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08 December 2023

s9(2)(a)

Dear s9(2)(a)

**Official Information Act 1982 request – copies of ENZ Board Minutes from May 2023 to present and dates for 2024 Board Meetings**

I refer to your official information act request (OIA), received by Education New Zealand (ENZ) on 12 November 2023;

*May I further request the full meeting minutes of the board from May 2023 to now and also request the meeting dates for next year if that has been decided.*

*To ensure public transparency, I also encourage the board and ENZ to consider putting the full board meetings and agendas on your website.*

Please find attached copies of ENZ's Board Minutes from May 2023 to September 2023.

This information is being partially released to you, subject to the following withholding grounds of the OIA:

- Section 9(2)(a) – privacy of natural individuals;
- Section 9(2)(b)(ii) - would be likely unreasonably to prejudice the commercial position of the person who supplied or who is the subject of the information;
- Section 9(2)(f)(iv) – the confidentiality of advice tendered by Ministers of the Crown and officials;
- Section 9(2)(g)(i) - maintain the effective conduct of public affairs through the free and frank expression of opinions by or between or to Ministers of the Crown or members of an organisation or officers and employees of any department or organisation in the course of their duty.

Regarding the second part of your request, please find below the dates for ENZ Board meetings for 2024:

Month	Board meeting for 2024
January	N/A
February	21 February
March	20 March
April	23 April
May	22 May
June	20 June
July	31 July
August	21 August
September	25 September

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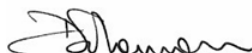
October	23 October
November	20 November
December	11 December

Thank you for your comment on providing our Board minutes on our website.

Information about how to make a complaint is available at  
<https://www.ombudsman.parliament.nz/> or freephone 0800 802 602.

Please note that it is our policy to proactively release our responses to official information requests, where possible. We do not publish requesters' personal information. Please contact us if you have any questions about this.

Yours sincerely



Di Solomon  
General Manager  
Government Relations

# Education New Zealand – Manapou ki te Ao

## Board Meeting Minutes

Monday 29 May 2023, 9.00am to 12.20pm

Education New Zealand, Level 5 Lambton House, 160 Lambton Quay, Wellington and via Zoom

PRESENT: Tracey Bridges (Chair), Lyn Provost, Linda Sissons, Daniel Wilson (left meeting between 10.10am-11.00am), Ziena Jalil, Rachael Tuwhangai (left meeting between 9.45am-11.15am), Dr Thérèse Arseneau (left meeting between 9.42am-10.30am)

IN ATTENDANCE: Matt Penney, Karim Dickie (Secretary)

Alison Dorrington and Colin McGregor (for item 2.2), Geoff Bilbrough, Abby Humphries and Sahinde Pala (for items 2.3 to 2.5), Sanjay Sewambar (for item 3.1).

APOLOGIES: Nil.

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### 1.1 Apologies; Disclosures of interest

No apologies were noted.

Rachael Tuwhangai requested removal of: Virtual Learning Network (VLN) and Korowai Manaaki Youth Justice Residence; double up of Māori and Pasifika Support Services (Co-Director); and Maniapoto Māori Trust Board to be replaced with renamed Te Nehenehenui Trust Board.

Ziena Jalil: Cancer Society of New Zealand and TupuToa to be removed. Cancer Society Auckland Northland to be removed at end of August 2023.

### 1.2 Minutes of the previous meeting and action items

The Chair proposed that the minutes of the 26 April 2023 meeting be approved as a true and accurate record.

**Moved:** Ziena Jalil

**Seconded:** Daniel Wilson

In discussing the action items, Rachael Tuwhangai raised a question about the Professor Bean panel, and the inclusion of indigenous perspectives, questioning whether this was the appropriate format or place for that discussion. For further exploration with the Chair and Wendy Kerr.

### 2.1 Chief Executive's report

The report was taken as read. The Acting Chief Executive noted the positive momentum following the Chief Executive led delegation to India. He also reported on the robust engagement with Government agencies around the business planning process and how Immigration New Zealand visa processing

numbers were tracking. The Acting CE said INZ have decided 2669 student Visa applications in last 14 days. He raised one red flag in the Operations report due to the Connect2NZ project being unable to meet their milestones due to staff movements and illness. He advised the Board that ENZ is working closely with them to work through alternative options to achieve the objectives via a different methodology. Therefore, they may utilise their remaining funds to contract third party providers to achieve the outcomes of the project. The Acting CE also noted the upcoming Manatua staff recognition award and Wellington office refit.

The Board were interested to understand whether ENZ had any role in informing international students about the changes to New Zealand's school curriculum. On finances, the Board asked about the revenue variance and whether there was any concern about an end of financial year hockey stick. The Board expressed interest in having a lengthy discussion on risk at a future Board meeting.

## 2.2 Safety and wellbeing

The Board expressed its thanks to the Director – People, Culture and Capability for the work to date on the reporting framework. The Director – People, Culture and Capability noted that she was looking at refining organisational risk reporting to align with what is happening across the organisation already. Further, that the forward approach would be to look at measuring organisation health in a more holistic way.

The Board were interested to understand the moderate rating given to hosting events and what controls were needed to see an improvement. The Board also asked about ENZ's Emergency Management Plan. The Director – People, Culture and Capability advised that the review of the Business Continuity Plan (BCP) was currently underway and that building safety and wellbeing across the organisation was identified as a key focus area for 2022/23.

The Board noted that this is an area for the newly formed People and Culture Committee to look closely at and support the Director PCC in developing.

## 2.3 Minister's Quarterly report: Quarter 3 (January to March 2023)

The Board discussed Education New Zealand's (ENZ's) performance during the third quarter of 2022/23, being the quarter between 1 January and 31 March 2023. The Board recommended that pre-COVID-19 student visa numbers also be included in the report to show the pre and post pandemic comparison. On page 4, the Board noted that Te Pūkenga does not have any subsidiaries and that the line needed to be updated.

The Board requested that the material contained in this report, particularly the monitoring against performance measures, come to the Board in a more timely manner and as it is available.

Subject to minor amendments, the Board approved sending ENZ's quarterly report for 1 January to 31 March 2023 to the Minister of Education.

The Board noted that ENZ intends for its Quarter Four report for 2022/23 to be a summary of financial statements and performance measure outcomes only.

**Moved:** Linda Sissons

**Seconded:** Daniel Wilson

## 2.4 New Zealand Manaaki Scholarship Programme invoice approval

The Board approved for the Chief Executive to make one-off payment of the following invoices for the Manaaki Scholarship expenditure incurred in March and April 2023:

s9(2)(b)(ii)

**Moved:** Lyn Provost

**Seconded:** Ziena Jalil

The Board approved an increase to the Chief Executives authority to pay invoices from \$1.0 million to \$5.0 million (excluding GST) for Manaaki scholarship costs only. To align with this change, the Board requested that the Chief Executive authority to approve contracts decrease from \$10.0 million to \$5.0 million. The Board approved these changes, noting the need to discuss the changes with the Chief Executive, who is currently travelling overseas.

The Board noted that all Manaaki contracts in 2022/23 were novated from MFAT and all transactions are verified based on the approved budget and invoice report in the Scholar and Alumni Management System (SAM).

The Board congratulated the General Manager – Sector Services and the Manaaki Scholarship team for the work being done, noting that they were impressed by the speed of service provided following a recent Board member query.

**Moved:** Lyn Provost

**Seconded:** Tracey Bridges

## 2.5 Advertising Services Media Provider

The Board were provided an overview of the Advertising Services Media Provider panel review and Request for Proposal (RFP) process.

The Board approved the panel recommended proposal from McCreedy Bale Media (MBM) to become the new Advertising Media Services provider to ENZ at an estimated cost of \$1.13m over three years.

The Board also delegated to the CEO the authority to sign and execute the contracts.

