

anzea Governance Policy 2010-2015

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A. Purpose

- To acknowledge the Board's legal obligations in terms of the **anzea** Constitution, the laws relating to Incorporated Societies, the Charities Commission and the laws of New Zealand generally
- To set out guidelines for the Board's good operations, the valid actions and conduct of Board members, and for the avoidance of confusion, stress, conflict or other issues in relation to Board activities
- To clarify the agreed rules of Board operations.

B. Policy

1. Board functions

The **anzea** Board is elected biennially by the **anzea** membership to undertake the

functions set out in the **anzea** Constitution (see **Constitution, Section 7**). The main function of the Board is to provide governance and high level management to the Association. This function includes setting strategic direction for **anzea** and responsibility for putting the **anzea** Strategic Plan into effect.

2. Board composition and responsibilities

Board composition

The Board comprises 12 elected members, representing the diverse sectors of the **anzea** membership, and may also co-opt additional members (see **Constitution, Section 8**).

Board member Code of Conduct - Policy

Current **anzea** membership is the only formal criterion for eligibility to be elected to the Board. Accepting nomination and appointment to the **anzea** Board assumes a commitment to:

- Be a Board member for a two year term
- Undertake at least one portfolio responsibility and the reporting requirements of that portfolio
- Maintain the confidentiality of Board meetings (that is, all discussion that is not formally minuted)
- Declare any personal or professional conflicts of interest in relation to Board decision-making
- Agree to consensus process as the preferred Board decision-making process
- Undertake an induction to **anzea** Board activity and **anzea** policy, plus up to half a day's additional governance training as required in each year
- Be available for three one-day Board meetings per year on week days; this commitment involves an agreement to the following:
 - ✧ Give high priority to attend all three meetings
 - ✧ Give the maximum notice possible if unable to attend a Board meeting **and** where possible send in written comment on the items identified in the portfolio reports as requiring a Board decision to be made
 - ✧ Send in on time and contribute to any portfolio report/s for which each Board member is responsible
- Participate as required in essential email correspondence around decision-making outside of Board meetings and respond in a timely manner (72 hours)
- Work collegially with other **anzea** officers
- Behave at all times in a respectful and professional manner towards Board members and **anzea** officers
- Familiarise themselves with and act in accordance generally with the **anzea** Constitution and policies
- Maintain membership of **anzea** by ensuring payment of the annual member subscription; in particular:
 - ✧ Board members must be paid up **anzea** members to be a member of the Board. Where a Board member has not paid their membership subscription by 7 July following invoicing, they will receive one reminder from **anzea** Manager. If they have not paid their membership subscription by the date of the next Board meeting, they will not be able to take part in that meeting or in any Board decision-making. If they have not paid their membership subscription by 31 October, they will be

- deemed to have resigned from the Board, unless the Board in full consensus specifically decides otherwise for good reason
- ✧ If a Board member does not attend two consecutive Board meetings, they will receive an approach from the Convenor asking whether they are still able to carry out the functions of a Board member or prefer to stand down from the Board
 - ✧ If a Board member does not attend three consecutive Board meetings, whether or not they meet reporting requirements, the Board will make a decision at that meeting as to whether that person may be deemed to have resigned from the Board, depending always on the Board member's engagement in Board activity
 - Sign an **anzea** Board member declaration agreeing to the above policy and principles before being accepted as a nominee for the Board (see **Appendix 1, Board nominee declaration**).

3. Board portfolios

Portfolio allocation

- To carry out its governance and management roles effectively, the tasks of the Board are divided into a set of portfolios. The portfolios are set out in **Appendix 2**. The portfolios are reviewed at least biennially (as part of the Board's performance review) to ensure that they remain relevant to and reflect the contemporary functions of the Board, as indicated in the Strategic Plan and Annual Plans.
- Regular portfolio responsibilities are scheduled in the Board Activity Calendar (see **Appendix 3**).

