Minutes of the Seventh Meeting
of The Open Polytechnic of New Zealand Limited Board Meeting
held at The Open Polytechnic of New Zealand Ltd
on 20 November 2020 at 11.30am
PUBLIC BUSINESS

Present:
Vaughan Renner (Chair)
Dr Therese Arseneau
Jerry He
Breccan McLeod-Lundy
Murray Strong
Sue Sutherland
Dr Karen Vaughan

In Attendance:
Dr Caroline Seelig, Chief Executive
Neil Carroll, Deputy CE & Executive Director Academic Services
Murray Hill, Executive Director, Financial Services
Dr Alison Harrison, Executive Director Strategy
Shelley Fitzpatrick, Board Secretary

The meeting opened with the Polytechnic's karakia.

1.0 Apologies

There were no apologies.

2.0 Directors' Interests Register

The Directors' Interests Register was noted.

There were no conflicts of interest received for today's meeting.

Action: T Arseneau and M Strong declared new interests to be emailed to the Board Secretary for updating the Interests Register.

Motion

Moved from the Chair:
That the Board notes the Directors' Interests Register.

Agreed

3.0 Confirmation of the Minutes of the Public Meeting held on 18 September 2020

Motion

Moved from the Chair:
That the minutes of the Public Meeting held on 18 September 2020 be confirmed as a correct record.

Agreed

4.0 **Matters Arising from the Previous Meeting (and not listed elsewhere)**

Action items were reviewed; it was noted that all actions are either complete or under action for future meetings.

5.0 **Correspondence**

There was no correspondence.

6.0 **Academic Matters**

6.1 **Academic Committee**

This report provided an update to the Board on issues discussed at the recent Academic Committee meeting and was taken as read.

"Sufficient" is the highest rating possible for a Consistency Review.

It was noted there has been an increase in alleged Academic misconduct (e.g. collusion, plagiarism) incidents compared to this time last year. Design of new assessments for Real Estate programmes is a work in progress.

Action: Given the direct relationship of OPNZL's Academic Committee with Te Pūkenga's Academic Board, M Strong to get clarification from Te Pūkenga regarding whether OPNZL Academic Committee minutes require OPNZL Board approval or if the minutes are just for noting.

Motion **Moved from the Chair:**
That the Board notes the report and receives the minutes of the Academic Committee meetings held on 04 September and 02 October 2020.

Agreed

6.2 **Student Advisory Group Update**

The Board received the paper which provided an update on consultation with the Student Advisory Group (SAG). In this round of consultation, the SAG was asked to provide feedback for the Ministry of Education that would represent the distance learning student experience at Open Polytechnic to be used as part of the MoE's consultation on their development of the Code of Practice for the Pastoral Care of Domestic Students.

There was a query around quality measures and pastoral care for work placements. Sometimes learners make their own work placements; an OPNZL staff member manages the placements, contracts and employer training if needed.

While the SAG feedback is valued by both Management and the Board, it was noted that SAG members are not representative of the majority of OPNZL's learners. The Board suggested that given OPNZL is an online organisation, Management could look to engage more with learners using technology in order to get a wider sample of learners' feedback. **Action:** Management to consider how OPNZL can best receive the learners' voices, noting it is important to factor the distance learners' perspective into the Te Pūkenga operating model.

Motion	**Moved from the Chair:** **That the Board notes the feedback from the Student Advisory Group.** **Agreed**

7.0 **Governance Matters**

7.1 **Policies**

This paper provided the Board with the list of policies that previously required Council approval or consultation with the Audit, Finance and Risk Committee.

The Board received and approved the updated Policy Development Policy.

It was agreed that the Audit, Finance and Risk Committee will review and recommend the selection of policies listed in the paper for Board approval.

It was felt that AFRC will need to meet every two months to stay on top of policy review.

Motion

Moved from the Chair:
That the Board:

- **Approves the updated Policy Development Policy; and**
- **Endorses the selection of policies listed in the paper for the Audit, Finance and Risk Committee to review and recommend for Board approval.**

Agreed

7.2 **Governance and Academic Statutes**

This paper updated the Board on the progress of updating the Governance Statute and Academic Statute.

The updated Governance Statute was not approved.

Action: The MIT Statute is to be used as a template and adapted to suit OPNZL. OPNZL Committee Terms of Reference and delegations to be included in the OPNZL Governance Statute. A clean copy (without tracked changes) of the updated OPNZL Governance Statute to be brought to a future AFRC meeting for review and recommendation for Board approval.

Motion	**Moved from the Chair:** **That the Board:** **Advises Management to use the MIT Governance Statute as a model for OPNZL's Governance Statute.**

Agreed

8.0	**General Business**
8.1	**December 2020 meeting** The final meeting of the year will be a workshop to conclude by midday on 18 December (this will allow the campus to close at midday). AFRC will be held on the afternoon of 17 December.
8.2	**2021 Board & Committee Meetings** 2021 Board meetings to be held 10am – 2.30pm on the third Friday of each month; it will be determined closer to the date whether each session will be a meeting or a workshop. AFRC meetings to be held every second month; the Committee will look to hold many meetings virtually.

9.0 **Motion**	**Strategic Matters: Public Excluded Business** **Moved from the Chair:** **That the Board:** **Excludes the public from the following parts of the proceedings of the meeting, namely:**

PE 10.0	Apologies
PE 11.0	Confirmation of Minutes
PE 12.0	Matters Arising
PE 13.0	Correspondence
PE 14.0	OPNZL Performance Dashboard
PE 15.0	Strategic Planning 2020-22 & Business Planning 2021
PE 16.0	2021 Budget Assumptions
PE 17.0	Board Committee Updates
PE 17.1	Audit, Finance and Risk Committee
PE 17.1.1	Cyber Security – PII
PE 17.1.2	2020-22 Audit Proposal & Engagement
PE 17.2	People & Performance Committee
PE 18.0	ESA Publications (NZ) Ltd. Board Update
PE 19.0	General Business

The subject matter to be considered while the public is excluded; the reason and the specific grounds for the passing of this resolution are as follows: General subject of each matter to be considered	Grounds for passing this resolution in relation to each matter (S48)	Reasons for the passing of this resolution (S72)
PE 10.0 Apologies PE 11.0 Confirmation of Minutes PE 12.0 Matters Arising PE 13.0 Correspondence PE 14.0 OPNZL Performance Dashboard PE 15.0 Strategic Planning 2020-22 & Business Planning 2021 PE 16.0 2021 Budget Assumptions PE 17.0 Board Committee Updates PE 17.1 Audit, Finance and Risk Committee PE 17.1.1 Cyber Security – PII PE 17.1.2 2020-22 Audit Proposal & Engagement PE 17.2 People & Performance Committee PE 18.0 ESA Publications (NZ) Ltd. Board Update PE 19.0 General Business	That public conduct of these items would be likely to result in the disclosure of information for which good reason for withholding exists	To enable the Polytechnic to carry out, without prejudice or disadvantage, commercial activities (S7)

a) **Permit the following to remain at this meeting for items PE 10-19 after the public has been excluded, because of their specialist knowledge of the subjects:**
   - Dr Caroline Seelig, Chief Executive
   - Neil Carroll, Deputy CE & Executive Director Academic Services
   - Murray Hill, Executive Director, Financial Services
   - Dr Alison Harrison, Executive Director Strategy
   - Shelley Fitzpatrick, Board Secretary

Agreed