



Otago Polytechnic Limited

BOARD PACK

for

Otago Polytechnic Limited (The Company) Meeting of the Board (Open)

Thursday, 22 July 2021

11:30 am

Held at:

Puna Kawa or via Teams

Level 2, Mason Centre, Otago Polytechnic

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AGENDA



OTAGO POLYTECHNIC LIMITED (THE COMPANY) MEETING OF THE BOARD (OPEN)

Name:	Otago Polytechnic Limited
Date:	Thursday, 22 July 2021
Time:	11:30 am to 12:00 pm
Location:	Puna Kawa or via Teams, Level 2, Mason Centre, Otago Polytechnic
Board Members:	Adam La Hood (Chair), Paul Allison, Mike Collins, Karen Coutts, Maryann Geddes, Justin Lester, Megan Potiki
Guests:	In Attendance: Jeanette Corson (Company Secretary), Philip Cullen (Deputy Chief Executive Corporate Services), Megan Gibbons (Chief Executive)
Notes:	11am Board only time

1. PROCEDURAL

1.1 Karakia

Supporting Documents:

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1.2 Welcome/Apologies/Notices

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3.4 Student Committee

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4. MEETING CLOSED

4.1 Meeting Closed

Next meeting: Otago Polytechnic Limited (The Company) Meeting of the Board (Open) - 19 Aug 2021, 11:00 am

Karakia Timatanga

Whakataka te hau kit e uru

Cease the winds from the west

Whakataka te hau ki te tonga

Cease the winds from the south

Kia mākinakina ki uta

Let the breeze blow over the land

Kia mātaratara ki tai

Let the breeze blow over the ocean

E hī aki ana te atakura

*Let the red-tipped dawn come with a
sharpened air.*

He tio, he huka, he hau hū

A touch of frost, a promise of a glorious day

Tihei mauri ora!

INTERESTS REGISTER

Board Member	Updated	Interest Disclosed	Nature of Potential Interest with the Otago Polytechnic
Paul Allison	21-04-2021	<ol style="list-style-type: none"> 1. Life Trustee – Halberg Disability Sport Foundation 2. Independent Contractor – NZME 3. Independent Director - University Bookshop (Otago) Ltd 4. Chair – ORFU Board Appointment Panel 5. Director, Highlanders GP Limited 6. Independent Chair - Infinite Energy (design and installation of solar power) 7. South Island Regional Grants Committee – The Lion Foundation 8. Independent Consultant - Impact Consulting 9. Director, Central Otago Health Services Ltd 10. Director – Highlanders GP Ltd 	<ol style="list-style-type: none"> 1 – 5 Nil 6 & 8 potential supplier 7 – potential funder 8 – 10 Nil
Michael Collins	16-11-2020	<ol style="list-style-type: none"> 1. Member Dunedin Centre of Digital Excellence (CODE) Steering Group 2. Chair IT Governance Group (SDHB) 3. Chair Health and Safety Executive Governance Committee (SDHB) 4. Board Member St Hilda's Board of Proprietors 5. Member Finance, Audit & Risk Exec Member (SDHB) 6. Advisor New Dunedin Hospital Southern Partnership Group (SPG) 7. Deputy Chair South Island Chief Digital and CIO Leads 8. Member National DHB CIO Leads 9. Contractor Otago Polytechnic Capable NZ Assessor 10. Chair Environmental Sustainability Committee (SDHB) 11. Staff member Southern District Health Board 12. Chair, CapableNZ Permanent External Advisory Committee 	<ol style="list-style-type: none"> 1. Collaborative Partner with OP 2. Nil 3. Nil 4. Nil 5. Nil 6. Nil 7. Nil 8. Nil 9. Contractor to OP 10. Nil 11. Nil

			Polytechnic
Karen Coutts	02-04-2020	<ol style="list-style-type: none"> 1. Te Runanga o Moeraki Member, Te Runanga o Ngai Tahu 2. Transparency International NZ, Board Member 3. Treasurer, Te Runanga o Moeraki 4. Committee, Member, Institute of Directors Wellington Branch 5. Member, New Zealand Parole Board 6. Kaiwhakahaere, Ngai Tahu ki Te Whanganui-a-Tara taurahere roopu 7. Director, KDC & Assocs Ltd 8. Director, KBDRC Ltd 	
Maryann Geddes	19-04-2021	<ol style="list-style-type: none"> 1. Te Pūkenga - Council Member 2. Southern Institute of Technology - Director 3. ARA - Director 4. Service IQ- Director 	
Adam La Hood	02-04-2020	<ol style="list-style-type: none"> 1. Director – Dunedin Venues Management Ltd 2. Chief Financial Officer – Cook Brothers Construction 	<ol style="list-style-type: none"> 1. Collaborative Partner with OP 2. Contractor to OP
Justin Lester	01/04/2020	<ol style="list-style-type: none"> 1. Chair – Weltec Whitireia Subsidiary Board 2. Chair – Storbie Ltd 3. Director – Kapai New Zealand Ltd 4. Director – Welcome Home Ltd 5. Chair – Good Bitches Baking 6. Contractor – Dot Loves Data 7. Contractor – Fix & Fogg 8. Ambassador – Simplicity Kiwisaver 	<p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Potential Supplier</p> <p>Potential Supplier</p> <p>Potential Supplier</p>
Megan Potiki	01-04-2020	<ol style="list-style-type: none"> 1. Member of Te Runanga o Ōtākou 2. Employee of the University of Otago 3. Contractor - Aukaha Ltd 9. Governor - A3K Limited 	3 and 4 potential suppliers

OTAGO POLYTECHNIC LIMITED BOARD PAPER	
OPEN AGENDA	DATE: 22 JULY 2021
ITEM: APPOINTMENT OF DIRECTOR	
PURPOSE: At the Te Pūkenga Council meeting held on 6 July it was resolved to appoint Kare Tipa to the Otago Board. Attached for information: a) Te Pūkenga Council Resolution b) Shareholder's Resolution c) Kare's duly signed letter with the Companies Office requirements attached Attached for approval are Board resolutions to confirm the appointment and remuneration.	



Te Pūkenga - New Zealand Institute of Skills and Technology

(Te Pūkenga)

COUNCIL RESOLUTIONS REGARDING THE APPOINTMENT OF A DIRECTOR TO THE BOARD OF OTAGO POLYTECHNIC LIMITED

BACKGROUND

- A. Otago Polytechnic Limited (the **Company**) is a wholly owned subsidiary of Te Pūkenga.
- B. Clause 9.3 of the Company's constitution (**Constitution**) provides that Te Pūkenga (as sole shareholder of the Company) may, from time to time by notice in writing to the Company, appoint, remove and replace any director.
- C. Te Pūkenga proposes to appoint a director to the board of the Company for a fixed term period:
- commencing on
 - 6 July 2021; and
 - ending on 31 December 2022,
- (the **Appointment Period**).