The Board noted the contract is for an initial three-year term (reviewed annually) with an option to extend the contract for a further year at a time thereafter, up to a maximum of five years.

**Moved:** Ziena Jalil

**Seconded:** Lyn Provost

## 3.1 Planning approvals and update

The Director – Operations outlined the ENZ strategy and strategic initiatives, the ENZ Markets and rationale for setting those markets, and gave an overview of the next steps.

The Board appreciated the detail provided and progress to date. The Board discussed the prioritisation matrix and the weighting given to each column in the market broader selection criteria slide.

In terms of the strategic priorities and initiatives, the Board endorsed the overall approach, but noted a desire to see a stronger focus on and investment in innovation and future focus.

The Board requested that changes be made to the selection of initiatives, to ensure that in the course of the year the organisation has the workstreams and resources needed to make real progress towards influencing sector innovation. As a minimum, the Board identified the development of a transformation strategy for the sector as a key deliverable for the year.

There was significant discussion about the nature of the expected initiatives and the amount of funding likely to be required to support the efforts, with different approaches explored. The Acting CE advised the Board that funding would likely come out of Goal 1: *Grow inbound student mobility for Aotearoa New Zealand*. The Board requested that the narrative in that section of the document be

amended to reflect that greater focus, and that the budget available to support the work be increased to \$500,000.

The Board requested that a narrative be developed for the *Drive operational excellence* strategic initiative, in line with the others. Further, that the placement of the Drive operational excellence strategic initiative be tested with the Chief Advisor Māori.

The Acting Chief Executive advised the Board that the Draft Business Plan 2023/24 would come to the June Audit and Risk Committee for further discussion if the meeting can be scheduled before the Board meeting, and then to the June Board meeting for final approval.

Subject to changes noted above, the Board approved the Draft Business Plan 2023/24.

The Board noted that complete detailed planning and communications and publishing of plans would take place at the end of June 2023, following Board approval.

**Moved:** Lyn Provost

**Seconded:** Rachael Tuwhangai

#### 4.1 Information only papers

The Board noted the Timeline of ENZ's response to the COVID-19 pandemic and Election Guidance 2023.

#### 5.1 Board only business

The meeting closed at 12.20pm.

Minute	Action	Progress	Responsible
<b>Meeting: 15 December 2022</b>			
3.5	Issues and Risk register to be reviewed, noting feedback received on risk mitigation and RAG ratings.	In progress. Senior Advisor Governance and Risk working on risk management framework, specifically to include an inherent and residual risk component. This will be reviewed by the Audit and Risk Committee in June and come to the Board for feedback. To be implemented in FY23/24.	Alex Spencer, Jo Gilchrist
<b>Meeting: 27 April 2023</b>			
1.3	Paper on ENZRA (Recognised Agents) programme to be provided to the Board as an information paper out-of-cycle	See item 2.1: Chief Executive's report for update. Paper to be provided to Board at 21 July Board meeting.	Sahinde Pala
1.3	Time to be set aside for Board input into CRRF report back to Treasury.	See item 3.2: Update on the Diversification of International Education Products and Services report back to the Treasury	Wendy Kerr
5.1	The Board charged its new People and Culture Committee to oversee the development of a policy, procedures and annual paper for Board consideration around the	In progress. First meeting of subcommittee scheduled to take place on Monday 10 July 2023.	Alison Dorrington

	remuneration of offshore staff of ENZ, noting that the work ensure consistency with other NZ Inc agencies.		
<b>Meeting: 30 May 2023</b>			
1.2	Indigenous international education perspectives to be considered in the proposed panel discussion with Professor Martin Bean.	In progress. Meeting between Chair, Board member and General Manager Sector Engagement to be arranged.	Wendy Kerr
2.1	Peak Body letter to the Minister to be circulated to the Board	Completed. Sent to Board on Friday 2 June.	Karim Dickie
2.1	Ensure time for a deep discussion on risk at a future Board meeting.	To be scheduled for July Board meeting.	Karim Dickie
2.3	The Board requested that the material contained in Quarterly Report, particularly the monitoring against performance measures, come to the Board in a more timely manner and as it is available.	Noted.	Abby Humphries
2.4	Delegation changes to be discussed with the Chief Executive, who is currently travelling overseas.	Tracey meeting with Chief Executive on Monday 19 May 2023.	Tracey Bridges
3.1	<i>Encourage and support innovation in the sector</i> narrative to reference the <i>EdTech sector</i> instead of <i>EdTech exports</i> and to clearly note the COVID-19 Response and Recovery Fund (CRRF) report to Treasury and a transformation strategy.	Completed. See agenda item 3.1 Business Plan 2023/24.	Matt Penney, Sanjay Sewambar
3.1	Additional funding be set aside to deliver a transformation strategy.	Completed. See agenda item 3.1 Business Plan 2023/24 and cover memo.	Matt Penney, Sanjay Sewambar
3.1	Narrative be developed for the <i>Drive operational excellence</i> strategic initiative and placement of strategic initiative be tested with the Chief Advisor Māori.	Completed. Discussed and placement agreed by Chief Advisor Māori.	Matt Penney, Sanjay Sewambar
3.1	Draft Business Plan 2023/24 to be included in papers for the June Audit and Risk Committee for further discussion.	Discussed with Chair of Audit and Risk Committee and decision made to defer due to full meeting agenda.	Karim Dickie, Matt Penney

# Education New Zealand – Manapou ki te Ao

## APPROVED Board Meeting Minutes

Wednesday 21 June 2023, 9.00am to 3.40pm

Education New Zealand, Level 5 Lambton House, 160 Lambton Quay, Wellington

PRESENT: Tracey Bridges (Chair), Lyn Provost (left meeting between 11.15am and 12.53pm), Dr Linda Sissons, Ziena Jalil (left meeting between 11.14am and 11.20pm), Rachael Tuwhangai, Dr Thérèse Arseneau

IN ATTENDANCE: Grant McPherson (left meeting between 10.54am and 1.05pm), Matt Penney, Karim Dickie (Secretary)

Di Solomon (left meeting between 10.54am and 1.05pm), Ed Tuari, Geoff Bilbrough, Sahinde Pala, Wendy Kerr, Alison Dorrington and Colin McGregor (for items 2.1 to 3.3), Abby Humphries and (for item 3.2), Tim Brown and Nick McNeil (for item 3.3), Dr Craig Rolfe and Ariana Ngarimu-Goldsmith (for item 4.1).

GUESTS: Peter S. Jackson (for item 4.1)

APOLOGIES: Daniel Wilson.

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### 1.1 Apologies; Disclosures of interest

Advance apologies were received by Daniel Wilson. Lyn also advised in advance that she would need to leave the meeting from 11.15am to 12.45pm.

The register was noted. Rachael Tuwhangai advised that Online Learning Community was to be removed from the register.

Ziena Jalil provided an update via email noting TupuToa was to be removed. Cancer Society of New Zealand to be removed. Cancer Society Auckland Northland to be removed at end of August 2023. These changes were in effect at the 29 May 2023 meeting, so would be reflected in the disclosures section of the minutes of the 29 May 2023 Board meeting.

Thérèse Arseneau asked for Director, J Ballantynes Co Ltd to be added.

### 1.2 Minutes of the previous meeting and action items

Subject to minor amendments, including the correction to the disclosure of interests for Ziena Jalil, the Chair proposed that the minutes of the 29 May 2023 meeting be approved as a true and accurate record.

**Moved:** Rachael Tuwhangai

**Seconded:** Ziena Jalil



### 1.3 Oral update from the Chair

The Chair gave a brief update, noting recent interactions with Special Advisers to the Board and a positive introductory meeting with the Minister of Education.

