

30 April 2025 Finance, Risk and Audit Committee



Meeting location: Microsoft Teams

30 April 2025 09:00 AM

Agenda Topic	Presenter	Time	Page
Karakia tīmatanga			5
Open agenda			
1. Administration	Jeremy Morley	09:00 AM-09:10 AM	6
1.1 Welcome/apologies Bill Moran has provided apologies for this meeting			
1.2 Register of interests			6
1.3 Schedule of committee membership and meeting dates for 2025			8
1.4 Committee workplan 2025			9
1.5 Open minutes of 28 March 2025 Finance, Risk and Audit Committee			12
2. Any other open business			
3. Resolution to exclude the public	Jeremy Morley		16
Closed agenda			
4. Administration	Jeremy Morley	09:10 AM-09:20 AM	19
4.1 Closed minutes of 28 March 2025 Finance, Risk and Audit Committee			19
4.2 Action list			25
5. Report from Interim Chief Financial Officer	James Smith	09:20 AM-09:50 AM	26
6. Capital asset planning			76
6.1 UCOL Manawatū seismic solution business case	James Smith and Jaala Jacobs	09:50 AM-10:00 AM	76

6.2	Capital Asset Management capability independent assessment	James Smith and Jaala Jacobs	10:00 AM-10:05 AM	80
7.	Transition and disestablishment			84
7.1	Vocational Education and Training Future State	Ziena Jalil and Johnny Tramoundanas-Can	10:05 AM-10:20 AM	84
8.	Risk and compliance			94
8.1	SODA Inc. Limited	James Smith	10:20 AM-10:25 AM	94
9.	External audit			98
	Jo Smaill, Audit Director, Audit New Zealand in attendance			
9.1	2024 Annual report	James Smith	10:25 AM-10:40 AM	98
9.2	Audit New Zealand and Committee-only session		10:40 AM-10:50 AM	
	Time for the Committee and Audit New Zealand to talk without the presence of Management, if either party feels it is necessary.			
10.	Any other closed business		10:50 AM-10:55 AM	
11.	Confirmation of meeting actions	Jeremy Morley and Rebecca Donne	10:55 AM-11:00 AM	
	Karakia whakakapi			130

Next meeting: Friday 30 May 2025 (Wellington)

An extract from Te Pūkenga Delegations Register is provided to show the delegations from Council to the Finance, Risk and Audit Committee, as a reference to inform decision making.



A2: Council Delegations to Finance, Risk and Audit Committee (FRAC)

Ref	Subject	Description	Power to Sub-Delegate?
1.	Policies and frameworks	Ability to 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.	No
2.	Learner fees	To approve 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.	Yes, subject to there being clear limits on thresholds surrounding exercise of the delegated authority.
3.	Treasury limits	To approve limits on treasury financial transactions and financial authorities (as set out in the Treasury Policy).	No
4.	Bank accounts	To approve bank authorities for the maintenance and operation of bank accounts in the name of Te Pūkenga at any registered bank.	No
5.	Grants or loans	To approve grants or loans to the Chief Executive, any kaimahi, ākonga or any association of kaimahi or ākonga or guarantee any loans to any kaimahi members.	No
6.	Capital plan	To approve an annual capital plan which aligns with the Group budget.	No
7.	Operating Expenditure Budgeted	To authorise expenditure and sign contracts or purchase orders for operating expenditure (including insurances) within the Council approved budget and where the expenditure aligns with the investment plan.	Yes, subject to there being clear limits on thresholds surrounding exercise of the delegated authority.
8.	Operating Expenditure Unbudgeted	To authorise expenditure and sign contracts or purchase orders for operating expenditure in excess of the Council approved budget, where the expenditure aligns with the investment plan.	Yes, subject to there being clear limits on thresholds surrounding exercise of the delegated authority.
9.	Capital Expenditure Budgeted	To authorise expenditure and sign contracts or purchase orders for capital expenditure within the Council approved budget and annual capital plan that supports the expenditure which is aligned with the investment plan.	Yes, subject to there being clear limits on thresholds surrounding exercise of the delegated authority.



