

# Board Minutes Confirmed at 21 June 2023 Board Meeting

20 April 2023

9:00am - 3:30pm

**LOCATION:** Te Poho o Rawiri Marae, 24 Ranfurly Street, Kaiti Kaiti, Gisborne

## IN ATTENDANCE

### Board

Pete Hodgson (Chair)  
Elena Trout (via Zoom)  
Matanuku Mahuika  
Jennifer Kerr  
Shaun Hendy

### Executive

Stefan Korn (Chief Executive - via Zoom)  
Henare Johnson (Chief Maori and Government Engagement Officer)  
Kirsty Bellringer (Chief Financial Officer)  
Cliff Hastings (Chief Innovation Expertise Officer)  
Hayden Whelan (Chief Innovation Development Officer)  
Nicola Vibert (Chief Sustainability & Risk Partnership)  
Jen Cherrington (Chief Innovation Enablement Officer)  
Karen Skinner (Group Manager Government Engagement - via Zoom)  
Florian Spoerl (Group Leader Market Engagement, on behalf of Brett Calton)  
Sally Macesmith (Governance Capability Lead)

### Stakeholder

Michael Bird (MBIE - via Zoom)  
Te Rau Kupenga (Managing Principal, Te Amokura Consultants)

### Other

Nicola Fenwick (Brand Experience Capability Lead)  
Jenna Whitman (Chief Information Security Officer)  
Ryan Challis (Procurement Manager - via Zoom)  
Sharon Burleigh (Group Manager Funding and Contract Management - via Zoom)

### Apologies

Brett Calton (Chief Product Officer)

1 Board Only time BD20/04/23/01

Stefan Korn joined the meeting.  
Board only time was not minuted.

1.2 CEO Meeting Overview (one pager) BD20/04/23/02

The Board **received** the paper and **noted** the information.

## FOR DISCUSSION / APPROVAL

2.1 Regular MBIE update BD20/04/23/03

The ELT, Michael Bird (MBIE) and Sally Macesmith (Governance Capability Lead) joined the meeting.

The Board **received** a verbal update. They also:

- **noted** the Budget news on cost pressure bids was not what Callaghan Innovation was hoping to hear. Discussions would continue to look at other options. Michael would call Stefan with more details to enable informed management decisions. **Action - Michael Bird (MBIE)**
- **noted** Callaghan Innovation's accountability documents were going well
- **noted** the progress on the appointment of three new board members (scheduled for the Cabinet Appointments and Honours Committee on 10 May 2023 and Cabinet on 15 May 2023)
- **noted** the Ministry for Environment was leading a policy process to support agencies to meet their Carbon reduction targets. **9(2)(f)(iv) - Confidential advice to Government**

2.2 CEO Update BD20/04/23/04

The Board **received** the paper and **noted** the information. They also:

- **9(2)(f)(iv) Confidential advice to Government**
- **9(2)(h)**
- **9(2)(g)(i) - Free and Frank advice**
- **9(2)(h) - Legal privilege**
- **requested** updated Director tenure dates. **Action - Michael Bird (MBIE)**

## GOVERNANCE AND OPERATIONS

3.1 Māori Government and Engagement update

3.1.1 Customer Session BD20/04/23/05

9(2)(a) - (Managing Principal, Te Amokura Consultants) joined for this item.

The Board:

- **noted** Te Rau's work on the development of a regional recovery plan
- **noted** the genesis of the bridge metaphor in Callaghan Innovation's draft Māori Engagement Strategy
- **discussed** accountability as the next and most important step in the strategy's development.

### 3.1.2 Update on Māori Strategy, progress and implementation

BD20/04/23/06

The Board **received** the paper and **noted** the information. They also:

- **noted** Callaghan Innovation was working closely with MBIE to practically apply intentions set out in Te Ara Paerangi (TAP) White Paper
- **noted** a Te Tiriti statement was coming but Callaghan Innovation would continue to work with Māori to make sure its work is relevant to them
- **suggested** using statistics from the Customer Update as key performance indicators or metrics for the Strategy
- **noted** the Strategy would be iterative and looked forward to approving the first version in June 2023.

## 3.2 Brand Update

### 3.2.1 Update on brand development work

BD20/04/23/07

Nicola Fenwick (Brand Experience Capability Lead) joined for this item.

The Board **received** the paper and **noted** the information. They also:

- **noted** the paper defined the problem and identified the challenges well
- **queried** the pain points and the brand update as an answer to them. Nicola Fenwick offered to share the process for development **Action - Brand Experience Capability Lead**
- **suggested** a more modest value statement was needed as the Board sees Callaghan Innovation as a facilitator/enabler rather than kaitiaki
- **requested** management provide the next iteration at a future Board meeting. **Action - Brand Experience Capability Lead**

## 3.3 Management Updates

### 3.3.1 Finance report - March 2023 - short form

BD20/04/23/08

The Board **received** the paper and **noted** the information. They also:

- **discussed** the vacancy FTE rate
- **thanked** management for the short report
- **requested** a high level financial snapshot for the Kia Tika (ERP) Programme be included in the report. **Action - Chief Financial Officer**

### 3.3.2 GIQ Dashboard - March 2023

BD20/04/23/09

The Board **received** the paper and **noted** the information. They also:

- **requested** a site visit to GIQ when the Board is next in Wellington. **Action - Governance Capability Lead**

### 3.3.3 Digital Security Dashboard

BD20/04/23/10

Jenna Whitman (Chief Information Security Officer) joined for this item.