### 2.1 Chief Executive's report

The report was taken as read. The Chief Executive updated the Board on the meeting he and the Board Chair had with the Minister of Education, the state of the university sector in New Zealand and the challenges domestically, as well as his upcoming trip to the People's Republic of China with the Prime Minister's trade delegation. The Chief Executive also noted a meeting he and the Board Chair had with the Chief Executive of Universities New Zealand. For the Chief Executive's report, the Board were interested to understand the meaning behind the heading of 'Navigating choppy waters'. The Board asked about the Business Plan communications plan, key messages and Frequently Asked Questions. The General Manager – Marketing and Communications advised that there would be a cascading plan which included communications to Education and New Zealand Inc agencies, peak bodies, as well as information to be shared through E-News and the corporate website. The Board offered to support the Senior Leadership Team in the communications process including by attending briefings with identified stakeholders.

On the 2022/23 Strategic Business Plan dashboard appendix item, the Board were interested to understand the RAG status of the project to develop a scoping document to explore how, when and why ENZ should work with non-Code signatories. The Board were advised that this was on hold due to resourcing pressure. The Board requested that an update be provided at the next meeting.

The Board asked about the ongoing nature of Peak Body Forum and ENZ's role, expressing interest in staying informed about developments.

### 2.3 Audit and Risk Committee oral update

The Chair of the Audit and Risk Committee (ARC) provided the Board with an oral update on the ARC meeting which took place on Friday 16 June. The ARC Chair noted the new issues and risks template and proposed approach to report on the residual risk once mitigations have been applied which was considered. The ARC Chair agreed that risk policies and procedures would come to the Board at the July meeting for a full discussion. She advised that the discussion on risk appetite would also be shifted to the July meeting.

The ARC Chair outlined Audit New Zealand's updates, including a new performance measures reporting standard, work underway to get an opinion on audit accounting treatment for ENZ delivery of the Manaaki scholarship programme on behalf of MFAT, and noted interest across Government in personal tax liability for offshore staff.

The ARC noted four items in particular, the Manaaki New Zealand Scholarship (MNZS) change of delegation agreed at the previous Board meeting needs to be reflected in the updated financial policy, disposal of assets to staff, the best approach for identifying the appropriate individual to pay an expense in a group setting, and the domestic lunch reimbursement when travelling policy.

The ARC Chair also noted that the Committee covered the professional development programme for the Board and agreed the Chief Executive's expenses. The ARC Chair asked for the Chief Executive's airfares to NAFSA to be clarified. The ARC Chair also noted that the Board Charter had been reviewed and changes requested, and that there had been a health check on ENZ's finances. Due to the ARC Chair needing to leave the meeting, item – 2.4 Renewal of 12 financial policies was shifted to later in the day.

### 2.2 Safety and wellbeing

The Board noted the Safety and Wellbeing Report for 31 May 2023.

The Director – People, Culture and Capability highlighted reporting on psycho-social harm incidents and giving consideration to raising this appropriately with respect to maintaining privacy of individuals. The Board mentioned WorkSafe guidance may be helpful. The Board commented that offshore staff may not report incidents for cultural reasons and recommended being mindful of how information is gathered.

On the report, the Board were interested to understand the detail around RAG rating status and timeframes.

## 2.5 Prime Minister's Scholarship approval

The Board approved payments for the Prime Minister's Scholarships for Asia (PMSA), specifically:

- \$368,160.00 plus GST to the University of Auckland for the PMSA University of Auckland/ Victoria University/ University of Waikato/ Massey University 6-week IndoGenius Reimagining India Study Tour with IndoGenius India, and
- \$318,600.00 plus GST to TupuToa for the PMSA TupuToa 9-week Pagoda project Sustainability and Migration Internship Programme in Bangkok, Thailand.

The Board noted the payments needed Board approval as the programmes exceed \$300,000.

**Moved:** Rachael Tuwhangai

**Seconded:** Linda Sissons

## 2.6 Manaaki New Zealand Scholarships Programme (MNZSP): Update

The Board noted the programme achievements over the past 12 months and ENZ's initial assessment of progress and learnings as well as health of the partnership with MFAT. The Board also noted the change in approach to the Future State project and ENZ Scholarships Services' proposed Vision Statement. The Board provided comments on the proposed vision and asked about the software management system.

The Board also noted the change in approach to the Future State project to delay the replacement of the scholarship management system until we have a better understanding of the processes and ENZ Scholarships Services' proposed Vision Statement.

## 3.1 Business Plan 2023/24

The Board noted all feedback had been incorporated and noted the changes to the wording of the strategic initiatives for Goal 4 'Encourage and support innovation in the sector' and Goal 5 'Drive operational excellence' on slide four. Further, the Board noted the changes to the budget allocation to Goal 4 'Encourage and support innovation in the sector' on slide 5.

The Board acknowledged the efforts of staff over many months to participate in and complete the process.

The Board approved the ENZ Business Plan for 2023-24.

**Moved:** Rachael Tuwhangai

**Seconded:** Ziena Jalil

## 3.2 Draft Statement of Intent 2023-2027 and Draft Statement of Performance Expectations 2023/24

The Board noted that ENZ management has reviewed the draft Statement of Intent and Statement of Performance Expectations in line with feedback from the Board, the Minister, and ENZ's Crown monitoring agencies. The Board noted ENZ's changes to the draft Statement of Intent, in line with that feedback.

Further, noted ENZ's changes to the draft Statement of Performance Expectations, in line with the approved Business Plan 2023/24 and Ministerial feedback.

The Board commented that there was some repetition in the documents to be addressed. The Board discussed the measures. The Accountability Manager offered to provide more detail on the process around developing the measures. The Board asked for the narrative around operational excellence to come through more strongly from the strategic initiatives.

Subject to minor amendments, the Board approved and agreed to publish the draft Statement of Intent 2023-2027 by 30 June 2023.

**Moved:** Thérèse Arseneau

**Seconded:** Ziena Jalil

Subject to incorporating the flow on changes, the Board approved and agreed to publish the draft Statement of Performance Expectations 2023/24 by 30 June 2023.

**Moved:** Tracey Bridges

**Seconded:** Rachael Tuwhangai

### 3.3 Diversification of International Education Products and Services report back to the Treasury

The Board noted the update on the COVID-19 Response and Recovery Fund Programme (CRRF): Diversification of international education products and services - key learnings and the proposed structure of the report back to Treasury. The Board appreciated the opportunity to contribute early and supported the outline which will form the basis of the final report.

The Board commented that the report should articulate the benefits online learning can have to addressing skills shortages in New Zealand. The Board recommended that student perspectives be included in report, rather than relying solely on feedback given by education providers. The Board encouraged the diversification team to explore successful international case studies and to use these to support the overall recommendations. The Board commented that providing a clear narrative and explaining the evolution of the journey was important to include.

The Board asked for the final recommendations to be clear about how the findings will inform Education New Zealand forward planning, and what tangible actions various stakeholders can take from the report and implement to keep up the momentum.

The Board thanked the diversification team and looked forward to seeing the next iteration of the report.

### 2.4 Renewal of 12 financial policies

The Chair of the Audit and Risk Committee (ARC) outlined the renewal of 12 financial policies which the ARC Committee reviewed. The Board noted the management assessment of the policies was that they were operating effectively, and the improvements adopted since the policies were last approved. The Audit and Risk Committee made further recommendations to the policies.

- Internal Control Framework
- Asset Management
- Business Entertainment, Hospitality and Koha
- Travel

On the recommendation of the ARC Chair, the Board agreed to defer changing the lunch when travelling policy clause until the next policy review in three years.

The Board discussed the disposal of ENZ assets to staff and weighed up the risks versus benefits and decided that this should only happen in exceptional cases which should be reflected in the policy.

Following a recommendation from the Audit and Risk Committee, the Board approved the amended financial policies for another three years from 1 July 2023 to 30 June 2026.