Ref	Subject	Description	Power to Sub-Delegate?
10.	Capital Expenditure Unbudgeted	To authorise individual unbudgeted capital expenditure proposals.	Yes, subject to there being clear limits on thresholds surrounding exercise of the delegated authority.
11.	Tenders for Capital or Operational Expenditure	To accept a tender for an approved capital or operational expenditure project.	Yes, subject to there being clear limits on thresholds surrounding exercise of the delegated authority.
12.	Corporate Asset Planning	To provide approvals in respect of asset management policies, strategies and plans, asset condition, performance and value and programme or project business cases.	No
13.	Other approvals	To approve any other requests not already addressed in the above delegations 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 Chief Executive or is otherwise referred to the Committee by the Council for a decision.	No
14.	Internal Audit Function	To approve any changes to the internal audit plan.	No
15.	Insurance	To approve the level of insurance coverage and related costs for Te Pūkenga.	No
16.	Delegated authorities	To approve changes to the parameters of delegated authority vested in the Chief Executive, and to appoint attorneys to act under power of attorney on behalf of Te Pūkenga (including the ability to amend or revoke such powers of attorney).	No
17.	Ad hoc	Such ad hoc delegations as authorised by Council from time to time.	No

Karakia tīmatanga

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
the 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 Finance, Risk and Audit Committee Register of Interests

As at 1 April 2025

Name	Interest	Nature of Interest
Jeremy Morley Chair	Wellington Free Ambulance	Contractor
	Racing New Zealand	Chair and Director
	Warwick Trust	Settlor, Trustee, and Beneficiary
	Wellington Over 60s Cricket	Treasurer and Member
	Wellington Bridge Club Inc	Honorary Auditor
Sue McCormack Acting Chair	Kiwirail	Deputy Chair
	Canterbury Earthquakes Insurance Tribunal	Judicial Officer
	University of Canterbury	Past Chancellor
	Dress for Success	Honorary solicitor
Teorongonui Josie Keelan Member	University of Auckland	Journal administrator and reviewer
Bill Moran Member	WorkSafe NZ	Deputy Chair
	Chamber Music at the World's Edge Foundation USA	Chair
	Chamber Music at the World's Edge Foundation NZ	Chair
	At the World's Edge Music Foundation UK	Trustee
	Parliamentary Education Trust	Trustee
	Iti Kōpara Charitable Trust	Trustee
	Hoops and Life Awhi Trust	Trustee

Name	Interest	Nature of Interest
	New Zealand Qualifications Authority	Deputy Chair
	Pioneer Energy	Director
	Pioneer Energy Renewables GP	Director
	Pioneer Energy Group GP	Director
	TAB New Zealand	Director
	Queenstown Lakes District Council Audit, Finance and Risk Committee	Independent Member
Sam Huggard	New Zealand Educational Institute Te Riu Roa	Employee
John Brockies Independent member	Resolve Group Ltd	Director
	Walworth Ltd	Director
	Three Waters Capital Delivery Partnering Board, Tauranga Council	Independent member
	Te Maunga Strategic Capital Investment Board, Tauranga Council	Independent member



2025 Schedule of Te Pūkenga Finance, Risk and Audit Committee meetings

As at 14 April 2025

Finance, Risk and Audit Committee

Name	Role	Meeting dates	Venue
1. Jeremy Morley	Chair	Friday 28 February	Online
2. Bill Moran	Member	Friday 28 March	Online
3. Josie Keelan	Member	Wednesday 30 April	Online
4. Sam Huggard	Member	Friday 30 May	Wellington (venue TBC)
5. Sue McCormack	Ex-officio member	Monday 30 June	Auckland (venue TBC)
6. John Brockies	Independent member	Thursday 31 July	Christchurch (venue TBC)
		Friday 29 August	Wellington (venue TBC)
		Friday 26 September	Auckland (venue TBC)
		Friday 31 October	Hamilton (venue TBC)
		Friday 28 November	Auckland (venue TBC)