NOTED

Appointment of Director

- D. The Council has received from the Appointment and Remuneration Committee (the **Committee**) a recommendation that **Kare Tipa**:
- (i) be appointed as a director of the Company for the Appointment Period (the **Proposed Appointment**); and
 - (ii) be paid annual director's fees of \$18,680 per annum in aggregate (pro-rated for any period that is less than 12 months) to reflect her appointment as director of the Company for the Appointment Period (the **Remuneration**),
- which the Committee notes is consistent with the parameters set in the "Subsidiary Board Directors Fees Framework" adopted by Te Pūkenga on 1 April 2020.
- E. The Constitution adopted by the Company provides the following requirements in relation to the Proposed Appointment:

(i) Number of Directors

Clause 9.1(a) provides that the Company must have no less than 4 directors and no more than 8 directors. The Company currently has 7 directors, so the Council is able to appoint a further director to the board of the Company.

(ii) Regional requirements

Clause 9.1(b) states that at least half of the persons appointed as directors must reside in the region in which the Company predominantly operates. Further, the Company indicated their preference for consideration of a manu whenua supported director and to this end the preference will be satisfied.

(iii) Other requirements

An appointee to the position of director must not be disqualified to be a director on the grounds set out in clause 9.4 of the Constitution (e.g. they cannot be under 18 or an undischarged bankrupt) and as further described in Schedule 1 of the Constitution (Director appointment and disqualification criteria).

F. The Constitution adopted by the Company provides the following requirements in relation to the Remuneration:

- (i) at clause 7.1, that each Reserved Matter set out in Schedule 2 of the Constitution requires the prior written approval of Te Pūkenga. For the purposes of the Remuneration, paragraph (o) of Schedule 2 of the Constitution provides that the Company's approval of director remuneration is a Reserved Matter; and
- (ii) at clause 13.1, that the board of directors of the Company may, with prior written approval of Te Pūkenga, authorise the payment of remuneration by the Company to a director for services as a director.

G. The Council proposes to authorise the Chairperson of the Council to sign and provide:

- (i) a letter of appointment (together with a director consent form) in the form set out at Appendix A; and
- (ii) (upon the Council's receipt of the documents in paragraph (i) above) the shareholder's resolutions (in the form set out at Appendix B) (**Shareholder's Resolution**),

and all other necessary documentation or guidance to the Company in relation to the Proposed Appointment and Remuneration.

Execution of written resolutions and approved documents by counterpart and electronic signature

H. It is proposed that these Council Resolutions may be signed:

- (i) through the application of an individual signatory's electronic signature, where the individual has expressly authorised such use of his or her electronic signature; and
- (ii) in any number of counterparts, including by PDF copy, each of which is and will be deemed to be an original and, when taken together, constitutes the same document.

- I. The Council has considered the above matters and determined that the consummation of the matters and transactions described above are appropriate, advisable and are otherwise consistent with the functions of Te Pūkenga.

RESOLVED (as a resolution in writing that):

Appointment of Director

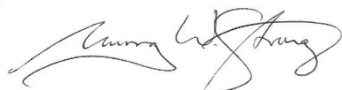
1. The Council approves the Committee's recommendation regarding the appointment of **Kare Tipa** as director the Company for the Appointment Period, with her appointment as a director of the Company subject to Te Pūkenga receiving:
 - (i) the written consent of **Kare Tipa** to be a director of that Company; and
 - (ii) certification that **Kare Tipa** is not disqualified from acting as a director of that Company,each evidenced by **Kare Tipa** returning signed copies of the letter of appointment and director consent form.
2. The Council approves the payment of the Remuneration to **Kare Tipa** with respect to her appointment as director of the Company, in accordance with the "Subsidiary Board Directors Fees Framework".
3. In connection with resolutions 1 and 2, the Council authorises (provided the Council has first received the documentation contemplated in resolution 1):
 - (i) the Chairperson of the Council to sign and provide to the Company the Shareholder's Resolutions on behalf of Te Pūkenga, and that the Chairperson of the Council be authorised to sign all necessary documents and issue any other guidance or documentation to the Company in connection with the Proposed Appointment and Remuneration; and
 - (ii) Bell Gully to give any such notices and make such filings as are required in connection with **Kare Tipa's** appointment as a director of the Company.

Execution of written resolutions and approved documents by counterpart and electronic signature

4. The Council resolves that these Council Resolutions may be signed:
 - (i) through the application of an individual signatory's electronic signature, where the individual has expressly provided their prior approval to append his or her signature to these Council Resolutions); and/or
 - (ii) in any number of counterparts, including by PDF copy, each of which is and will be deemed to be an original and, when taken together, constitutes the same document.

DATED 6 July 2021

Signed by



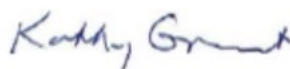
Chairperson – Murray Strong



Deputy Chairperson – Kim Ngārimu



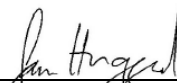
Member – Maryann Geddes



Member – Kathy Grant



Member – Tania Hodges



Member – Sam Huggard



Member – Peter Winder



Member – John Brockies



Member – Tagaloatele Peggy Fairbairn-Dunlop

Otago Polytechnic Limited (the Company)

Shareholder's resolution appointing director (Section 153 of the Companies Act 1993 (the Act))

Background

- A. Otago Polytechnic Limited (the **Company**) is a wholly owned subsidiary of Te Pūkenga.
- B. Clause 9.3 of the Company's constitution (**Constitution**) provides that Te Pūkenga (as sole shareholder of the Company) may, from time to time by notice in writing to the Company, appoint, remove and replace any director.
- C. Te Pūkenga therefore proposes to appoint a director for the period:
- commencing on 6 July 2021 and
 - ending on 31 December 2022,
- (the **Appointment Period**).

Noted

Appointment of director

- D. Pursuant to written resolutions signed by the Council on or about the date of this shareholder's resolution, the Council of Te Pūkenga resolved to appoint **Kare Tipa** as a director of the Company (**Proposed Appointment**) subject to the Council receiving:
- (i) the written consent of **Kare Tipa** to be a director of the Company; and
 - (ii) certification that **Kare Tipa** is not disqualified from acting as a director of the Company, each evidenced by **Kare Tipa** returning signed copies of the letter of appointment and director consent form.
- E. The Constitution of the Company provides:
- (i) *Number of Directors*
- Clause 9.1(a) provides that the Company must have no less than 4 directors and no more than 8 directors. The Company currently has 7 directors, so the Council is able to appoint a further director.
- (ii) *Regional requirements*
- Clause 9.1(b) states that at least half of the persons appointed as directors must reside in the region in which the Company predominantly operates. This requirement will be satisfied with the appointment of **Kare Tipa** as a director.