**Moved:** Lyn Provost

**Seconded:** Thérèse Arseneau

#### 4.1 Te Tiriti workshop

The Chief Advisor Māori presented the Board with an overview of Education New Zealand's journey to be an organisation that embraces mātauranga Māori and honours the Te Tiriti o Waitangi. The Board also held an interactive workshop titled *Peopling Aotearoa* with Mana Whenua Peter Samuel Jackson (Te Ati Awa, Taranaki Whānui). The Chief Advisor Māori noted he would circulate his slide presentation to the Board.

#### 5.1 Information only papers

The Board noted the Communications report: 1 April to 31 May 2023.

#### General business

Noting the high cost of Diligent, the Board agreed to change the Board paper management system to BoardPro for the next financial year.

The meeting closed at 3.25pm.

Minute	Action	Progress	Responsible
<b>Meeting: 15 December 2022</b>			
3.5	Issues and Risk register to be reviewed, noting feedback received on risk mitigation and RAG ratings.	In progress. Senior Advisor Governance and Risk working on risk management framework, specifically to include an inherent and residual risk component. Reviewed by the Audit and Risk Committee in June and to be implemented in FY23/24.	Alex Spencer, Jo Gilchrist
<b>Meeting: 27 April 2023</b>			
1.3	Paper on ENZRA (Recognised Agents) programme to be provided to the Board as an information paper out-of-cycle	See item XX: Paper to be provided to Board at 21 July Board meeting.	Sahinde Pala
5.1	The Board charged its new People and Culture Committee to oversee the development of a policy, procedures and annual paper for Board consideration around the remuneration of offshore staff of	In progress. First meeting of subcommittee scheduled to take place on Monday 10 July 2023.	Alison Dorrington

	ENZ, noting that the work ensure consistency with other NZ Inc agencies.		
<b>Meeting: 30 May 2023</b>			
1.2	Indigenous international education perspectives to be considered in the proposed panel discussion with Professor Martin Bean.	In progress. Meeting between Chair, Board member and General Manager Sector Engagement to be arranged.	Wendy Kerr
2.1	Ensure time for a deep discussion on risk at a future Board meeting.	To be scheduled for July Board meeting.	Karim Dickie
2.3	The Board requested that the material contained in Quarterly Report, particularly the monitoring against performance measures, come to the Board in a more timely manner and as it is available.	Noted.	Abby Humphries
2.4	Delegation changes to be discussed with the Chief Executive, who is currently travelling overseas.	Tracey meeting with Chief Executive on Monday 19 May 2023.	Tracey Bridges
<b>Meeting: 21 June 2023</b>			
2.1	Board to be provided with ENZ strategy, key messages and Frequently Asked Questions document.	In progress.	Geoff Bilbrough
2.1	Update to be provided to the Board on non-Code signatories scoping document. To include detail on mitigation and timeframe.	In progress.	Di Solomon
2.1	General Manager – Sector Engagement to provide update on Peak Body Forum to the Board.	To be included in Chief Executive's report	Wendy Kerr
2.3	Chief Executive's airfares to NAFSA to be clarified.	In progress.	Matt Penney
2.4	Disposal of ENZ assets to staff in exceptional cases only to be reflected in the Asset Management policy.	In progress.	Matt Penney
3.2	Accountability Manager to provide Dr Thérèse Arseneau with additional detail on performance measures.	In progress.	Abby Humphries
3.2	Accountability Manager to ensure ENZ Māori name is spelt in full (to include 'ki te Ao'); to check naming of newly established People, Culture, Health and Wellbeing Committee is accurate.	Completed.	Abby Humphries
4.1	Chief Advisor Māori to circulate slide presentation to the Board.	In progress.	Ed Tuari, Karim Dickie

Released under the Official Information Act 1982

# Education New Zealand – Manapou ki te Ao

## Board Meeting Minutes

Wednesday 26 July 2023, 9.30am to 12.35pm

Education New Zealand, Level 5 Lambton House, 160 Lambton Quay, Wellington and via Zoom

PRESENT: Tracey Bridges (Chair), Lyn Provost (joined at 9.55am), Ziena Jalil, Rachael Tuwhangai, Daniel Wilson (left meeting between 10.00am and 10.11am)

IN ATTENDANCE: Grant McPherson, Karim Dickie (Secretary)

Alison Dorrington (for item 2.2 and 2.4), Matt Penney (for item 2.4 and 3.1), Di Solomon and Jo Gilchrist (for item 2.5 and 3.1) and Colin McGregor (for items 2.1 to 4.2)

APOLOGIES: Dr Thérèse Arseneau

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### 1.1 Apologies; Disclosures of interest

Advance apologies were received by Thérèse Arseneau.

The register was noted. Lyn Provost recorded in advance that she is now a Board Member of Hospice New Zealand.

### 1.2 Minutes of the previous meeting and action items

The Chair proposed that the minutes of the 21 June 2023 meeting be approved as a true and accurate record.

The Board approved the minutes.

### Update from Board Member on visit to the United States of America

Daniel Wilson provided the Board with an overview of his education visit to the United States of America under the Study of the U.S. Institutes for Scholars (SUSI) exchange programme which is funded by the U.S. Department of State. The programme included meetings with school leaders and senior officials. He reported that the visit was positive and provided him with a good understanding of the U.S. schools system.

### 2.1 Chief Executive's report

The report was taken as read. The Chief Executive updated the Board on recent engagement with key stakeholders, including New Zealand Inc agencies and the international education Peak Body Forum. He noted that the Board Chair led a number of these engagements, including with Ministry of

Foreign Affairs and Trade Heads of Mission. The Chief Executive highlighted the upcoming visit of Emeritus Professor Martin Bean.

On the New Zealand International Education Conference, the Board noted that Country of Honour would be the People's Republic of China, and s9(2)(g)(i)

The Board expressed interest in seeing the full Student Experience Survey report, noting in particular the broad satisfaction range highlighted in the CE's report.

The Board discussed Immigration New Zealand's enhanced process for visa processing.

Following the Chief Executive's visit to the People's Republic of China, the Board were interested to understand the emerging opportunities for Te Pūkenga. The Chief Executive advised that meetings between ENZ, the Ministry of Education (MoE) and Te Pūkenga had taken place since the visit and the TVET alliance was one area of mutual interest.

The Board discussed plans for the August meeting and agreed to hold it in Wellington. The Board agreed to hold a strategy day in November and to invite Special Advisers to the ENZ Board to attend the beginning of the session.

The Chief Executive advised the Board that they would receive a paper on the proposed outline of ENZ's Annual Report 2022-23 for feedback out of cycle.

## 2.2 Safety and wellbeing

The Board noted the Safety and Wellbeing Report for 30 June 2023. The Director – People, Culture and Capability noted that use of the Employee Assistance Program (EAP) is tracking up and that use was for a mix of personal and work-related issues. The Director – People, Culture and Capability advised that offshore staff were able to access different providers, and s9(2)(a)

The Director – People, Culture and Capability advised that work on psychosocial harm reporting was ongoing and that she was engaging with New Zealand Trade and Enterprise's (NZTE) Safety and Wellbeing Manager to determine best practice reporting. The Board highlighted the privacy challenges of identifying incidents or EAP usage in offshore locations where staffing headcount is low, and asked management to use care in doing so.

The Board asked about the COVID-19 special leave provision and how long that would be in place. The Director – People, Culture and Capability advised that it provided a useful measure to track impact of COVID-19 on organisation from a cost perspective.

## 2.3 People, Culture, Health and Wellbeing Committee update

The Board deferred this item to the 28 August Board meeting, when the Committee Chair will be in attendance. The Board requested that the draft Terms of Reference (ToR) for the People, Culture, Health and Wellbeing Committee be reviewed alongside the Charter for the Risk and Audit committee to ensure consistency between the two documents.

