



NZSTA
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Whatawhata School governance framework

Part B: Governance policies - how we work as a board



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1. Board roles and responsibilities policy

Outcome statement

The board of trustees is focused on governance that fosters and supports the ongoing improvement of student progress and achievement.

Scoping

The board is a body corporate whose policies and decisions exist in perpetuity or until such time as they are rescinded or revoked.

The board sets the strategic direction for the school and governs via its policies, which it entrusts to the principal to implement.

Delegations

Accountability rests with the whole board, with no individual trustee or committee having decision-making authority unless it has been delegated and documented.

Expectations and limitations

Board actions		Standards
1. Sets the strategic direction and long-term plans and monitors the board's progress against them.	1.1	The board leads the annual charter/strategic plan review process.
	1.2	The board sets/reviews the strategic aims by 1 st March.
	1.3	The board approves the annual plan and targets and ensures the charter/strategic plan is submitted to the Ministry of Education by 1 March each year.
	1.4	Regular board meetings include a report on progress towards achieving strategic aims.
	1.5	The charter/strategic plan is the basis for all board decision making.
2. Monitors and evaluates student progress and achievement.	2.1	The board approves an annual review schedule covering curriculum and student progress and achievement reports.
	2.2	Reports are received at each regular board meeting from the principal on progress against the annual plan, highlighting risk/success.
	2.3	Information reported to the board is thoughtfully discussed, critiqued and challenged.
	2.4	Targets in the annual plan are met, the curriculum policy is implemented and there is satisfactory performance of curriculum priorities.
3. Protects the special character of the school (special character schools).	3.1	Special character is obviously considered in all board decisions.
	3.2	A special character report is included at every board meeting as part of the principal's report.
4. Appoints, assesses the performance of and supports the principal.	4.1	Principal's performance management system is in place and implemented.
5. Approves the budget and monitors financial management of the school.	5.1	Budget is approved by the first meeting each year.
	5.2	Satisfactory performance of financial management against budget is in evidence.
6. Effectively manages risk.	6.1	The board has an effective governance model in place.
	6.2	The board remains briefed on internal/external risk environments and takes action where necessary.
	6.3	The board identifies trouble spots in statements of audit and takes action if necessary.
	6.4	The board ensures the principal reports on all potential and real risks when appropriate and takes appropriate action.
7. Ensures compliance with legal requirements.	7.1	New members read and understand the governance framework including policies, the school charter/strategic plan, board induction pack and requirements and expectations of board members
	7.2	New and continuing members are kept aware of any changes in legal and reporting requirements for the school.
	7.3	The board seeks appropriate advice when necessary
	7.4	Accurate minutes of all board meetings are approved by the board and signed by the chair.

	7.5	Individual staff/student matters are always discussed in public-excluded session.
	7.6	Board meetings have a quorum.
8. Ensures trustees attend board meetings and take an active role.	8.1	Board meetings are effectively run.
	8.2	Trustees attend board meetings having read board papers and reports and are ready to discuss them.
	8.3	Attendance at 80% of meetings (minimum).
	8.4	No unexplained absences at board meetings (three consecutive absences without prior leave results in immediate step-down – refer Education Act 1989 s104 (1) (c))
9. Approves major policies and programme initiatives.	9.1	The board approves programme initiatives as per policies.
	9.2	The board monitors implementation of programme initiatives.
10. Fulfils the intent of the Treaty of Waitangi by valuing and reflecting New Zealand's dual cultural heritage.	10.1	The Treaty of Waitangi is obviously considered in board decisions.
	10.2	The board, principal and staff are culturally responsive and inclusive.
11. Approves and monitors human resource policy/procedures, which ensures effective practice and contributes to its responsibilities as a good employer.	11.1	The board becomes and remains familiar with the broad employment conditions that cover employees (staff employment agreements and arrangements).
	11.2	The board ensures there are personnel policies in place and they are adhered to (code of behaviour).
	11.3	The board ensures there is ongoing monitoring and review of all personnel policies.
12. Deals with disputes and conflicts referred to the board as per the school's concerns and complaints procedures.	12.1	Successful resolution of any disputes and conflicts referred is achieved.
13. Represents the school in a positive, professional manner.	13.1	Code of behaviour is adhered to.
14. Oversees, conserves and enhances the resource base.	14.1	Property/resources meet the needs of the student achievement aims.
15. Effectively hands over governance to new board/trustees at election time.	15.1	New trustees are provided with induction and a copy of the board's governance manual.
	15.2	New trustees are fully briefed and able to govern following attendance at an orientation programme.
	15.3	Appropriate delegations are in place as per Schedule 6 (17) of the Education Act.
	15.4	Board and trustees participate in appropriate ongoing professional development.
16. Communicates with the school community on the broad strategic aims and targets and on overall student progress	16.1	Provide a overall summary after each board meeting to the community
	16.2	Share the school's annual aims and priorities
	16.3	Provide an overall summary of the progress of students at the school
	16.4	The board speaks with one voice when communicating with the school community