(iii) Other requirements

A director must also not be disqualified to be a director on the grounds set out in clause 9.4 of the Constitution (e.g., they cannot be under 18 or an undischarged bankrupt) and as further described in Schedule 1 of the Constitution (Director appointment and disqualification criteria).

Remuneration of director

- (i) It is proposed that **Kare Tipa** be paid annual directors' fees of \$18,680 per annum in aggregate (pro-rated for any period that is less than 12 months) (**Remuneration**) to reflect her appointment as director of both the Company and Otago for the Appointment Period.
- (ii) The Constitution of the Company provides:
 - (a) at clause 7.1 that each Reserved Matter set out in Schedule 2 of the Constitution requires the prior written approval of Te Pūkenga;
 - (b) for the purposes of the Proposed Appointment, paragraph (o) of Schedule 2 of the Constitution provides that the Company's approval of director remuneration is a Reserved Matter; and
 - (c) at clause 13.1, that the board of directors of the Company may, with prior written approval of Te Pūkenga, authorise the payment of remuneration by the Company to a director for services as a director.

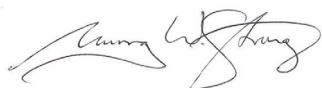
Resolved (as a resolution in writing) that:

1. Following the Council's receipt of the documentation set out in paragraphs D(i) and (ii) above, that **Kare Tipa** be appointed as a director the Company for the Appointment Period, and that this shareholder's resolution shall constitute:
 - (a) the shareholder's appointment of a director for the purpose of clause 9.3 of the Constitution; and
 - (b) the shareholder's prior written approval to the director's Remuneration as contemplated in resolution 2 below.
2. The Shareholder hereby approves the payment of the Remuneration to **Kare Tipa** to reflect her appointment as a director of the Company and Otago for the Appointment Period, such Remuneration being consistent with the parameters set in the "Subsidiary Board Directors Fees Framework" adopted by Te Pūkenga on 1 April 2020.

Dated: 6 July 2021

Signed

**Te Pūkenga – New Zealand Institute of Skills and Technology
by:**



Authorised signatory

Murray W. Strong

Print name



Murray Strong
Council Chairperson
Murray.Strong@tepukenga.ac.nz

12 July 2021

Kare Tipa

By email: kare.tipa@otago.ac.nz

Tēnā koe Kare

Director's Letter of Appointment – Otago Polytechnic Limited

On behalf of the Council of Te Pūkenga – New Zealand Institute of Skills and Technology (**Te Pūkenga**), I would like to thank you for agreeing to serve in the important role as a director of Otago Polytechnic Limited (the **Company**).

This letter sets out the formal terms of your appointment (**Letter of Appointment**) as a director of the Company, along with other background information relating to your new role.

Background to appointment

As you know, the Company was incorporated as a wholly-owned Crown entity subsidiary company of Te Pūkenga on 1 April 2020 under the provisions of the (now repealed) Education (Vocational Education and Training Reform) Amendment Act 2020, which amended the (now repealed) Education Act 1989. The Education Act 1989 has been replaced by the Education and Training Act 2020 (**ET Act**).

Pursuant to clause 9.3 of the Company's Constitution, the Council may, from time to time appoint, remove and replace any director. On 6 July 2021 the Council resolved to appoint you as a director the Company.

Accordingly, the Council wishes to offer you an appointment as a director of the Company upon the terms and conditions of this Letter of Appointment.

1 Appointment

- 1.1 Your appointment as a director of the Company will commence on 6 July 2021, and, unless terminated earlier, will end on the date that the Company is dissolved pursuant to the ET Act. As at the date of this Letter of Appointment it is expected that the dissolution date will be 31 December 2022 (as contemplated by clause 21(1) of Schedule 1 of the ET Act), although that date may be extended by Order in Council by the Governor General. The Council may also dissolve the Company prior to 31 December 2022 in accordance with clause 22 of Schedule 1 of the ET Act.
- 1.2 Your appointment as a director of the Company is subject to:
 - (a) the Company's Constitution;
 - (b) the Companies Act 1993 (**Companies Act**), the Crown Entities Act 2004 (**CE Act**), the ET Act and any other applicable legislation; and



- (c) any policies adopted by Te Pūkenga or the Company in relation to governance, from time to time.

1.3 Your appointment as a director is personal to you and you are not allowed to appoint an alternative to attend in your place.

2 Background to Te Pūkenga and the Company

2.1 The ET Act provides that Te Pūkenga is continued as a tertiary education institution under the ET Act. It is a Crown entity for the purposes of the CE Act and is treated as a statutory entity for the purpose of applying the provisions of Part 2 of Schedule 4 of the CE Act.

2.2 As you know, the main function of Te Pūkenga, as New Zealand's largest tertiary education provider, is to create a sustainable, national network of regionally accessible vocational education and training. The legislative framework provides that Te Pūkenga must:

- (a) perform its functions and give effect to its Charter efficiently and effectively, and in a financially responsible manner which maintains the long-term viability of Te Pūkenga; and
- (b) operate in a manner consistent with its functions and Charter, current statement of intent, and current statement of performance expectations; and
- (c) meet its statutory and other obligations, including public accountability.

2.3 The Company, as a wholly-owned subsidiary of Te Pūkenga (**Subsidiary**), will also be subject to obligations under a framework of legislation (including the Companies Act, CE Act and ET Act). The Company must:

- (d) act consistently with the functions and Charter, current statement of intent, and current statement of performance expectations of Te Pūkenga; and
- (e) not do anything that Te Pūkenga itself does not have the power to do; and
- (f) exercise its powers only for the purpose of performing, or assisting Te Pūkenga to perform, the functions of Te Pūkenga; and
- (g) comply with obligations under its Constitution (including the requirement to give effect to the Charter of Te Pūkenga and obtain the approval of Te Pūkenga with respect to specified matters).

2.4 The Company will also be expected to comply with policies adopted by Te Pūkenga and meet the performance expectations set out in any Letter of Expectations issued by Te Pūkenga from time to time (including the Letter of Expectations issued on 15 May 2020 and 8 June 2021, available from the Company on request).