Portfolio teams

Each portfolio team (except the Convenor and Deputy Convenor) will have a portfolio leader and at least one delegated Portfolio Associate. The Associate may be another Board member, but may also be another **anzea** member with an interest and some expertise in the portfolio area. Engaging general members in portfolio work is encouraged, both to spread the workload and to engage members and build Board capacity (e.g. as an 'apprenticeship' to Board membership). Associates are members of the portfolio team and will be fully engaged in portfolio planning and decision-making. Any current Board member may join a portfolio team at any time as agreed by the Board. Associates to the Treasurer and Secretary must be current Board members.

The Executive

The Executive comprises the Convenor, Treasurer and Secretary. Its function is to ensure that necessary financial and administrative functions within the portfolios of the Executive members, or as otherwise delegated by the Board from time to time, are carried out between Board meetings. Where decisions outside of those delegations need to be made between Board meetings, these must be canvassed first by email to the whole Board.

4. Board communications and relationships

- Board capabilities and capacity
 - ✧ The Board will undertake governance or other training as necessary, or solicit skills from other people on an unpaid (preferably) or paid basis, to ensure that collectively it has the skills to carry out Board functions effectively. At the biennial elections, the current Board will actively seek to nominate candidates who have those skills

- essential and desirable to both essential Board functions (e.g. Treasurer) and the strategic activity planned for the next two years.
- ✧ The Board will actively incorporate recommendations and learnings from Board Strategy Reviews to continually improve the effectiveness of governance and leadership of **anzea**.
 - ✧ In the event that a Board member becomes unable, temporarily or permanently, to undertake their delegated tasks, it is their responsibility to advise the Convenor so that another person can be delegated to undertake those responsibilities.
 - Board decision-making
 - ✧ Board decisions are made by consensus wherever possible
 - ✧ Dissenting views will be recorded in the decision
 - ✧ Votes will be taken only where necessary for a final decision to be made
 - ✧ A simple majority of those voting is sufficient, provided that a quorum is constituted (7 Board members)
 - ✧ Where a vote is taken, objections to the majority vote will be recorded in the decision
 - Board email communications
 - ✧ Communications sent to the whole Board will be acknowledged by each Board member as far as possible within 72 hours, so that the sender knows that they have been received
 - ✧ Communications to the Board requiring a decision will allow 72 hours for Board members to respond
 - ✧ Where no response is received within 72 hours, that may be interpreted as assent to the proposed decision
 - Time management
 - ✧ Board members agree to respect the time of others on the Board
 - ✧ Any Board member requesting input from other Board members into any Board matter will allow at least three full working days for that input
 - ✧ Board members will adhere to deadlines that they have agreed to
 - ✧ Where they experience difficulty in adhering to a deadline, they will advise all others affected a reasonable time before that deadline and negotiate another deadline or an alternative arrangement for completing their task

5. Board meetings

Board meetings are held in accordance with the **Constitution** (see Sections 11.2, 11.3, 12). Key principles are:

- Board meetings will be held three times per year. One meeting will typically coincide with the **anzea** AGM, and the other two meetings will be set and agreed by the Board in advance (usually in March and October).
- In preparation for each Board meeting, the Convenor:
 - ✧ Prepares and circulates to the Board an agenda, calling for additional items
 - ✧ Requests a portfolio report from each portfolio holder
 - ✧ Distributes the full agenda and portfolio reports two weeks prior to the meeting
- Each portfolio holder is required to prepare a portfolio report in the prescribed format by no later than two weeks prior to the meeting date. This allows sufficient time for the Convenor to collate and circulate the reports and for Board members to read them.
- Minutes of the Board meetings will be uploaded to the **anzea** website within 30 days of the meeting.
- Any discussion at or report from Board meetings that is not included in the minutes of

the meetings will be deemed to be confidential to the Board.

6. Annual General Meetings

The **anzea** AGM is held in conjunction with the **anzea** Conference each year, normally in July. The schedule and tasks for the AGM are set out in **Appendix 4**.

7. Elections

The **anzea Constitution (Section 13)** provides for Board elections every two years, prior to the AGM. Elections are held in May-June in the even-numbered years, as set out in the **Board Elections Manual, Appendix 5**.

8. Succession planning and transition

Continuity of expertise and capability through transition is a key principle to be considered in Board transitions and succession. Procedures have been developed to help ensure this principle is enacted (see **Appendix 6**).

