms of Reference for Te Poari Akoranga and appoint new members to Te Poari Akoranga.

Ngā Kōwhiringa me Te Tātaritanga | Options and analysis

Te Poari Akoranga workshopped the draft Terms of Reference at its October 2023 meeting and most of its feedback was incorporated into the new draft of the TORs, which have subsequently been streamlined to meet the requirements of an Academic Board while balancing the need to progress towards disestablishment of Te Pūkenga. This has meant any strategy or reference to future workplans have been removed, but obligations to providing assurance to Council remains.

One change that Te Poari Akoranga did not agree with were the removal of representatives of the Interim Kaimahi Advisory Committee from the membership. However, IKAC will continue to have interaction with Te Poari Akoranga by receiving the reports provided to Council, and its advice will be sought when appropriate. This will also be the case for the other two Advisory Committees.

Learner member remuneration

Staff members who belong to Te Poari Akoranga will not receive remuneration for their participation. Learner members are currently remunerated at an hourly rate equivalent to the Living Wage for the duration of the meeting and preparation time. The TEC has provided guidance that as Te Poari Akoranga reports to Te Pūkenga Council, the fees should be set in accordance with the Cabinet Fees Framework.

The Cabinet Fees Framework (the Framework) provided in Appendix 2 provides guidance on the classification and remuneration of statutory and other Crown bodies.

The purpose of the Framework is to provide a basis for judgement in setting fees that will:

- ensure a consistent approach to remuneration across all statutory and other Crown bodies;
- contain expenditure of public funds within reasonable limits;
- provide flexibility within clear criteria.

Te Poari Akoranga is considered to be in Group 4: All Other Committees and Other Bodies of the Cabinet Fees Framework. This category covers a vast array of bodies from advisory committees to technical review committees to professional regulatory bodies. These bodies may have their functions described in statute, or alternatively have been established by a Minister under a general statutory power to establish advisory committees or by the Cabinet. In other cases, the bodies will

have been established by chief executives or governance boards of agencies to provide advice on the agency's functions and responsibilities on a general basis or on specific areas or issues.

For Group 4 bodies, fee levels are generally expressed as a daily rate, as this works best for those bodies that have an unpredictable workload.

The level within this category is determined by:

- skills, knowledge and experience required for members;
- function, level and scope of authority;
- complexity of issues; and
- public interest and profile.

The details of the levels within each category can be found on pages 28-30 of the Cabinet Fees Framework in Appendix 2. It is important to note that the score for skills, knowledge and experience should reflect the level of skill required by the majority of members and should not be based on any particular individual. It is recognised that these will vary between members on a particular body. The Framework states that members occupying identical positions on the same body should be paid the same fee rate.

Te Pūkenga Council Secretariat team has conducted an analysis of Te Poari Akoranga against these categories and recommends that the fees be set within the range for Level 3.

Total Score	Level	Fees range – chair	Fees range - members
24-28	1	\$594 - \$1,265	\$446 - \$952
20-23	2	\$429 - \$974	\$319 - \$616
15-19	3	\$308 - \$633	\$226 - \$435
10-14	4	\$275 - \$402	\$209 - \$297
9 or less	5	\$226 - \$292	\$165 - \$226

Te Pae Tawhiti | Te Tiriti o Waitangi Excellence Framework

The TORs include the following statement in the Purpose/Scope which supports Te Pae Tawhiti:

(h) In completing these functions, Te Poari Akoranga will be cognisant of Te Pae Tawhiti Te Tiriti o Waitangi Excellence Framework 2020-2025 and will use it as a tool to assist in making decisions when exercising these powers.

In addition, Komiti Māori will nominate one kaimahi Māori and one ākonga Māori as members of Te Poari Akoranga.

Ōritetanga me te Angitu Ākonga | Equity Impact and Ākonga Success

Membership of Te Poari Akoranga should reflect a broad skills-based approach and the appointment of members will be based on the following core criteria:



- Commitment to educational quality and learner achievement;
- Commitment to ōritetanga and the success of learners who are under-served by the education system (with a specific focus on Māori learners, Pacific learners, learners with disabilities, adult and second-chance learners and youth);

In addition, the following specialist criteria relevant to equity impact and ākongā success may be applied when appointing members:

- Demonstrated knowledge and experience, and a commitment to Mātauranga Māori;
- Demonstrated knowledge and experience in addressing inequities in tertiary education provision related to gender, sexuality, age, disability, and ethnicity.

Pānga ki Ngā Ākongā/Kaitukumahi | Employer Impact

The following specialist criteria relevant to employers may be applied when appointing members:

- Broad sector and systems delivery knowledge and demonstrated experience, including work-based, work-integrated, distance, kanohi ki te kanohi, blended delivery and regional competencies and experience.

Te Uiuinga Whānui | Engagement/consultation

Group engaged with	Level of engagement ¹	Commentary
Te Poari Akoranga	Collaborate	Te Poari Akoranga workshopped the TORs at its October 2023 meeting and provided feedback which has been incorporated into the final draft provided. The Co-Chair of Te Poari Akoranga has been involved in drafting subsequent changes.

Ngā tino raru ka heipū mai | Key risks

Risk title	Description	Potential consequences	Current mitigation
Inconsistency in governance processes	The processes for Te Poari Akoranga have previously been either inconsistent with other governance	Delegations are not properly adhered to.	These updated TORs are consistent with other governance bodies.

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

Risk title	Description	Potential consequences	Current mitigation
	processes or not fully documented.		
Academic delegations not well captured	The TORs refer to an academic delegations register, which does not currently exist.	Sub-delegations not properly adhered to.	The Council Secretariat team will work with Te Poari Akoranga, ngā ohu whakahaere, and the regional academic committees to ensure that academic delegations are accurately documented in 2024.

Te tirohanga taha pūtea | Financial considerations

The proposed remuneration rate for learner members will be higher than members are currently remunerated by approximately \$200 per meeting per member. This equates to approximately \$6,000 for the financial year. This has been included in the FY24 Council Secretariat budget.

Te Ahunga Ki Mua | Next steps

If the Terms of Reference are approved by Te Pūkenga Council, they will come into effect immediately.

The Co-Chairs will work with Ngā Ohu Whakahaere Co-Chairs and the business division Academic Committees to determine who to appoint to Te Poari Akoranga, and report back to Council on these appointments.

At its next meeting, Te Poari Akoranga will consider whether additional members need to be co-opted to ensure we have enough members with academic governance experience. If additional members are required, these will be recommended to Council for appointment.

Current Ohu Whakahaere which are no longer included in the new Terms of Reference will be wound down by April 2024.

Requests for nominations will be made to Komiti Māori for an ākonga Māori and kaimahi Māori, and Komiti Māori will be supported by the Council Secretariat team to run an expressions of interest process for candidates.

The terms of current members of Te Poari Akoranga will be reviewed, and any members which have reached the maximum tenure under the new Terms of Reference, and recommendations for appointments will be made to a future Council meeting if required.



Te Hunga whai koha | Contributors

The proposed Terms of Reference were reviewed by the Executive Leadership team on 28 November 2023 and changes following the Minister’s LOE were endorsed on 16 January 2024.

The final draft of the proposed TORs was reviewed by Kieran Hewitson (current Co- Chair of Te Poari Akoranga) and Deborah Young (Ako Excellence Director).