3 Role of Board

3.1 The Board as a whole is collectively responsible for management of the Company. Its directors must ensure that the Company is operated in a financially responsible manner, complies with its statutory obligations, supports Te Pūkenga in the performance of its functions and gives effect to the Charter of Te Pūkenga.



4 Induction

- 4.1 It is important that you are able to participate fully and actively in Board decision-making at the earliest opportunity. As part of this, you will require knowledge about the Company and the environment and statutory context in which it operates.
- 4.2 Following your appointment, the Company will provide you with a separate Company-specific induction so you can meet with the Company's CE, directors, and other relevant senior management regarding the Company's financial, strategic, operational and risk management position. Please contact the Chair of the Company's Board of Directors in relation to this.

5 Remuneration and expenses

- 5.1 You will be paid directors' fees (in accordance with the Cabinet Fees Framework) in relation to your appointment as a director of the Company. The fees as a director of the company are currently \$18,680 per annum in aggregate (pro-rated for any period that is less than 12 months). Directors' fees are reviewed from time to time against the Cabinet Fees Framework, or after consultation with the responsible Minister.
- 5.2 In accordance with the Cabinet Fees Framework, the Company will reimburse you for actual and reasonable and properly documented expenses you incur in performing the duties of your office. Please provide your receipts to the Chief Financial Officer of the Company for reimbursement.
- 5.3 You will not be paid any compensation or other payment or benefit, on any basis, for ceasing for any reason to hold office.

6 Time commitment

- 6.1 You will be expected to devote appropriate time to the Company in order to be able to contribute to Board discussions, including review of all materials provided to you and to prepare sufficiently ahead of each Board meeting. Attendance at Board meetings will be expected, as well as attendance of occasional additional conference calls and briefings. By accepting this appointment, you have confirmed that you are able to allocate sufficient time to meet the expectations of your role.
- 6.2 If there are circumstances where you cannot attend a meeting, your apology should be noted with the Board secretary.

7 Directors' insurance and indemnity

- 7.1 The directors' and officers' liability insurance for the Te Pūkenga group will apply to you in your capacity as a director of the Company. It is intended to maintain such cover for the full term of your appointment. A summary of the policy can be provided to you separately.
- 7.2 This insurance cover is supplemented by a deed of indemnification from the Company, which is available from the Company on request.

8 Letter of Support

- 8.1 Directors of the Company have been provided with a Letter of Support by Te Pūkenga as the Company's shareholder in recognition of the operational risks and the



challenging business environment facing the Company. A copy of the Letter of Support is available from the Company on request.

9 Outside interests

- 9.1 It is accepted and acknowledged that you may have business or personal interests other than those of the Company. Please ensure you declare any conflicts that are apparent at present by responding to this letter. Disclosure of interests is a continuing obligation.
- 9.2 If you become aware of any potential conflicts of interest these should be disclosed to the Chief Financial Officer and Company Secretary (if any) as soon as apparent. The agreement of the Board of Directors should be sought before accepting additional commitments involving a similar industry or potential conflict of interest.
- 9.3 You will not be entitled to vote on matters in which you have a material personal interest depending on the circumstances, unless the relevant resolution is one in respect of which all directors are required to sign a certificate or it relates to the granting of an indemnity or effecting of insurance under section 162 of the Companies Act and sections 122 and 123 of the CE Act.

10 Independent professional advice

- 10.1 Occasions may arise when you consider that you need professional advice in furtherance of your duties as a director. Circumstances may occur when it will be appropriate for you to seek advice from independent advisers at the Company's expense.

11 Confidentiality

- 11.1 All information required during your appointment is confidential to the Company and should not be released, either during your appointment or following termination (by whatever means), to third parties except for Te Pūkenga.

12 Retirement

- 12.1 You will, after your retirement as a director of the Company for a period of seven years have access to Company Board minutes and papers that were tabled during the period that you served as a director of the Company.

13 Conclusion

- 13.1 I hope this letter provides a reasonable outline of the nature and terms of an appointment as a director of the Company. It is not intended to over-formalise the matter but rather to give a summary of the items that you need to be aware of before accepting the appointment.

14 Acceptance of appointment

- 14.1 Please confirm your acceptance of the terms of your appointment as a director of the Company by:
- (a) completing and signing the enclosed director consent form (note you only need to complete and sign the "Director's details" and "Director's consent" sections - please do not fill out any other information in relation to the Company);



(b) completing the enclosed additional Director information table; and

(c) returning a copy of this letter, signed and dated where indicated below.

14.2 Please email scanned PDF copies of the completed and signed director consent form and signed copy of this letter to: lynette.brown@tepukenga.ac.nz.

14.3 Please send these documents as soon as possible.

14.4 On behalf of the Council, thank you for taking this opportunity and we look forward to working together.

For and on behalf of the Council of Te Pūkenga

Nāku noa, nā

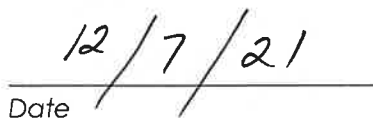


Murray Strong
Council Chair

Murray.Strong@tepukenga.ac.nz

I understand and accept the terms and conditions of my holding office as a director set out above, and confirm my acceptance of them. I confirm and certify that I have enclosed all disclosures relating to any conflicts of interests I may have and that I meet the requirements for being a director of the Company, as set out in the Company's Constitution. I consent to any disclosure of interests being provided to Bell Gully, the Council and the Company.


Signed


Date



To complete your appointment as a Director, we require the following information.

Appointment of Director	
1.	Date of Birth 4/2/73
2.	Place of Birth Invercargill
3.	Residential address 2 Steven Place Mosgiel Dunedin





IMPORTANT! This document must be uploaded online **OR** faxed to 0508 266 736 (0508 CONSENT) or +64 9 913 4213
Please do not return this document by post.

Consent and certificate of director

Section 152 Companies Act 1993

Company name

Company number

Otago Polytechnic Limited

7926677

IMPORTANT: Please ensure that you are not disqualified from being a director of this company before signing this consent form. Please read the disqualification details below.

Director's details (Please ensure your full legal name is provided. Initials are not allowed)

First name(s)

Kare Marion

Surname

Tipa

Full residential address

2 Steven Place Dunedin

Date of appointment

6 July 2021

Director's consent

I consent to be a director of the above company and certify that I am not disqualified from being appointed or holding office as a director of a company.

Signature

Kare Tipa

Name of signatory

Kare Tipa

Date

12/07/2021

DISQUALIFICATION DETAILS

Please ensure that you are not disqualified from being a director for this company before signing this consent form.