## 2.4 Professional Development for Board Members

The Board noted and discussed the Board Professional Development Policy.

The Board agreed with key points articulated in the paper, namely that it was important to support professional development for the Board, and that expenditure on professional development for Board members is at the Chair's discretion.

Regarding the development of a Skills Matrix for the Board, the Board noted that it respects the Minister of Education's prerogative to appoint Board members. The Board were supportive of having a register of training completed by Board members, and some training opportunities might apply to the Board as a whole.

The Board agreed that Institute of Directors (IoD) membership should not be part of the Professional Development policy. This should be discussed separately at a later date.



The Board agreed to a maximum annual expenditure of \$6,000 for Board Professional Development, with a maximum per person allowance of \$2,000 per annum.

## 2.5 Audit and Risk Committee Charter

The Board deferred this item to the 28 August Board meeting. The Board requested that the revised Audit and Risk Committee Charter be reviewed to ensure consistency with the draft Terms of Reference (ToR) for the People, Culture, Health and Wellbeing Committee.

## 3.1 Risk management

The Board noted that ENZ and Audit and Risk Committee has undertaken a review of the current risk management framework and approach and reflected the Board's feedback in this work.

On key strategic risks and the ability to influence, the Board highlighted the s9(2)(g)(i)

The Board recommended that pandemics be broadened to include national emergencies. The Board also recommended that ENZ's inability to deliver due to limited funding also be broadened to consider the impact of reduced capability and capacity for both ENZ and the sector. The Board noted that all residual red rated risks should come through to the Board.

The Board discussed and endorsed the draft key strategic risks for 2023-2027 and to delivering the ENZ strategy and goals, aligned to Business Plan FY23/24.

The Board commended management for the work on this, noting that although there were changes that still needed to be made, the travelling direction was positive.

The Board agreed to the risk management framework for implementation including risk appetite, inherent and residual risk reporting approach, noting it expected to be part of future conversations as the framework develops, particularly in relation to risk appetite.

The Board agreed to the proposed streamlined approach for managing risk reporting to the Board.

The Board approved the risk management policy and the risk management procedure.

## 4.1 Information papers

The Board noted the information papers on the ENZRA (Recognised Agents) programme, the Diversification update, and the Lessons Learned from COVID-19 - High level narrative on international education for the Royal Commission of Inquiry.

The Board appreciated the paper of the ENZRA (Recognised Agents) programme and asked the Chief Executive to pass on the thanks their thanks to the General Manager – Sector Services.

On the COVID-19 Response and Recovery (CRRF) report back to Treasury, as noted in the Diversification update, the Board requested to receive the draft report ahead of the August Board meeting to provide feedback.

## General business

The meeting closed at 12.35pm.

Minute	Action	Progress	Responsible
<b>Meeting: 30 May 2023</b>			
2.3	The Board requested that the material contained in Quarterly Report, particularly the monitoring against performance measures, come to the Board in a more timely manner and as it is available.	Completed. Quarterly Report to come to the 28 August Board meeting.	Abby Humphries
2.4	Delegation changes to be discussed with the Chief Executive, who is currently travelling overseas.	Completed. Tracey discussed with Chief Executive on Monday 14 August 2023. Manaaki updates to be included in future Chief Executive reports.	Tracey Bridges
<b>Meeting: 21 June 2023</b>			
2.1	Board to be provided with ENZ strategy, key messages and Frequently Asked Questions document.	Completed. Information provided to the Board via email on Friday 28 July.	Geoff Bilbrough
2.1	Make improvements to SLT dashboard reporting for future board papers	Completed. Simplified operations dashboard included as an appendix to Chief Executive's Report: Appendix 2: 2022/23 Strategic Business Plan dashboard.	Matt Penney
2.1	Update to be provided to the Board on non-Code signatories scoping document. To include detail on mitigation and timeframe.	In progress. Update to be provided at meeting on 28 August.	Di Solomon
2.4	Disposal of ENZ assets to staff in exceptional cases only to be reflected in the Asset Management policy.	In progress. Update to be provided at meeting on 28 August.	Matt Penney
3.2	Accountability Manager to provide Dr Thérèse Arseneau with additional detail on performance measures.	In progress. Update to be provided at meeting on 28 August.	Abby Humphries
<b>Meeting: 20 July 2023</b>			
2.1	Board to be provided with full Student Experience Survey report when available. Update to be provided in Chief Executive's report for 28 August Board meeting.	See Chief Executive's report for update.	Karim Dickie, Sahinde Pala
2.1	Board to be provided with proposed outline of ENZ's Annual Report 2022-23 for feedback out of cycle.	Completed. Provided to the Board via email on Friday 28 July.	Karim Dickie
2.3	People, Culture, Health and Wellbeing Committee update to be	On agenda.	Karim Dickie

	added to 28 August Board meeting agenda		
2.3	Draft Terms of Reference (ToR) for the People, Culture, Health and Wellbeing Committee to be reviewed alongside the Charter for the Risk and Audit committee to ensure consistency between the two documents. To be discussed at 28 August Board meeting.	On agenda.	Alison Dorrington, Colin McGregor
2.4	Register of training completed by Board members to be developed.	In progress. Board members to provide Karim Dickie with any relevant training they have received which they would like included.	Karim Dickie
2.5	Revised Audit and Risk Committee Charter be reviewed to ensure consistency with the draft Terms of Reference (ToR) for the People, Culture, Health and Wellbeing Committee. To be discussed at 28 August Board meeting.	On agenda.	Matt Penney, Colin McGregor
4.1	Board to be provided with the draft COVID-19 Response and Recovery (CRRF) report back to Treasury ahead of the 28 August Board meeting to provide feedback.	Report provided to Board Chair on Monday 14 August. Included in Board papers and on agenda for discussion.	Wendy Kerr, Christina Gomes

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# Education New Zealand – Manapou ki te Ao

## Board Meeting Minutes

Monday 28 August 2023, 9.30am to 1.21pm

The Wellington Club, Level 4, 88 The Terrace, Wellington

PRESENT: Tracey Bridges (Chair), Lyn Provost, Ziena Jalil, Dr Thérèse Arseneau, Daniel Wilson

IN ATTENDANCE: Grant McPherson, Karim Dickie (Secretary)

Colin McGregor (for items 2.1 to 4.1), Alison Dorrington (for item 2.2 and 2.3), Geoff Bilbrough and Nick Sinclair (for item 3.1), Wendy Kerr, Christina Gomes, Tim Brown and Nick McNeil (for item 3.2).

APOLOGIES: Rachael Tuwhangai

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### 1.1 Apologies; Disclosures of interest

Advance apologies were received by Rachael Tuwhangai.

The register was noted. The Board discussed at length management of potential conflicts of interest. The Chair noted her correspondence with the Public Service Commission, including guidance sought and received.

### 1.2 Minutes of the previous meeting and action items

The Chair proposed that the minutes of the 26 July 2023 meeting be approved as a true and accurate record.

The Board approved the minutes.

### 2.1 Chief Executive's report

The report was taken as read. The Chief Executive advised the Board that the latest international student survey results had been delayed due to a staffing issue with Nielsen, and that ENZ was reviewing its contract with them. The CE discussed the New Zealand International Education Conference (NZIEC) held in Christchurch and the key themes. On the NZIEC, the Board asked about cost recovery and whether registrations covered overall costs.

The Board acknowledged the staff who organised and delivered NZIEC, and also the latest recipient of the Ngā Manatōa Recognition Scheme for championing ENZ's values (Ngā Manapou).

The CE outlined areas that would be covered at the November strategy day. For the October meeting, the Board discussed and agreed that there would be a deep dive on matters relating to staffing. On the people dashboard, the Board expressed interest in having historic figures included against the latest information to understand trends.

