

Audit & Risk Committee

NMIT Campus, CE Board Room A122



01 October 2021 01:30 PM

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BOARD OF DIRECTORS REGISTER OF INTERESTS

Tracy Johnston (Chair)	<ul style="list-style-type: none"> • TRC Tourism, Consultant • Dayvinleigh Limited, Executive Director • Wine Marlborough Ltd, Deputy Chair • Institute of Directors, Nelson/Marlborough Committee Member • Eastern Institute of Technology, Board Director • Marlborough Local Advisory Committee Fire and Emergency, Deputy Chair
Judene Edgar	<ul style="list-style-type: none"> • Nelson City Council, Deputy Mayor • Nelson Regional Transport Committee, Deputy Chair • Nelson Tasman Regional Landfill Business Unit, Chair • Network Tasman Ltd, Shareholder • Network Tasman Trust, Trustee • Network Tasman Charitable Trust, Trustee • NTT Investments Ltd, Director/Shareholder • Encompass Strategic Services Ltd, Director/Shareholder • David Verhagen Consulting Ltd, Director/Shareholder • Nelson Airport Ltd, Shareholder • Nelson Port Ltd, Shareholder • Tasman Bays Heritage Trust, Shareholder • Nelmac Ltd, Shareholder • Nelson Regional Development Agency, Shareholder • Bishop Suter Trust, Shareholder • City of Nelson Civic Trust, Shareholder • Nelson Municipal Band Trust, Shareholder • Nelson Tasman Regional Hospice Trust, Trustee
Toni Grant	<ul style="list-style-type: none"> • Rata Foundation Ltd, Director • Canterbury Direct Investments Ltd, Director • Tama Asset Holding Company Ltd, Director • Kotato Ltd, Director • Tui GP Ltd, Chair • Central Districts Cricket Assn Inc, Director • Waikato 1B Ltd, Executive Director • Waikato 1C Ltd, Executive Director • Waikato 1D Ltd, Executive Director • Puramakau 2L Ltd, Executive Director • Puramakau 2M Ltd, Executive Director • Puramakau 2N Ltd, Executive Director • Puramakau 2O Ltd, Executive Director • Te Kumara 3L Ltd, Executive Director • Chatham Is Quota Holding Co Ltd, Director • Tasman District Council Port Tarakohe Governance Steering Group, Member • Wakatu Incorporation: Tamariki Shareholding, Trustee <p>Iwi Affiliation</p> <ul style="list-style-type: none"> • Ngāti Rarua and Ngāti Rarua Atiawa Iwi Trust, Tamariki beneficiaries

As at 20 September 2021



BOARD OF DIRECTORS REGISTER OF INTERESTS

Kathy Grant	<ul style="list-style-type: none"> Whitireia Community Polytechnic Ltd, Director Wellington Institute of Technology Ltd, Director Te Pūkenga, Council Member Trustee of various private trusts (former clients) Central Lakes Trust, Trustee
Charles Newton	<ul style="list-style-type: none"> Charles Newton Consulting Ltd: Director
Joanie Wilson	<ul style="list-style-type: none"> Ngāti Koata Trust, Chair Ministry of Education NMWC Region, Strategic Advisor, Maori Te Tau Ihu Intergenerational Strategy, Iwi Steering Group Member Chair Te Kāhui Mātauranga Te Tau Ihu Education Group Wakatū Incorporation, Shareholder <p>Possible Conflict of Interest:</p> <ul style="list-style-type: none"> A family member on Staff at NMIT
Patrick Smith	<ul style="list-style-type: none"> Patrick Smith Human Resources Ltd, Managing Director Nelson Marlborough Health's Iwi Health Board, Ngāti Apa ki te Rā Tō representative Board of Te Piki Oranga – Maori Health provider across Te Taihū, Ngāti Apa ki te Rā Tō representative Oakdale Grove Property Limited, Director
Peter Cowper	<ul style="list-style-type: none"> Director, Q Design Services Ltd Director, Quorum Group Ltd Trustee of Private Trust

All Directors – remuneration rates (directors fees) as set by Te Pūkenga.

As allowed by the Company's Constitution, NMIT Ltd has arranged policies of Directors' Liability Insurance which together with a Deed of Indemnity ensure that the Directors will incur no monetary loss as a result of actions undertaken by them as Directors provided that they operate within the law.

Directors & Officers Liability insurance is covered under the collective agreement placed by Te Pūkenga on behalf of all ITP's with Marsh. NMIT has a separate Professional Indemnity policy in place with Vero Liability Insurance Ltd (ending 1 November 2021) covering any legal liability incurred by giving negligent advice or through breach of professional duty.