Finance, Risk and Audit Committee Workplan 2025 – as at 10 April 2025

	Fri 28 Feb	Fri 28 Mar	Wed 30 Apr	Fri 30 May	Mon 30 Jun	Fri 25 Jul	Fri 29 Aug	Fri 26 Sep	Fri 24 Oct	Fri 28 Nov
Approvals										
International fees				■						
Domestic fees (including student levy)					■					
Five-year capital plans						■				
Insurance									■	
Financial strategy and planning										
TBC										
Financial position and performance										
Monthly financial report	■	■	■	■	■	■	■	■	■	■
Enrolment update	■	■	■	■	■	■	■	■	■	■
Treasury										
Treasury report	■			■			■			■
Review of JBWere performance	■									
Statement of Investment Performance and Objectives review and JBWere presentation							■			
Capital asset planning										
Property divestment	■			■			■			■
Major property project update	■			■			■			■
High priority building programme update	■			■			■			■
Tiriti guidance on property disposals	■									
UCOL business case			■							
CAMS external assessment			■							

Legend: ■ Approval ■ Endorsement to Council ■ Discussion ■ Information

Finance, Risk and Audit Committee Workplan 2025 – as at 10 April 2025

	Fri 28 Feb	Fri 28 Mar	Wed 30 Apr	Fri 30 May	Mon 30 Jun	Fri 25 Jul	Fri 29 Aug	Fri 26 Sep	Fri 24 Oct	Fri 28 Nov
Disestablishment and transition										
Financial management information systems project	■			■			■			■
Data systems refresh readiness programme	■			■			■			■
Regional ITP viability project	■									
Legal guidance on Charter obligations for staff consultation	■									
VET Future State		■	■	■	■	■	■	■	■	■
Annual report										
Update on progress towards 2024 annual report	■									
Approval of annual report including financial statements			■							
Internal control environment										
Quarterly internal audit and assurance report	■			■			■			■
External audit										
Committee-only time with Audit New Zealand	■	■	■	■	■	■	■	■	■	■
Status of external audit recommendations				■			■			■
Audit NZ report to management 31 December 2024		■								
Audit letter of representation			■							
External audit			■							
Going concern assessment			■							
30 June 2025 FSG audit fee				■						
Crown financial statements fraud questionnaire and letter of representation							■			
Pre-year-end review of issues and assumptions							TBC			

Legend: ■ Approval ■ Endorsement to Council ■ Discussion ■ Information

Finance, Risk and Audit Committee Workplan 2025 – as at 10 April 2025

	Fri 28 Feb	Fri 28 Mar	Wed 30 Apr	Fri 30 May	Mon 30 Jun	Fri 25 Jul	Fri 29 Aug	Fri 26 Sep	Fri 24 Oct	Fri 28 Nov
Legislative and organisational compliance										
Contentious legal matters	■			■			■			■
Legislative compliance	■									
Delegations register		■								
Risk management										
Risk report	■			■			■			■
Work-based learning business division leads risk discussion	■									
Cybersecurity risk	■									
Other responsibilities										
TBC										

Legend: ■ Approval ■ Endorsement to Council ■ Discussion ■ Information



Minutes for 28 March 2025 Finance, Risk and Audit Committee

28/03/2025 | 09:30 AM - Auckland, Wellington New Zealand Standard Time

Microsoft Teams

Attendees (5)

John Brockies; Jeremy Morley; Teorongonui Josie Keelan; Sue McCormack; Sam Huggard

In attendance:

Gus Gilmore (Chief Executive), James Smith (Chief Financial Officer), Ziena Jalil (Deputy Chief Executive), Rebecca Donne (Governance Director - Minutes), Antoinette Wood (Principal Advisor), John Tramoundanas-Can (Government Relations Director, item 6.1), Jamie Smiler (Rangahau and Research Director, item 6.2), Kara Hiron (Legal Director, item 7), Jo Smaill (Audit Director at Audit New Zealand, item 8)

Karakia tīmatanga

The meeting opened at 9.32am with karakia delivered by the Committee Chair.

Open agenda

1. Administration

1.1 Welcome/apologies

The Committee noted that Bill Moran has provided apologies for this meeting.

1.2 Register of interests

The Chair reminded members to declare any agenda items where a conflict arises between their role as a member of the Committee and any private or other external interest they may have and stand aside from decision making in respect of that item.