The agreed model for Convenor succession is as follows:

Model	Benefits
<p><i>'Apprentices' model</i> - With each incoming Board, all Board members are invited to express an interest in being the Convenor in the following term; then <i>all</i> of those who express interest work alongside the new Convenor to learn the ropes. At the March Board meeting prior to the next election, those members decide whether they wish to stand for election.</p>	<ul style="list-style-type: none"> • Retains the current member election system • Ensures some candidates for Convenor and avoids the nominations difficulties in the current election model • Promotes likelihood of candidates with good competencies • Potential candidates are coached into the role over two years • Ensures more than one person in each Board has a good knowledge of the Convenor role and the skills to undertake it • Promotes continuity of organisational wisdom, including anzea's values • Predictability about who is taking over the role • New Convenor skilled from the outset of the Board's term • Several candidates available, in case one decides not to continue on the Board

9. Board review

In each Board term, the Board will review its performance. Board reviews will be facilitated by an independent facilitator, who will record the review and report back to the Board in writing. Questions about the Board's performance will also be included in the annual **anzea** member survey.

10. Strategic planning

The Board is responsible for setting the strategic direction for **anzea** through an annually

reviewed Strategic Plan and for implementing the **anzea** Strategic Plan in accordance with strategic planning and governance good practice.

11. Board approval of new projects

The Board is responsible for approval of new projects. Guidelines for considering new projects are set out in **Appendices 7 and 8**.

New projects approved by the Board need to:

- Be consistent with the contemporary **anzea** Strategy and with **anzea** policy
- Have the resourcing and other support that they need to be successful, to ensure **anzea**'s continuing good reputation
- Not detract in any way from the essential resourcing (including Board capacity) of core **anzea** services.

12. Conflict resolution

The **anzea** conflict resolution policy applies to any situation affecting elected or appointed **anzea** officers or others duly delegated to undertake **anzea** project tasks. The policy is underpinned by a belief that any conflict or dispute should ideally be dealt with and resolved by the parties meeting and/or discussing together and making every reasonable effort to find a resolution to the dispute.

The policy aims to promote productive, collaborative, and effective relationships among and between all persons undertaking work on behalf of **anzea**, and to protect their professional and personal safety.

The policy has three phases with corresponding aims:

- Phase one - negotiation. The aim of this phase is for the conflicting parties to ensure their individual interests are served and considered fully, the professional relationship preserved, and to avoid adverse impact on others.
- Phase two - mediation. The aim of this second phase is for the parties to work together to find a solution to any conflict or dispute.
- Phase three - formal review / meeting. The aim of this third phase is to ensure resolution of the conflict in the best interests of members and the association.

The procedures for conflict resolution are outlined in **Appendix 9**.

C. Table of interim policy amendments

Date approved	Section	Amended policy statement

Appendix 1: Board nominee declaration

I [name] agree to abide by the following commitments and principles in undertaking my role if elected as an **anzea** Board member, specifically to:

- Be a Board member for a two year term
- Undertake at least one portfolio responsibility and the reporting requirements of that portfolio
- Maintain the confidentiality of Board meetings (that is, all discussion that is not formally minuted)
- Declare any personal or professional conflicts of interest in relation to any aspect or instance of Board decision-making, including electronic decision-making
- Agree to consensus process as the preferred Board decision-making process
- Undertake an induction to **anzea** Board activity and **anzea** policy, plus up to half a day's additional governance training as required in each year
- Be available for three one-day Board meetings per year on week days; this commitment involves an agreement to the following:
 - ✧ Give high priority to up to all three meetings
 - ✧ Give the maximum notice possible if unable to attend a Board meeting **and** send in written comment on at least all identified items in portfolio reports requiring a decision to be made
 - ✧ Send in on time and contribute to any portfolio report/s for which each Board member is responsible
- Participate as required in essential decision-making outside of Board meetings, including email decision-making, and respond in a timely manner
- Work collegially with other **anzea** officers
- Behave at all times in a respectful and professional manner towards Board members and **anzea** officers
- Act in accordance generally with the **anzea** Constitution and policies, in particular:
 - ✧ Regular attendance at **anzea** Board meetings
 - ✧ Maintain membership of **anzea** by ensuring payment of the annual member subscription