Procedures, monitoring and review

See review schedule, processes and procedures in Part C of the governance framework: Governance processes

Legislative compliance

[Education Act 1989](#)

[Employment Relations Act 2000](#)

[State Sector Act 1989](#)

2. Trustee code of behaviour policy

Outcome statement

The board will act in an ethical and respectful manner

Scoping

Every member of the board will have access to the code of behaviour and opportunities to discuss its expectations of their conduct. Board business will be conducted in an ethical and respectful manner, in accordance with legislation and board policy.

Expectations and limitations

As members of an effective governance team, each member of the board of trustees shall:

- ensure the needs of all students and their achievement is paramount
- be loyal to the school and its mission
- maintain and understand the values and goals of the school
- protect the special character of the school
- publicly represent the school in a positive manner
- respect the integrity of the principal and staff
- observe the confidentiality of non-public information acquired in their role as a trustee 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 board policies and ensure that any disagreements with the board's stance are resolved within the board
- in the course of board meetings, disclose any interests in a transaction or decision where they, their family and/or partner, employer or close associate will receive a benefit or gain and leave the meeting for the duration of discussion and/or voting in relation to the matter
- recognise the lack of authority in any individual trustee or committee/working party of the board in any interaction with the principal or staff
- recognise that only the chair (working within the board's agreed chair role description or delegation) or a delegate working under written delegation can speak for the board
- continually self-monitor their individual performance as trustees against policies and any other current board evaluation tools
- be available to undertake appropriate professional development.

Procedures, monitoring and review

See review schedule, processes and procedures in Part C of the governance framework: Governance processes

Legislative compliance

[Education Act 1989](#)

Agreement

I agree to work within the scope, expectations and limitations of the Whatawhata School Trustee Code of Behaviour Policy

Name

Signature

Date

3. Trustee remuneration and expenses policy

Outcome statement

Remuneration and reimbursement of expenses to trustees is transparent, fair and reasonable.

Scoping

The board exercises its right to set the amount that the chair and other board members are reimbursed for attendance at board meetings. These honoraria cover the expense of attending board meetings and are not payment for work undertaken.

The principal, as a member of the board, is entitled to the same payment as all other trustees except the chair.

Any other payments or reimbursements are at the discretion of the board.

Expectations and limitations

At Whatawhata School:

- the chair receives \$75 per board meeting
- elected and co-opted board members receive \$55 per board meeting
- Payments are made only for attended meeting
- there is no payment for working group/committee meetings
- attendance fees are non-taxable within the agreed non-taxable amounts of \$605 annually for trustees and \$825 for the chair
- costs associated with attendance at professional development sessions may be met by the board but prior approval must be sought
- all other reimbursements are at the discretion of the board and must be approved prior to any spending occurring.

Procedures, monitoring and review

See review schedule, processes and procedures in Part C of the governance framework: Governance processes

Legislative compliance

[Income Tax Act 2007](#)

[IRD Honoraria payments to school trustees](#)

4. Conflict of interest policy

Outcome statement

The board effectively manages actual, potential and perceived conflicts of interest ensuring the integrity of board decisions and reputation of board members.

