

**OPEN**

**Nelson Marlborough Institute of Technology Limited**  
(the Company)

**Minutes of a meeting of the Board of Directors**  
(Board)

**22 February 2022 at 11.30 am** (*by Zoom connection only*)

**PRESENT**

**Board:** T Johnston (Chair), T Grant, P Smith, C Newton, P Cowper, K Grant

**In Attendance:** W Jackson (Chief Executive), B Johnston (Company Secretary/Executive Director Finance & Campus Services), C Elworthy (EA to CEO in the absence of the Board Secretary)

**In Part Attendance:** D Hemera (Risk Manager), T Zawodny (Programme Manager), S Krammer (President of SANITI), G Phillips (Director Systems and Business Information), S Edwards (Health, Safety and Wellbeing Manager)

**1. Welcome, Karakia and Apologies**

The meeting opened with a karakia.

**RESOLVED:**

**That apologies be accepted from J Edgar and J Wilson.**

**2. Declarations of Interests and Disclosures**

For the purpose of this meeting, T Grant reminded the Board of her interests in the Wakatu Corporation and Ngāti Rarua, as noted in the Register of Interests.

**3. Administrative**

3.1 Minutes of NMIT Board Meeting 22 November 2021 – Open

**RESOLVED:**

**That the minutes of the NMIT Board Meeting 22 November 2021 – Open - be confirmed as a true and accurate record.**

3.2 Action Items of NMIT Board Meeting – Consolidated

It was noted that the updated Academic Statute for 2022 had been approved by Board.

3.3 Formal Ratification of Board Resolution and Updated Covid-19 Policy

**RESOLVED:**

**That the NMIT Board:**

- a) notes, for the formal record, that the following resolution was passed by the Board by electronic means on 16 December 2021 as follows:  
“*That the Board approves the COVID-19 Vaccination Policy*”; and
- b) Approves the Covid-19 Vaccination Policy, as at today’s date.

The Chair thanked the NMIT team, acknowledging it had been a difficult operating environment in which to work.

### 3.4 Fraud Audit Questionnaire

K Grant, as Chair of the Audit and Risk Committee, commented that she would be more comfortable if the Board authorised her to sign on behalf of Board.

In response to a question raised, B Johnston advised that the Risk Register contained risks that were more specific whereas the Fraud Questionnaire was very broad. W Jackson advised that the Risk Register should include how fraud issues were to be mitigated, with the associated controls. He said the Internal Audit programme was another control.

K Grant confirmed the Audit and Risk Committee provided full updates to the Board as a matter of course.

**Action:** B Johnston to ensure there is a fraud update from the Audit and Risk Committee to the Board.

In relation to a recent fraud issue with the Facebook account, W Jackson advised that this had been mitigated by replacing the process of credit card deductions with invoicing.

**RESOLVED:**

**That the NMIT Board:**

- a) approves the response to the Audit Questionnaire on Fraud; and**
- b) authorises the Chairperson of the Audit & Risk Committee, K Grant, to sign this on behalf of the Board.**

### 4. Comcol Marlborough

W Jackson provided an update on the opportunity to acquire the business of Comcol Marlborough, which was closing down because of a decline in funding. He advised that Comcol was part of a strategic opportunity aligned with the Letter of Expectations and the future funding model. It would address the gap of school leavers with limited education who are now looking for opportunities to study. Discussions with the Tertiary Education Commission (TEC) and the Private Training Establishments were under pressure and this was a natural progression for Independent Tertiary Providers (ITPs) to extend their footprint into this area.

He explained there was also an opportunity for these learners to be channelled into further education post completion at Comcol.

In response to a question raised regarding expanding Comcol's scope, he confirmed other programmes were being developed in the areas of literacy and numeracy, job preparation and readiness. He advised NMIT had received expressions of interest to collaborate, from organisations in Blenheim and that approval was with Te Pūkenga, with TEC having already indicated their support. At this stage, NMIT had taken on the learners but were not taking over the property.

Concern was raised that the Comcol model had provided a smaller educational campus and the transition to a larger campus may cause issues for learners. W Jackson offered reassurance that this would be addressed. He went on to clarify that the 27 EFTS were provisioned for YG learners and that the Ministry of Social Development (MSD) and other organisations had been providing funding. There was a risk that numbers would drop and this was why NMIT had limited their commitment. Despite this, he anticipated Comcol would create many more opportunities.

It was noted that some groups may require extra pastoral care and support. Options would be investigated and reported to the Board at their next meeting.

**RESOLVED:**

**That the NMIT Board receives the report 'Comcol Marlborough' for information.**

### 5. Update from the President of SANITI

*S Krammer entered the meeting at 12.08pm*

S Krammer advised that issues of hardship remained prominent, complicated by uncertainty as to what justifies hardship arising from Covid-19. He said that the cost of living for learners is a major issue. SANITI, Te Pūkenga and TEC were liaising to establish if further funds can be accessed to help with this. SANITI were seeking confirmation from TEC that the increased cost of living and hardship was related to the pandemic. To date, SANITI have been using their own Hardship Fund. He advised that processes are now more efficient due to additional staff resourcing.