Signed:

Name:

Date:

Appendix 2: anzea Board portfolios and responsibilities (updated at 15 June 2012)

A. Board portfolios

- Branch development
- Communications
- Conferences
- Convenor
- Deputy Convenor
- Māori evaluation development
- Membership
- Pacific evaluation development
- Professional practice development
- Secretary
- Strategic relations
- Treasurer

Branch development

- Develop and implement strategy and policy for Branch establishment, development and support
- Implement the Branch Support Strategy
- Liaise with relevant **anzea** members and other stakeholders for the establishment of new regional branches
- Provide support to established **anzea** Branch Convenors and Committees, to ensure on-going Branch activities (e.g. support to run AGMs and other Branch events).

Communications

- Develop and implement strategy and policy for effective communications with members, potential members, other associations and agencies, and the general public, in particular via website and email communications
- Ensure the appointment annually of an Editor for the **anzea** Newsletter, and the publication of three Newsletters per annum
- Provide a conduit between the **anzea** Board, the Branches and the **anzea** website manager
- In consultation with the Branches, keep stakeholder organisations apprised of **anzea** events
- Supervise **anzea** communications with stakeholder organisations and the general public
- Supervise communications with the **anzea** membership and others so that these are of a professional standard and consistent with **anzea**'s kaupapa and values and with the requirements of the laws of New Zealand (e.g. electronic communications)
- Supervise the ongoing development and maintenance of the **anzea** website, supporting the **anzea** Manager
- Support the development of any other technologies that will facilitate the purposes of the Association, in particular communications.

Conferences

- Develop and implement strategy and policy in relation to **anzea** Conferences
- Have overall responsibility for ensuring that high quality Conferences or similar events occur annually
- Participate annually in the Conferences Standing Committee **or** ensure that another Board member participates in that Committee
- Ensure the appointment annually in May-June of an **anzea** Conference Convenor and Standing Committee membership to cover all portfolios
- Ensure early determination and advertising of Conference dates to the membership and other networks
- Receive reports from the Conference Convenor, as follows:
 - ✧ Conference proposal (pre-conference), for Board approval
 - ✧ Conference report (post-conference), including a financial report and a Conference evaluation report
- Report to the Board at each Board meeting or as required on Conference developments.

Convenor

- Responsibility for preparing for and chairing all General and Board meetings of the Association
- Chair such Committees as the Board may from time to time specify
- Facilitate development of a tri-annual **anzea** Strategic Plan by the Board
- Lead responsibility for ensuring development of an **anzea** Annual Plan for each financial year
- Liaise with the **anzea** Manager at least monthly to ensure that all essential business of the Association is undertaken in a timely manner, as set out in the **anzea** Annual Plan,
- Facilitate annual distribution of the Board and Manager task calendars
- Call and chair Executive meetings if required
- Primary point of liaison with the **anzea** Taumata
- Ensure and facilitate induction of new Board members
- On-going support for all portfolio teams, including linking portfolios as needed for relevant projects and activities
- Facilitate Board succession planning
- Facilitate a biennial performance review of the Board
- Facilitate biennial Board and Convenor elections
- Facilitate the development and review of Board policies, including procedures and standards, in consultation with the Board
- Leadership as appropriate for matters that arise from time to time
- Perform such other duties as may be agreed by the Board from time to time.

Deputy Convenor

- Replace the Convenor during that person's absences from Board duties

Māori evaluation development

- Develop and implement a strategy for evaluation development in relation to Māori
- Develop the **anzea** Māori caucus concept
- In consultation with the Strategic Relations portfolio, develop strategic relations as

appropriate with hapū, iwi, other Māori organisations and other indigenous peoples

Membership

- Ensure an agreed Membership Strategy is in place and implemented
- Initiate and supervise a membership drive annually in May
- Ensure that an up-to-date register of **anzea** members is maintained
- Ensure updating of the Evaluation Community mailing list at least once every four months
- Liaise with the **anzea** Manager and the Board on membership issues
- Coordinate the member survey at least biennially
- Undertake an analysis of the membership in terms of numbers and characteristics to report to each Board meeting.