Scoping

The board shall create a register of all board members detailing any interests, relationships or holdings that could potentially result in a conflict of interest.

This register shall be reviewed at the start of each year and will be updated whenever a board member's circumstances change or a new member joins the board.

It must also be reviewed following trustee elections.

Board members who have a conflict of interest shall be excluded from relevant board meetings (or relevant parts of board meetings).

Expectations and limitations

All staff and board members will effectively manage conflicts of interest between the interests of the school on one hand and personal, professional and business interests on the other. This includes managing potential and actual conflicts of interest as well as perceptions of conflicts of interest.

Any trustee who has a pecuniary interest or any other interest that may influence them in carrying out their duties and responsibilities as a trustee must be excluded from any meeting while the board discusses, considers, considers anything relating to or decides on the matter.

Any trustee who is a member of the board's staff must be excluded from any meeting while the board discusses, considers, considers anything relating to or decides on any matter relating to their own employment or a complaint received against them.

Any trustee who is a student enrolled at the school must be excluded from any meeting while the board discusses, considers, considers anything relating to or decides on any matter relating to them as an individual student.

In the course of board meetings, board members will disclose any interests in a transaction or decision where their family and/or partner, employer or close associate will receive a benefit or gain. After disclosure, the person making the disclosure will be asked to leave the meeting for the discussion and will not be permitted to vote on the question.

Procedures, monitoring and review

See review schedule, processes and procedures in Part C of the governance framework: Governance processes

Legislative compliance

5. Chair role description policy

Outcome statement

The board is effectively led.

Scoping

The chair is the leader of the board and works on behalf of the board with the principal on a day-to day basis.

The chair establishes and nurtures a positive professional working relationship with the principal.

The chair represents the board of trustees to the broader community and works in partnership with the principal to safeguard the integrity of the board's processes.

The chair often represents the board to the school and wider community and agencies such as the Ministry of Education and the Education Review Office and carries a responsibility to safeguard the integrity of the board.

The chair presides over board meetings and ensures that each trustee has a full and fair opportunity to be heard and understood by the other members of the board and that decisions that are in the best interest of the school, its students and staff are reached.

Delegations

The board delegates management of the relationship between the board and the principal to the chair.

Board to enter any other delegations to the chair.

Expectations and limitations

The chair:

- is appointed by election at the first board meeting of the year except in a triennial trustee election year where it shall be at the first meeting of the board*
- acts within board policy and delegations at all times and not independently of the board
- leads the board members and develops them as a cohesive and effective team
- welcomes new members, ensures that disclosure of any conflicts of interest is made and the code of behaviour is understood (and signed)
- assists board members' understanding of their role, responsibilities and accountability, including the need to comply with the trustee code of behaviour policy
- ensures the work of the board is completed
- sets the board's agenda and ensures that all board members have the required information for informed discussion of the agenda items
- ensures the meeting agenda content is only about those issues that, according to board policy, clearly belong to the board to decide
- effectively organises and presides over board meetings, ensuring that such meetings are conducted in accordance with the Education Act 1989, the relevant sections of the Local Government Official Information and Meetings Act 1987* and any board protocols and policies
- ensures interactive participation by all board members
- represents the board to external parties as an official spokesperson for the school except for those matters where this has been delegated to another person
- is the official signatory for the board, including for annual accounts*
- is responsible for promoting effective communication between the board and wider community, including communicating appropriate board decisions
- establishes and maintains a productive working relationship with the principal
- ensures the principal's performance agreement and review are completed on an annual basis
- ensures concerns and complaints are dealt with according to the school's concerns and complaints procedures
- ensures any potential or real risk to the school or its name is communicated to the board. This includes any concern or

complaint.

* Legislative requirement

Procedures, monitoring and review

See review schedule, processes and procedures in Part C of the governance framework: Governance processes

Legislative compliance

[Education Act 1989 Schedule 6](#)

[Local Government Official Information and Meetings Act 1987](#)

6. Staff trustee role description policy

Outcome statement

The staff trustee fulfils legislative requirements relating to board composition. The role of the staff trustee is to bring a staff perspective to board decision making and discussion.

