

# The New Zealand Institute of Skills and Technology (NZIST)

## Minutes of a meeting of the Council of NZIST (the Council)

5 May 2020 at 9.00am

### Minutes

These are the minutes of a meeting of the Council of NZIST held on 5 May 2020 by Zoom.

### Present

**Members present:** Murray Strong, Kim Ngārimu, Maryann Geddes, Tania Hodges, Peter Winder, Kathy Grant, Sam Huggard

Murray Strong Chaired the meeting.

**Other attendees present:** Chris Collins (Interim Chief Executive), Alex Cabrera (DCE Transformation and Design), Heather Geddes (PMO Lead), Gillian Hamilton (Executive Assistant/Council Secretariat), Vikki Roadley (GM South), Angela Harford (Partner - Bell Gully), Michelle Teirney (Interim CFO/COO), Grant Klinkum (CE, NZQA – item 18)

### Quorum

The Chairman noted that a quorum of members was present at the meeting and declared the meeting open.

### Karakia (Agenda Item 1)

The Chairman asked Kim Ngārimu to open the meeting with a karakia.

### Apologies (Agenda Item 2)

No apologies were received.

### Draft Minutes from 1 April 2020 (Agenda Item 3)

The Members noted the minutes from the open section of the 1 April 2020 Council meeting.

### Resolution

*Moved by Murray Strong, seconded by Tania Hodges*

The Council resolved that the minutes from the open section of the 1 April 2020 Council meeting are approved as a true and accurate record of the open section of the 1 April 2020 Council meeting.

## **Draft Minutes from 9 April 2020 (Agenda Item 4)**

The Members noted the minutes from the open section of the 9 April 2020 Council meeting.

### ***Resolution***

*Moved by Murray Strong, seconded by Peter Winder*

The Council resolved that the minutes from the open section of the 9 April 2020 Council meeting are approved as a true and accurate record of the open section of the 9 April 2020 Council meeting.

## **Conflicts of interest (Agenda Item 5)**

The Members confirmed that all conflicts of interest were recorded in the Council interests register in the Council meeting papers, with the addition of the following for Member Tania Hodges:

- **Managing Director and Shareholder** Digital Indigenous Ltd
- **Trustee** Whanau.com Trust.

There were no further interests to declare.

## **Council Sub-Committees and Terms of Reference (Agenda Item 6)**

The Members discussed the proposed Council Sub-Committees, membership of the sub-committees and the proposed Terms of Reference for the Appointment and Remuneration Committee and Risk and Audit Committee.

### ***Resolution***

*Moved by Murray Strong, seconded by Maryann Geddes*

The Council resolved the following points:

- approval of the creation of the following Council sub-committees:
  - Risk and Audit
  - Appointment and Remuneration
  - Capital asset and Infrastructure
  - Health and Safety;
- approval of the membership and Chairs of the sub-committees;
- approval of the Terms of reference for the Appointment and Remuneration Committee with minor amendments as discussed by the Members; and
- approval of the Terms of Reference for the Risk and Audit Committee with minor amendments as discussed by the Members.

## **Academic Board Members (Agenda Item 7)**

The Members noted the Academic Board Members.

### ***Resolution***

*Moved by Sam Huggard, seconded by Tania Hodges*

The Council resolved that the Academic Board that were approved at the 9 April Council meeting are confirmed.

## **Interim Chief Executive Verbal Update (Agenda Item 8)**

The Members noted an update from the Interim Chief Executive.

In particular, Members:

- noted the subsidiary CEs are continuing to meet weekly;
- noted inter-agency meetings are continuing with a focus on COVID-19 and the education response; and
- noted there is a COVID-19 response group within NZIST and the subsidiary network.

## **Decision Items (Agenda Item 9)**

### ***Policies for Approval – Communications Policy***

The Members considered and discussed the Social Media and Communications and Media policies.

### ***Resolution***

*Moved by Murray Strong, seconded by Peter Winder*

The Council resolved the following:

- approval of the Social Media and Communications and Media policies; and
- that any NZIST policies will be updated when required even if this is before the annual review.

### ***Westpac Banking Arrangements***

The Members considered updates to the Westpac Banking Arrangements.