Pacific evaluation development

- Develop and implement strategy and policy for Pacific evaluation development with members, potential members, other associations and agencies and the general public

Professional practice development

- Develop and implement an **anzea** professional practice development (PPD) policy and strategy
- Facilitate PPD projects as approved by the Board, in liaison with other portfolios as relevant
- Facilitate PPD in **anzea** regions, in liaison with the Branch Development Portfolio
- Facilitate PPD events at the **anzea** Conferences, in liaison with the Conferences Standing Committee
- Facilitate supervision of an annual **anzea** Events Calendar (national and regional), in liaison with **anzea** Branches
- Ensure that PPD events notices are regularly updated on the **anzea** website and included in the **anzea** Newsletters, in liaison with the Communications portfolio.

Secretary

- Oversee employment and management of the **anzea** Manager and Administrative Assistant
- Work with the Manager and Convenor as relevant to:
 - ✧ Call the General and Board meetings of the Association
 - ✧ Maintain and publish the minutes of national **anzea** meetings and Board meetings
 - ✧ Deal with the correspondence of the Association
 - ✧ Ensure that the mailing lists and other databases of the Association are up to date
 - ✧ Circulate, at least annually, to members information on the activities of the Board, its committees and on the proceedings of general meetings
 - ✧ Circulate to members such other information as the Board deems necessary
 - ✧ Disseminate all relevant communications to the membership (and others, where relevant)
- Be the ‘public officer’ of the Association
- Perform such other duties as the Convenor or Board shall decide from time to time and as agreed
- Report to the **anzea** Board on the work of the Manager, and bring issues of note and/or

concern regarding **anzea** management and administration to the Board as appropriate.

Strategic relations

- Develop and implement strategy for building **anzea**'s strategic relationships
- Facilitate and supervise liaison as appropriate with all associated bodies
- Encourage national and international contacts with a view to future cooperation
- Actively seek out possible relationships that will support **anzea**'s growth and provide benefits to the **anzea** membership
- Develop and implement strategy and policy in relation to relationships with other associations, agencies and organisations, in particular other professional evaluation associations

Treasurer

- Lead responsibility for developing and implementing strategy and policy for the good financial management of the Association
- Develop an annual and three-yearly budget for the business of the Association
- Liaise with other portfolios as appropriate for the purposes of fund-raising
- Have custody of the funds of the Association and authorise payments from them as the need arises
- Ensure sufficient signatories to the **anzea** bank accounts
- Maintain an up-to-date register of signatories to the **anzea** accounts
- Have financial oversight of **anzea** expenditure
- Hold the cheque books and on-line access to accounts, or delegate those roles as agreed by the **anzea** Board
- Present the accounts annually for auditing and present the audited accounts to the AGM
- Write an annual financial report for the AGM
- Acquaint the Board urgently if required with any financial problems of the Association as a whole or of its Committees or Boards.

Appendix 3: Board task calendar 2012-2014

Mth	Activity	Responsible portfolio	Initiate	Complete
Jan				
	Website update	Comms	31 Jan	31 Jan
Feb	Board meeting preparation - Call for portfolio reports - Check venue, etc.	Convenor	21 Feb	7 March
	Prepare for March tax, GST returns & audit	Treasurer	14 Feb	7 March
March	Call for Newsletter items Reminder call	Comms	1 March 15 March	
	Compile and disseminate Newsletter	Comms	15 March	7 April
	Portfolio reports - inc financial reports, portfolio action plans, and Conference planning update	All Bd members	7 Feb	7 March
	Board meeting - Attend - Record minutes - Review initial draft - Review minutes - Disseminate minutes	All Bd members Administrator Convenor + Secretary All Bd members Convenor	21 March	7 April
	Tax return and GST return	Treasurer		31 March
	Pro-rata payment to Branch accounts as requested	Treasurer + Branch Dev		31 March
	Website update	Comms	30 March	30 March
April	Set up Conference Committee for following year	Conferences	1 April	30 May
	Set up Board elections (bi-annual)	Convenor		31 March
	Commence membership drive	Membership	1 April	30 May
	Financial audit	Treasurer		30 April
May	Website update	Comms	30 May	30 May
June	Member renewal letters – update and send out	Membership	15 May	7 June
	AGM preparation - Agenda - Announcement to members - Convenor's report - Branch reports - Treasurer's report/financial report - Prepare materials	Convenor Secretary Convenor Branch Convenors Treasurer Secretary		1 June
	Board meeting preparation - Call for portfolio reports - Check venue, etc.	Convenor	7 June	15 June
	Portfolio reports - inc financial reports, portfolio action plans, and Conference planning update	All Bd members	7 June	21 June
	Conference proposal to Bd for review and approval	Conferences	1 June	July portfolio r