The Board asked about Te Pūkenga visa approvals and for an explanation of the International Student Visa Decisions graph featured in appendix one.

## 2.2 Safety and wellbeing

The Board noted the Safety and Wellbeing Report for 31 July 2023. The Director – People, Culture and Capability advised the Board that ENZ was archiving its COVID-19 policy and that COVID-19 special leave would no longer be recorded and reported given the Government's COVID-19 policy change. The Director – People, Culture and Capability highlighted issues around unsustainable workloads and advised the Board that a risk bow-tie session involving the Safety and Wellbeing Committee would be held to unpack these issues. Further, that a meeting of General Managers was being held to discuss workloads and workforce planning. The Board appreciated the reporting and supported action being taken as soon as possible on priority issues. The Board were interested to know more about the near miss incidents recorded.

The Board asked about working from home arrangements and the impact on staff wellbeing. With reference to the statistics noting staff who have left and arrived at ENZ, the Board requested that future dashboard reporting separate new employees from those that have been promoted or who have shifted to another role internally. The Board expressed interest in having a deep dive on people at the October Board meeting.

## 2.3 People, Culture, Health and Wellbeing Committee update

The Acting Sub-Committee Chair provided an oral update, advising the Board that the Committee had received all relevant policies and procedures ahead of the first meeting. She noted Board interest in having greater oversight of health, safety and wellbeing, and noted visibility of onshore and offshore reporting may differ. She noted the Sub-Committee had discussed alignment of the two Sub-Committee charters, and had discussed the Chief Executive's proposed staff salary uplift, and approach to Senior Leadership Team remuneration.

## 2.4 Quarterly Four Report to 30 June 2023

The Board discussed the unaudited ENZ Quarterly Report for 1 April to 30 June 2023. The Board outlined a number of changes needed.

Noting the report was incomplete, the Board would be sent the next iteration out-of-cycle for approval.

## 2.5 Sub Committee Charters

The Board noted the draft Sub-Committee Charters updated in response to a request from the Board. The Board noted that some issues needed clarification from the Board prior to approval of the Charters.

The Board deferred approval due to further discussion required.

## Briefing to Incoming Minister (BIM)

The Board were provided with a draft framework for the Briefing to the Incoming Minister (BIM), which recommended s9(2)(f)(iv)

## 2.6 Professional Development for Board Members

The Board approved the updated Board Professional Development Policy.

### 3.1 Brand campaign

The General Manager – Marketing and Communications and Global Brand Manager provided the Board with an update on the development of ENZ's new brand campaign, *Learn New Every Day*. The Board noted the update and thanked the team for their work.

### 3.2 Diversification Update

The Board provided feedback on the draft report on the Diversification of New Zealand's International Education Offerings: Insights and recommendations from COVID-19 Response and Recovery Fund (CRRF) Programme 2020-2023.

The Board thanked the Diversification team for the comprehensive draft report and highlighted its dual purpose as a report back to Treasury and a guide for the sector. The Board asked for the list of recommendations to be reviewed to avoid repetition and to be more specific about what ENZ would do differently/next because of the findings, including actionable insights; to be more specific on *how* ENZ would support the sector to diversify.

The Board recommended that the report be more explicit about lessons learned, to include real world examples and to have key findings at the front of the report. The Board recommended additional context be included to illustrate the development of the programme over the three-year period, and the initial impetus for the work programme. Noting the audience, the Board recommended that the team review Treasury's original intention for the report to ensure expectations are met.

### 4.1 Information papers

The Board noted the Communications report: 1 June to 31 July 2023.

### General business

The meeting closed at 1.21pm.

Minute	Action	Progress	Responsible
<b>Meeting: 21 June 2023</b>			
2.1	Update to be provided to the Board on non-Code signatories scoping document. To include detail on mitigation and timeframe.	In Government Relations 2023/24 team workplan.	Di Solomon
2.4	Disposal of ENZ assets to staff in exceptional cases only to be reflected in the Asset Management policy.	Completed. Change reflected in Asset Management policy.	Matt Penney
<b>Meeting: 26 July 2023</b>			
2.4	Register of training completed by Board members to be developed.	Completed. Register created and Board members email on 6 September to provide input.	Karim Dickie

2.5	Revised Audit and Risk Committee Charter be reviewed to ensure consistency with the draft Terms of Reference (ToR) for the People, Culture, Health and Wellbeing Committee. Discussed at 28 August Board meeting.	Discussed at 28 August Board meeting. Further discussion required to resolve specific point related to the People, Culture, Safety and Wellbeing Committee's responsibilities. On agenda of 20 September meeting for resolution.	Matt Penney, Colin McGregor
<b>Meeting: 28 August 2023</b>			
1.1	Subject matter expert to be arranged to speak to the Board on Conflicts of interest.	In progress. Chief Executive raised at meeting with Audit New Zealand on Tuesday 5 September.	Karim Dickie, Grant McPherson
2.1	Board to be sent Ministerial rating of ENZ for information.	Completed. Sent to the Board via email on 6 September 2023.	Karim Dickie
2.1	Chief Executive to provide Board with overall cost of NZIEC 2023 and cost recovery figures.	In progress. Financial outcomes of the conference will be supplied to the Board in November.	Grant McPherson, Karim Dickie
2.1	November Board strategy day to include guest speaker, either ANZ Chief Economist Sharon Zollner or MFAT Deputy Secretary – Trade and Economic Vangelis Vitalis to discuss economic outlook, environment post-election.	In progress.	Karim Dickie
2.1	October Board meeting to include deep dive on people.	To be included on agenda of 18 October Board meeting.	Alison Dorrington
2.2	Director – People, Culture and Capability to provide update on Mental Health First Responders.	Update to be provided at 20 September Board meeting under item 2.2 Safety and wellbeing update.	Alison Dorrington
2.2	Director – People, Culture and Capability to create additional measure within <i>Our people</i> table in the Chief Executive's report to separate out new employees from those staff who have moved to secondments or been promoted (currently recorded together in <i>Starters and appointments</i> figures).	Completed. Revised dashboard to be included in item 2.1 Chief Executive's report at 20 September Board meeting	Alison Dorrington
2.4	Board to be sent updated Quarter Four Report to 30 June 2023 to approve.	On agenda. To be covered in item 3.2 alongside the Draft Annual Report.	Abby Humphries, Colin McGregor
	Changes to Briefing to Incoming Minister (BIM) to be incorporated,	On agenda. See item 3.3 Draft Briefing to Incoming Minister	Colin McGregor, Angela Meredith

# Education New Zealand – Manapou ki te Ao

## APPROVED Board Meeting Minutes

Wednesday 20 September 2023, 9.30am to 12.45pm

Via Zoom

PRESENT: Tracey Bridges (Chair), Lyn Provost, Rachael Tuwhangai, Daniel Wilson (except between 10.00am and 10.14am).

IN ATTENDANCE: Grant McPherson, Karim Dickie (Secretary)

Jo Gilchrist (for items 2.1 to 4.3), Alison Dorrington (for item 2.2 and 2.3), Dr Linda Sissons, Matt Penney, Sanjay Sewambar (for item 3.1), Abby Humphries (for item 3.2), Angela Meredith (for item 3.3) and Carla Rey Vasquez (for item 3.4).

APOLOGIES: Dr Thérèse Arseneau, Ziena Jalil

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### 1.1 Apologies; Disclosures of interest

Advance apologies were received by Dr Thérèse Arseneau and Ziena Jalil.

The register was noted. Dr Linda Sissons to be removed from BoardPro register.

Daniel Wilson raised an upcoming secondment opportunity with the Ministry of Education in 2024.

Rachael Tuwhangai advised she is no longer with the Online Learning Community (OLC) Amalgamation, Pacific Cooperation Foundation and VOYCE Whakarongo Mai; to add Presbyterian Support Northern (Board Member).

