



**Ara Institute of Canterbury**  
(the **Polytechnic**)

**Resolutions of Council**

**Background**

- A.** The Polytechnic was established on 1 December 2025, by Order in Council pursuant to section 315 of the Education and Training Act 2020 (the **Act**) (as amended by the Education and Training (Vocational Education and Training System) Amendment [Act 2025]).
- B.** The Polytechnic is governed by its council (the **Council**), the initial members of which have been appointed by the Minister in accordance with section 317 of the Act and who, in their capacity as the initial Council members, are the signatories to these resolutions.
- C.** The Council wishes to acknowledge, confirm and resolve certain initial matters in connection with the establishment of the Polytechnic.

**It is resolved** (as resolutions in writing) that:

***Establishment confirmations***

- 1. the Council acknowledges and confirms:
  - a. that Ara Institute of Canterbury was established on 1 December 2025, by Order in Council dated 1 December 2025 pursuant to section 315 of the Act;
  - b. the constitution of the Polytechnic is as set out in the Constitution of Ara Institute of Canterbury Council Notice 2025 effective 21 November 2025 (**Constitution**);
  - c. the signatories to these resolutions are the initial members of the Council each of whom has been appointed by the Minister in accordance with section 317 of the Act, and who, in their capacity as Council members, are authorised to sign and give effect to these resolutions; and
  - d. Hugh Lindo is appointed as chairperson of the Council and Michael Rondel is appointed as deputy chairperson of the council, each to hold office in accordance with the Act and the Constitution, in each case pursuant to section 319 of the Act;
- 2. the Council acknowledges the Letter of Expectations received from the Minister dated 13 November 2025 and confirms its commitment to comply and act in accordance with the expectations set out therein;

3. the Council acknowledges that, on 1 January 2026, Ara Institute of Canterbury will take transfer of assets and liabilities from the New Zealand Institute of Skills and Technology in accordance with the provisions of a “transition plan” approved on 19 November 2025, pursuant to Subpart 1 of Part 7 of Schedule 1 of the Act;

### ***Appointments***

4. The Council endorses the recommendation of the Establishment Advisory Group that Darren Mitchell be appointed to the role of Chief Executive of the Polytechnic with effect from 1 January 2026 on the terms set out in the CEO Employment Agreement.
5. The Council endorses the recommendation of the Establishment Advisory Group that Darren Mitchell be appointed to the role of **Interim** Chief Executive of the Polytechnic with effect from 1 December 2025 on the existing employment terms with NZIST. This is a seconded role to 31 December 2025.

### ***Delegations***

6. The Delegations of Authority, in the form accompanying these resolutions CPP601 Council Delegations [Financial and Non-Financial], be approved and adopted, and by those delegations the Council delegates certain of its powers, functions and authorities in relation to the Polytechnic until such delegations are amended or withdrawn by the Council. These delegations are specific to the Chief Executive of the Polytechnic effective from 1 January 2026.
7. In addition, the Council resolves to delegate to the *Interim* Chief Executive, under section 285 of the Education and Training Act 2020 [the Act], powers and functions as follows:
  - a. To enter into employment agreements on behalf of, and in the name of, the Polytechnic; and
  - b. This delegation is effective from 1 December 2025 and will remain in force until 31 December 2025.

### ***Insurance and indemnification***

***Note: That the existing D&O policy held by the New Zealand Institute of Technology covers the following indemnity and effect to 31 December 2025 and new contracts will be entered into with the Polytechnic as a standalone entity from 1 January 2026***

8. the Polytechnic [under existing NZIST policy] indemnify any Council member or employee of the Polytechnic in respect of any liability or costs incurred by such persons in their capacity as members or employees to the extent permitted by the Act and the Crown Entities Act 2004 on the terms of the Deed of Indemnity held by NZIST;
9. the Polytechnic [under existing NZIST policy] effect insurance for any Council member or employee of the Polytechnic in respect of any liability or costs incurred by such persons in their capacity as members or employees to the extent permitted by the Act and the Crown Entities Act 2004;

***Bank accounts and Tax and administrative matters***

10. one or more bank accounts in the name of the Polytechnic be opened with Westpac New Zealand (**Bank Accounts**);
11. the following persons are granted authority in respect of the Bank Accounts and are authorised to sign all necessary documents in relation to the operation of the Bank Accounts:
  - a. Hugh Lindo, Ara Council Chair; and
  - b. Michael Rondel, Ara Council Deputy Chair;
12. the Polytechnic has been registered with the Inland Revenue Department and the Polytechnic IRD number is **147-270-291** Ara Institute of Canterbury. This includes the registration of GST and EMP (PAYE) to start from 1 January 2026.
13. the Polytechnic be registered with the NZBN;
14. the Polytechnic be registered with the ACC;
15. the Polytechnic be registered for accredited employer status.

***Other matters and giving effect to these resolutions***

16. these resolutions may be signed:
  - a. by 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. two or more counterparts (including by email exchange of PDFs), each of which when so signed will be deemed to be an original and such counterparts together will constitute one and the same instrument;
17. the Council Chair, Hugh Lindo and the Chief Executive, Darren Mitchell are each authorised to do all things necessary or desirable to give effect to these resolutions, including finalising and signing any documents and submitted documents and/or information to third parties and government agencies; and
18. to the extent any of the foregoing has been entered into or performed (either in whole or in part) prior to the date of these resolutions, the entry into and performance of those matters is approved and ratified.

**Dated 2 December 2025**