

Manukau Institute of Technology Limited

(the Company)

Minutes of a meeting of the Board of Directors

(Board)

30 April 2020 at 10.50am**Open Session Minutes**

These are the minutes of the open session of a meeting of the Board of the Company held on 30 April via Microsoft Teams.

Present

Directors present: Andrew Lesa, Monique Cairns, Peter Parussini, Robert Reid, Steven Renata, Ziena Jalil.

Peter Winder chaired the meeting.

Other attendees present: Gus Gilmore, Michelle Tierney, Martin Carroll, Peseta Sam Lotu-liga, Jenna Woolley, Kirsten Sargent, Stuart Middleton, Merran Davis (Interim CE of Unitec), Antoinette Wood (note taker).

Apologies

No apologies were received.

Administration

- Meeting schedule for 2020
- Register of interests

Formal motion for moving into closed session for specific agenda items

It was resolved that, pursuant to section 48(1)(a) of the Local Government Official Information and Meetings Act 1987 ("the Act") and amendments, the public be excluded from the following parts of the proceedings, namely agenda items on the subjects outlined below.

Reason: To enable the Board to carry out, without prejudice or disadvantage, commercial activities (section 7(2)(h)).

It was further resolved that members of the MIT Executive Team, and others (as required) remain at the meeting because their knowledge of the issues involved may be helpful to the Board.

2.	Preliminaries 2.1 Minutes of Academic Committee Closed Session held 1 April 2.2 Matters arising
3.	Items for approval 3.1 Updated ANZ Banking Documents 3.2 Campus Masterplan
4.	Regular reports 4.1 Chief Executive Closed Session Report 4.2 Sales Funnel Data 4.3 Financial Report Detailed Commentary, including 2020 COVID-19 forecast scenario information
5.	Items for information 5.1 Report on CoVE 5.2 Status of Audit recommendations

Proposed: P Winder

Seconded: S Renata

Carried

Preliminaries

7.1 Minutes of the First Board Meeting held 2 April 2020

It was resolved that the Board confirm the minutes of the First Board Meeting held on 2 April 2020.

Proposed: P Winder

Seconded: Z Jalil

Carried

7.2 Minutes of the Academic Committee Open Session held on 1 April 2020

It was resolved that the Board receive the minutes of Academic Committee Open Session held on 1 April 2020.

It was further resolved that the Board ratify the decisions made by the Chair of the Academic Committee as set out in the Academic Committee Open Session minutes, namely:

1. to waive the six months minimum lead time to cancellation for programme intakes for international students currently outside of New Zealand (as per Student Regulations 5.1.1), noting that a full list of the programmes to which this waiver applies will be supplied to the next meeting of Academic Board; and
2. to allow International students of MIT currently in New Zealand to continue or commence courses in online mode at least until such time as on-campus delivery can resume.

Proposed: P Winder

Seconded: A Lesa

Carried

7.3 Open Correspondence

It was resolved that the Board note the correspondence received and sent since the last meeting of the Board held on 2 April 2020.

Proposed: P Winder

Seconded: M Cairns

Carried

Items for approval

8.1 Granting of awards

The Chief Executive stated that the normal academic robustness around the granting of these awards has been followed and the students have met the necessary requirements for the Granting of the Awards.

It was resolved that the Board confirm the Sealed Awards granted by the Chief Executive under the delegated authority of the Board since the last Council meeting held on 26 March 2020.

Proposed: P Winder

Seconded: Z Jalil

Carried

8.2 Updated Statute One and associated documents

It was noted that more work needs to be done around the Standing Committees and their membership before these documents are approved.

It was resolved that the Board receive the documents and agree to adopt the associated documents through an out of session electronic voting process.

1. Statute One: The Board Membership, Meetings, Fees and Committees Statute
2. MIT Standing Orders
3. E-Meeting Protocols

Proposed: P Winder

Seconded: P Parussini

Carried

8.3 Debt Covenant Compliance 31 December 2019

It was noted that Peter Parussini declared a conflict of interest and would not take part in this discussion.

It was resolved that the Board approve the ANZ Bank Certificate of Compliance and the following two directors of the Board were nominated to sign the document for and on behalf of the Board.

Peter Winder and Monique Cairns

The two nominated directors gave verbal approval to the Board secretary to allow their electronic signatures to be attached to this document.

Proposed: P Winder
 Seconded: M Cairns
 Carried

8.4 Establishment of Audit & Compliance Committee and Terms of Reference

It was resolved that the Board receive the Audit & Compliance Committee Terms of Reference and agree to adopt the associated documents through an out of session electronic voting process.

Proposed: P Winder
 Seconded: M Cairns
 Carried

Regular reports

9.1 Chief Executive Open Session Report

The report updated the Board on relevant issues and opportunities. It was noted by the Chair that there will be an announcement very soon from the Government regarding the issue of devices to tertiary students who are in need, and that we should be ready to respond to this.

It was resolved that the Board receive the report.

Proposed: P Winder
 Seconded: R Reid
 Carried

9.2 Health and Safety Report

The report was taken as read. The following question was raised:

Regarding the incident at the Maritime school, this is not the first incident of its type. Is this a function of the nature of the subject matter being taught, or is there a wider cultural or teaching process problem there?

The report did find that there were factors relating to both of these points and recommendations have been made to address these factors. It was confirmed that, if the recommendations are adopted, the risk will be minimised. There is oversight in place to ensure the recommendations are implemented.

It was resolved that the Board receive the status report on Health and Safety at MIT for the month of March 2020.

Proposed: P Winder
 Seconded: P Parussini
 Carried

9.3 Financial Report

The report was taken as read. The EGM Strategy and Support Services was congratulated on being seconded to the role of Interim CFO for the IST on a part time basis.

It was resolved that the Board receive the March 2020 Financial Report.

Proposed: P Winder

Seconded: R Reid

Carried

9.4 Maori Report

The report was taken as read.

The question was raised as to the progression of the DCE Maori role.

Advertising is in place and there is a shortlist. We want to go further with the advertising of the role before progressing to the interview stage. There is thought being given as to whether the two similar roles could be combined between MIT and Unitec.

It was noted that the updating of official documents should include replacing any reference to the 'Treaty of Waitangi' with 'Te Tiriti o Waitangi'.

It was resolved that the Board receive the report.

Proposed: P Winder

Seconded: R Reid

Carried

Items for information

10.1 Review of Risk Register

The report was taken as read. The Board was invited to make recommendations on improvements that could be made to the report going forward. The following suggestions were made:

It was recommended that the Risk Scoring Matrix – Strategic Risks records the impact on staff as well as students.

Consider using the metrics of People, Finances and Assets to present to Board.

It was resolved that the Board receive the updated Risk Register that sets out the strategic risks for MIT Ltd and includes the risks associated with COVID-19.

Proposed: P Winder

Seconded: Z Jalil

Carried

Closure

The meeting was closed with a karakia.

There being no further business the chairperson declared the meeting closed at 12.59pm.

Dated: 30 April 2020

Signed as a correct record:

Chairperson