



Part C: Governance processes and procedures – ways in which we ensure effective governance

	Approval date	Reviewed	Next review
1. Meeting protocols	July 2019	Term 3 2022	2025
1.1 Public attending board meetings			
1.2 Meeting agenda			
1.3 Meeting checklist			
1.4 Evaluation of meeting			
2. Committee principles	July 2019	Term 3 2022	2025
2.1 Review committee terms of reference			
2.2 Student behaviour management committee terms of reference			
2.3 Finance committee terms of reference and annual calendar			
3. Trustee induction process	July 2019	Term 3 2022	2025
4. Concerns and complaints process	July 2019	Term 3 2022	2025
4.1 Board complaints checklist	July 2019	Term 3 2022	2025
5. Internal evaluation process	July 2019	Term 3 2022	2025
5.1 Triennial review programme	July 2019	Term 3 2022	2025

C1 Meeting protocols

The board of trustees of Waikowhai Intermediate School is committed to effective and efficient meetings and, to this end, sets out the following guidelines for the conduct of board meetings.

Timing of meetings

- Dates and times of meetings will be set in the board workplan and usually held at the end of the month, starting at 6.30pm and finishing no later than 9.30pm.
- A resolution for an extension of time may be moved but will not normally exceed 30 minutes.
- Any business remaining on the agenda at the conclusion of the meeting is transferred to the following meeting

Agenda and meeting papers

- The presiding member is responsible, in liaison with the principal, for the preparation of an agenda prior to each meeting.
- The principal is to ensure that secretarial services are provided to the board.
- Agenda items are to be notified to the presiding member 04 days prior to the meeting.
- The agenda and board papers will be circulated to board members at least 04 days prior to the meeting.
- The board should have access to all correspondence. Correspondence that requires the board to take some action should be photocopied/scanned and distributed prior to the meeting. Other correspondence can be listed and tabled so that trustees can read it if required.
- Late items will only be accepted with the approval of the board and in rare circumstances where a decision is urgent.
- The order of the agenda may be varied by resolution at the meeting.
- All items in the agenda are to carry a recommended course of action and where appropriate be supplemented by supporting material in the meeting documentation.
- The agenda is to be collated with the items placed in order and marked with an agenda item number.
- Papers requiring reading and consideration will not normally be accepted if tabled at the meeting.

Public participation

- The board meeting is a meeting open to the public rather than a public meeting.
- Only trustees have automatic speaking rights.
- Public participation is at the discretion of the board.
- Public attending the meeting, including staff members not elected as the staff representative, are given a notice about their rights regarding attendance at the meeting – see C1.1 Public attending board meetings.

Exclusion of the public

- The meeting may, by resolution, exclude the public (going into committee) and news media from the whole or part of the proceedings in accordance with the Local Government Official Information and Meetings Act 1987. The wording to be used in the motion to exclude the public is found in Schedule 2A of the Act. The board must make the reasons for excluding the public clear. Excluding the public is most often used to ensure privacy of individuals or financially sensitive issues.*
- Persons may be asked to remain after the public has been excluded because they possess knowledge that will be of assistance in relation to the matter to be discussed. The board must pass a resolution that they may remain.

Conduct of meetings

- A quorum of more than half the members currently holding office is required.*
- Trustees will declare any conflict of interest at the beginning of the meeting.
- Any trustees with a conflict or 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.* A pecuniary interest arises when a trustee may be financially advantaged or disadvantaged as a result of decisions made by the board (contracts, pay and conditions). A conflict of interest is when an individual trustee could have or could be thought to have a personal stake in matters to be considered by the board.
- The presiding member shall be appointed by election at the first meeting of the year except in the triennial election year where it will be at the first meeting of the newly elected board.*
- The elected presiding member (or, in their absence, a non-school-based trustee) presides at meetings.
- Only apologies received from those who cannot be present must be recorded. Trustees who miss three consecutive meetings without the prior leave of the board cease to be members. An apology does not meet the requirement of prior leave. To obtain

prior leave, a trustee must request leave from the board at a board meeting, and the board must make a decision whether or not to grant it.*

- Points of order are questions directed to the presiding member that require an answer or a ruling. They are not open to debate and usually relate to the rules for the running of a meeting.
- The board's normal meeting procedures may be suspended by resolution of the meeting.

Decision-making process

- All decisions are to be taken by open voting by all trustees present.
- In the event of tied voting on a resolution, the presiding member may exercise a casting vote in addition to their deliberative vote.*
- A motion is a formal proposal for consideration. All motions and amendments moved in debate must be seconded unless moved by the presiding member and are then open for discussion.
- 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.
- When a matter cannot be resolved or when further information is necessary before a decision can be made, the matter can be left unresolved for future discussion.