Ngā Tāpiritanga | Appendices

Appendix 1: Proposed new Terms of Reference for Te Poari Akoranga

Appendix 2: [Cabinet Fees Framework](#)

Appendix 3: Current TORs for reference

Te Pūkenga Poari Akoranga (Academic Board)

Terms of Reference

1. Whakapapa | Background

- (a) Under Section 324(2) of the Education and Training Act 2020 (the Act), the Council of Te Pūkenga—New Zealand Institute of Skills and Technology (Te Pūkenga Council) must establish an academic board to:
 - i) advise it on matters relating to work-based learning, courses of study or training, awards, and other academic matters; and
 - ii) exercise powers delegated to it by the Council.

This academic board is referred to in these Terms of Reference as Te Poari Akoranga¹ (Te Poari).

- (b) The Council may not make any decision or statute in respect of any academic matter referred to in section 1. (a) unless it has requested the advice of Te Poari Akoranga and considered any advice given by Te Poari Akoranga.

2. Te Tikanga | Purpose / Scope

- (a) Give effect to Te Tiriti o Waitangi and the Charter of Te Pūkenga in a way that is guided by the values of Te Pūkenga:
 - i) **Manawa nui** We reach out and welcome in
 - ii) **Manawa roa** We learn and achieve together
 - iii) **Manawa ora** We strengthen and grow the whole person
- (b) Fulfil the primary function of providing assurance and confidence in the network of provision.
- (c) Provide assurance and confidence that all relevant legislation and educational requirements are adhered to as they apply to teaching, learning and research.
- (d) Provide assurance and confidence that Mātauranga Māori is applied throughout all packages of learning developed and delivered by Te Pūkenga. and that appropriate co-development has happened with Iwi, hapū or Māori organisations in the construction of packages of learning.
- (e) Receive advice and evidence (real time and retrospective) from ohu whakahaere, and other relevant sources, to ensure:
 - i) a purposeful and responsive mix of provision matched to need, with a relentless focus on equity, access, and participation to support a culture of equity and diversity where all learners are included and valued;

¹ The importance of seeking an appropriate name for the academic board that reflects a holistic and inclusive approach consistent with the intent of Te Pūkenga charter has been recognised. Poari is the decision-making body of an organisation; Akoranga is all encompassing, referring to learning, subject, discipline, profession, school, educational course, academic programme, academic course, teaching, class, and lesson and includes circumstances of learning, time of learning and place of learning.



- ii) holistic selection policies promote and facilitate academic equity for learners from under-represented groups, who have the potential to succeed academically, and who have applied via the application process; and
- iii) prioritised accessible support that acknowledges barriers and actively encourages learners and their whānau to participate and engage, for learners to achieve academic equity.
- (f) Grant awards of Te Pūkenga.
- (g) Ensure academic policies, procedures and frameworks are fit for purpose
- (h) In completing these functions, Te Poari Akoranga will be cognisant of [Te Pae Tawhiti Te Tiriti o Waitangi Excellence Framework 2022-2023](#) and will use it as a tool to assist in making decisions when exercising these powers.

3. Powers and Authority

- (a) In accordance with the Delegations Policy, Te Poari Akoranga is granted the specific authorities listed below. All delegated authority must be exercised in accordance the purpose of Te Poari Akoranga as set out in [Section 2](#) of these Terms of Reference.

Ref	Subject	Description	Objective	Power to Sub-Delegate?
1.	Academic Policies, procedures and framework	To determine policies and operating procedures of Te Pūkenga in relation to learners and academic matters.	Provide assurance and confidence that the quality and academic infrastructure, including policies, procedures and frameworks, are fit for purpose; and approve academic direction, statutes and practices to be applied throughout the organisation to ensure the goals of Te Pūkenga, as set by Council having regard to the Charter and Minister’s expectations, are met and continuous improvement is achieved and sustained.	No
2.	Courses/ Programmes of Study (including work-based learning programmes)	To approve new courses and programmes, review and approve changes to existing courses and programmes, and approve the withdrawal/closure or suspension of existing courses or programmes. To seek approval/accreditation of programmes by external bodies. ²	Provide and facilitate strategic direction and thought leadership on a range of education matters, including innovation, teaching and learning, and applied research and scholarship, with oversight of funding allocation, planning and ethics	Yes (limited to ohu whakahaere)
3.	Courses/ Programmes of Study (including work-based learning)	To approve variations to an individual learner’s course/programme of study outside programme regulations.	Provide assurance and confidence: <ul style="list-style-type: none"> a. of the effectiveness of teaching, learning and research within the organisation with a focus on outcomes. 	Yes



Ref	Subject	Description	Objective	Power to Sub-Delegate?
			b. that work-based learning is applied throughout packages of learning developed and delivered by Te Pūkenga (where relevant), contribute to a partnership approach to policies and decisions affecting work-based learning and create space for employers.	
4.	Quality Assurance	To set and monitor the application of Te Pūkenga quality assurance processes for the development and delivery of all courses and programmes (including with respect to learning, teaching, assessment, learner support and learner performance) through quality evaluation, review and reporting processes.	As above	Yes
5.	Assessment	To approve and release learner results and recognise credit for assessment (including assessment of prior learning) in accordance with approved academic regulations.	Establish and provide assurance and confidence that ohu whakahaere, (national subcommittees of Te Poari Akoranga) strengthen academic leadership in key areas of focus.	Yes
6.	Research	To set and promote quality standards for research and approve proposals for research from Te Pūkenga kaimahi and learners involving human subjects (including learner course work research) and a Māori or Te Tiriti/Treaty of Waitangi dimension.	To conduct research, with a focus on applied and technological research (section 315 of the Act). Teaching and learning is supported by research, evidence, and best practice (Charter, Schedule 13 of the Act)	Yes
7.	Ohu whakahaere: Sub-Committees	To establish any ohu whakahaere (sub-committees) as are deemed necessary for the efficient and effective operation of Te Poari Akoranga and to make appointments to the same.	Establish and provide assurance and confidence that ohu whakahaere, (national subcommittees of Te Poari Akoranga) strengthen academic leadership in key areas of focus.	No
8.	Incidental	To do anything incidental to the exercise of any of the powers or functions delegated by the Council to the Academic Board.	The Council delegates to Te Poari Akoranga “matters relating to work-based learning, courses of study or training, awards, and other academic matters”, to “exercise powers delegated to it by the council.” (Section 324 (2) of the Act)	No



- (b) In line with the powers to sub-delegate in the table above, from time to time, Te Poari Akoranga may formally sub-delegate specific tasks and/or responsibilities to nominated groups, committees and/or ohu whakahaere. In doing so, it requires:
 - i) Any policies related to the responsibilities are approved by Te Poari Akoranga;
 - ii) Minor changes to academic procedures, within academic policy, are sub-delegated to the Chair, Ohu Whakahaere Academic Quality;
 - iii) Major decisions made by the body receiving the sub-delegation are reported to Te Poari Akoranga.
 - iv) All formal sub-delegations will be included in the Academic Delegations Register which will be updated each time a power is sub-delegated.
- (c) All media and public comment should be considered in consultation with Te Pūkenga Council.
- (d) Any official information requests to Te Poari should be directed to the OIA team of Te Pūkenga.