1. A person who is not a natural person cannot be a director of a company.
2. A person cannot be a director of a company if he or she is any of the following:
 - > under 18 years of age
 - > an undischarged bankrupt
 - > prohibited from being a director or promoter of, or being concerned or taking part in the management of, a company under any statutory provisions
 - > subject to a property order under section 30 or 31 of the Protection of Personal and Property Rights Act 1988
 - > not eligible because of requirements contained in the company's constitution (if any).

Prohibited persons

3. Persons prohibited from being a director or promoter of, or being concerned or taking part in the management of, a company include, but are not limited to,—
 - > people who have been convicted of a crime involving dishonesty in the last five years
 - > people prohibited by the Registrar of Companies or the Financial Markets Authority from managing a company
 - > people prohibited under the laws of a prescribed country, State, or territory (outside New Zealand) from being a director or promoter of, or being concerned or taking part in the management of, an overseas company
 - > people prohibited under section 103A, 103B, 103D, or 103E of the Limited Partnerships Act 2008 from being a general partner or promoter of, or being concerned or taking part in the management of, a limited partnership
 - > people prohibited under the laws of a prescribed country, State, or territory (outside New Zealand) from being a general partner or promoter of, or being concerned or taking part in the management of, an overseas limited partnership.

For more information refer to sections 151 and 382 to 385 of the Companies Act 1993. View a copy of the Act online for free at www.legislation.govt.nz.

Completed by

Name: BELL GULLY

Postal Address:

Po Box 1291

Wellington

Wellington 6011

NZ

Otago Polytechnic Limited (the Company)

Board Resolutions

Passed as written resolutions of the board of directors pursuant to the Companies Act 1993
(the **Companies Act**)

NOTED

Background

- A. Otago Polytechnic Limited (**Otago**) and the Company are wholly owned subsidiaries of Te Pūkenga. The directors of the board of Otago are identical to the directors of the board of the Company.
- B. Clause 9.3 of the Company's constitution (**Constitution**) provides that Te Pūkenga (as sole shareholder of the Company) may, from time to time by notice in writing to the Company, appoint, remove and replace any director.

Appointment of a director

- C. Te Pūkenga, as the sole shareholder of the Company, has resolved by written resolutions dated 6 July 2021 (**Shareholder's Resolutions**) to appoint **Kare Tipa** as a director of the Company for a fixed term period:
- commencing on:
 - 6 July 2021; and
 - ending on 31 December 2022,
(the **Appointment Period**).

Approval of remuneration

- D. The Constitution of the Company provides:
- (i) at clause 7.1 that each Reserved Matter set out in Schedule 2 of the Constitution requires the prior written approval of Te Pūkenga;
 - (ii) for the purposes of the Proposed Appointment, paragraph (o) of Schedule 2 of the Constitution provides that the Company's approval of director remuneration is a Reserved Matter; and
 - (iii) at clause 13.1, that the board of directors of the Company may, with prior written approval of Te Pūkenga, authorise the payment of remuneration by the Company to a director for services as a director.
- E. The Shareholder's Resolution also approves **Kare Tipa** director fees of \$18,680 per annum in aggregate (pro-rated for any period that is less than 12 months) to reflect the appointment as director of Company for the Appointment Period (**Remuneration**).

Execution of written resolutions and approved documents by counterpart and electronic signature

- F. It is proposed that these Board Resolutions and any other documents approved in such Board Resolutions which require signature by one or more directors (**Approved Documents**) may be signed:

- (iv) through the application of an individual signatory's electronic signature, where the individual has expressly authorised such use of his or her electronic signature; and/or
- (v) in any number of counterparts, including by PDF copy, each of which is be deemed to be an original and, when taken together, constitutes the same document.

RESOLVED (as a resolution in writing) that:

Directors' matters

1. Pursuant to section 161(1)(a) of the Companies Act, the payment of the Remuneration to **Kare Tipa** to reflect her appointment as a director is approved and the particulars of such Remuneration are to be entered into the interests register of the Company.
2. In accordance with section 161(1) of the Companies Act, the Board is satisfied that the payment by the Company of the Remuneration is fair to the Company.
3. The directors are authorised to sign a certificate for the purposes of section 161(4) of the Companies Act, in the form attached as Appendix A.

Execution of written resolutions and Approved Documents by counterpart and electronic signature

4. These resolutions and the Approved Documents may be signed:
 - (i) through the application of an individual signatory's electronic signature, where the individual has expressly authorised such use of his or her electronic signature; and/or
 - (ii) in any number of counterparts, including by PDF copy, each of which is be deemed to be an original and, when taken together, constitutes the same document.

DATED 22 July 2021

Signed by

Adam La Hood
Chairperson

Maryann Geddes
Director

Paul Allison
Director

Justin Lester
Director

Mike Collins
Director

Megan Potiki
Director

Karen Coutts
Director

(being all the directors of the Company)

Appendix A – Certificate**Otago Polytechnic Limited**(the **Company**)**Directors' certificate relating to payment of remuneration or benefits to directors**

(Section 161(4) Companies Act 1993)

Payment of remuneration or benefits to directors

The persons named below, being all of the directors of the Company who voted in favour of resolutions dated on or about the date of this certificate (the **Board Resolutions**) authorising, amongst other things, the Company to pay director's fees to the specified director, as follows:

	Name of Director	Remuneration
1.	Kare Tipa	\$18,680 per annum (pro-rated for any period that is less than 12 months)

certify that, in their opinion the provision of such remuneration is fair to the Company, upon the following grounds:

- (a) the remuneration has been determined by the Shareholder in accordance with the Fees Framework (as defined in the Crown Entities Act 2004) and has been approved by the Shareholder;
- (b) the remuneration is reasonable and fair to the Company and is appropriate;
- (c) the fees appropriately reflect the time and effort devoted to the Company by the director, taking into account their role on the board;
- (d) the director has extensive expertise and experience in the industry in which the Company operates, or otherwise relevant to the industry in which the Company operates; and
- (e) it is beneficial to the Company and its shareholders to remunerate and incentivise directors to encourage and motivate performance by the directors and align individual director goals with Company goals.

Execution of certificate by counterpart and electronic signature

This certificate may be signed:

- (a) through the application of an individual signatory's electronic signature, where the individual has expressly authorised such use of his or her electronic signature; and/or
- (b) in any number of counterparts, including by PDF copy, each of which is be deemed to be an original and, when taken together, constitutes the same document.