July	Board meeting - Attend - Record minutes - Review initial draft	All Bd members Administrator Convenor + Secretary	4 July	
	- Review minutes - Disseminate minutes	All Bd members Convenor		18 July
	Final Conference preparation check for current year	Conferences	15 July	31 July
	Update on Conference planning for following year	Conferences	15 July	31 July
	Newsletter - call for items Reminder call	Comms	15 July 31 July	
	Compile and disseminate Newsletter	Comms	31 July	14 August
	Website update	Comms	30 July	30 July
	Member list update	Membership		1 st week
Aug	Reminder phone calls to unpaid members	Membership + Branch Convenors	1 August	31 August
	Conference	Conferences		Mid July
	AGM - Chair AGM - Record minutes - Disseminate minutes to members	Convenor Secretary Secretary		Mid July Mid July Late July
	Member list update	Membership		1 st week
Sept				
	Website update	Comms	30 Sept	30 Sept
	GST return - reminder to Admin	Treasurer	1 Sept	30 Sept
	Initiate Branch follow-up of un-renewed members	Membership	1 Sept	30 Sept
	Board meeting preparation - Call for portfolio reports - Check venue, etc.	Convenor	15 Sept	30 Sept
	Portfolio reports - inc financial reports, portfolio action plans, and Conference planning update	All Bd members	7 Sept	21 Sept
	Pro-rata payment to Branch accounts as requested	Treasurer		30 Sept
	Conference proposal for following year	Conferences	15 Sept	15 Oct
	Conference report – current year’s Conference	Conferences	15 Sept	15 Oct
Oct	Board meeting - Attend - Record minutes - Review initial draft	All Bd members Administrator Convenor + Secretary		15 Oct
	- Review minutes - Disseminate minutes	All Bd members Convenor		
	Member list update	Membership		1 st week
	Newsletter - call for items Reminder call	Comms	1 Oct 15 Oct	
	Compile and disseminate Newsletter	Comms	15 Oct	31 Oct
	Final reminder notice to members who haven’t yet resubscribed - to unpaid members only	Membership		15 Oct
	GST return	Treasurer		31 Oct
	Manager performance appraisal Review Manager job description Renew Manager contract	Secretary	1 Oct	31 Oct
	Liaise with all Branches re developing events	Branch Dev	1 Oct	31 Oct

	calendar for following year			
Nov	Website update	Comms	30 Nov	30 Nov
	Xmas greeting lists from Branches and Board	Comms	1 Nov	15 Nov
Dec	Xmas greetings despatched	Comms & Branch Dev + Committees		14 Dec

Appendix 4: AGM schedule and tasks

Task	Deadline #	Initiated by/responsibility
<i>Initiate and request all tasks below</i>	15 May	Convenor
Write Convenor's report	30 May	Convenor
Write Treasurer's report	30 May	Treasurer
Compile P&L and June statement	30 May	Manager
Update AGM agenda and notices	30 May	Manager
Write Branch annual short reports	30 May	Branch Convenors
Compile draft Annual Report	5 June	
Send AGM first notice to anzea members	12 June	Manager
Compile AGM business/notices of motion/proxies, if any	21 June	Manager
Proof draft Annual Report	21 June	Manager
Send AGM final notice with Annual Report to anzea members	21 June	Manager
Print copies of Annual Report for the AGM (20 copies)	21 June	Manager
Take minutes of the AGM	AGM	Manager
Write up minutes of the AGM	Within 2 weeks	Manager
Edit and proof minutes of the AGM	Within 2 weeks	Convenor
Disseminate minutes of the AGM – email to members and website	Within 4 weeks	Manager

Deadlines assume a mid-July AGM. Requirements for advance notice to members are set out in the **anzea** Constitution.