### 1.2 Minutes of the previous meeting and action items

The Chair proposed that the minutes of the 28 August 2023 meeting be approved as a true and accurate record.

The Board approved the minutes.

### 2.1 Chief Executive's report

The report was taken as read. The Chief Executive raised the upcoming General Election. s9(2)(g)  
(i)

The Board discussed the monthly operations report and the people dashboard.

The Board noted references in the Board papers to unsustainable workloads, and the link to the need to managing plans in relation to tight finances. Management reassured Board members that the matters raised in Board papers were being dealt with, and the workload pressures described in the papers were not widespread in the organisation.



The Board asked for additional information about a reference in the papers to FY2023/24 business plan initiatives that were not approved. The Chief Executive undertook to come back with that information.

The Board noted the reopening of the Wellington offices, and suggested that an opportunity to engage with staff in Wellington be arranged on the date of the October Board meeting.

The Board asked for an update on the Manaaki New Zealand Scholarship Programme (MNZSP) to be included on the agenda of the October Board meeting.

The Board complimented the Rautaki Maori team for organising the visit to Waiwhetu Marae and asked about staff feedback to the professional development opportunity.

## 2.3 Sub Committee Charters

The Board noted the updated draft Committee Charters.

The Chair of the Audit and Risk Committee advised the Board that the Committee Chairs had agreed on the following final amendments to the charters:

Agenda

Adding after recipients "and other board members".

Committee responsibilities

Change penultimate dot point to: "the chief executive's decision on the appointment and termination of their direct reports".

The Board supported the changes outlined.

The Board approved the two Charters with those changes.

## 2.2 Safety and wellbeing

The Board noted the Safety and Wellbeing Report for 31 July 2023. The Director – People, Culture and Capability noted that a definition of psycho-social harm had been provided to the Board and that the definition encompassed unsustainable workloads. She advised the Board that through the metrics page ENZ was taking a holistic view of organisation health.

The Board were informed that a General Manager meeting had taken place to discuss quarter one business plan resourcing. Further, that resourcing requirements around 2024 New Zealand International Education Conference planning had been surfaced and were being addressed.

The Director – People, Culture and Capability advised the Board that individual staff wellbeing was discussed at the last Safety and Wellbeing committee meeting. She highlighted that workload issues were not systemic and that challenges surfaced around specific projects or unplanned opportunities.

The Chair emphasised the need for senior management to carefully monitor and manage workload to ensure no staff member carried too great a burden.

The Board discussed the RAG rating, the work from home arrangements for Wellington staff and how ENZ managed unscheduled requests, including ideas for new initiatives.

## 3.1 ENZ 2024-25 planning update

The Board noted the progress to date on the 2024/25 planning process. Linda Sissons, Advisor to the Chief Executive, informed the Board that the Senior Leadership Team participated in a facilitated workshop to discuss ENZ's strategy to 2030, including drivers for change. She outlined next steps, including inviting Peak Body representatives to attend the October Board meeting.

The Board agreed to make the December meeting fully virtual given the October and November Board meetings would be in person.

### 3.1a Quarterly Four Report to 30 June 2023

The Board provided additional feedback on the unaudited ENZ Quarterly Report for 1 April to 30 June 2023. The Board were advised that the final version would be circulated as an out of cycle paper for approval.

### 3.2 Draft Annual Report

The Board provided feedback on the draft Annual Report 2022-23.

The Board noted that the year-end audit of ENZ will commence in early October 2023 and that two members of the Board will be asked to sign the letter of representation to Audit New Zealand after the Board has approved the Annual Report 2022/23

The Board noted that the approval process for the Annual Report requires a final audit report.

The Board agreed that ENZ provide the draft Annual Report 2022/23 to Audit New Zealand ahead of its year-end audit of ENZ.

### 3.3 Briefing to Incoming Minister (BIM)

The Board noted the update on the preparation of the BIM, noting it will come to the Board for review and feedback in late September 2023.

The Board provided some feedback on the approach for the BIM.

### 3.4 Manaaki New Zealand Scholarship Programme (MNZSP) contracts approval

The Board Chair proposed that the Board give approval for the Chief Executive to sign the Statement of Work between s9(2)(b)(i) [REDACTED]

The Board agreed.

The Board Chair proposed that the Board give approval for the Chief Executive to sign the Statement of Work between s9(2)(b)(i) [REDACTED]

The Board agreed.

Noting the cost breakdowns per Statement of Work and potential savings, the Board asked that cost efficiencies be part of the deep dive discussion on the Manaaki New Zealand Scholarship Programme (MNZSP) to take place at the Board meeting on Wednesday 18 October.

### General business

The Chief Executive highlighted that the international student enrolment forecast for 2024 and the economic contribution to New Zealand as being a key message for ENZ to share.

The meeting closed at 12.31pm.

Minute	Action	Progress	Responsible
<b>Meeting: 21 June 2023</b>			
2.1	Update to be provided to the Board on non-Code signatories scoping document. To include detail on mitigation and timeframe.	In Government Relations 2023/24 team workplan.	Di Solomon
<b>Meeting: 28 August 2023</b>			
1.1	Subject matter expert to be arranged to speak to the Board on Conflicts of interest.	Board Secretary in contact with Audit New Zealand; item deferred to 2024.	Karim Dickie, Grant McPherson
2.1	Chief Executive to provide Board with overall cost of NZIEC 2023 and cost recovery figures.	In progress. Financial outcomes of the conference will be supplied to the Board in November.	Grant McPherson, Karim Dickie
2.1	November Board strategy day to include guest speaker, either ANZ Chief Economist Sharon Zollner or MFAT Deputy Secretary – Trade and Economic Vangelis Vitalis to discuss economic outlook, environment post-election.	In progress. Will look at appropriate date.	Karim Dickie
2.1	October Board meeting to include deep dive on people.	On agenda of 18 October Board meeting.	Alison Dorrington
<b>Meeting: 20 September 2023</b>			
3.1	Engagement with staff be arranged at the October Board meeting in Wellington.	Deferred to November Board meeting given Wellington office will not be open at date of Board meeting.	Karim Dickie
3.1, 3.4	Update on the Manaaki New Zealand Scholarship Programme (MNZSP) to be included at the October Board meeting. Noting the cost breakdowns per Statement of Work and potential savings, the Board asked that cost efficiencies be part of the deep dive discussion on the Manaaki New Zealand Scholarship Programme (MNZSP) to take place at the Board meeting on Wednesday 18 October.	On agenda of 18 October Board meeting.	Sahinde Pala, Carla Rey Vasquez

# Education New Zealand – Manapou ki te Ao

## DRAFT Board Meeting Minutes

Wednesday 18 October 2023, 9.30am to 4.00pm

The Wellington Club, Level 4, 88 The Terrace Wellington and via Zoom

PRESENT: Tracey Bridges (Chair), Lyn Provost (except between 11.46am and 1.41pm), Rachael Tuwhangai (joined at 10.01am), Daniel Wilson, Dr Thérèse Arseneau, Ziena Jalil

IN ATTENDANCE: Grant McPherson, Dr Linda Sissons, Karim Dickie (Secretary), Colin McGregor Alison Dorrington (for item 2.2), Sanjay Sewambar (for item 4.1), Sahinde Pala and Carla Rey Vasquez (for item 4.2), Wendy Kerr, Sahinde Pala and Lisa Futschek (for item 3.1).

GUESTS (for item 3.1): Chris Whelan (Universities New Zealand), Darren Conway and Kim Renner (English New Zealand), John van der Zwan (SIEBA), Guy Pascoe and Richard Kensington (Independent Schools New Zealand), Andrew McSweeney (Te Pūkenga), Brijesh Sethi and Ruth Cooper (Quality Tertiary Institutions) and Wayne Dyer (Independent Tertiary Education New Zealand).