DATED 22 July 2021

Signed by

**Adam La Hood
Chairperson**

**Maryann Geddes
Director**

**Paul Allison
Director**

**Justin Lester
Director**

**Mike Collins
Director**

**Megan Potiki
Director**

**Karen Coutts
Director**

(being all the directors of the Company)

OTAGO POLYTECHNIC LIMITED	
BOARD PAPER	
OPEN AGENDA	DATE: 22 JULY 2021
ITEM: MINUTES	
PURPOSE: The minutes of the open section of the Board meeting held on 17 June 2021 are attached.	
PRESENTED BY: Adam La Hood	
RECOMMENDATION: That the Board approves the minutes as a true and correct record of the open section of the meeting held on 17 June 2021.	

MINUTES (in Review)



OTAGO POLYTECHNIC LIMITED (THE COMPANY) MEETING OF THE BOARD (OPEN)

Name:	Otago Polytechnic Limited
Date:	Thursday, 17 June 2021
Time:	1:00 pm to 1:20 pm
Location:	Puna Kawa or via Teams, Level 2, Mason Centre, Otago Polytechnic
Board Members:	Adam La Hood (Chair), Paul Allison, Mike Collins, Karen Coutts, Maryann Geddes, Justin Lester, Megan Potiki
Guests:	In Attendance: Jeanette Corson (Company Secretary), Philip Cullen (Deputy Chief Executive Corporate Services), Megan Gibbons (Chief Executive), Janine Kapa (Deputy Chief Executive Māori Development/Kaitohutohu), Chris Morland (Deputy Chief Executive Learner Services), Phil Osborne (Convenor, Staff Committee), Laura Warren (Deputy Chief Executive, People, Culture and Safety)
Notes:	Board only time 11am

1. PROCEDURAL

1.1 Karakia

Mrs Potiki opened the meeting with a karakia.

1.2 Welcome/Apologies/Notices

There were no apologies.

1.3 Conflicts of Interest

No further conflicts were declared.

1.4 Additional Agenda Items

There were no additional agenda items.

1.5 Confirm Minutes

Otago Polytechnic Limited (The Company) Meeting of the Board (Open) 20 May 2021, the minutes were confirmed as presented.

RECOMMENDATION Mike Collins/Justin Lester

That the minutes of the open section of the meeting held on 20 May 2021 be approved as a true and correct record.

AGREED.

1.6 Matters Arising/Actions

Bicultural competency training is to be scheduled for the Board.

2. REPORTS

2.1 Chief Executive

Dr Gibbons reported on the following:

- Enrolments currently 114% ahead of allocated TEC funded EFTS and expected to rise
- Industry Visits
 - Sarah Ramsay, United Machinists - has taken four students on a degree apprenticeship
 - Ceri McLeod, Southland and Otago Regional Engineering Collective and Ivan Hodges from Ministry of Education
 - Jason Tibble, Regional Commissioner for the Ministry of Social Development re training incentive allowances
 - Attended Mayoral Dinner to welcome NZ and Australian based ambassadors visiting Dunedin
- Media Report for May
- Summarised Finance Report for the period ended 31 May 2021

3. MATTERS FOR NOTING

3.1 Board Calendar

Noted.

3.2 Executive Leadership Team Interests Register

Noted.

3.3 Staff Committee

A summary of the staff committee meeting held on 17 May was provided.

Phil Osborne added the following comments:

- Staff appear to be positive in general
- There have been some resignations and the Committee is now two members short
- Aiming to get more early tenured staff involved with the Committee
- Good feedback on the Chief Executive/Board Chair staff forum
- Steven Turnbull had spoken to the Committee regarding the recent spear phishing attacks.

3.4 Student Committee

A summary of the student committee meeting held on 26 May was noted.

3.5 Academic Committee

A summary of the Academic Committee meeting held on 8 June was noted.

4. MEETING CLOSED

4.1 Meeting Closed

Next meeting: Otago Polytechnic Limited (The Company) Meeting of the Board (Open) - 22 Jul 2021, 11:30 am

Signature: _____

Date: _____

ACTION SHEET - OPEN			
Date	Action	Responsibility	Due date
22-04-2021	Board to undertake bicultural competency training	All	31-08-2021

OTAGO POLYTECHNIC LIMITED	
BOARD PAPER	
OPEN AGENDA	DATE: 22 JULY 2021
ITEM: CHIEF EXECUTIVE'S REPORT	
PRESENTED BY: Dr Megan Gibbons	

Enrolments

Enrolments remain high with good demand across all areas. Semester 2 applications are tracking well. We are currently at 116.5% of our allocated TEC funded EFTS, and 104% of our international forecast EFTS.

Good News

Our marketing team have been named finalists in the [NZ Marketing Awards](#). The campaign which was Map your Future – Follow the jobs, follow your dreams, follow your passion was developed during Covid lockdown for Semester 2 2020 and then into 2021. This happened while the team also underwent a restructure and alignment of purpose.



We had 2 staff nominated for Prime Ministers Tertiary teaching awards for sustained excellence in teaching. We have heard that one has been successful and will have the

awards presented later this year. This brings the number of National Tertiary Teaching award winners to 22 for Otago Polytechnic.

The Foundation learning pre graduation was held on Wednesday the 30th June where the success of the learners was celebrated with whanau, friends and staff. It was a great opportunity to hear the impact that education has and the pathways that these learners are taking.

Honours Fashion Graduate Taylor Pumphrey won the Miromoda Emerging designer award and was the overall winner at the recent Miromoda awards, she will now show at NZ Fashion Week. This is a competition for Māori and Pasifika designers. Taylor was awarded a Bachelor of Fashion with 1st Class Honours in 2019.

Summarised Finance Report for the period ended 30 June 2021

The following table provides an overview of Otago Polytechnic's 2021 financial performance to date and compares this against the forecast with variances.

June 2021	2021 Year to Date Actual	2021 Year to Date Forecast	Variance
	(\$000s)	(\$000s)	(\$000s)
Revenue	\$ 53,705	\$ 53,817	\$ (112)
Expenditure	\$ 48,446	\$ 49,376	\$ 930
Net Surplus before extraordinary income	\$ 5,259	\$ 4,441	\$ 818
Extraordinary Income	\$ 1,100	\$ 1,100	\$ 0
Net Surplus	\$ 6,359	\$ 5,541	\$ 818
Capital Expenditure	\$ 3,991	\$ 4,063	\$ 72
Employment Cost as a percentage of revenue	52.7%	53.1%	0.4%
Student Fees as a % of revenue	34.9%	35.6%	0.7%
Government Funding as a % of revenue	53.2%	52.9%	(0.3)%
Working Capital	44.5%	43.5%	1.0%
Cash In/Cash Out	136.5%	136.2%	0.3%
Net Monetary Assets (000's)	\$ (6,065)	\$ (6,877)	\$ 812
Debt / Equity Ratio	24.8%	25.7%	1.0%
EFTS	5,250.2	5,138.2	112.0

Key Points:

- The net operating surplus of \$6,359k is favourable to forecast by \$818k mainly due to reduced spending across most areas.
- Capex is lower than forecast by a net \$72k due to timing of the shovel ready building project.
- Net Monetary Assets are currently favourable by \$812k, mainly due to the reduced expenditure.
- EFTS enrolments of 5,250 are favourable to YTD forecast by 112. This is due to additional enrolments across multiple programmes.

