



Ara Council Meeting Minutes

Tuesday 9 December 2025 - 9am
Ara Council Room, City Campus

These are the minutes of the **meeting** of the Ara Council held on 9 December 2025 held in the Ara Council Room, City Campus, from which the public were excluded.

It was noted that this was the first Ara Council meeting held **in person** and further to the official Orders in Council, as gazetted by the Minister for Vocational Education, dated 1 December 2025. As such, this meeting was focused on establishment matters only.

The following resolution will be made in reliance on s48(1) of the Local Government Official Information and Meetings Act 1987 and the particular interests protected by s9 of the Official Information Act 1982 which would be prejudiced by the holding of the proceedings of the meeting in public.

*It was **resolved** that the public be excluded from the remainder of the meeting.*

H Lindo

Carried

PUBLIC EXCLUDED SESSION

Attendees:

Ara Council members present: Hugh Lindo [Chair], Michael Rondel [Deputy Chair], Rick Hellings and Andrea Leslie [online from 10.30am].

Hugh Lindo acted as chairperson of the meeting.

Other attendees present: Darren Mitchell, [Executive Director and Interim Chief Executive] and Christina Yeates (Ara Executive Assistant).

MEETING BUSINESS

1. Welcome and Apologies

The meeting was opened with a mihi from the Council Chair

Apologies

1.1. It was noted that Andrea Leslie would join the meeting from 10.30am and online.

2. Conflicts of Interest

- 2.1. Council members confirmed they had read and understood the Ara Conflicts of Interest Policy [CPP102] and were in the process of advising the Council Secretary of their individual declarations for the Council Register of Interests.
- 2.2. The Executive Director/Interim Chief Executive advised the Council of an ongoing declaration of interest which was duly noted and signed by the Chair.
- 2.3. Nil declarations were recorded for the matters of business for this meeting.

3. Previous Meeting Minutes

It was confirmed that the Order in Council to establish Ara institute of Canterbury was made on **1 December 2025**, as per the Gazette Notice Under the Legislation Act 2019. [Notice Under the Legislation Act 2019 - 2025-sl6854 | New Zealand Gazette](#)

Res#2/091225

*The Ara Council **resolved** to approve the meeting minutes of the Ara Council meeting held on 2 December 2025 as a true and accurate record of proceedings.*

*H Lindo/M Rondel
CARRIED*

4. Matters of Establishment

4.1. Subcommittees of Council and Terms of Reference

Membership

- a) Chief Executive Remuneration Committee – Hugh Lindo [Chair], Rick Hellings and Michael Rondel.
- b) Audit and Risk - Michael Rondel [Chair], Rick Hellings, Andrea Leslie and Hugh Lindo [ex-officio role as Council Chair].
- c) Enrolment Appeal Committee – Hugh Lindo [Chair] and other members to be appointed if required.
- d) Academic Committee – required under legislation. An overview of the purpose of the Committee was provided to Council, noting membership includes the Ara Chief Executive [Chair] who delegates to the Director, Ako Excellence. The Chief Executive fulfills the bridging role between the Committee and Governance for the organisation.

Res#3/091225

*The Ara Council **resolved** to establish the Chief Executive Remuneration Committee, Audit and Risk Committee, the Enrolment Appeal Committee and the Academic Committee as subcommittees of the Ara Council.*

*The Terms of Reference for each subcommittee was **endorsed** as presented and the composition of membership of Committees was agreed as detailed.*

*H Lindo/R Hellings
CARRIED*

4.2. Council Policies

- a) The coversheet outlining the background and purpose of the Council authorised policies was received and the policies were taken as read. It was noted that these policies are specific to the establishment of the organisation.
- b) Background to the policies and an overview of the Ara policy framework was provided to Council, including the Metapolicy which guides the format of each policy. It was agreed it would be useful for Council to receive a presentation and further overview of the policy management framework, review cycles and the relevant accountabilities for Council and Management. The Director, Strategy, Planning and Performance will be invited to attend the first meeting of Council in 2026.
- c) Child Protection Policy – noting this is a Council directed policy and a requirement under legislation. It was agreed this is a comprehensive policy and meets obligations. Council were advised that, as this is a new policy, this will be introduced to colleagues internally forming part of a communications plan in the new year. It will go live on the Ara website further to Council's approval.
- d) Safety, Health and Wellbeing Policy – noting this is an adoption of the current NZIST policy, nuanced for Ara but currently undergoing an internal review to ensure it reverts to a more comprehensive policy which meets Ara's requirements. To this end, it was noted this is an *interim* policy and the revised policy will be presented to Council early 2026 for approval.
- e) An overview of the internal health and safety network across Ara was provided, this included a summary of reporting systems, subcommittees and officers. The Council were reassured that the annual health and safety work programme identifies certain areas built around Ara's risk profile, and that external reviews do occur around health and safety within Ara, for example, air quality monitoring, Trades machinery and equipment. Ara has a constructive relationship with WorkSafe.
- f) Health and Safety walkabouts will occur across 2026 involving Council members and regular reporting and Health and Safety Committee meeting minutes will be provided on an ongoing basis at Council meetings. Due to his relevant expertise in this area Council nominated Rick Hellings to participate in the Ara Health and Safety Committee.
- g) It was noted that Cybersecurity forms part of a suite of management owned digital policies. Ongoing assurance for this area will be provided through the Audit and Risk Committee relating to the risk profile and mitigating strategies.

Res#4/091225

The Ara Council resolved to adopt the following Council authorised policies, subject to the relevant review cycles and advice from the Chief Executive:

CPP102 and CPP102a Conflict of Interest, CPP116 Protected Disclosures, CPP311 Treasury, CPP305 Fraud and Corruption, CPP221 Child Protection, CPP120 and CPP120a Delegations and Register and CPP501 Safety, Health and Wellbeing Interim Policy.

*H Lindo/R Hellings
CARRIED*

4.3. Banking Signatories

- a) The delegation authority for banking services and the delegation authority – individuals and positions were tabled and signed by the Ara Council Chair and Deputy Chair.

5. Scene Setting 2026

5.1. Meeting Schedule and Work Programme 2026

- a) The draft meeting schedule and work programme was discussed and the following was agreed:
 - Ara Council monthly meeting dates were confirmed and meetings will run from 9am to 12pm [with Council only time 8.30am to 9am].
 - The Induction and Strategy Day is set for Wednesday 4 February [suggested run time 9am to 3pm].
 - Audit and Risk Committee [ARC] dates to be agreed and set by the ARC Chair.
 - Chair and Chief Executive to meet during week 1 of each month.
 - Strategy planning session – agenda item to include Te Tiriti obligations and expectations; understanding the bicultural strategy at Ara and how it is embedded within the organisation. Engagement with Tokana te Raki and Ngai Tahu.

5.2. Council Induction – Schedule 2026

- a) The draft induction programme for Council members was discussed.
- b) It was agreed that Diligent could contact members directly for training.
- c) A schedule of 1:1 meetings with Council members and the Chair is yet to be determined if required.

6. Any Other Business

6.1. Transformation Programme and Systems Governance Group [TPSG]

- a) It was agreed that this internal governance group can now revert back to a management group which will report up to Council through the usual channels .

6.2. Appointment of new Council members

- a) Plan to run a recruitment process in early 2026.
- b) Align expertise and capabilities to Ara's key priorities.

6.3. Ara Trusts

- a) Council noted that there are vacancies on both the OEDT and Foundation for Council members to participate.

Closure

There being no further business the Chairperson declared the meeting closed at 12.15pm with Karakia.