APOLOGIES: Nil

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### 1.1 Apologies; Disclosures of interest

Nil.

The register was noted. Daniel Wilson advised that his role as Assessment Panel Lead for Ministry of Education: Creatives in Schools Assessment Panel had finished and could be removed.

### 1.2 Minutes of the previous meeting and action items

The Chair proposed that the minutes of the 20 September 2023 meeting be approved as a true and accurate record.

The Board approved the minutes.

### 1.3 Oral update from the Chair

The Chair noted recent discussion with Audit New Zealand about ENZ's annual report.

The Board proposed that the Chair (Tracey Bridges) be approved as the Board representative on the Manaaki New Zealand Scholarship Programme (MNZSP) Partnership Governance Group (PGG).

The Board approved the proposal.

## 2.1 Chief Executive's report

The report was taken as read. The Chief Executive noted the outcome of the General Election and the potential impact of the result for ENZ and its future direction. The CE noted that a document outlining the policy positions of the various political parties on international education would be circulated to the Board for information. The Board discussed the Peak Body Forum and the timings of its review. The Board asked for future CE reports to include a section on ENZ's monitoring agencies. The Board discussed ENZ's cultural capability app and the reopening of ENZ's Wellington office.

The Board expressed interest in receiving the competitor analysis briefing previously provided to the Minister of Education. On the Briefing to the Incoming Minister, the Board was agreeable to holding a virtual meeting to approve the BIM out-of-cycle prior to delivery.

The Board complimented the risk reporting and strategic business plan dashboards, noting that the revised dashboards were easy to understand and an improvement over earlier versions.

## 3.1 Peak Body representatives

The Board welcomed Peak Body representatives to the meeting as very early contributors to the Board's strategy planning for the period 2024 to 2030. The Peak Body representatives shared with the Board their thoughts on the opportunities and challenges ahead for their respective organisations and sectors. The Board thanked the Peak Body representatives.

## 4.2 Manaaki New Zealand Scholarship Programme (MNZSP) update

The General Manager – Sector Services and Director – Scholarships provided the Board with an overview of the Manaaki New Zealand Scholarship Programme (MNZSP) and highlighted the positive partnership with the New Zealand Ministry of Foreign Affairs and Trade (MFAT). The Board noted the ENZ Scholarships Services Directorate's proposed Operating Model and its impacts on the future state workforce for Manaaki operations. The Board noted the update on the Indicative Business Case and next steps.

The Board discussed the MNZSP alumni event planned for 2024 in Auckland. To maximise the return on investment, the Board suggested that opportunities to involve Prime Minister's Scholarships for Asia and Latin America alumni be explored, and that onshore and offshore media opportunities be considered.

## 4.1 Update on strategy development and business planning

Dr Linda Sissons, Advisor to the Chief Executive, outlined the progress to date on 2023/24 business planning and strategic planning to 2030. She advised the Board that the Senior Leadership Team had participated in the first of two facilitated workshops to co-create a vision for ENZ to deliver on the desired outcomes of the New Zealand International Education Strategy (NZIES) 2022-2030 in practice, and the key shifts required by ENZ, the sector, and broader partners to achieve it by 2030. Dr Sissons discussed the next steps and the Board strategy day in November which would include a session with the Special Advisers to the Board.

The Board noted the progress to date.

## 2.3 Oral update from Chair of the Audit and Risk Committee

The Chair of the Audit and Risk Committee (ARC) updated the Board on the ARC meeting that took place on Monday 16 October. She advised the Board that items covered included the strategic issues and risk registers, the finance report for the 3 months to 30 September 2023, as well as the Chief Executive and Board Expenses. She noted that Audit New Zealand had provided an oral update on

the 2022/23 audit of ENZ and that the ENZ Board Chair and Deputy Board Chair would be required to sign the letter of representation.

The Board asked about the minutes of the ARC meeting. It was noted that ARC meeting documents are available to all Board members on BoardPro, and that the minutes of the 16 October ARC meeting would be included in the November Board papers for information.

## 2.2 Safety and wellbeing

The Board noted the Safety and Wellbeing Report for 30 September 2023. The Director – People, Culture and Capability advised the Board that ENZ’s safety and wellbeing committee would be holding a risk bowtie session on the psycho-social harm risk. The Board discussed the incidents described in the report, seeking more information on each to ensure understanding of the context and support measures in place. The Board also discussed the terminology used on the incident report and note the importance of a consistent approach to language (eg “incident” or “injury”) in the reports, noting a preference for incident. The Board were pleased to see the level of reporting. The Director – People, Culture and Capability outlined the approach to running a Pulse survey in November.

## General business

The Board acknowledged the contribution of the outgoing Chief Executive, Grant McPherson, noting this was his last Board meeting before his final day on 18 November 2023.

The meeting closed at 3.06pm.

## Board only

Dr Thérèse Arseneau updated the Board on the Chief Executive recruitment process. The Board agreed that the Board Chair and two sub-committee Chairs would form the recruitment committee, and lead the process on behalf of and in consultation with the full Board.

The Board agreed that candidate interviews would be conducted by a panel of Board members, which could include the recruitment committee or could include other Board members and/or an independent panel member. The Board noted the importance of diversity on the interview panel and also the importance of ensuring separation between the decision maker(s) relating to the ongoing investigation, and the decision maker(s) for the recruitment process.

Minute	Action	Progress	Responsible
<b>Meeting: 21 June 2023</b>			
2.1	Update to be provided to the Board on non-Code signatories scoping document. To include detail on mitigation and timeframe.	In Government Relations 2023/24 team workplan.	Di Solomon
<b>Meeting: 28 August 2023</b>			
1.1	Subject matter expert to be arranged to speak to the Board on Conflicts of interest.	To be included in 2024 Board plan.	Karim Dickie, Grant McPherson
2.1	Chief Executive to provide Board with overall cost of NZIEC 2023 and cost recovery figures.	In progress. Financial outcomes of the conference will be supplied to the Board in November.	Grant McPherson, Karim Dickie
2.1	November Board strategy day to include guest speaker, either ANZ	No video of Sharon Zollner’s presentation to	Karim Dickie

	Chief Economist Sharon Zollner or MFAT Deputy Secretary – Trade and Economic Vangelis Vitalis to discuss economic outlook, environment post-election.	2024 New Zealand International Education Conference available. To be included in 2024 Board plan.	
<b>Meeting: 20 September 2023</b>			
3.1	Engagement with staff be arranged at the October Board meeting in Wellington.	Deferred to November Board meeting given Wellington office will not be open at date of Board meeting.	Karim Dickie
<b>Meeting: 20 September 2023</b>			
2.1	Section on ENZ Monitors to be included in future Chief Executive's reports under the heading <i>New Zealand Government and agency engagement</i> .	In progress. To be included in next Chief Executive's report to the Board.	Colin McGregor
2.1	Document outlining political parties policy positions on international education; Competitor analysis briefing to be circulated to the Board for information	Completed. Sent to Board via email on Monday 30 October.	Karim Dickie Di Solomon
2.1	Board to be sent Cultural capability app download instructions	Completed.	Colin McGregor
2.1	Wellington-based Board members to be invited to the reopening of the 160 Lambton Quay office	Completed. Board Chair attended Wellington office reopening on behalf of ENZ Board.	Karim Dickie
2.1	Board to be provided opportunity to give feedback on final draft of the Briefing to the Incoming Minister.	Date to be determined.	Angela Meredith, Di Solomon
2.2	Board to be provided with the approach to the Pulse survey,	Completed. Sent to Board via email on Monday 30 October.	Alison Dorrington, Karim Dickie
2.3	Minutes of 16 October 2023 Audit and Risk Committee (ARC) meeting to be included in November Board papers for information.	In progress.	Colin McGregor Karim Dickie