Scoping

As a trustee, the staff representative is elected by their peers to serve the interests of the school at governance level. They have equal voice, vote, standing and accountability to any other board member.

Expectations and limitations

Staff representative accountability measures	Standard
1. To work within the board's charter/strategic plan.	1.1 The charter/strategic plan is obviously considered in board decisions.
2. To abide by the board's governance and operational policies.	2.1 The staff trustee has a copy of the governance manual and is familiar with all board policies.
3. The staff trustee is first and foremost a trustee and must act in the best interests of the students at the school at all times.	3.1 The staff trustee is not a staff advocate. 3.2 The staff trustee does not bring staff concerns to the board.
4. The staff trustee is bound by the trustee code of behaviour.	4.1 The staff trustee acts within the code of behaviour.
5. It is not necessary for the staff trustee to prepare a verbal or written report for the board unless specifically requested to by the board.	5.1 No regular reports are received unless a request has been made by the board on a specific topic.

Procedures, monitoring and review

See review schedule, processes and procedures in Part C of the governance framework: Governance processes

Legislative compliance

7. Relationship between chair and principal policy

Outcome statement

The relationship between the chair and the principal is based on trust, integrity and mutual respect.

Scoping

A positive, productive working relationship between the principal and the chair is both central and vital to the school.

The chair and principal should act as sounding boards, both supporting and challenging, in order to hold the school to account for achieving the goals and targets that have been set.

The chair has no authority except that granted by the board. The chair does not act independently of the board.

Delegations

Board to enter any delegations.

Expectations and limitations

- The chair and principal must work as a team, and there should be no surprises.
- The relationship must be professional.
- Each must be able to counsel the other on performance concerns.
- The chair supports the principal and vice versa as appropriate.
- Each agrees not to undermine the other's authority.
- There is agreement to be honest with each other.
- Each agrees and accepts the need to follow policy and procedures.
- Neither party will deliberately hold back important information.
- Neither party will knowingly misinform the other.

Procedures, monitoring and review

See review schedule, processes and procedures in Part C of the governance framework: Governance processes

Legislative compliance

8. Principal performance management policy

Outcome statement

A fair and transparent performance management process recognises the professionalism of the principal and the accountabilities of the board.

Scoping

An annual performance agreement will be established between the board and principal and be motioned at the first meeting of each school year.

The principal's performance against this agreement will be reviewed throughout the year, and a final report will be prepared and presented to the board at the end of the school year.

The prime foci of the agreement are that the principal works towards achieving the school's annual priorities, meets the Principal Professional Standards and meets the expectations stated in the responsibility of the principal policy.

Delegations

The chair (or personnel committee of the board) will ensure an annual performance review is carried out in accordance with this policy.

Expectations and limitations

- The review process will occur annually, providing a written record of how the principal has performed as per the terms of the performance agreement and identifying professional development needs.
- The principal's performance will be formally reviewed on an annual basis by duly delegated members of the board and, optionally at the board's choice, an independent consultant who specialises in education.
- Those delegated or contracted to perform the review process shall have written formalised instructions specifying the responsibilities of the role.
- There will be three interim reviews, one each term, preceding the annual formal review, between the principal and chair or delegate(s) to discuss progress.
- The principal will be reviewed on the criteria set out in the performance agreement – performance objectives, professional standards, learning and development objectives and fulfilment of additional duties that require concurrence payment.
- If the principal and the board disagree on the performance objectives, the board, after considering the principal's input, will amend the disputed objectives or confirm the unchanged objectives. The board's decision will be final.
- The board chair, delegate(s) and consultant may gather information from staff, parents or any other relevant members of the larger school community who can provide feedback on how the principal has performed. Evidence may include surveys, self-review, teaching observation (if relevant), interviews, focus groups or documentary evidence.
- The final report will identify whether the principal has met the different Professional Professional Standards and will identify areas of strength and areas for future development.
- The principal and delegate(s) will meet for a formal interview to discuss whether the performance agreement has been satisfied, with the principal given the opportunity to discuss and comment on each criterion before a rating is given. The results will then be drafted into a report by the delegate(s) and sent to the principal. The principal can accept the report or dispute the report. If the report is disputed, the delegate(s) will consider the principal's views before deciding to either amend the report in accordance with the principal's views or let the report stand with the principal's comments attached.
- The chair/delegate(s)/consultant will present the final report/summary back to the board with the result of the review. The principal may be present at the presentation and will have the opportunity to address the board. The principal may be asked to exit, and further discussion may continue among the board.
- The principal will be informed personally and in writing of the final outcome following the report discussion.
- The performance agreement and results of the review are confidential to the principal, the board and their agents unless both parties agree to wider distribution.
- A budget for professional expenses and for professional development will be established annually in accordance with the principal's professional development plan contained in their performance agreement and be included in the budget. Spending within budget is with the approval of the board.