4. Mematanga | Membership, Appointments and Eligibility Criteria

- (a) Under Section 324(2) of the Act, the Council must establish an academic board consisting of its chief executive and members of the staff and students of Te Pūkenga.
- (b) Appointments to Te Poari Akoranga will be made by the Council following input, advice and direction of the Māori Advisory Committee. Appointments will comprise the following:
 - i) Pourangi Ako | DCE Ako Delivery or delegate (Co-Chair)
 - ii) Ako Excellence Director (Co-Chair)
 - iii) Tumuaki | Chief Executive of Te Pūkenga or delegate
 - iv) Pourangi Hua Tiriti | Deputy Chief Executive Tiriti Outcomes or delegate
 - v) Pourangi Ākonga me te Ahumahi | DCE Learner and Employer Experience and Attraction or delegate
 - vi) One Chair / Co-Chair from each of Ngā Ohu Whakahaere outlined in **section 5**. (four total)
 - vii) One Business Division Academic Committee Chair (or delegate) per region (four total)
 - viii) One ākonga Māori nominated by the Interim Māori Advisory Committee of Te Pūkenga
 - ix) One kaimahi Māori nominated by the Interim Māori Advisory Committee of Te Pūkenga
 - x) One enrolled learner nominated by (but not necessarily a member of) the Interim Learner Advisory Committee of Te Pūkenga
 - xi) Additional members may be co-opted to join if the appointed members feel that they do not have sufficient representation of skills or specialist criteria identified in **Section 4. (c)**.**



- (c) Membership should reflect a broad skills-based approach and the appointment of members will be based on the following core criteria:
 - i) Commitment to educational quality and learner achievement;
 - ii) Commitment to ōritetanga and the success of learners who are under-served by the education system (with a specific focus on Māori learners, Pacific learners, learners with disabilities, adult and second-chance learners and youth);
 - iii) Ability to apply both a local and global view to academic issues.
- (d) In addition to the criteria in Section 4. (c), the following specialist criteria may be applied when appointing members:
 - i) Demonstrated knowledge and experience, and a commitment to Mātauranga Māori;
 - ii) Demonstrated knowledge and experience in addressing inequities in tertiary education provision related to gender, sexuality, age, disability, and ethnicity;
 - iii) Demonstrated innovation in ako (specifically teaching, learning and research) with up-to-date specialist knowledge, skills and experience in academic quality, programme development and delivery; and
 - iv) Broad sector and systems delivery knowledge and demonstrated experience, including work-based, work-integrated, distance, kanohi ki te kanohi, blended delivery and regional competencies and experience.
- (e) Ex-officio members are appointed to Te Poari Akoranga until they no longer hold the role specified in Section 4 (b).
- (f) Members who are not appointed ex-officio, will be appointed for up to two years, with the option of renewal for one further year, to be made by the Council. Membership of Te Poari Akoranga may be revoked by either Te Pūkenga Council or the appointed member at any time by giving four weeks' written notice in writing.
 - i) These members may resign from the Committee at any time by notifying the Chair with a copy to the Council Secretary.
 - ii) A 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 Te Poari hui (without informing the Chair), and failure to act in accordance with the Code of Conduct.

5. Ngā ohu whakahaere o te Poari Akoranga | Subcommittees of the Academic Board

- (a) Te Poari Akoranga has established the following ohu whakahaere to focus on:
 - i) **Academic Quality**, to:
 - a. provide leadership in academic evaluation and quality assurance; and
 - b. ensure quality improvement by overseeing and monitoring the consistent application of the academic quality assurance system, including developing and recommending to Te Poari Akoranga approval of policies and operating procedures.



- ii) **Appeals, to:**
 - a. receive unresolved learner complaints or appeals that have already been determined (in line with relevant appeals policies and processes);
 - b. support the resolution, settlement and/or withdrawal of such unresolved complaints or appeals; and
 - c. if necessary, make recommendations about policies, procedures, or the provision of services.
 - iii) **Approvals, to:**
 - a. develop and direct a purposeful and responsive mix of provision matched to need, with a relentless focus on equity, access, and participation to support a culture of equity and diversity where all learners and their whānau are included and valued; and
 - b. recommend to Te Poari Akoranga the approval of education and training packages (for example, programmes of study, training schemes and micro-credentials, or equivalent), and associated changes in accordance with approved delegations.
 - iv) **Rangahau, Research and Postgraduate, to:**
 - a. support, monitor and lead rangahau Māori, research and innovation activity;
 - b. help determine and support the strategic directions and approaches for rangahau Māori, research and postgraduate provision;
 - c. provide oversight of rangahau Māori and research planning, funding and ethics.
- (b) Each ohu whakahaere will consist of members drawn from across the organisation, or within the business divisions for Academic Committees with relevant, demonstrated skills and experience. Appointments to each ohu whakahaere will be made by Te Poari Akoranga in accordance with the terms of reference for the ohu, reflecting the value of appropriate geographical spread of representation.
- (c) Ngā Ohu Whakahaere hui will be conducted according to a schedule agreed on by Te Poari Akoranga, appropriate to its tasks and sub-delegations. Where sub-delegations are in place, hui will be conducted under LGOIMA rules outlined in [section 6. \(f\)](#).
- (d) Each ohu whakahaere will report to Te Poari Akoranga using Te Poari's agenda framework on any sub-delegations that have been exercised and the strategic and key issues that most concern Te Poari Akoranga.

6. Kōrama | Quorum and Hui | Meetings

- (a) A quorum shall consist of a majority of Te Poari members. No business shall be transacted at a meeting in the absence of a quorum.
- (b) Te Poari Akoranga will meet at least six times per academic year.
 - i) Meetings may be conducted by teleconference, videoconference or in person.
 - a. If a hui is held in person, members will make reasonable efforts to attend in person.



- b. If a member is not able to attend a hui in person, a teleconference or videoconference alternative will be provided where feasible.
- ii) Te Poari may also need to meet on an ad hoc basis to consider approvals requested and/or relevant matters. Accordingly, additional meetings may be held if determined necessary by the Chair.
- iii) Hui dates will be set annually by the Council Secretary to align with other meetings on Te Pūkenga Governance calendar, and in consultation with members of Te Poari.
- (c) If a member is unable to attend a hui, they must provide the Chair with comments on the issues to be discussed in reasonable time prior to the hui. Members are not able to send a proxy or delegate to Te Poari hui in their place unless this is specified in the Membership section.
- (d) All Council Members shall be entitled to attend Te Poari Akoranga meetings.
- (e) A Governance Advisor shall service Te Poari meetings to provide secretariat support and resources.
 - i) 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.
 - ii) Minutes of the meetings shall be prepared, retained and distributed to Te Poari members, management and external auditors, as well being made available to Te Pūkenga Council.
- (f) Te Pūkenga is named in Schedule 2 Part 2 of the [Local Government Official Information and Meetings Act 1987 \(LGOIMA\)](#) as a particular authority to which Part 7 of LGOIMA applies. As Te Poari Akoranga has delegated authority to make decisions on behalf of Te Pūkenga as outlined in [section 3](#), the following local authority meeting rules apply:
 - i) Hui are required to be open to the public unless Te Poari Akoranga resolves to exclude the public from the whole or any part of the meeting where good reason for withholding disclosure of information exists under Section 9 of the Official Information Act 1982.
 - ii) The date, time and place of Te Poari Akoranga hui must be publicly notified not more than 14 days and not less than five days before the end of the month prior.
 - iii) At least two working days prior to the hui any member of the public may inspect all agendas and associated reports circulated to members of Te Poari Akoranga relating to that hui, excluding reports that the Tumuaki | Chief Executive reasonably expects the hui to discuss with the public excluded.
 - iv) Where an item is not on the agenda for a meeting, that item may only be discussed at that meeting if:
 - a. Te Poari Akoranga resolves to discuss it and the Chair explains at the hui at a time when it is open to the public the reason why the item is not on the agenda, and the reason why the discussion of the item cannot be delayed until a subsequent hui; or
 - b. the item is a minor matter relating to the general business of Te Poari; and the Chair explains at the beginning of the meeting, at a time when it is open to the



public, that the item will be discussed at the meeting; but no resolution, decision, or recommendation may be made in respect of that item except to refer that item to a subsequent meeting for further discussion.