Appendix 5: Elections Manual

See separate file.

Appendix 6: Succession planning

Purpose of the transition plan

A core **anzea** value is sustainability – it is essential to the continuance of the Association that the Board (1) attract strong new members, (2) retain at least some existing members for a second and third term, and that (3) the transition from one Board to another be as seamless as possible. The following steps are designed to facilitate an efficient and effective transition.

A. Board nominations

At the beginning of the year in which Board elections will be held:

- Current Board members will:
 - ✧ Clarify whether they are willing to remain for a further term
 - ✧ Identify and take into consideration current ‘gaps’ in Board capacity and focus on finding people who might fill those gaps
 - ✧ Take into consideration clause 8 of the Constitution to promote nomination of a diversity of representation to the Board
 - ✧ Actively seek out appropriate people to be nominated to the Board
 - ✧ Collaborate to ensure nomination of strong and suitable Board members
- The Convenor will:
 - ✧ Advertise a call for nominations by no later than the end of April, to ensure that members are thinking about suitable people for nomination well in advance of the election
 - ✧ Contact each **anzea** Branch Committee to encourage them to solicit nominations in their region and/or put forward a Branch Committee member for nomination to the Board.

B. Induction for new Board members

The following processes are recommended for the incoming Board. (Where a new Board member is brought on during a Board term, their induction will consist of similar processes but will be provided by a Board member who already knows the new person.)

- Within one week of the election outcome (and no later than June 30), the Convenor will:
 - ✧ Contact all *current* Board members to advise them of the outcome
 - ✧ Call each *new* Board member and the new Convenor (preferably in a teleconference call including all new Board members) to congratulate them and discuss the induction process
 - ✧ Send each new Board member an ‘induction pack’, containing the following, together with advice as to which items to focus on first (in the following order):
 - Board portfolio descriptions
 - The minutes of the previous two Board meetings
 - A summary of current and forthcoming portfolio activity
 - The most recent portfolio reports for portfolios that each Board member has expressed interest in
 - The contact list for the current Board
 - ✧ Invite them to call 1-2 incumbent Board members to talk about Board roles and participation

- ✧ Invite new Board members to the whakawhanaungatanga get-together at the Conference (or if there is no Conference in that year, at a social get-together immediately prior to the Board meeting)
- ✧ Contact the elected Convenor to arrange a time to meet for a briefing (in person if possible) on the Convenor role and handover, together with the **anzea** Manager
- ✧ Transfer all Board policy and other documents necessary for the Convenor (if new)
- Prior to the transitional Board meeting, new Board members will receive:
 - ✧ The agenda and portfolio reports for the forthcoming meeting
 - ✧ The current Strategic Plan
 - ✧ The Board policy and operations manual
 - ✧ The Board Activity Calendar
 - ✧ A phone call from the Convenor to discuss their portfolio preferences.

C. Announcements

The new Board will be announced once the election is confirmed to the membership via email and the website, and will also be announced at the AGM. Each Board member will have an opportunity to introduce themselves at the AGM. The outgoing Board members will be formally thanked by the new Convenor in a poroporoaki.

D. Transitional Board meeting

The new Board will formally take up their positions at the Board meeting following the AGM. This will normally be held immediately following the annual **anzea** Conference. The transitional Board meeting will ideally include both outgoing and incoming Board members. This approach is to allow new members to:

- Be welcomed and supported by the outgoing Board members
- See how the Board meetings work
- Meet their outgoing counterparts so that they have a ‘face to the name’
- Observe and ask questions about both Board processes and current Board business being discussed and dealt with.

Ideally, it also allows for outgoing Board members to set up a relationship with new portfolio counterparts, and for the outgoing Board members to be farewelled in a poroporoaki.

E. First six months of Board operation

During the first six months of the new Board’s operation:

- All Board members will take part in a half-day induction into Board policy and operations. Ideally this session will take place within 3 months of the transition Board meeting (e.g. immediately prior to the second Board meeting of the new term).
- Previous portfolio holders will, ideally:
 - ✧ Have at least one meeting or substantial telephone conversation within the first month with their new counterpart to transfer information about current and forthcoming portfolio work
 - ✧ Be available to provide information and other support to the new incumbents
 - ✧ Make contact with the new incumbent at monthly intervals for the first three months to offer support.