### ***Resolution***

*Moved by Murray Strong, seconded by Sam Huggard*

The Council resolved the following:

- approval of the addition of the interim COO/CFO to the Bank Account Authorised persons as defined in paragraph R of the Council resolutions from 1 April 2020; and

- approval to update the bank authorisation rule to require two bank account authorised persons to transact any amounts.

## Items for Noting (Agenda Item 10)

The Members formally received a letter received on 20 April 2020 from the TEC Chief Executive to all members of the IST Establishment Unit and Board. The Members noted this would be circulated to all staff who contributed to the NZIST establishment work.

## Items not on the Agenda

Members raised the topic of documentation management, and requested policies and other appropriate documents are saved in one location.

There were no other items arising other than those included on the agenda.

## Resolution to Exclude Public in Accordance with the Public Excluded Agenda (Agenda Item 11)

### *Resolution*

*Moved by Murray Strong, seconded by Kim Ngārimu*

The Council resolved that the public be excluded from the remainder of the meeting in reliance on section 48(1) of the Local Government Official Information and Meetings Act 1987 (LGOIMA) and the particular interests protected by section 9 of the Official Information Act 1982 which would be prejudiced by the holding of the relevant parts of the proceedings of the meeting in public.

The general subject of each matter to be considered while the public is excluded, the reason for passing the resolution in relation to each matter and the specific grounds under section 48(1) of LGOIMA for the passing of the resolution are as follows:

Item	General subject of each matter to be considered	Reason for passing resolution in relation to each matter	Grounds under section 48(1) for the passing of the resolution
13.	Minutes from public excluded parts of previous meetings on 1 and 9 April 2020	Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities  Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Council is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).

Item	General subject of each matter to be considered	Reason for passing resolution in relation to each matter	Grounds under section 48(1) for the passing of the resolution
		information	
14.	Interim CE Update	<p>Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities</p> <p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Council is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
15.	Risk Register	Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Council is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
16.	COVID-19 Financial Forecasting Scenarios	<p>Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p> <p>Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities</p>	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Council is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).

Item	General subject of each matter to be considered	Reason for passing resolution in relation to each matter	Grounds under section 48(1) for the passing of the resolution
17.	Draft Subsidiary Letter of Expectations	Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Council is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
18.	NZQA CE Introduction - verbal	Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Council is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
19.	NZ Generally Accepted Accounting Policies	Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Council is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
20.	IOD – Advice to Subsidiary Directors	Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or disadvantage, commercial activities	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Council is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
21.	Weltec Asset Sale paper for noting	Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to	That the public conduct of this item would be likely to result in the disclosure of information

Item	General subject of each matter to be considered	Reason for passing resolution in relation to each matter	Grounds under section 48(1) for the passing of the resolution
	approved out of cycle	carry out, without prejudice or disadvantage, commercial activities	for which good reason for withholding would exist under section 9 (noting the Council is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
22.	Items to be moved to Open Agenda for next Council meeting	Section 9(2)(b)(ii) of the Official Information Act - protect information where the making available of the information would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information	That the public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9 (noting the Council is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).

### **Resolution**

*Moved by Murray Strong, seconded by Kim Ngārimu*

The Council resolved that NZIST employees Chris Collins, Alex Cabrera, Heather Geddes, Michelle Teirney, Gillian Hamilton, Vikki Roadley, Sharon Williams and Angela Harford from Bell Gully be permitted to remain at the meeting, after the public has been excluded, because of their specific knowledge in relation to the above items. Grant Klinkum from NZQA will join for item 18 as the new CE of NZQA. 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.

### **Whakamutunga and Close of open part of meeting (Agenda Item 12)**

The open part of the meeting was closed at 9.30am and the meeting was adjourned until 9.45am. The meeting returned for the public excluded session at 9.45am and concluded at 12.45pm.

### **Public Excluded Agenda**

The minutes relating to the Public Excluded Agenda are set out in Schedule 1 to these minutes.

## Closure

There being no further business the Chairman declared the meeting closed at 12.45pm following a karakia by Kim Ngārimu.

**Dated: 2 July 2020**

Signed as a correct record



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**Murray W. Strong**  
Chairman