- v) Members of the public have a right to inspect or receive copies of minutes of Te Poari hui (except parts of a hui from which the public was excluded).

7. Responsibilities and duties

- (a) To exercise its powers and duties and oversee the areas outlined in [section 2](#), Te Poari Akoranga members shall:
 - i) Review any papers prepared for Te Poari, prepare adequately prior to each hui and participate actively in hui, contributing to actions when agreed.
 - ii) Bring matters of significance to the attention of Te Poari and use professional perspectives to undertake analysis or prepare advice as required.
 - iii) Contribute to the development of a forward work programme for Te Poari.
 - iv) Maintain a broad knowledge of the issues and interests that relate to the operations of Te Poari.
 - v) Consult with and consider advice from the three Advisory Committees to Council established under section 325 of the Act on significant matters relating to the strategic direction of Te Pūkenga which are relevant to those groups represented by each Advisory Committee.
 - vi) Comply with Te Pūkenga Council and Committees [Code of Conduct Policy](#)
- (b) In addition, the Chair of Te Poari Akoranga shall:
 - i) consult with members to draft a forward work programme for Te Poari, for agreement with Te Pūkenga Council Chair;
 - ii) set agendas with the assistance of the Governance Advisor, and approve minutes;
 - iii) chair and facilitate hui, encouraging and modelling open communication where all members contribute effectively;
 - iv) manage any conflicts of interests for other members of Te Poari, including deciding if a potential conflict exists and determining, with assistance from the Governance Advisor, what action is appropriate;
 - v) represent the Committee in any hui with Te Pūkenga Council and/or Chair as required;
 - vi) ensure that any requests for media and public comment and any official information requests made to the Committee are escalated to the Chair of Te Pūkenga Council; and
- (c) Members are required to declare any actual or perceived interests as per national policy and procedures. [Conflicts of Interest Policy](#)

8. Fees and allowances

- (a) No additional fees will be paid to employees of Te Pūkenga for their participation in Te Poari Akoranga as hui are anticipated to occur during normal working hours. Expenses related to Te Poari Akoranga should be included in each employee's usual expense cost centre.



- (b) For learner members of Te Poari Akoranga, fees will be set by Te Pūkenga Council and will be within Group 4 (All Other Committees and Other Bodies) of the Cabinet Office Fees Framework.
- i) The level within this category is determined by skills, knowledge and experience required for members; function, level and scope of authority; complexity of issues; and public interest and profile. Te Poari Akoranga has been determined to be at **Level 3 (TBC)** and as a result, a daily rate of **\$435 (TBC)** will apply.
 - ii) The daily fee applies to all mahi, including that performed outside of hui (e.g. preparation, representing the board at other forums, or administrative mahi) that is required for the body to carry out its role.
 - iii) It is expected that a working day is about eight hours, and the daily fee is calculated on this basis. Work for longer than eight hours in one day will not attract an extra payment, unless the combination of travel and mahi is frequently longer than eight hours.
 - iv) Hourly pro-rata rates may apply and will be calculated by dividing the daily rate by 8 and multiplying by the number of hours worked.
 - v) Where a total of six hours is worked in one day, a daily fee may be paid. It is accepted that it may not be possible for a member having worked six hours in one day on business related to Te Poari Akoranga to return to other paid mahi. Where a member spends time, for example one evening, preparing for a hui the next day, if the preparation and hui time combined were between 6 and 8 hours, then one daily fee would be paid for the combined preparation and hui time.
 - vi) Mahi other than preparation for hui must be approved and minuted by Te Poari before it is undertaken. Individual members should not be in a position where they could be considered to be setting their own work programmes without the endorsement of the body.
 - vii) This fee will be reviewed annually, and within three months of an update to the Cabinet Office Fees Framework.
 - viii) Fees will be paid through Te Pūkenga payroll in arrears. This will be included in the next fortnightly pay cycle following each meeting. If a member wishes to arrange to invoice Te Pūkenga for their fees (rather than receive these via payroll), the invoice must be submitted before the end of the month in which the meeting occurs, for payment by the 20th of the following month.
 - ix) Learner members may claim reimbursement for out-of-pocket taxi, mileage or parking expenses and any expenses actually and reasonably incurred when travelling on Te Pūkenga business in accordance with Te Pūkenga policy. The standard should be modest and appropriately reflect public sector norms. [National Expenditure Policy](#)

9. Pūrongo | Reporting obligations

The Chair of Te Poari Akoranga will report to Te Pūkenga Council using the Council's agenda framework on any delegations that have been exercised and the strategic and key issues that most concern the Council.



10. Accountability

Te Poari Akoranga shall:

- (a) self-assess its performance against these Terms of Reference on an annual basis. This self-assessment shall include feedback from Te Pūkenga Council on its perspective on the performance of Te Poari, as provided by the Chair of Council.
- (b) confirm annually that all responsibilities outlined in these Terms of Reference have been carried out.

11. Review of the Terms of Reference

Te Poari 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 [insert date]

Sue McCormack

Acting Council Chair

Te Pūkenga Poari Akoranga (Academic Board) Terms of Reference

Current Version	Previous Reviews	Next Review
April 2021		2022

1 Whakapapa | Background

Te Poari Akoranga¹ is delegated by the Council of Te Pūkenga (the Council) to give effect to the Charter by providing a national framework to enable and monitor excellence in Akoranga, in particular, educational teaching, learning, research and delivery supporting work based, learning, courses of study or training, awards and other academic matters.

Poari Akoranga was established April 2020 pursuant to section 222K of the Education Act 1989.

The Education Act 1989 was subsequently replaced by the Education and Training Act 2020 (the Act). Section 324(2) of the Act provides that the council... must "establish an academic board... to (a) advise it on matters relating to work-based learning, courses of study or training, awards, and other academic matters; and (b) exercise powers delegated to it by the council".

2 Te Kaupapa | Principles

The Education and Training Act 2020 defines the operating context for Te Pūkenga, which is to provide:

- Learners with the education they need to participate in the labour market, society, and their communities;
- Education opportunities that support the wellbeing of learners;
- Education of high quality; and
- Education that honours Te Tiriti o Waitangi.

Likewise, the Act sets out specific functions for Te Pūkenga, to:

- Provide, arrange and support vocational, foundation and higher-level education, training and related research;
- Respond to the needs of regions, learners, industries, employers and communities;
- Improve the consistency of vocational education and training;
- Improve educational outcomes; and
- Improve outcomes for Māori learners in partnership with Māori communities.

Te Pūkenga has established five key priorities to fulfil these legislative functions, to:

- Maintain relentless focus on equity and ensuring participation – we honour and uphold Te Tiriti o Waitangi in all we do;
- Deliver customised learning approaches that meet the needs of learners and trainees wherever they are;
- Use our size and scale to strengthen the quality and range of education delivery throughout Aotearoa;
- Offer services that meet the specific regional needs of employers and communities; and

¹ The importance of seeking an appropriate name for the academic board that reflects a holistic and inclusive approach consistent with the intent of Te Pūkenga charter has been recognised. Poari is the decision-making body of an organisation; Akoranga is all encompassing, referring to learning, subject, discipline, profession, school, educational course, academic programme, academic course, teaching, class, and lesson and includes circumstances of learning, time of learning and place of learning.

- Transition educational services in a smooth and efficient manner.

Poari Akoranga has a central role within Te Pūkenga to give effect to the Charter. In doing so, Poari Akoranga is guided by the values of Te Pūkenga.

