

OPEN
Nelson Marlborough Institute of Technology Limited
(the Company)

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

12 April 2022 at 11.30 am *(by Zoom connection only)*

PRESENT

- Board:** P Smith (Acting Chair), T Grant, C Newton, P Cowper, K Grant
- In Attendance:** W Jackson (Chief Executive), B Johnston (Company Secretary/Executive Director), O Hall (Executive Director), K Redgrove (Board Secretary)
- In Part Attendance:** C Prichard (Project Lead)

1. Welcome, Karakia and Apologies

P Smith, as Acting Chair, opened the meeting with a karakia.

RESOLVED:

That apologies be accepted from T Johnston, J Wilson and J Edgar.

2. Declarations of Interests and Disclosures

In response to a question raised, B Johnston confirmed his understanding that NMIT were compliant with audit requirements in terms of declarations and the Interests Register.

3. Administrative

- 3.1 Formal Ratification of E-Resolution – Fair Value Assessment

RESOLVED:

That the NMIT Board notes, for the formal record, that the following resolution was passed by the Board by electronic means on 1 March 2022 as follows:

“That the Board approves the Fair Value Assessment as it applies to the fixed assets of Nelson Marlborough Institute of Technology Ltd included in the financial statements at 31 December 2021.”

- 3.2 Minutes of NMIT Board Meeting 22 February 2022 – Open

RESOLVED:

That the minutes of the NMIT Board Meeting 22 February 2022 – Open be confirmed as a true and accurate record subject to minor edits as advised.

- 3.3 Action Items of NMIT Board Meeting
Noted.

4. Update from the President of SANITI

Noted.

RESOLVED:

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

5. Items for Information:

5.1 Common Seal Reports to 28 February 2022

5.2 Te Pūkenga Minutes from Meeting 7 December 2021

It was noted these were the minutes from the open session of the Te Pūkenga meeting.

5.3 Academic Committee Updates – 19 January – 9 March 2022

The Board Secretary reported that the Academic Committee had received advice in relation to their obligations under the Local Government Official Information and Meetings Act 1987 and the Official Information Act 1982. This may result in a different format for future reporting from this Committee.

5.4 Table of Commonly Used Acronyms (for information only)

5.5 Board Workplan 2022

It was noted the Board Workplan would evolve to reflect progress with the Te Pūkenga amalgamation.

RESOLVED:

That the NMIT Board receives the Common Seal Reports to 28 February 2022, Te Pūkenga Minutes from Meeting 7 December 2021 and Academic Committee Updates – 19 January – 9 March 2022, for information.

6. 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, Executive Directors B Johnston and O Hall (full attendance), Project Lead – C Prichard (item 9.1) 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.
7.1 & 7.2	Minutes of NMIT Board Meeting – 22 February 2022	Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without prejudice or	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

	<p>Minutes of NMIT Board Meeting – 22 February 2022</p> <p>Action Items</p>	<p>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> <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)(a) of the Official Information Act – to protect the privacy of natural persons, including that of deceased natural persons</p>	<p>Pūkenga (and its subsidiaries) is specified, in Schedule 2 of LGOIMA, as a body to which Part 7 LGOIMA applies)</p>
8.	Te Pūkenga Amalgamation	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)
9.	Chief Executive's Report	Section 9(2)(j) of the Official Information Act - enable any	

		<p>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> <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.	Risk Management	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.	Review of Policies (<i>standing item - none for consideration at this meeting</i>)		
12.	Health, Safety and Wellbeing Report/Complaints and Misconduct Report	Section 9(2)(i) of the Official Information Act – enable the organisation holding the information to carry out, without	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

		<p>prejudice or disadvantage, commercial activities</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>	<p>Pūkenga (and its subsidiaries) is specified, in Schedule 2 of LGOIMA, as a body to which Part 7 LGOIMA applies)</p>
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The meeting moved into a public excluded session at 11.48 am and resumed in a public session at 3.24 pm.

13. Resolutions to be released to the public:

RESOLVED:

That the NMIT Board approves the Annual Report on the recommendation of the Audit and Risk Committee, subject to clarification of two minor matters currently with the auditors (emphasis of matters and the clarification as to the wording of note 3) and noting the Report remains subject to final audit clearance.

14. Karakia Whakamutunga

The meeting closed with a karakia whakamutunga. at 3.25 pm.

Confirmed as a correct record on 23 May 2022.

Acting Chairperson (P Smith)

