



# POLICY DOCUMENT

## Advisory Board Charter Policy

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

**Issue Date:** 25 August 2024

**Review Date:** August 2026

**Version:** 1

**Approved by:** Te Akatoki Executive

**Approval date:** **TBC**

**Owner:** Tumuaki, Te Akatoki

## Purpose of the policy

The purpose of this policy is to clarify the roles and responsibilities of the Te Akatoki Advisory Board.

## Definitions

“**Te Akatoki Executive**” and “**the Executive**” means the officers of Te Akatoki, equivalent to a Board of Directors.

## This policy applies to;

- all members of Te Akatoki
- all elected and coopted members of the Te Akatoki Executive
- the Te Akatoki Advisory Board
- any Te Akatoki member appointed to represent or act on behalf of Te Akatoki
- Third-party service providers and contractors to Te Akatoki
- UCSA or UC staff seconded to support Te Akatoki

## Scope and context

The Te Akatoki Advisory Board supports and advises the Te Akatoki Executive on the overall direction and performance of the organisation.

This policy describes the role and responsibilities of the Advisory Board.

## Policy principles

- **Transparency and Accountability:** This policy ensures clarity of roles and responsibilities
- **Equity and Fairness:** The policy will be applied consistently and fairly
- **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, with any conflicts of interest disclosed and managed appropriately
- **Regular Review:** The policy will be reviewed periodically to ensure it remains relevant and effective, incorporating any changes in legal or regulatory requirements

## Details of the policy

### **1. Governance role**

1. The Advisory Board fulfils a governance role for Te Akatoki
2. Members of the Advisory Board are not officers of Te Akatoki for the

purposes of the Incorporated Societies Act 2022 or the Charities Act 2025

3. The Board shall only make recommendations, which shall be put to the Executive for consideration.

## **2. Strategic Direction**

1. The Advisory Board will take strategic direction from the Executive.
2. The Advisory Board will provide advice to the Tumuaki as to how this strategic direction is best implemented on an operational level.
3. At the Executive's discretion, the Advisory Board will assist the Executive in forming the strategic direction of the Association.
  1. The strategic direction will guide the principles and direction of the annual planning for the Association.

## **3. Membership**

1. The Advisory Board shall normally consist of up to five (5) members, but no fewer than three (3)
2. The current Tumuaki of Te Akatoki is an ex-officio member of the Advisory Board.
3. The Advisory Board shall comprise members with an appropriate range of skills and experience and who have a proper understanding of, and competence to deal with, the current and emerging challenges of Te Akatoki. This may include expertise in:
  - Kaupapa Māori Governance and Operations
  - Stakeholder Engagement
  - Finance
  - Strategic Planning
4. The Advisory Board shall be responsible for the selection of candidates who have the appropriate qualities and experience to be appointed to act as an external member of the Advisory Board.
  1. The Advisory Board may choose to form a Nomination and Remuneration Committee to carry out the identification and recommendation of candidates.
  2. The Executive Committee shall be responsible for ratifying the appointment
  3. No candidate shall be appointed as an external member of the Advisory Board without first undergoing a selection process.
5. Appointed members will not be current members of Te Akatoki, other than Life Members and the Tumuaki who is a member by virtue of office
  1. Upon appointment they will be unable to vote or participate in Association elections, referenda, General Meetings and anything else deemed inappropriate by the Returning Officer.

6. Appointments shall be for two (2) year terms, at the end of which members are eligible to apply for reappointment:
  1. Reappointment is limited to four (4) consecutive terms
7. A member of the Advisory Board may be removed by motion of the Executive at the recommendation of the Tumuaki.

#### **4. Advisory Board Remuneration**

1. The remuneration of the Advisory Board members shall be paid in the form of an honorarium as set by the Executive annually during the budget-setting process.
2. The Tumuaki is not paid an honorarium for their membership of the Advisory Board.