3 Ngā Tikanga | Purpose

The Council delegates to Te Poari Akoranga "matters relating to work-based learning, courses of study or training, awards, and other academic matters", to "exercise powers delegated to it by the council." (Education and Training Act 2020, Section 324(2)).

Specifically, Te Poari Akoranga will fulfil the primary function of providing assurance and confidence in the network of provision and to ensure all Kaupapa are met, including:

- Provide assurance and confidence that the quality and academic infrastructure, including policies, procedures and frameworks, are fit for purpose; and approve academic direction, statutes and practices to be applied throughout the network to ensure the goals of Te Pūkenga are met and continuous improvement is achieved and sustained.
- Provide assurance and confidence of the effectiveness of teaching, learning and research within the network with a focus on outcomes.
- Quality assure and approve the development of new or re-developed packages of learning and delivery models, to ensure Kaupapa continue to be met and sustained.
- Provide assurance and confidence that Kāwanatanga (governance) responsibilities are upheld, whilst respecting the Tino rangatiratanga (absolute self-determination) of Iwi and Māori partners, in order to achieve Ōritetanga (equitable outcomes for Māori learners and their whānau).
- Provide assurance and confidence that Mātauranga Māori is applied throughout all packages of learning developed and delivered by Te Pūkenga; contribute to a partnership approach to policies and decisions affecting Mātauranga Māori; and create space for kaitiaki to exercise kaitiakitanga over Mātauranga Māori.
- Provide assurance and confidence that work-based learning is applied throughout packages of learning developed and delivered by Te Pūkenga (where relevant), contribute to a partnership approach to policies and decisions affecting work-based learning and create space for employers.
- Establish and provide assurance and confidence that ohu whakahaere, (national subcommittees of Te Poari Akoranga) strengthen academic leadership in key areas of focus. Receive advice and evidence (real time and retrospective) from ohu whakahaere, and other relevant sources, to ensure:
 - a purposeful and responsive mix of provision matched to need, with a relentless focus on equity, access, and participation to support a culture of equity and diversity where all learners are included and valued;
 - holistic selection policies promote and facilitate academic equity for learners from under-represented groups, who have the potential to succeed academically, and who have applied via the application process; and
 - prioritised accessible support that acknowledges barriers and actively encourages learners and their whānau to participate and engage, for learners to achieve academic equity.
- Provide and facilitate strategic direction and thought leadership on a range of education matters, including innovation, teaching and learning, and applied research and scholarship, with oversight of funding allocation, planning and ethics.
- Grant awards of Te Pūkenga.
- Consider and report to the Council on any other academic matters, which are referred to it by the Council or the Chief Executive Te Pūkenga, or which Te Poari Akoranga believes are of significance, including commissioning reviews and research.

- Foster and facilitate effective relationships and collaboration across the network and with other groups, such as with Workforce Development Councils (WDCs), regulatory bodies, Regional Skills Leadership Groups, and other organisations, to ensure Kaupapa are met.
- Support Māori agency and authority over the education of Māori learners, and apply mana ōrite practices. Mana Ōrite determines that respective views be heard, considered, and afforded equal explanatory power. This means both parties acknowledge and accept each other's unique perspectives, knowledge systems and world views as being equally valid to decisions made under the relationship and in respect of the Tikanga.

In completing these functions, Te Poari Akoranga will be cognisant of Te Pae Tawhiti Te Tiriti o Waitangi Excellence Framework 2020-2025² and will use it as a tool to assist in making decisions when exercising these powers.

4 Mematanga | Membership

Section 324(2) of the Education and Training Act 2020 provides that the council of Te Pūkenga must "establish an academic board consisting of its chief executive and members of the staff and students of Te Pūkenga..."

Appointments to Te Poari Akoranga will be made by the Council following input, advice and direction with Māori as our Te Tiriti o Waitangi Partner. Appointments will comprise the following:

- Tangata Whenua member (co-Chair)
- Deputy Chief Executive, Delivery and Academic (co-Chair)
- Two (2) enrolled learners from the learner committee of Te Pūkenga (established in accordance with section 325(1) of the Act)
- Two (2) members from the Māori Advisory Committee of Te Pūkenga (established in accordance with section 325(1) of the Act)
- Two (2) members from the staff committee of Te Pūkenga (established in accordance with section 325(1) of the Act)
- Deputy Chief Executive, Partnerships and Equity or delegate
- Chief Executive of Te Pūkenga or delegate
- Ohu Whakahaere (national sub-committee) Chairs or delegates

Members of Te Poari Akoranga are expected through the contribution of their expertise, experience and perspectives to be cognisant of, and reflect where appropriate, the broad range of interests within their respective networks. All decisions must be taken with the paramount driving force to support Te Pūkenga to achieve its Charter. If consensus cannot be reached, decisions will be taken by the co-Chairs of Te Poari Akoranga.

At the discretion of Te Poari Akoranga, and with the approval of Council, further members may be co-opted or seconded to Te Poari Akoranga. Non-voting observers/understudies from within the network may attend hui unless otherwise stipulated. Te Poari Akoranga retains the right to determine whether this is with or without speaking rights.

5 Whakaingoatia | Representation

Council will aim to achieve a balanced representation when appointing new members to Te Poari Akoranga. Membership should reflect a broad skills-based approach and the appointment of members will be based on the following core criteria:

- Commitment to educational quality and learner achievement;

² As approved at Te Pūkenga council hui of 1 September 2020

- Commitment to Ōritetanga and the success of learners who are under-served by the education system (with a specific focus on Māori learners, Pacific learners, learners with disabilities, adult and second-chance learners and youth); and an
- Ability to apply both a local and global view to academic issues.

In addition, the following specialist criteria may be applied when appointing members:

- Demonstrated knowledge and experience, and a commitment to Mātauranga Māori;
- Demonstrated knowledge and experience in addressing inequities in tertiary education provision related to gender, sexuality, age, disability, and ethnicity;
- Demonstrated innovation in ako (specifically teaching, learning and research) with up-to-date specialist knowledge, skills and experience in academic quality, programme development and delivery; and
- Broad sector and systems delivery knowledge and demonstrated experience, including work-based, work-integrated, distance, kanohi ki te kanohi, blended delivery and regional competencies and experience.

Members will be appointed for either one or two years as determined by the Council with the option of renewal for one further year, with any decision as to renewal to be made by the Council. Membership of Te Poari Akoranga may be revoked by either Te Pūkenga Council or the appointed member at any time by giving four weeks' written notice in writing.

6 Ohu whakahaere o te Poari Akoranga | Subcommittees of the Academic Board

Te Poari Akoranga will establish standing ohu whakahaere (national subcommittees of Te Poari Akoranga) to undertake specified on-going tasks. From time to time it may also be necessary for Te Poari Akoranga, with the approval of Council, to appoint ad-hoc ohu whakahaere to undertake short-term mahi of significance.