EXECUTIVE TEAM REGISTER OF INTERESTS

Wayne Jackson	<ul style="list-style-type: none"> Director, Aquatx Ltd Director, Aquatx USA Ltd Director, Aquatx Holdings Ltd Director, Aquatx Distribution Corporation Ltd Director, ModPod Ltd Trustee, New Jackson Trust Trustee, Jackson Investment Trust
Grant Kerr	<ul style="list-style-type: none"> G & K Kerr Limited, Director and shareholder
Sue Smart	<ul style="list-style-type: none"> Sorrento Enterprises Ltd, Director

As at 20 September 2021



BOARD OF DIRECTORS REGISTER OF INTERESTS	
	<ul style="list-style-type: none"> NZIST Academic Board
Carol Crawford	<ul style="list-style-type: none"> Director, Singer Solutions Ltd
Marja Kneepkens	<ul style="list-style-type: none"> None
Olivia Hall	<ul style="list-style-type: none"> Te Rūnanga o Ngāti Rārua, Chair Tasman Bays Heritage Trust (Nelson Provincial Museum), Chair Board Member NMDHB Wakatu Inc, Shareholder National iwi Chairs Forum, Member Mātauranga Iwi Leaders Group, Chair Nelson Marlborough Health's Iwi Health Board, NMHB representative
Brian Johnston	<ul style="list-style-type: none"> None
Susannah Roddick	<ul style="list-style-type: none"> None
Tony Macfarlane	<ul style="list-style-type: none"> None

As at 20 September 2021



Open

Nelson Marlborough Institute of Technology Limited
(the Company)

Minutes of a meeting of the Audit & Risk Committee
NMIT Nelson Campus
18 June 2021 at 12.30 pm

Present: K Grant (Chair), (*by audio-visual connection*), T Johnston, T Grant,
C Newton (*from 12.41 pm*).

In Attendance W Jackson (Chief Executive), K Redgrove (Board Secretary), B Johnston
(Executive Director Finance & Campus Services), D Hemera (Risk
Management Consultant)

1. Administrative - Open

- 1.1 Welcome and Karakia
The Chair opened the meeting with a karakia.

Charles Newton joined the meeting at 12.41 am.

- 1.2 Apologies/Notices
Nil.
- 1.3 Declaration of Interests and Disclosures
There were no new interests declared nor were there any conflicts of interest notified, in
relation to matters to be discussed at this meeting.
- 1.4 Minutes of Audit and Risk Committee Meeting 5 March 2021 – Open

Resolved:

**That the minutes of the NMIT Audit and Risk Committee Meeting 7 May 2021 –
Open – be confirmed as a true and accurate record.**

2. Items for Discussion – Open

Nil.

3. Resolution to Exclude the Public

Resolved:

- 1. That members of the public and media be excluded from the remainder of the meeting and that the Audit & Risk Committee move In-committee.**
- 2. That the following be permitted to remain at the meeting, after the public has been excluded, because of their knowledge in relation to specific agenda items: Chief Executive, Executive Director Finance and Campus Services, Board Secretary and in part attendance for item 4.2, the Risk Manager. This knowledge, will be of assistance in relation to the matters to be discussed.**

Resolutions will be made in reliance on section 48(1) of the Local Government Official Information and Meetings Act 1987 (LGOIMA) and the particular interests protected by section 9 of the Official Information Act 1982 which would be prejudiced by the holding of the relevant parts of the proceedings of the meeting in public.

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

General subject of each matter considered	Reason for passing resolution in relation to each matter	Grounds under section 48(1) for the passing of the resolution
Administrative: Fraud Enquiry Governance Questionnaire and Management Enquiries	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 Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
Risk: Risk Register/Review of Risk Framework/Cybersecurity	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 Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).
Performance Reporting: NMIT Financial Statements to 31 May 2021/EFTS Reporting to 31 May 2021 For Information: 2022 Budget Timeline/Audit and Risk Workplan	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 Board is specified, in Schedule 2 of LGOIMA, as a body to which LGOIMA applies).

The meeting moved back into in in-committee session at 12.42 pm and returned to an open session at 3.52 pm.

11. Whakamutunga

K Grant closed the meeting with a karakia at 3.52 pm.

Dated:

Signed as a correct record

Chair

Unconfirmed

1. 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 the Local Government Official Information and Meetings Act 1987 (LGOIMA)/Official Information Act 1982 (OIA) for the passing of the resolution are as follows:

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		disadvantage, commercial activities	LGOIMA, as a body to which Part 7 LGOIMA applies)
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2. Furthermore, NMIT resolves that the CEO, Board Secretary and Executive Directors be permitted to remain at the meeting, after the public have been excluded because of their specific knowledge in relation their respective subject matter expertise. This knowledge will be of assistance in relation to the matters above to be discussed.