Appendix 7: New projects approval guidelines

- To ensure the good provision of core services, the primary focus of the Board will be on the sustainability of core **anzea** services, in particular **anzea** administration, Conferences, membership development, communications with members, Branch development and support, and website maintenance.
- All significant new **anzea** developments within any portfolio will be framed as special projects initially and will be supported and monitored through the Board.
- New services will be developed as special projects, and one-off projects may also be undertaken by **anzea** from time to time.
- New projects must be submitted to the Board via a discussion paper or documented proposal through the portfolio leader and approved prior to any work commencing. A template for project proposals is set out in **Appendix 8**.
- New projects will be approved only when there is evidence of Board capacity and other resourcing sufficient to support them to successful completion.
- New projects must be sufficiently funded, demonstrate adequate personnel resourcing, and budgeted within **anzea**'s available budget.

Appendix 8: anzea New Project Proposal template

A. Portfolio responsibility

B. Project leader/s

C. Background, purpose and goals of the proposed project

D. Project principles and accountability

E. Project team/working group composition

F. Link to current anzea Strategy

G. Linkages to other anzea portfolios and services or developments

H. Project development plan, including timeline and steps

I. Project budget

J. Other resourcing required

Personnel

Equipment

Other

K. Appendices

Appendix 9: Conflict resolution procedures

The **anzea** conflict resolution policy and procedures are underpinned by a belief that any conflict or dispute should ideally be dealt with and resolved by the parties meeting and/or discussing together and making every reasonable effort to find a resolution to the dispute. It applies to all anzea officers, including members of the Board, Branch Committees, Conference Committees and other committees and project groups formed from time to time to undertake **anzea** projects or functions.

Phase One – Negotiation phase

Aim: The primary aim of this first phase is for the conflicting parties to ensure their individual interests are served and considered fully and the professional relationship preserved.

The parties agree that before resorting to any formal dispute resolution process, they will first attempt to engage in good faith negotiations, wherever possible face-to-face, in an effort to find a solution that serves their respective and mutual interests, including their continuing professional relationship.

Phase Two – Mediation phase

Aim: The primary aim of this second phase is for the parties to work together to find a solution to any conflict or dispute.

If the negotiations do not conclude with a mutually agreed upon solution, the parties agree to enter into and participate in mediation of the conflict or dispute. This action will be formally notified in writing by both parties to the Board. Two non-partisan members of the Board will be delegated to co-manage the mediation process. Within two weeks from receipt of this notification, a neutral mediator will be appointed by agreement with all parties and the Board. If the parties cannot agree upon a mediator, each shall nominate one mediator. These nominated mediators will then be asked to propose a further two people whom might serve as mediators. The final decision will be made by those members of the Board who are not seen by either party to the dispute as partisan, taking into account the mediator's background and skills, cost, and availability. The terms and procedure for the mediation will be agreed upon by the parties and the Board within two weeks of the appointment of the mediator.

The matters discussed, raised, agreed, admitted, or determined in, or in the course of mediation must not be disclosed by the parties, the mediator, or persons attending the mediation to anyone other than members of the Board, except with the agreement of the parties to the dispute.

Any resolution must be recorded in a written agreement and this will be binding on all parties.

Phase Three – Formal board review / meeting

Aim: The aim of this phase is to ensure resolution of the conflict in the best interests of members and the association.

If mediation is not successful, the parties will formally notify the Board in writing, and a special Board meeting will be called, as per clause 11.3 of the **anzea** Constitution. That special Board meeting will be facilitated by an independent mediator selected by those members of the Board who are not seen by either party to the dispute as partisan. From this meeting the Board will make a final decision and direct any action to take place. The decisions and actions to be taken must be recorded and agreed to, and this will be binding on all parties.

The matters discussed, raised, agreed, admitted, or determined in, or in the course of the special Board meeting must not be disclosed by the parties, the mediator, or any other persons attending the meeting to anyone other than members of the Board, except with the agreement of the parties to the dispute.