No additional interests were declared.

1.3 Schedule of committee membership and meeting dates for 2025

The Committee noted the schedule of meetings for 2025 and that this is subject to change as required.

1.4 Committee workplan 2025

The Committee noted the workplan for 2025 and that this is subject to change as required.

1.5 Open minutes of 28 February 2025 Finance, Risk and Audit Committee

There were no matters arising from the open minutes.

RESOLVED (J. Morley/J. Brockies)

That Te Pūkenga Finance, Risk and Audit Committee approve the open minutes of the 28 February 2025 Finance, Risk and Audit Committee.

CARRIED

2. Any other open business

No other business was raised.

3. Resolution to exclude the public

RESOLVED (J. Morley/J. Brockies)

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)
4. Administration (closed)		
4.1	Closed minutes of 28 February 2025 Finance, Risk and Audit Committee	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA
4.2	Action list	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA
5. Report from Interim Chief Financial Officer		Section 9(2)(b)(ii) OIA Section 9(2)(h) OIA Section 9(2)(i) OIA
6. Disestablishment and transition		
6.1	Vocational Education and Training Future State	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
6.2	ĀPŌPŌ: He puna mātauranga mō ngā rā e tū mai nei	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA

Item	General subject of each matter to be considered	Section(s)
		Section 9(2)(i) OIA Section 9(2)(j) OIA
7. Risk and compliance		
7.1	OPAIC letter of support	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA
7.2	Delegations Register review	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA
8. External audit		
8.1	Report to the Council from Audit New Zealand on the interim audit	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA
8.2	Audit New Zealand and Committee-only session	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA
Other responsibilities		
9.	Any other closed business	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(h) OIA Section 9(2)(i) OIA Section 9(2)(j) OIA
10.	Confirmation of meeting actions	Section 9(2)(i) OIA

Interests

Section	Interest
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	Interest
Section 9(2)(j) OIA	To enable a Minister of the Crown or any public service agency or organisation holding the information to carry on, without prejudice or disadvantage, negotiations (including commercial and industrial negotiations).

And that certain employees from Te Pūkenga, namely Antoinette Wood, John Tramoundanas-Can, Jamie Smiler, and Kara Hiron; and employees of Audit New Zealand, namely Jo Smaill, 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.

CARRIED

The meeting closed at 11.55am.

Te Pūkenga Finance, Risk and Audit Committee Meeting

3. 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)
4. Administration (closed)		
4.1	Closed minutes of 28 March 2025 Finance, Risk and Audit Committee	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA
4.2	Action list	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA
5. Report from Interim Chief Financial Officer		Section 9(2)(b)(ii) OIA Section 9(2)(h) OIA Section 9(2)(i) OIA
6. Capital Asset Planning		
6.1	UCOL Manawatū seismic solution business case	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA Section 9(2)(j) OIA
6.2	Capital Asset Management capability independent assessment	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)
7. Transition and Disestablishment		
7.1	Vocational Education and Training Future State	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA
8. Risk and Compliance		
8.1	SODA Inc. Limited	Section 9(2)(b)(ii) OIA Section 9(2)(h) OIA Section 9(2)(i) OIA
9. External Audit		
9.1	2024 Annual Report	Section 9(2)(b)(ii) OIA Section 9(2)(i) OIA
9.2	Audit New Zealand and Committee-only session	Section 9(2)(g)(ii) OIA
Other responsibilities		
10.	Any other closed business	Section 9(2)(b)(ii) OIA Section 9(2)(g)(ii) OIA Section 9(2)(h) OIA Section 9(2)(i) OIA Section 9(2)(j) OIA
11.	Confirmation of meeting actions	Section 9(2)(g)(ii) OIA Section 9(2)(i) OIA

Interests

Section	Interest
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	Interest
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 a Minister of the Crown or any public service agency or organisation holding the information to carry on, without prejudice or disadvantage, negotiations (including commercial and industrial negotiations).

And that certain employees from Te Pūkenga, namely Johnny Tramoundanas-Can and Jaala Jacobs; and employees of Audit New Zealand, namely Jo Smaill, 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.