



## Governance Policy

The board emphasises strategic leadership rather than administrative detail, has a clear distinction of board and staff roles, concentrates on the future rather than past or present, and is pro-active rather than reactive.

*All elected, appointed and co-opted trustees, whether they are parent, proprietor, staff or student representatives, come to the board table entrusted to ensure effective governance despite the different perspectives they bring to board discussions. Individuals are neither advocates nor delegates with sectional interests but work for positive outcomes for all concerned. Regular reports of day-to-day operations by the staff or student trustee do not support strategic leadership but keep the board focussed in day-to-day management. It is therefore not recommended that the board has Staff or Student Reports presented at the meeting.*

### Board Roles and Responsibilities

The Board of Trustees key areas of contribution are to:

- Set and, as needed, modify the vision, mission and values.
- Protect the special character of the school
- Develop a sensible and feasible Strategic Plan.
- Approve and monitor the Annual Plan
- Develop and review the general policy direction.
- Monitor and evaluate student learning outcomes
- Appoint, assess the performance of and nurture the Principal.
- Act as good employers.
- Provide financial stewardship.
- Protect the financial and physical resources of the school.
- Approve major policies and programme initiatives.
- Manage risk.
- Build a broad base of community support.
- Exercise governance in a way that fulfils the intent of the Treaty of Waitangi by valuing and reflecting New Zealand's dual cultural heritage.
- Approve the appointment of full-time teaching staff

## Trustee's Code of Ethics

The board is committed to ethical conduct in all areas of its responsibilities and authority. Trustees shall:

- Ensure the needs of all students and their achievement is paramount.
- Be loyal to the organisation and its mission.
- Respect the integrity of the principal and staff.
- To provide and maintain a safe and healthy environment.
- Observe the confidentiality of non-public information acquired in their roles as trustees and not disclose to any other persons such information that might be harmful to the school.
- Be diligent and attend board meetings prepared for full and appropriate participation in decision making.
- Ensure that individual trustees do not act independently of the board's decisions.
- Speak with one voice through its adopted policies and ensure that any disagreements with the board's stance are resolved within the board.
- Avoid any conflicts of interest with respect to their fiduciary responsibility.
- Recognise that only the chairperson can speak for the board.
- Continually self-monitor their individual performance as trustees against policies and against any other current board evaluation tools.

## Chairperson's Role

The chairperson is the leader of the board and carries overall responsibility for the integrity of the board's processes. The role involves the following responsibilities:

- Spokesperson for the board on strategic matters.
- Establishment and maintenance of an ongoing working relationship with the Principal
- Building of an effective team
- Ensuring that the Principals Performance Agreement and Appraisal are completed on an annual basis
- Protected Disclosure Officer [see STA Link 2001/01]
- Chairing of the meetings
- Meeting discussion content will only be those issues that, according to board policy, clearly belong to the board to decide not the Principal.
- Deliberation will be timely, fair, orderly and thorough, but also efficient, limited to time and kept to the point.
- Meeting procedures as outlined in the Standing Orders and Local Government Official Information and Meetings Act 1987 are observed except where the board has suspended them. Information on meeting procedures is found in the section on meetings

## Treasurer's Role

Although financial decision making and governance sits with the board as a whole, one of the trustees (not being the principal or the staff representative) is elected annually by the board to be the Treasurer. The role involves the following responsibilities:

- Meet with the Principal & Office Manager monthly to go through the financials
- Work alongside the Principal and Office Manager in reviewing reports line item by line item.
- Pick up any anomalies and report back at board meetings
- Meet with the schools account (Graeme Wigzell) periodically to discuss the systems that are in place and to get more in-depth understanding in order to assist and support the work of the board
- Be involved in the early stages of financial planning and budgeting and in the monthly monitoring process

## Meeting Process

The board is committed to effective and efficient meetings. Meetings will:

- be based on a prepared board calendar. The agenda preparation is the responsibility of the chairperson. Sufficient copies of the agenda of the open (public) session will be posted in the school office foyer and available at the meeting place for the public.
- be held with the expectation that trustees have prepared for them and will participate in all discussions at all times within the principles of acceptable behaviour
- have the right, by resolution, to exclude the public and news media from the whole or part of the proceedings in accordance with the Meetings Act. Decisions by the board are fully recorded but remain confidential. The board needs to:
  - Make the reasons for excluding the public clear
  - Reserve the right to include any non-board member it chooses

## Meeting Procedures

### General:

- Meetings will generally be held twice a term as per the board calendar.
- The quorum shall be more than half the members of the board currently holding office.\*
- The Chairperson shall be elected at the first meeting after the Annual Meeting except in the general election year where it will be at the first meeting of the newly elected board.\*
- The Chairperson may exercise a casting vote in the case of equality of votes, in addition to his/her deliberative vote.\*
- Any trustees with pecuniary interest in any issue shall not take part in any debate on such issues and may be asked to leave the meeting for the duration of the debate.\*

### **Time of Meetings:**

- Regular meetings will generally be held twice per term time at a predetermined time and for no longer than 2 ½ hours.
- Any business remaining on the agenda at the conclusion of the meeting will be transferred to the following meeting.

### **Special meetings:**

- A special meeting will be called by agreement of the board.

### **Exclusion of the Public:**

- The meeting may, by resolution, exclude the public and news media from the whole or part of the proceedings in accord with the Meetings Act.\*

### **Public Participation:**

- Public will not normally be allowed free discussion during the meeting.
- Public participation is at the discretion of the Chairperson.
- Public attending the meeting will be given a notice about their rights to participation in the meeting.

### **Motions/Amendments:**

- All motions and amendments moved in debate must be seconded unless moved by the Chairperson.\*
- Motions and amendments once proposed and accepted may not be withdrawn without the consent of the meeting.\*
- No further amendments may be accepted until the first one is disposed of.\*
- The mover of a motion has right of reply.\*
- A matter already discussed may not be reintroduced at the same meeting in any guise or by way of an amendment.\*

### **Termination of debate:**

- All decisions will be taken by open voting by all trustees present.

### **Suspension of Meeting Procedures:**

- Standing Orders may be suspended by resolution of the meeting.

### **Agenda:**

- The order of the Agenda may be varied by resolution at the meeting.

### **Minutes**

- The minutes will be distributed within one week of the meeting.

## Committee Principles

The board may set up committees to help carry out its responsibilities and due process (eg. Staff appointments, internal audit, disciplinary) Board committees:

- are to be used sparingly to preserve the board functioning as a whole when other methods have been deemed inadequate.
- may use non trustees as sources of advice but only trustees can be part of the decision making process.
- may not speak or act for the board except when formally given such authority for specific and time-limited purposes. Such authority will be carefully stated in order not to conflict with authority delegated to the Principal.
- help the board (not the administration) do its work.
- assist the board chiefly by preparing policy alternatives and implications for board deliberation. Board committees are not to be created by the board to advise staff.
- Are to have terms of reference drawn up as required. It is suggested that these contain information about the following:
  - Purpose
  - Committee members
  - Duties and responsibilities
  - Reporting procedures/schedule
  - Budget

## Board Review of Governance

### Trustees

The board undertakes an annual review of their performance.

### Chairperson

The board Chair will evaluate his/her effectiveness and performance in discussion with individual trustees and the Principal.

### Strategic Plan and Policy Framework

Annually the Chairperson will co-ordinate a review of the effectiveness of the board of trustees. A report will be provided to the board on the outcomes, including a training plan for the board as a whole. The review will be based on the Strategic Plan and Policy Framework.

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