The Board **received** the paper and **noted** the information. They also:

- 9(2)(g)(i) - Free and Frank advice
- 
- **requested** the links at the end of the report be sent to the Board. **Action - Governance Capability Lead**

### 3.3.4 Data Integration Platform update

BD20/04/23/11

The Board **received** the paper and **noted** the information. They also:

- **noted** that the rapidly changing technical landscape has meant that prior investment in a Data and Integration platform (DIP) has not materially delivered value to Callaghan Innovation and that this has necessitated a review of the feasibility of maintaining this asset for future use
- **noted** this review has resulted in a recommended write off of the costs incurred for the data integration platform
- **noted** that a technical review of the state of the DIP has resulted in a recommendation to exit the current 9(2)(ba)(i) - Obligation of platform and leverage the use of 9(2)(ba)(i) - Obligation capabilities for ongoing use
- **noted** that our technology investment strategy has fundamentally shifted since we first considered our DIP requirements and a "getting the basics right" approach has been adopted by ELT
- **approved** the asset write-off of up to \$1,847,870 for the current Data Integration Platform
- **noted** that a recommendation paper will be submitted to the Architecture Review Board in May 2023 on the proposed future approach of data integration, and following this an update will be provided to the Board in June 2023 to confirm the final asset write off value.

**Moved by Pete Hodgson**

**Second Jen Kerr**

**Agreed by all members**

### 3.3.5 H2S update - March 2023

BD20/04/23/12

The Board **received** the paper and **noted** the information.

### 3.3.6 PCBU overlapping duties update

BD20/04/23/13

The Board **received** the paper and **noted** the information. They also:

- **noted** progress made to date on the work to improve management of Overlapping Duties at Callaghan Innovation namely:
  - The rudimentary assessment of existing landlord/tenant agreements and identification of any immediate risks
  - Mapping out the Persons Conducting Business or Undertakings (PCBUs) at our Gracefield Innovation Quarter (GIQ) site
  - The draft PCBU relationship categorisations with each of our tenants.
- **noted** the next milestone for this initiative which is the consultation period for the draft framework as outlined in the Roadmap in Appendix A.

### 3.3.7 HSE Metrics Report - Overview of 1 March - 31 March 2023

BD20/04/23/14

The Board **received** the paper and **noted** the information. They also:

- **discussed** the HSE Metrics for March 2023
- **noted** the 9(2)(g)(i) - Free and Frank advice, 6(d) - safety
- **requested** an outline of the near miss event in GIQ for the Health & Safety Committee Chair. **Action - Chief Sustainability and Risk Officer**

### 3.3.8 Product Hāpu report - March 2023

BD20/04/23/15

The Board **received** the paper and **noted** the information. They also:

- **discussed** moving the product definitions into the Resource Centre but requested they remain in the main paper as the Board find them useful
- **requested** clarification on the maximum amount and co-funding split for the R&D Grant in the June Product Hāpu Report. **Action - Chief Product Officer**

### 3.3.9 Approach to due diligence in procurement process

BD20/04/23/16

Ryan Challis (Procurement Manager) joined for this item.

The Board **received** the paper and **noted** the information. They also:

- **noted** the due diligence guidance document that will help improve how due diligence processes are conducted at Callaghan Innovation

- **requested** an amendment to the Due Diligence Guide to clarify the position on consultation and sharing information with MBIE. **Action - Procurement Manager**

Michael Bird left the meeting.

### 3.3.10 Ārohia Delegations

#### A. Board Delegations - Ārohia Innovation Trailblazer - Seed Grant

BD20/04/23/17

Sharon Burleigh (Group Manager Funding and Contract Management) joined for this item. The Board **received** the paper and **noted** the information. They also:

- **approved** the Delegated Authority for decisions on Ārohia Innovation Trailblazer Seed Grant applications
  - **requested** the paper be rewritten for clarity and the updated version provided at next board meeting
- Action - Group Manager Funding and Contract Management**

**Moved by Shaun Hendy**  
**Second** Matanuku Mahuika  
**Agreed** by all members

#### B. Proposed approval process Ārohia Full grant

BD20/04/23/18

Sharon Burleigh (Group Manager Funding and Contract Management) joined for this item. The Board **received** the paper and **noted** the information. They also:

- **agreed** to the proposed process for approving Ārohia Full grants
- **requested** that the formal delegations policy to be developed include a process flow map **Action - Group Manager Funding and Contract Management**

### 3.3.11 Innovation Expertise update

BD20/04/23/19

The Board **received** the paper and **noted** the information.

## 4 MONITORING

### 4.1 Board Administration

#### 4.1.1 Draft minutes of meeting held 23 March 2023

BD20/04/23/20

The Board **received** the minutes and **confirmed** them as a true and correct record.

#### 4.1.2 Action list

BD20/04/23/21

The Board **received** the actions list and **noted** the information.

#### 4.1.3 Interests schedule

BD20/04/23/22

The Board **received** the interests schedule and **noted** the information. They also:

- **noted** the advice from the Public Service Commission on whether monetary value in managed funds needs to be specified
- **noted** updates were provided by Directors Kerr, Mahuika and Trout. **Action - Governance Capability Lead**

#### 4.1.4 2023 meeting dates

BD20/04/23/23

The Board **received** the document and **noted** the information.

## 5 OTHER BUSINESS

BD20/04/23/24

There was no further business.

The ELT and Sally Macesmith (Governance Capability Lead) left the meeting.

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**MEETING REVIEW**

BD20/04/23/25

The Board undertook a Retro Session on the meeting with Stefan Korn.

The meeting closed at 3:45 pm

Pete Hodgson  
Chair  
Callaghan Innovation  
20 April 2023

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