S Krammer reported on feedback from students regarding vaccine pass mandates, advising there was a continuing need to explain that NMIT were following the Ministry of Health and Ministry of Education mandates and guidelines. In response to a question raised, he confirmed the recent meeting of the Student Executive was to discuss how to provide support for learners that are unable to come onto Campus.

S Krammer confirmed that SANITI were assessing the impact of mask mandates and social distancing, these being learners' main concern when arriving on campus. Measures were in place to promote distancing and prevent large gatherings. W Jackson added that, where possible, learners who were unable to be on campus were undertaking study on-line.

*S Krammer left the meeting at 12.08pm*

**RESOLVED:**

**That the NMIT Board receives the update report from the President of SANITI, for information.**

**6. Strategy Projects Update – Programme Plan**

*T Zawodny joined the meeting at 12.09pm.*

The Board noted there were further Strategy Projects updates in the Chief Executive's report, to be considered in the in-committee section of this meeting.

T Zawodny explained the distinction between milestones that were determined by NMIT and those attributed to Te Pūkenga. She gave a more detailed summary of the six programmes of work that would continue beyond 2022 and an update on progress on a number of other project workstreams.

T Zawodny advised that the Project Management Office were looking at interdependencies and how these are impacting on staff and their time. In response to questions raised she said the aim of a process redesign was to remove unnecessary administration processes which would free up staff time and clarified that, in relation to strategic labour relationships, engagement with the unions when appropriate, was embedded in the process.

W Jackson said he was involved in a project designed to ensure forthcoming changes advised by Te Pūkenga would be captured early to ensure that NMIT strategic projects continued to align. T Zawodny confirmed that at the start of each project assessment and alignment with Te Pūkenga direction would be a primary consideration.

*T Zawodny left the meeting at 12.30pm*

**RESOLVED:**

**That the NMIT Board receives the Strategy Projects Update – Programme Plan, for information.**

**7. Items for Information: 7.1 – 7.4**

**RESOLVED:**

**That the NMIT Board receives the following, for information:**

- a) Common Seal Reports to 31 January 2022
- b) Te Pūkenga Updates – Minutes from Meeting 2 November 2021
- c) Academic Committee Updates – 3 November to 1 December 2021
- d) Table of Commonly Used Acronyms

## 7.5 Schedule of Meeting Dates and Board Workplan 2022

It was confirmed the Board meeting on Tuesday 12 April 2022 should remain as scheduled.

It was agreed that the following items could be removed from the Workplan 2022:

- Item 5 – Board Review
- Item 7 – Statement of Corporate Intent
- Item 12 – Meetings Schedule 2023

**Action:** Board Secretary to update the Workplan 2022 to remove items 5, 7 and 12 as outlined in the minutes.

## 8 RESOLUTION TO EXCLUDE THE PUBLIC

### **RESOLVED:**

1. That members of the public and press be excluded from the remainder of the meeting and that the NMIT Board move In-committee.
2. Furthermore, NMIT resolves that the Chief Executive, Board Secretary (full attendance), Executive Directors (part attendance), Risk Manager (item 12), Programme Manager (item 11.2), Business Intelligence Manager (items 11.6 and 11.7) and Health and Safety Manager (item 14.5) 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.

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:

Item No.	General Subject of each matter to be considered	Reason for passing resolution in relation to each matter	Grounds under section 48(1) for the passing of the resolution.
9.1 & 9.2	Minutes of NMIT Board Meeting – 22 November 2021  Action Items	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	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 of the OIA noting Te Pūkenga (and its subsidiaries) is specified, in Schedule 2 of LGOIMA, as a body to which Part 7 LGOIMA applies)

		<p>unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information</p> <p>Section 9(2)(a) of the Official Information Act – to protect the privacy of natural persons, including that of deceased natural persons</p>	
10	MRCT/NMIT Venture	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 of the OIA noting Te Pūkenga (and its subsidiaries) is specified, in Schedule 2 of LGOIMA, as a body to which Part 7 LGOIMA applies)
11	Chief Executive's Report	<p>Section 9(2)(j) of the Official Information Act - enable any public service agency or organisation holding the information to carry on, without prejudice or disadvantage, negotiations (including commercial and industrial negotiations);</p> <p>Section 9(2)(b)(ii) 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>	

12 & 13	Risk Management/Policies	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 of the OIA noting Te Pūkenga (and its subsidiaries) is specified, in Schedule 2 of LGOIMA, as a body to which Part 7 LGOIMA applies)
14	Te Pūkenga Updates	<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) 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 of the OIA noting Te Pūkenga (and its subsidiaries) is specified, in Schedule 2 of LGOIMA, as a body to which Part 7 LGOIMA applies)

*The meeting moved into a public excluded session at 1.03pm and resumed in a public session at 4.39pm.*

#### **16. Karakia Whakamutunga**

*The meeting closed with a karakia whakamutunga. at 4.42pm.*

Confirmed as a correct record on 12 April 2022.

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**Chairperson**

**Date of Signature:**