- Any overseas trips for professional development must be approved by the board of trustees at least one term in advance of the event.
- Professional development expenses may include but are not confined to continuing education, books and periodicals, mentoring and attendance at professional conferences and courses.

Procedures, monitoring and review

See review schedule, processes and procedures in Part C of the governance framework: Governance processes

Legislative compliance

9. Delegations and committees policy

Outcome statement

The board may set up delegated responsibilities to assist it to carry out its responsibilities and due process (e.g. staff appointments, finance, property, disciplinary).

The Education Act 1989 Schedule 6 (17) gives the board the authority to delegate any of its powers to a delegate or special committee, except the power to borrow money.

Delegations

Accountability rests with the whole board, with no individual trustee or committee having decision-making authority unless it has been delegated and documented. The whole board will confirm annually the delegated authorities.

Expectations and limitations

Board delegations:

- are to be used sparingly to preserve the board functioning as a whole when other methods have been deemed inadequate
- can include non-board members but at least one must be a trustee
- 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 or the chair
- assist the board chiefly by preparing policy alternatives and implications for board deliberation
- are intended to assist the board and not to advise or carry out the work of staff
- report to the board as a whole
- must act through the board and can only recommend courses of action unless they hold delegated authority to act on the board's behalf
- are to have terms of reference drawn up as required, usually containing information as to their:
 - purpose
 - membership
 - delegated authority.
- Any other committees established for special purposes should conform to the above principles.

Delegations and committees' authorities

A committee is formally constituted as a committee of the board within these approved terms of reference and the delegated authority

The delegations list outlines all current delegations

The committee shall be appointed by the board. The board may co-opt additional trustees to the committee as and when required. Members of the school's management team or other staff will be requested to attend meetings when requested.

The committee is authorised by the board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any trustee or employee, and all trustees and employees are requested to cooperate with any request made by the committee. The principal will be informed in advance of any such requests.

The committee may recommend that external and independent advice is sought. If the advice is likely to incur costs, prior approval must be sought from the board. A representative of the external auditor may be requested to attend meetings when appropriate.

(**Note:** NZSTA provides free and confidential advisory services to trustees and boards via its Advisory Support Centre 0800 782 435.) No individual member of the review committee can act without the directive of the committee as a whole.

Whatawhata School delegations / special committees:

	Delegation	Delegated to:	Purpose summary (see following sections for detailed ToR)
C2.1	Board review	Renee Kenyon, Matt Stockton	Annual review of board's policies and governance processes
C2.2	Finance	Peter Van Elzakker, Matt Stockton	Review of accounts and financial position Draft preparation of annual budget Liaison with auditors Annual finance review

C2.3	Health and Safety	Joe Kingston, Matt Stockton, H&S officer	Annual H&S review
C2.4	Property	Joe Kingston, Matt Stockton	Draft preparation of 5YPP Draft planning of Ministry funded property projects Annual property review
C2.5	Personnel	Naomi Pocock, Matt Stockton	Annual personnel review Permanent teacher appointments
C2.6	Community review / collaboration	Lisa Hansen, Matt Stockton	Annual community review preparation and implementation Review summary compilation
C2.7	Behavior management		

Procedures, monitoring and review

See C2 processes and procedures in Part C of the governance framework: Governance processes

Delegations reviewed and set at the first meeting of each year