



**Te Akatoki o Te Whare Wānanga o Waitaha
(Māori Students' Association) Incorporated**

Advisory Board Charter

Organisation	Te Akatoki o Te Whare Wānanga o Waitaha (Māori Students' Association) Incorporated (Te Akatoki)
Issue Date	August 2026
Next Review Date	August 2029
Version	2
Approved by	Te Akatoki Executive, after consultation with the Te Akatoki Advisory Board or equivalent advisory body, once established.
Approval Date	14 September 2026
Owner	Tumuaki

1. Purpose

- a) This charter explains the purpose, role, membership, meetings, and review of the Te Akatoki Advisory Board, including its relationship with the Te Akatoki Executive. It gives effect to Te Akatoki's kaupapa Māori values of whanaungatanga, manaakitanga/aroha, and ūkaipōtanga, and must be read alongside the Te Akatoki Constitution.
- b) If this charter is inconsistent with the Constitution, the Constitution takes priority. This charter does not change the powers, duties, or decision-making responsibilities of the Executive.

2. Principles

- a) **Whanaungatanga, transparency, and accountability:** This charter supports clear, transparent, and accountable decision-making by recognising relationships, connection, and shared responsibility across the Executive, Advisory Board, members, whānau, and the wider Te Akatoki community.
- b) **Manaakitanga/aroha, equity, and fairness:** This charter is to be applied consistently and fairly across Te Akatoki governance processes, with care, generosity, respect, and support for others.
- c) **Ūkaipōtanga and ethical conduct:** Members of the Executive and the Advisory Board are expected to act with integrity and in the best interests of Te Akatoki at all times, grounded in belonging, home, and connection to place, and in accordance with the Te Akatoki Code of Conduct.

3. Governance Structure

3.1. Advisory Role

- a) The Advisory Board gives independent advice and recommendations to the Executive on the governance and operations of Te Akatoki. It does not govern Te Akatoki or make binding decisions unless the Executive has expressly delegated that authority under the Constitution.
- b) Advisory Board members are not Officers under the Incorporated Societies Act 2022 or the Charities Act 2005 unless their role meets the definition of Officer in the Constitution or relevant law.
- c) The Executive considers the Advisory Board's recommendations. A recommendation is not binding unless it is approved by the Executive or, where required by the Constitution, by Members at a General Meeting.
- d) The Advisory Board provides advice on:
 - i. governance, financial oversight, and risk management;
 - ii. strategic direction, annual planning, and operational frameworks;
 - iii. the annual plan, budget, and whether Te Akatoki has enough resources to meet its objectives;
 - iv. ethical and responsible decision-making;
 - v. stakeholder relationships and Te Akatoki's reputation; and

- vi. the performance, skills, and future needs of the Advisory Board.

3.2. Strategic direction

- a) The Executive sets Te Akatoki's strategic direction. At the Executive's request, the Advisory Board may advise on that direction, how it can be put into practice, and how it should guide annual planning.

3.3. Membership

- a) The Advisory Board may have between three and five appointed external members.
- b) External members are appointed for two-year terms and may serve up to four consecutive terms.
- c) The Tumuaki attends Advisory Board meetings as an ex-officio, non-voting member to support communication with the Executive. The Tumuaki is not an appointed external member and does not count toward quorum.
- d) The Tumuaki must not take part in discussions about their performance, a conflict of interest, or any matter where their attendance could affect the independence of the Advisory Board's advice.
- e) Together, external members should have a suitable mix of skills and experience, including kaupapa Māori governance and operations, stakeholder engagement, finance, and strategic planning.
- f) The Advisory Board may recommend candidates, but the Executive approves all appointments after a suitable selection process.
- g) External members must not be current members of Te Akatoki, except Life Members.
- h) If an external member resigns, is removed, or is otherwise unable to continue, the Executive may appoint a replacement for the remainder of the term or begin a new appointment process.
- i) An external member may not vote or take part in Te Akatoki elections, referenda, or General Meetings because of their Advisory Board role.
- j) The Executive may remove an Advisory Board member after considering a recommendation from the Tumuaki.

3.4. Honoraria

- a) The Executive may set an annual honorarium for external Advisory Board members through the budget process.
- b) The Tumuaki does not receive an honorarium for attending as an ex-officio member.

3.5. Independence and conflicts of interest

- a) External members must be independent and able to give objective advice in the best interests of Te Akatoki. The Tumuaki is not subject to this requirement because they attend as an ex-officio member.
- b) On appointment, each member must disclose any conflict of interest to the Kaitiaki Pūtea for recording in the Register of Interests.
- c) Advisory Board members must keep confidential any sensitive, personal, financial, employment, student, or governance information received through their role, unless disclosure is authorised by the Executive or required by law.

3.6. Expenses

- a) Te Akatoki will reimburse reasonable costs directly related to an Advisory Board member's role.
- b) The Chairperson approves members' expenses. The Tumuaki approves the Chairperson's expenses.

3.7. Meetings

- a) The Advisory Board meets at least once each University term.
- b) A quorum is half of the appointed external members, rounded up to the next whole number.
- c) The UCSA Kaihāpai is the Secretary for the Advisory Board.
- d) Advisory Board members are expected to attend meetings regularly, come prepared, and participate constructively in discussions.

3.8. Chairperson

- a) The Chairperson is appointed and may be removed by the Executive, after considering any recommendation from the Advisory Board.
- b) The Chairperson leads the Advisory Board by:
 - i. chairing meetings;
 - ii. making sure meetings are well organised and focused;
 - iii. helping members discuss the key issues facing Te Akatoki; and
 - iv. supporting respectful relationships within the Advisory Board and with the Executive.

3.9. Committees

- a) With Executive approval, the Advisory Board may form committees to support its work.
- b) A committee may act or make recommendations only within authority approved by the Executive.

4. Review of this Charter

- a) The Tumuaki, or a delegate, coordinates the review of this charter.
- b) The review should include input from the Executive and, where established, the Advisory Board, so that the charter remains practical, current, and aligned with Te Akatoki's governance needs.
- c) This charter is reviewed as part of Te Akatoki's governance review and at least once every three years. The Executive must approve any changes before they take effect.