Te Poari Akoranga intends to establish ohu whakahaere to focus on:

- Academic Quality**, to provide leadership in academic evaluation and quality assurance; and ensure quality improvement by overseeing and monitoring the consistent application of the academic quality assurance system, including developing and recommending to Te Poari Akoranga approval of policies and operating procedures.
- Ōritetanga**, to provide assurance to Te Poari Akoranga that the principles of Ōritetanga (learner success) are embodied in all academic practices to meet the relevant outcomes of the Charter; and to assess and monitor the educational outcomes for Māori (and, based on need, Pacific learners and learners with disabilities).
- Ako**, to:
 - Develop and support a Mana Ōrite based strategic direction for teaching, learning and research to support a culturally responsive approach in education matters (teaching, learning and research);
 - Ensure an overarching pedagogical coherence for seamless transition for learners between modes of delivery, including work-based, and across regions, for all vocational, applied and professional programme delivery at all levels of the New Zealand Qualification Framework (Levels 1-10); and
 - Ensure the needs of work-based learners, employers and 'workplace' learning environments are represented in all academic decisions, policies and processes.
- Approvals**, to develop and direct a purposeful and responsive mix of provision matched to need, with a relentless focus on equity, access, and participation to support a culture of equity and diversity where all learners and their whānau are included and valued; and to recommend to Te Poari Akoranga the approval of education and training packages (for example, programmes of study, training schemes and micro-credentials, or equivalent), and associated changes in accordance with approved delegations.

- v. **Appeals**, to receive unresolved learner complaints or appeals that have already been determined (in line with relevant appeals policies and processes); support the resolution, settlement and/or withdrawal of such unresolved complaints or appeals; and if necessary, make recommendations about policies, procedures or the provision of services.
- vi. **Rangahau Māori, Research and Postgraduate**, to support, monitor and lead rangahau Māori, research and innovation activity; to help determine and support the strategic directions and approaches for rangahau Māori, research and postgraduate provision; and to provide oversight of rangahau Māori and research planning, funding and ethics.

Each ohu whakahaere will consist of members drawn from across the network with relevant, demonstrated skills and experience. Appointments to each ohu whakahaere will be made by Te Poari Akoranga in accordance with the terms of reference for the ohu, reflecting the value of appropriate geographical spread of representation. All Chair appointments will be made by Te Poari Akoranga.

7 Tuku mana | Delegations

From time to time, Te Poari Akoranga may formally delegate specific tasks and/or responsibilities to nominated groups, committees and/or other ohu whakahaere. In doing so, it requires:

- Any policies related to the responsibilities are formally approved by Te Poari Akoranga
- Minor changes to academic procedures, within academic policy, are delegated to the Chair, Ohu Whakahaere (Quality)
- Major decisions made by the body receiving the delegation are reported to Te Poari Akoranga.

All formal delegations will be included in the Academic Delegations Register which will be updated at least annually.

8 Kōrama | Quorum

Half the current membership plus one member of Te Poari Akoranga constitutes a quorum.

If the requirement for a quorum is not met, the hui can proceed, with any recommended actions/motions requiring endorsement by a quorum before they become binding.

9 Hui | Meetings

Te Poari Akoranga will determine the frequency with which it meets, with no fewer than six hui per academic year. Hui will be open to the public unless there is a need to protect the rights of persons or organisations. In such circumstances, the hui will 'go into committee' and the public will be excluded.

Each ohu whakahaere will determine the frequency with which it meets and will be responsible for maintaining adequate records for reporting to Poari Akoranga. Hui will be conducted according to the schedule agreed on by Poari Akoranga, appropriate to its tasks and delegations.

Te Poari Akoranga will meet with representatives from Workforce Development Councils (6), NZQA, TEC, Te Pūkenga and other organisations, as required, to fulfil the functions of the committee.

10 Pūrongo | Reporting

Te Poari Akoranga will report monthly in writing to Te Pūkenga Council and as agreed to Te Tiriti partner. Engagement with Te Tiriti partners will be based upon Te Pūkenga Te Pae Tawhiti Te Tiriti o Waitangi Excellence Framework 2020-2025.

Pūrongo Kaunihera a Te Pūkenga | Council Report

8 February 2024

Title	Report from open portion of the Finance Risk and Audit Committee 31 January 2024
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 open portion of the Finance Risk and Audit Committee meeting held on 31 January 2024 at MIT Ōtara campus in Auckland.
b.	approve the draft Finance Risk and Audit Committee Terms of Reference.

Te Tāhuhu Kōrero | Background

The Finance Risk and Audit Committee (the Committee) met on 31 January 2024 in an in-person meeting at MIT Ōtara campus in Auckland. Bill Moran was an apology for the meeting. Caroline Seelig and Tony Gray were in attendance as advisors. The Committee considered the following items:

Committee workplan 2024

The Committee agreed on amendments to the proposed workplan to align to the new operating environment.

Letter from Ministry of Education 4 January 2024 (open)

The Committee noted the receipt of a letter from the Ministry of Education regarding Te Pūkenga request for approval of five-year capital plan and setting of new thresholds for unbudgeted capital expenditure and that the Chief Financial Officer has replied to this.

Terms of reference

The Chair noted that on 15 December 2023, Council approved amalgamation of the Finance and Capital Investment Committee and Risk and Audit Committee into the new Finance Risk and Audit Committee, and that new Terms of Reference were required to reflect this, and the delegation from Council for the new Committee to have oversight of the disestablishment of Te Pūkenga. The Committee noted that the soon to be established Disestablishment Working Group will report directly to the Committee, with this Committee holding governance and oversight, including the actions of the Governance Disestablishment Group.



The Committee reviewed the proposed Terms of Reference and recommended them to Council with some minor changes, which have been reflected in the versions included in Appendices e and f.

Other items

The Committee discussed whether more content from the closed portion of meetings should be available to the public and agreed that after the relevant public excluded Committee agenda items have been to Council, the Council should advise whether these items could then be made available to the public.

Ngā Tāpiritanga | Appendices

[Appendix 1: Open minutes of 29 November 2023 Finance and Capital Investment Committee Minutes](#)

[Appendix 2: Open minutes of 29 November 2023 Risk and Audit Committee Minutes](#)

[Appendix 3: Committee Workplan 2024](#)

[Appendix 4: Letter from Ministry of Education 4 January 2024](#)

Appendix 5: Marked up version of Terms of Reference Finance Risk and Audit Committee

Appendix 6: Clean version of Terms of Reference Finance Risk and Audit Committee



Finance ~~and Capital Investment~~ Risk and Audit Committee

Terms of Reference v1

1. Objective

(a) The Finance ~~and Capital Investment~~ Risk and Audit (Committee) shall be a committee of the Council of the New Zealand Institute of Skills and Technology (Te Pūkenga), established by the Council.

- i. For the purpose of these Terms of Reference, the term "Te Pūkenga" includes its regions and business divisions, including any changes brought about through the disestablishment of Te Pūkenga.

~~(a)~~ (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. assist the Council in fulfilling its strategic, financial and compliance responsibilities through governance oversight of the capital assets and infrastructure of Te Pūkenga and its Business Divisions (the **Group**), ~~and including~~ 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 major strategic~~ projects of Te Pūkenga, to ensure the programme and projects are on track to deliver their intended outcomes, 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
- ~~iv.~~ v. governance and oversight of the disestablishment process (including the actions of the disestablishment working group), in particular, alignment with any Letter of Expectations from the Minister for Tertiary Education and Skills;

vi. ~~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; ~~and-~~

vii. assist the Council in fulfilling its financial and compliance responsibilities through oversight of:

- the internal control environment
- the risk management framework
- the internal and external audit functions
- the annual report and financial statements
- the legislative and organisational compliance framework
- audit, risk, and compliance issues.

~~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

Commented [JB1]: The management of these asset classes rests with management. Governance oversight of finance, insurance and CAM are all covered above.

Commented [JB2]: Covered under iii above.

Council in accordance with section 73 of the Crown Entities Act and outlined in Te Pūkenga Delegated Authorities policy.