Media Report

Attached is a summary of Otago Polytechnic's external media activity.

Dr Megan Gibbons
Tumu Whakarae/Chief Executive



A summary of Otago Polytechnic external media activity, from June 1, 2021 – June 30, 2021. Produced by Karen Spreckley, Business Support Administrator.

- 227 news mentions.
- Coverage reached a cumulative audience of 2.17 million.
- Social Networks had the highest volume of coverage (79 mentions)
- The outlet with the highest volume was Facebook with 52 mentions.

Key themes of coverage:

Senior staff from Te Pūkenga visited Otago Polytechnic on 23 June to consult with staff. The focus up to now has been consultation primarily with students, and this will now shift to engaging more widely with staff, employers and industry to across the country leading up to the formation of an operating model.

Otago Polytechnic's NZ Certificate in Electric Vehicle Automotive Engineering L5, started in 2019, continues to grow and is set to grow even more following on from the government's announcement of a rebate scheme for new or unregistered used electric cars. The polytechnic is looking develop and roll out more programmes for electric and hybrid vehicles going forward.

Six emerging designers were recognised at this year's iD International Emerging Designers Awards held in partnership with Otago Polytechnic.

An Otago Polytechnic Fashion Design student has created a subscription service where women can sign up and select a variety of outfits for hire during the pregnancy period. Women often felt they lost their sense of style during pregnancy and buying clothes that were only worn for a few months was expensive. She would be creating her own range of clothing for the site.

The Wildlife Hospital, started at Otago Polytechnic in 2018, has been awarded \$75,000 a year for the next three years in grants from the DCC. This will cover operating expenses and pay veterinarian salaries.

OP WEBSITE

There were more than 237K page views in the past month. New website visitors comprised approx. 39.76% of traffic (the remainder were returning visitors); the average time spent per view was 2min 20sec.

SOCIAL MEDIA

Social Media activity and engagement across all channels continues to be strong. Facebook followers now 15.4K.

INSTAGRAM

3.8K followers; reflecting strong numbers on this channel.

LINKEDIN

Otago Polytechnic's main LinkedIn page has 15.5K followers, reflecting strong numbers on this channel.

OTAGO POLYTECHNIC LIMITED BOARD PAPER	
OPEN AGENDA	DATE: 22 JULY 2021
ITEM: BOARD CALENDAR	
PURPOSE: Attached for noting is the Board calendar.	

BOARD CALENDAR 2021/22

Meeting/Event	July	Aug	Sept	Oct	Nov	Dec	Jan 22	Feb	Mar	April	May
Annual Report Sign off											
Budget			23 Sept								
Board Meeting	22 July	19 Aug Marae	23 Sept	19 Oct Auckland	18 Nov			17 Feb	24 Mar	21 April	19 May
ELT, Student and Staff convenors to attend			23 Sept					17 Feb			19 May
Fees Set											
International											
Domestic			23 Sept								
Strategy Review											
Audit and Risk Committee			10 Sept			16 Dec					
Graduation	23 July 1.30pm					17 Dec					
Maori Pre-Grad	22 July					16 Dec					
Pasifika Pre-Grad	21 July					15 Dec					
Komiti Kawanataka Thurs at 12.30pm	1 July	5 Aug	2 Sept	1 Oct	4 Nov	2 Dec		3 Feb	3 Mar	7 April	5 May
Performance Review Committee				15 Oct							

Meeting/Event	July	Aug	Sept	Oct	Nov	Dec	Jan 22	Feb	Mar	April	May
Health and Safety Committee		2 Aug		4 Oct		6 Dec		7 Feb			
OP Events											
- Student Showcases Site					TBC 19 Nov						
- Awards - Distinguished Alumni			17 Sept								
- Long Service - Staff					5 Nov						
- Christmas Function						3 Dec					

OTAGO POLYTECHNIC LIMITED BOARD PAPER	
OPEN AGENDA	DATE: 22 JULY 2021
ITEM: EXECUTIVE LEADERSHIP TEAM INTERESTS REGISTER	
PURPOSE: The Executive Leadership Team Interests Register is attached for noting.	



OTAGO
POLYTECHNIC
Te Kura Matatini ki Otago

OTAGO POLYTECHNIC INTERESTS REGISTER – EXECUTIVE LEADERSHIP TEAM

Register to be maintained for the Executive Leadership Team and kept by the Chief Executive's office as per policy CP0012.06 Disclosure of Interest.

Date Updated	Name	Interest Disclosed	Nature of Potential Conflict of Interest with Otago Polytechnic	Pecuniary or non-pecuniary	Agreed approach to manage
1 February 2019	Philip Cullen	Cliffs Road Trading Board Member: <ul style="list-style-type: none"> – OP Auckland International Campus Ltd – Otago Polytechnic Education Foundation – Open Education Resource Universitas 	Potential only		
20 November 2020	Megan Gibbons	Otago Boys High School Board of Trustees Judge Otago Sports Awards Board member: <ul style="list-style-type: none"> – Wildlife Hospital – Open Education Resource Foundation University – Otago Polytechnic Auckland International Campus – TANZ eCampus 	OP is a sponsor		Ensure I am not involved if either of these organisations were in discussion with OP OP award chosen by Sport Otago and not judged on by judges

Date Updated	Name	Interest Disclosed	Nature of Potential Conflict of Interest with Otago Polytechnic	Pecuniary or non-pecuniary	Agreed approach to manage
21 April 2020	Janine Kapa	Board Member: – A3 Kaitiaki Ltd (Chair) – Kōkiri Training Centre (Chair) – Otago Youth Wellness Trust – KUMA (Southern Māori Business Network) OP representative on Grow Dunedin Partnership Steering Group Member, Kāti Huirapa Rūnaka ki Puketeraki Partner, Kia Māia Bicultural Communications Brayden Murray, Director: Learner Services – partner 6-month 0.6 FTE secondment to Te Pūkenga, effective 1 Oct 2020 – 31 Mar 2021	Potential only Potential for similar clientele Potential only Potential for bias Potential only Potential only Potential supplier Personal interest Potential only	Pecuniary Non-pecuniary Non-pecuniary Non-pecuniary Non-pecuniary Non-pecuniary Pecuniary Both Non-pecuniary	Proceed with: <ul style="list-style-type: none"> • caution & sensitivity • honesty & integrity • transparency
11 February 2019	Oonagh McGirr	Board Member: – Dunedin Fringe Arts Trust – The Malcam Trust – OERU Board			
20 August 2020	Chris Morland	– SIGNAL ICT Grad School – Board member, Dunedin Bowls Ellen Morland, OP staff member spouse	Possible competitor Personal interest	Pecuniary Both	Transparency OP Policy
7 October 2020	Laura Warren	Intern Director - Delta			

