

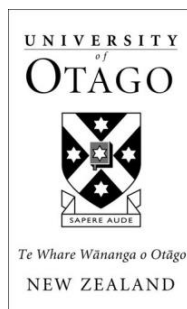
Audit and Risk Committee

Venue - Committee Room North, First Floor, Clocktower Building



18 June 2024 02:30 PM - 05:00 PM

Agenda Topic	Presenter	Page
Agenda		1
Committee Briefing This will take place prior to the meeting and include a Committee only session.		
Opening Karakia		
Part 1 - Open Committee		
1. Minutes To confirm Part 1 of the Minutes of the meeting of the Audit and Risk Committee held on 19 March 2024.	Confirmation	2
2. Exclusion of the Public To approve a motion under Section 48 of the Local Government Official Information and Meetings Act 1987, that the public be excluded from the following parts of the proceedings.	Decision	5
3. Next Meeting The Audit and Risk Committee is scheduled to meet next on the 17 September 2024.		
Closing Karakia		



AUDIT & RISK COMMITTEE

Minutes of a Meeting of the Audit and Risk Committee

19 March 2024

- Present** Mr M A Wong (Convener), the Chancellor, the Pro-Chancellor, Mr F B Barton and the Hon C E Curran (by videoconference at 4:10pm)
- Apologies** None
- In Attendance** The Chief Operating Officer (by videoconference), the Chief Financial Officer, Mr M Cartwright (Head, Risk, Assurance and Compliance Office), Mr M J Harte (Director, Information Technology Services), Mr R Tomlinson and Ms Jenna Hills (Audit New Zealand) (by videoconference), the Registrar and Secretary to Council, and the Assistant to the Secretary to Council.
- Opening Karakia** led by Mr A Wong

Part 1: Open Committee

2. Terms of Reference, Constitution and Membership for 2024

The Committee's Terms of Reference, Constitution and Membership for 2024 were received and noted changes to the Committee's Terms of Reference which now incorporates oversight of Information Management.

- 3. Minutes** Part 1 of the minutes of the meeting of the Audit and Risk Committee held on 21 November 2023 were confirmed.

4. Exclusion of the Public

The Committee

- APPROVED** a motion, under Section 48 of the Local Government Official Information and Meetings Act 1987, that the public be excluded from the remaining parts of the proceedings of the meeting as appended to the Minutes.

4. Exclusion of the Public

The Convener moved that the public be excluded from the whole of the proceeding of this meeting/the following parts of the proceedings of this meeting, namely, —

- Item 5 Part 2 of the Minutes of the meeting of the Audit and Risk Committee held on 21 November 2023
- Item 6 Committee Draft Work Plan and Action Follow Up
- Item 7 Policies, Procedures and Frameworks
- Item 8 Business Continuity Management Policy and Framework
- Item 9 2023 Draft Annual Report
- Item 10 Risk, Assurance and Compliance Report
- Item 11 Cyber Security Report
- Item 12 Cyber Security Incident Response Exercise
- Item 13 Sensitive Systems Cyber Health Check
- Item 14 Generative Artificial Intelligence
- Item 15 Corporate Records Services
- Item 16 Progressive Procurement
- Item 17 Holiday Act Compliance
- Item 18 Reports from Committees
- Item 19 Health and Safety and Ethics Compliance Committee Minutes held on 24 November 2023.
- Item 20 Convener’s Business
- Item 21 Committee Only Business

The general subject of each matter to be considered while the public is excluded, the reason for passing this resolution in relation to each matter and the specific grounds under Section 48(1) of the Local Government Official Information and Meetings Act 1987 for the passing of this resolution are as follows: -

General Subject	Reason for passing this resolution	Ground under Section 48(1)(a) for the passing of this resolution
Items 5 - 21 Confidential minutes and reports	Good reason for withholding information under the Official Information Act 1987	Section 48(1)(a)(ii)

This resolution is made in reliance on Section 48(1)(a)(ii) of the Local Government Official Information and Meetings Act 1987 and the particular interest or interests protected by Sections 6, 7 and/or 9 of the Official Information Act 1982 (except Section 9(2)(g)(i)) of the Official Information Act 1982 as the case may require. The interests which would be prejudiced by the holding of the whole or the relevant part of the proceedings of the meeting in public are as follows:

Item 5	Pt 2 of the Minutes of the meeting of the Audit and Risk Committee held on 21 November 2023.	ss9(2)(a), (i), and (k)
Item 6	Committee Draft Work Plan & Action Follow Up Register	ss9(2)(a), (i), and (k)
Item 7	Policies, Procedures and Frameworks	ss9(2)(a), (i), and (k)
Item 8	Business Continuity Management Policy and Framework	ss9(2)(a), (i), and (k)
Item 9	2023 Draft Annual Report	ss9(2)(a), (i), and (k)
Item 10	Risk, Assurance and Compliance Report	ss9(2)(a), (ba)
Item 11	Cyber Security Report	ss9(2)(a), (i) and (k)
Item 12	Cyber Security Incident Response Exercise	ss9(2)(a), (i) and (k)
Item 13	Sensitive Systems Cyber Health Check	ss9(2)(a), (i) and (k)
Item 14	Generative Artificial Intelligence	ss9(2)(a), (i) and (k)
Item 15	Corporate Record Services	ss9(2)(a), (i) and (k)
Item 16	Progressive Procurement	ss9(2)(a), (i) and (k)