- (d) The Committee members, where necessary to carry out the functions of the Committee, shall have unrestricted access to and direct communication with Te Pūkenga Tumuaki | Chief Executive, Pourangi Pūtea | Chief Financial Officer, Pourangi Kaimahi | Chief of Staff and the management personnel of ~~Business Divisions~~ 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

~~—The membership of the Committee shall be comprised of members who collectively demonstrate expertise in financial management, capital asset management, governance, public sector management, internal control environments and frameworks.~~

- ~~• This shall be made up of:~~
- up to ~~five~~ seven members, with a minimum of three members (and may include up to two members who are independent of Council and management); ~~and~~
- the Council Chair as an ex-officio member ~~(with voting rights); and~~
- ~~• members who collectively demonstrate expertise in financial management, capital asset management, internal control environments and frameworks.~~

- (a) The Council Chair appoints the Committee Chair and makes recommendations to the Council regarding Committee members. The Council Chair cannot be the Committee Chair.
- (b) The Committee Chair as well as having the powers and authority detailed in 2. Above, will:
- represent the Committee to the full Council (including reporting back to the full Council with the recommendations and decisions of the Committee at each Council meeting immediately following a Committee meeting);
 - ensure the effectiveness and integrity of the governance process of the Committee;
 - maintain regular dialogue with the Chief Executive and senior management over operational matters, to the extent necessary and appropriate to carry out their duties;
 - consult with the remainder of the full Council promptly over any matter that gives cause for major concern; and
 - act as facilitator at meetings of the Committee to ensure that appropriate discussion takes place.
- (c) Membership of the Committee shall be periodically assessed as deemed appropriate.
- (d) 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.
- (e) ~~The Council Secretary~~ A member of the Council Secretariat team 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~~ eight times each year. Meetings may be conducted by teleconference, videoconference or in person. The Committee may also need to meet on an ad

Commented [RD3]: Is this sufficient?

hoc basis to consider approvals requested and/or relevant matters raised by members of the Group. Accordingly, additional meetings may be held if determined necessary by the Chief Executive or Committee, including executive sessions and private meetings with the Council Chair. A special meeting may be convened by a member of the Committee at any time. All Council Members shall be entitled to attend Committee meetings.

- (b) The Pourangi Pūtea | Chief Financial Officer and Pourangi Kaimahi | Chief of Staff shall service the Committee meetings.
- (c) Meeting agendas will be prepared and provided in advance to members, along with appropriate briefing materials. This would normally be a week prior to the date of the meeting but may be shorter as determined by the Chair of the Committee. Minutes of the meetings shall be prepared, retained and distributed to Committee members, management and external auditors, as well being made available to the Council.

~~(d)~~ The Committee may request the attendance of representatives from management ~~and external auditors~~ to assist particular agenda items.

~~(e)~~ The Committee Chair may request the attendance of Audit New Zealand and external auditors to assist agenda items.

~~(e)~~

~~(e)~~(f) A quorum shall consist of a majority of Committee members (including ex-officio 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:
- 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 Risk and Audit~~ Committee;
 - limits on treasury financial transactions and financial authorities (as set out in the Treasury Policy);
 - grants or loans to ~~the Te Pūkenga Tumuaki |~~ 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 Te Pūkenga Tumuaki | Chief Executive the CEO for implementation with exception-based reporting at each meeting and regular reviews of that plan throughout the financial year;

Commented [JB4]: This is for management, and for the workplan - does it need to be in ToR?

- 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. ~~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.

~~iii.~~ 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.

Commented [RD5]: Moved up from former point (k)

(b) Financial ~~s~~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.

Commented [JB6]: Part of review, maintaining and monitoring the Treasury Policy/Function as above?

(e) Corporate asset planning

- Provide governance oversight and where appropriate recommendations or approvals in respect of:
 - review asset management policies, and strategies and plans;
 - Asset condition, performance and value;
 - Programme or project business cases.
- 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.

Commented [JB7]: G and H seem to be management responsibilities, therefore have not added to the bulleted list above. I included in financial reporting.

(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)(f) – ~~Implementation-Disestablishment governance~~

- ~~Provide governance and oversight of the disestablishment of Te Pūkenga.~~
- Commission independent assurance reviews on project readiness and delivery.

(m)(g) – Engagement with tāngata whenua

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

(h) Annual report, including financial statements

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

(i) Internal control environment

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

(j) Internal audit function

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

(k) External audit

- review the external audit plan, including the nature and scope of the audit, timetable, coordination with Internal Audit, and ensure that no management restrictions are placed on the auditors;
- review the extent of non-audit services provided by external auditors in relation to their independence;
- review audit reports and provide advice to the Council on significant issues identified in audit reports and action taken on issues raised, including identification and dissemination of good practice;
- satisfy itself on action taken by management on high/significant issues raised, and implementation of external audit recommendations; and
- if necessary, meet separately with the external auditors to discuss any matters that the committee or auditors believe should be discussed privately.

(l) Legislative and organisational compliance

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

(m) Risk management

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

(g) Internal reporting

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

(h) Group audit, risk, and compliance issues

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

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

(n)(i) Other responsibilities

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

6. Council reporting obligations

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** February 2024

Murray W. Strong
Sue McCormack

Acting Council Chair

<u>Previous Reviews</u>	<u>Next Review</u>
<u>FinCap V2 – approved by Council 2 August 2023</u>	<u>January 2025</u>
<u>RAC V5 – approved by Council on 6 September 2023</u>	



Finance Risk and Audit Committee

Terms of Reference v1

1. Objective

(a) The Finance Risk and Audit (**Committee**) shall be a committee of the Council of the New Zealand Institute of Skills and Technology (**Te Pūkenga**), established by the Council.

- i. For the purpose of these Terms of Reference, the term “Te Pūkenga” includes its regions and business divisions, including any changes brought about through the disestablishment of Te Pūkenga.

(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. assist the Council in fulfilling its strategic, financial and compliance responsibilities through governance oversight of the capital assets and infrastructure of Te Pūkenga and its Business Divisions (the **Group**), including the approval of an annual capital plan and upward recommendations to Council as necessary;
- iv. monitor major strategic projects of Te Pūkenga, to ensure the programme and projects are on track to deliver their intended outcomes.
- v. governance and oversight of the disestablishment process (including the actions of the disestablishment working group), in particular, alignment with any Letter of Expectations from the Minister for Tertiary Education and Skills;
- vi. assist and advise Council to ensure that the Group has appropriate levels of insurance in place over the assets, infrastructure and undertakings of the Group; and
- vii. assist the Council in fulfilling its financial and compliance responsibilities through oversight of:
 - the internal control environment
 - the risk management framework
 - the internal and external audit functions

- the annual report and financial statements
- the legislative and organisational compliance framework
- audit, risk, and compliance issues.

2. Powers and Authority

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

- The membership of the Committee shall be comprised of members who collectively demonstrate expertise in financial management, capital asset management, governance, public sector management, internal control environments and frameworks. This shall be made up of:
 - up to seven members, with a minimum of three members (and may include up to two members who are independent of Council and management); and
 - the Council Chair as an ex-officio member (with voting rights).
- (a) The Council Chair appoints the Committee Chair and makes recommendations to the Council regarding Committee members. The Council Chair cannot be the Committee Chair.
 - (b) The Committee Chair as well as having the powers and authority detailed in 2. Above, will:
 - represent the Committee to the full Council (including reporting back to the full Council with the recommendations and decisions of the Committee at each Council meeting immediately following a Committee meeting);
 - ensure the effectiveness and integrity of the governance process of the Committee;
 - maintain regular dialogue with the Chief Executive and senior management over operational matters, to the extent necessary and appropriate to carry out their duties;
 - consult with the remainder of the full Council promptly over any matter that gives cause for major concern; and
 - act as facilitator at meetings of the Committee to ensure that appropriate discussion takes place.