OTAGO POLYTECHNIC LIMITED	
BOARD PAPER	
OPEN AGENDA	DATE: 22 JULY 2021
ITEM: STAFF COMMITTEE	
<p>PURPOSE:</p> <p>A summary of discussion at the Staff Subcommittee meeting held on 24 June 2021:</p> <ul style="list-style-type: none"> • Member updates included Capable moving to CWBL; new Head of College in place; Union Collective settled; new risk management tool being trialled in arboriculture programme; Programme Manager from Rainbow Tick NZ will visit in September, workshops will be held in coordination with Otago University; Certificate in Bicultural Competency being delivered to external cohorts and at AIC/Futureskills; Central Campus busy with 600 on waitlist, recruiting more staff. • No nominations for Deputy Convenor • Two vacancies remain on the Subcommittee • Draft Terms of Reference being worked on • Members encouraged to self-nominate as OP representative for the Te Pūkenga Council Staff Advisory Committee • Communications representative – has been discussed with Marketing and Communications, a staff member will be invited to join the Subcommittee ex-officio to continue the support that had been provided by Katherine van Beek. • Leadership of Sustainability at OP - will be followed up at a future meeting. 	

OTAGO POLYTECHNIC LIMITED	
BOARD PAPER	
OPEN AGENDA	DATE: 22 JULY 2021
ITEM: STUDENT COMMITTEE	
PURPOSE:	
For noting, key points from the meeting held on 22 June 2021	

Present: Ezra Tamati (OPSA President), Nika Wood (Health Rep), Rammy El Dessouky (Disability Rep), Emilia Farquhar (TMP Rep), Jake Evans (CDP Rep), Chris Morland, Brayden Murray, Ronda McLaren

1. Chris Williamson, Head of College, Community Development and Personal Wellbeing
 - 23 programmes (exc OSTC), broad range with approximately 85% sub-degree
 - discussed OSTC (formerly Trades Academy) - mostly year 11 and 12 students. Communicated through school career advisors, OP liaison, working with marketing to get information on website. Nika stair-cased into Health via OSTC; Emilia disappointed she never knew it was an option.
2. Action: Ronda to report back on progress with increased **Wi-Fi on H6**
Post meeting - contractors locating cabling to add additional ports. Future Wi-Fi issues can be reported via <https://Wifiform.op.ac.nz>
3. Action: Ronda to query whether heating can be adjusted in The **Robertson Library** Level 1 Booths.
Post meeting - ongoing issue, Scott Venning (subject librarian/manager) investigating.
4. Rammy has written to the **National Disabled Student's Association** stating if they are going to speak on our behalf, please consult/talk with us. Hope to fix communication barrier for the greater good.
5. Ezra raised concern wrt **reassignment of F131 and F132** to Counselling Rooms
 Action: Brayden/Chris discuss proposal and consultation process with Megan, in particular a) meeting space, b) storage, c) start of year.
Post meeting - Ezra/Chris met 25 June. OPSA supportive of Counsellors moving into spaces. Need to resolve set up of shared room for counsellor (Wed only) and OPSA other days; storage space; and recording ownership of Artwork that belongs to OPSA.
6. Imagery and signage being installed in H102 prior to **Te Punaka Owheo** moving across.
7. Trades Training Centre
 - weekly updates lost on noticeboard - can they be larger, more obvious, in the lift(s), e-mailed to affected students and posted on Facebook.
 - Endeavouring to keep staff up to date and find alternate rooms if required.
8. Can Student Success make options for Counselling more visible at counter. Easy if you go online, but no 'take away' resource if you drop by. Proposed increase to Learning Advisors welcomed as increasingly difficult to book meetings with them.

9. Additional **T AFL/H AFL** funding purchasing in progress with Laptop Library and additional frozen meals, food, and fuel vouchers.
Action: Ronda to provide high level T AFL/H AFL reports to Ezra.
10. Nika via OUSA Parents Club queried parental room F121 has no change table. Change table in the shared gender toilet not easily found or widely known.
Post meeting - G313 is the Parent's Room, sticker to be removed from F121 which is a quiet room.
11. Next meeting
Student Forum with CE Megan Gibbons - Tuesday 3 August at 12 noon in G201/203
OP/OPSA Meeting - TBA late August, invite Tracey Howell and Annie Blair from Campus Services.



Otago Polytechnic Limited

BOARD PACK

for

Otago Polytechnic Limited (The Company) Meeting of the Board (Closed)

Thursday, 22 July 2021

12:30 pm

Held at:

Puna Kawa or via Teams

Level 2, Mason Centre, Otago Polytechnic

OTAGO POLYTECHNIC LIMITED	
BOARD PAPER	
CLOSED AGENDA	DATE: 22 JULY 2021
ITEM: RESOLUTION TO EXCLUDE THE PUBLIC	
RESOLUTION	
<p>That under Section 48 (1) Local Government Official Information and Meetings Act 1987, and the Official Information Act 1982, with the exception of Executive Leadership Team members the public be excluded from the meeting.</p>	

The general subject of each matter to be considered while the public is excluded, under section 48 (1) of the Local Government Official information and Meetings Act 1987 and the Official Information Act 1982, and the reasons for passing this resolution in relation to each matter are as follows:

General subject of each matter:

1. Conflict of Interest
2. Confirmation of Minutes
3. Matters Arising/Actions
4. Reporting Timeframes
5. Chief Executive's Report
6. Finance
7. Health and Safety
8. Capital Commitments
9. Campus Development
10. Governance Risk Management Framework
11. Future Focus Strategic Directions
12. Additional Funding for Learners
13. Māori Annual Report
14. EPI Trends 2020
15. Te Pae Tawhiti Action Plan
16. Contracts Signed
17. Executive Leadership Team Gifts Register

Reasons for passing this resolution in relation to the agenda:

Enable the polytechnic holding the information to carry out, without prejudice or disadvantage, commercial activities.

Prevent the disclosure or use of official information for improper gain or improper advantage