Item 17	Holiday Act Compliance	ss9(2)(a), (i) and (k)
Item 18	Reports from Committees	ss9(2)(a), (ba)
Item 19	Health and Safety Compliance Committee Minutes held on 24 November 2023	ss9(2)(a), (ba)
Item 20	Conveners Business	ss9(2) (ba)
Item 21	Committee Only Business	ss 9(2)(a), (i), (j) and (k)

AND THAT the Vice-Chancellor (Acting), Mr S Willis, Mr B N Trott, Mr M Cartwright, Mr M Harte, Ms J Hills and Mr R Tomlinson be permitted to remain at this meeting after the public has been excluded because of their knowledge of the matters to be discussed. This knowledge, which will be of assistance in relation to the matters to be discussed, is relevant to those matters because it relates to aspects of the administration of the University of Otago for which these people are responsible, or to the auditing function for which these people are responsible. The Registrar and Secretary to the Council and the Assistant to the Secretary to Council are also permitted to remain at the meeting so as to provide secretarial support and advice.

2. Exclusion of the Public

The Convener moves that the public be excluded from the whole of the proceeding of this meeting/the following parts of the proceedings of this meeting, namely, —

Item 3	Part 2 of the Minutes of the meeting of the Audit and Risk Committee held on 19 March 2024
Item 4	Committee Work Plan and Action Follow Up
Item 5	Policies, Procedures and Frameworks
Item 6	Risk, Assurance and Compliance Report
Item 7	Cyber Security Actions
Item 8	Generative Artificial Intelligence (GenAI)
Item 9	Corporate Records Services
Item 10	Generator Emissions
Item 11	Conflict of Interest Management (Procurement)
Item 12	Audit New Zealand – Auditors Report & PBRF Report
Item 13	Ethics and Institutional Biological Safety Committee Reports
Item 14	Convener’s Business
Item 15	Committee Only Business

The general subject of each matter to be considered while the public is excluded, the reason for passing this resolution in relation to each matter and the specific grounds under Section 48(1) of the Local Government Official Information and Meetings Act 1987 for the passing of this resolution are as follows: -

General Subject	Reason for passing this resolution	Ground under Section 48(1)(a) for the passing of this resolution
Items 3 - 15 Confidential minutes and reports	Good reason for withholding information under the Official Information Act 1987	Section 48(1)(a)(ii)

This resolution is made in reliance on Section 48(1)(a)(ii) of the Local Government Official Information and Meetings Act 1987 and the particular interest or interests protected by Sections 6, 7 and/or 9 of the Official Information Act 1982 (except Section 9(2)(g)(i)) of the Official Information Act 1982 as the case may require. The interests which would be prejudiced by the holding of the whole or the relevant part of the proceedings of the meeting in public are as follows:

Item	Subject	Ground
Item 3	Pt 2 of the Minutes of the meeting of the Audit and Risk Committee held on 19 March 2024	ss9(2)(a), (i), and (k)
Item 4	Committee Work Plan & Action Follow Up Register	ss9(2)(a), (i), and (k)
Item 5	Policies, Procedures and Frameworks	ss9(2)(a), (i), and (k)
Item 6	Risk, Assurance and Compliance Report	ss9(2)(a), (ba)
Item 7	Cyber Security Actions	ss9(2)(a), (i), and (k)
Item 8	Generative Artificial Intelligence (GenAI)	ss9(2)(a), (i) and (k)
Item 9	Corporate Record Services	ss9(2)(a), (i) and (k)
Item 10	Generator Emissions	ss9(2)(a), (i) and (k)
Item 11	Conflict of Interest Management (Procurement)	ss9(2)(a), (i) and (k)
Item 12	Audit New Zealand – Auditors Report and PBRF Report	ss9(2)(a), (i) and (k)
Item 13	Ethics & Institutional Biological Safety Committee Reports	ss9(2)(a), (ba)
Item 14	Conveners Business	ss9(2) (ba)
Item 15	Committee Only Business	ss 9(2)(a), (i), (j) and (k)

AND THAT the Vice-Chancellor (Acting), Mr S Willis, Mr B N Trott, Mr M Cartwright, Mr S Turnbull, Ms J Hills and Mr R Tomlinson (Audit New Zealand) be permitted to remain at this meeting after the public has been excluded because of their knowledge of the matters to be discussed. This knowledge, which will be of assistance in relation to the matters to be discussed, is relevant to those matters because it relates to aspects of the administration of the University of Otago for which

these people are responsible, or to the auditing function for which these people are responsible. The Registrar and Secretary to the Council and the Deputy Secretary to the Council are also permitted to remain at the meeting so as to provide secretarial support and advice.