- (c) Membership of the Committee shall be periodically assessed as deemed appropriate.
- (d) 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.
- (e) A member of the Council Secretariat team 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 eight times each year. Meetings may be conducted by teleconference, videoconference or in person. The Committee may also need to meet on an ad hoc basis to consider approvals requested and/or relevant matters raised by members of the Group. Accordingly, additional meetings may be held if determined necessary by the Chief Executive or Committee, including executive sessions and private meetings with the Council Chair. A special meeting may be convened by a member of the Committee at any time. All Council Members shall be entitled to attend Committee meetings.
- (b) The Pourangi Pūtea | Chief Financial Officer and Pourangi Kaimahi | Chief of Staff shall service the Committee meetings.
- (c) Meeting agendas will be prepared and provided in advance to members, along with appropriate briefing materials. This would normally be a week prior to the date of the meeting but may be shorter as determined by the Chair of the Committee. Minutes of the meetings shall be prepared, retained and distributed to Committee members, management and external auditors, as well being made available to the Council.
- (d) The Committee may request the attendance of representatives from management to assist particular agenda items.
- (e) The Committee Chair may request the attendance of Audit New Zealand and external auditors to assist agenda items.
- (f) A quorum shall consist of a majority of Committee members (including ex-officio 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:
 - 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 Risk and Audit Committee;

- limits on treasury financial transactions and financial authorities (as set out in the Treasury Policy);
 - grants or loans to Te Pūkenga Tumuaki | 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, 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.
- iii. 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.

(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.

(e) Corporate asset planning

- Provide governance oversight and where appropriate recommendations or approvals in respect of:
 - asset management policies, strategies and plans;
 - Asset condition, performance and value;
 - Programme or project business cases.

(f) Disestablishment governance

- Provide governance and oversight of the disestablishment of Te Pūkenga.
- Commission independent assurance reviews on project readiness and delivery.

(g) Engagement with tāngata whenua

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

(h) Annual report, including financial statements

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

(i) Internal control environment

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

(j) Internal audit function

- review the Internal Audit Charter to ensure appropriate organisational structures, authority, access, independence, resourcing and reporting arrangements are in place;
- review the internal audit plan, confirm it is risk-based and aligned to the business plan and addresses recommendations made in any external audit report;

- approve any changes to the internal audit plan;
- review significant matters reported by the internal audit function and how management is responding to them;
- satisfy itself that the internal audit function has appropriate mechanisms in place to monitor audit issues and the implementation of audit recommendations; and
- if necessary, meet separately with the Director Risk and Assurance to discuss any matters that the committee or internal audit believes should be discussed privately.

(k) External audit

- review the external audit plan, including the nature and scope of the audit, timetable, coordination with Internal Audit, and ensure that no management restrictions are placed on the auditors;
- review the extent of non-audit services provided by external auditors in relation to their independence;
- review audit reports and provide advice to the Council on significant issues identified in audit reports and action taken on issues raised, including identification and dissemination of good practice;
- satisfy itself on action taken by management on high/significant issues raised, and implementation of external audit recommendations; and
- if necessary, meet separately with the external auditors to discuss any matters that the committee or auditors believe should be discussed privately.

(l) Legislative and organisational compliance

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

(m) Risk management

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

(g) Internal reporting

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

(h) Group audit, risk, and compliance issues

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

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

(i) Other responsibilities

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

6. Council reporting obligations

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 8 February 2024

Sue McCormack

Acting Council Chair

Previous Reviews	Next Review
FinCap V2 – approved by Council 2 August 2023	January 2025
RAC V5 – approved by Council on 6 September 2023	

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Te Pūkenga Council Meeting

8. 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)
9.	Administration	
9.1.	Minutes of the closed portion of meeting held 6 December 2023	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
9.2.	Minutes of the extraordinary e-meeting held 14 December 2023 re borrowing consent	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA Section 9(2)(j) OIA
9.3.	Minutes of the extraordinary meeting held 15 December 2023	Section 9(2)(a) OIA Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
9.4.	Minutes of the out-of-cycle e-meeting held 16 December 2023	Section 9(2)(a) OIA Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(h) OIA Section 9(2)(i) OIA
9.5.	Minutes of the out-of-cycle e-meeting held 20 December 2023 re Statement of Performance Expectations	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA

Item	General subject of each matter to be considered	Section(s)
9.6.	Minutes of the out-of-cycle e-meeting held 17 January 2024 to appoint an Acting Chief Executive	Section 9(2)(a) OIA Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(h) OIA Section 9(2)(i) OIA
9.7.	Minutes of the out-of-cycle e-meeting held 25 January 2024	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
9.8.	Ngā mahi hei Actions	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
10.	Monthly reports	
10.1.	Acting Chief Executive’s report	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
10.2.	Wellbeing and Safety monthly report	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
11.	Disestablishment	
11.1.	Verbal update on disestablishment	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
11.2.	Appointment of regional advisors	Section 9(2)(a) OIA Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
11.3.	Update on the close-down of Tāraia te anamata – Creating our futures structure	Section 9(2)(h) OIA Section 9(2)(i) OIA
12.	Risk and compliance	
12.1.	Quarterly report to TEC for noting	Section 9(2)(g)(ii) OIA Section 9(2)(k) OIA

13.	Reports from Committees	
13.1.	Report from Appointment and Remuneration Committee held 17 January 2024	Section 9(2)(a) OIA Section 9(2)(g)(ii) OIA
13.2.	Report from closed portion of Finance Risk and Audit Committee held 31 January 2024	Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
13.3.	Report from Health Safety and Wellbeing Committee held 1 February 2024	Section 9(2)(g)(ii) OIA
14.	Inwards correspondence (confidential)	
14.1.	Temporary Increase in Delegation for Director of ConCOVE – MIT Business Division 8 January 2024	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA
14.2.	Email from Chief Executive, Civil Contractors New Zealand Inc 26 January 2024 re Industry Training	Section 9(2)(b)(ii) OIA
15.	Outwards correspondence (confidential)	
15.1.	Letter to Minister for Tertiary Education and Skills 8 December 2023	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA
15.2.	Letter to Minister for Tertiary Education and Skills 8 December from Murray Strong advising his resignation	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA
15.3.	Letter to Minister for Tertiary Education and Skills 15 December 2023	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA
15.4.	Letter to Minister for Tertiary Education and Skills 23 January 2024	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA
15.5.	Letter to Chief Executive, Civil Contractors New Zealand Inc 1 February 2024 re Industry Training	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA
16.	Any other closed business (confidential)	Section 9(2)(a) OIA Section 9(2)(g)(ii) OIA Section 9(2)(h) OIA Section 9(2)(i) OIA Section 9(2)(j) OIA
17.	Council only time	
17.1.	Appointment of Chief Executive	Section 9(2)(a) OIA Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) 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)(b)(ii) OIA	To protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information.
Section 9(2)(g)(ii) OIA	To maintain the effective conduct of public affairs through the protection of such Ministers, members of organisations, officers, and employees from improper pressure or harassment.
Section 9(2)(h) OIA	To maintain legal professional privilege.
Section 9(2)(i) OIA	To enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities.
Section 9(2)(j) OIA	To enable the organisation to carry on, without prejudice or disadvantage, negotiations (including commercial and industrial negotiations).
Section 9(2)(k) OIA	To prevent the disclosure or use of official information for improper gain or improper advantage.

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.