#### **5. Independence of the Advisory Board**

1. All external members of the Advisory Board are required to be independent. All members of the Advisory Board that are members of the Executive Committee shall attempt to satisfy as many of the criteria for independence as is practical.
2. An external member of the Advisory Board is considered independent if they
  1. do not have a material relationship with Te Akatoki;
  2. have no other interest or relationship that could interfere with their ability to act in the best interests of Te Akatoki
3. Upon appointment, a member must disclose any conflicts of interest in the conflicts of interest register maintained by the Kaihāpai.

#### **6. Reimbursement**

1. Te Akatoki shall meet any costs of the members of Advisory Board directly associated with the performance of their role, subject to these expenses having been authorised in advance, in line with the Te Akatoki - Expense Approval and Reimbursement Policy.

#### **7. Responsibilities**

1. The Advisory Board is responsible for providing advice and making recommendations on the commercial and service activities and affairs of Te Akatoki to the Executive Committee, and shall work to protect and enhance the performance and reputation of Te Akatoki for its current and future members
2. Specifically, the Advisory Board is responsible for providing advice by:
  - a) assisting with any review of appropriate financial frameworks of

- governance and oversight of Te Akatoki to the Executive;
- b) assisting with matters regarding strategic input and direction;
- c) reviewing and recommending for approval to the Executive Committee each year the annual plan and budget;
- d) ensuring there are adequate financial resources available to meet Te Akatoki's service objectives
- e) promoting ethical and responsible decision-making;
- f) safeguarding the integrity of financial reporting ensuring that effective risk management procedures are in place and are being used;
- g) strategic direction and operating frameworks of Te Akatoki
- h) reviewing the performance of the Advisory Board and ensuring it remains appropriately skilled to meet the changing needs of Te Akatoki; and
- i) assisting with matters regarding stakeholder and reputation management.

## **5. Meetings**

1. The Advisory Board shall meet at least once per University term
2. The Tumuaki shall hold the position of Chairperson of the Advisory Board unless otherwise desired by the Advisory Board.
  1. The Advisory Board shall be responsible for the appointment and removal of the Chairperson
3. Quorum for the Advisory Board shall be one-half of its members, or one-half plus one if there is an odd number of members
4. The UCSA Kaihāpai shall act as Secretary for the Advisory Board
5. The Secretary's duties include:
  - a) Informing members of meeting times and dates;
    - o Circulating the agenda and relevant documents prior to the meeting;
  - b) Taking minutes of the meeting and recording action points
6. Any member of the Advisory Board may suggest agenda items
7. All members of the Executive are entitled to attend meetings of the Advisory Board as observers and shall be notified of meetings by the Tumuaki or Kaihāpai.
8. All business transacted at meetings of the Advisory Board is confidential, and the Advisory Board shall have the authority to exclude any non-Executive observer when required.

## **6. Chairperson**

1. The role of the Chairperson includes providing leadership to the Advisory Board and Te Akatoki by;

- a) chairing the Advisory Board meetings;
- b) ensuring the efficient organisation and conduct of the Advisory Board;
- c) facilitating Advisory Board discussions to ensure core issues facing Te Akatoki are addressed;
- d) promoting consultative and respectful relations between Advisory Board members, and between the Advisory Board and the Executive

## **7. Committees**

1. The Advisory Board may establish committees to assist in carrying out its responsibilities.
  - a. Committees do not take action or make recommendations on behalf of the Advisory Board without prior authority from the Executive to do so.

### **Related documents**

- Te Akatoki Constitution
- Te Akatoki Code of Conduct
- Te Akatoki Governance Charter
- Te Akatoki Accountability and Reporting Policy
- Te Akatoki Complaints and Disputes Policy
- Te Akatoki Strategic Plan
- Te Akatoki Annual Plan and Programme of Work
- Te Akatoki Theft and Fraud Policy
- Te Akatoki Honorarium Policy
- Te Akatoki Expense Approval and Reimbursement Policy
- Te Akatoki Annual Reporting Schedule

### **Review of policy**

This policy is due for review in August 2025.