Minutes

- Board meeting minutes will be taken by a board member on their agreement.
- The minutes are to clearly show resolutions and action points and who is to complete the action.
- Minutes are shared with the Board following the meeting. Requests for corrections or amendments should be submitted by email to the presiding member as soon as possible to ensure accurate minutes can be confirmed at the next meeting.
- Minutes to be tabled for approval should be included in documentation made available to all board members prior to the meeting.

Special meetings*

- A special meeting may be called by delivery of notice to the presiding member signed by at least one-third of trustees currently holding office.
- Meetings can be held via audio, audio and visual or electronic communication providing:
 - all trustees who wish to participate in the meeting have access to the technology needed to participate, and
 - a quorum of members can simultaneously communicate with each other throughout the meeting.

* Legislative requirement

C1.1 Public attending board meetings

The board of trustees welcomes public presence at board meetings and hopes that members of the public enjoy their time observing board meetings. Members of the public include staff, students and parents of the school who are not trustees on the board.

These procedures will be provided to members of the public attending meetings so that they understand the rules that apply and will be followed unless otherwise authorised by the board:

- Board meetings are not public meetings but meetings held in public.
- If the meeting moves to exclude the public (usually to protect the privacy of individuals), members of the public will be asked to leave the meeting until this aspect of business has been concluded.
- Members of the public may request speaking rights on a particular subject that is on the agenda. Preferably, this request has been made in advance. Public participation is at the discretion of the board.
- Speakers shall be restricted to a maximum of 3 minutes each per subject, with a time limit of 15 minutes per interest group.
- No more than 05 speakers on any one topic.
- Speakers are not to question the board and must speak to the topic.
- Board members will not address questions or statements to speakers.
- Speakers shall not be disrespectful or offensive or make malicious statements or claims.
- If the presiding member believes that any of these have occurred or the speaker has gone over time, they will be asked to finish.

C1.2 Meeting agenda

BoardPro is used to generate and send agenda to Board members. Below is an outline of an Agenda, but the functionality of BoardPro is not captured below.

WAIKOWHAI BOARD MEETING

Name: Waikowhai Intermediate

Date: Tuesday, June 25, 2019

Time: 6:30 PM to 9:20 PM

Location: Waikowhai Intermediate School, Richardson Road, Mount Roskill, Auckland 1041

Board Members: Ross Phillips (Presiding member), David King, Karen Power, Karen van Dolleweerd, Kylee Pihema, Leanne Smith, Hayden Baxter

Notes:null

1. Opening Meeting

1.1 Elect Presiding member for 2022

2. Major Decisions and Discussions

2.1 Confirm Minutes

2.2 Declaration of any conflicts of interest

3. Actions from Previous Meetings

3.1 Action Item List

4. Management Reports

4.1 Principal's Report

4.2 Health & Safety Review

5. Other Business

5.1 Correspondence

5.2 Board of Trustees Annual Work plan review

5.3 Other Business

6. Close Meeting

6.1 Close the meeting

C1.3 Meeting checklist – 2022 template

2022

Wk 2 Term 1	Notes
Appoint Presiding Member	
Principal's Appraisal	
March 1st document approval	
Wk 8 Term 1	Notes
Pass Budget	
Wk 2 Term 2	Notes
Mid Year data report	
Governance Policy Review	
Wk 8 Term 2	Notes
Monitor Budget	
Monitor Staffing	
Wk 2 Term 3	Notes
Mid Year data report	
Review budget – Capital Purchases	
Wk 7 Term 3	Notes
Governance Policy Review	
Monitor budget	
Wk 1 Term 4	Notes
First Meeting new BoT	
Strategic Plan Feedback	
Monitor budget	
Wk 8 Term 4	Notes
Curriculum and Pedagogy	
2023 Draft Budget	

C2 Committee principles

Regulation 9 of the Education (School Boards) [Regulations](#) 2020 allows the board to appoint committees/working parties to assist it to carry out its responsibilities and due process (e.g. staff appointments, finance, property, disciplinary).

Unless specified otherwise in the Education & Training [Act](#) 2020, Regulation 8 of the Education (School Boards) 2020 gives the board the authority to delegate any of its functions or powers to a person (as specified in the regulation) or committee, except the power to borrow money.

Delegations must be made by resolution of the board and should be notified to the delegate(s) in writing, along with terms of reference.

A person who has been delegated functions or powers of the board may not sub-delegate to another person without prior written consent of the board.

Anyone to whom a sub-delegation has been made, is subject to the same restrictions and terms of reference as the original delegate.

No one may exercise any of the board's functions or powers without delegation.

Board committees:

- 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 presiding member
- 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
- 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:
 - o purpose
 - o membership
 - o delegated authority.

The board of Waikowhai Intermediate School currently has the following standing committees

- None. (Disciplinary Committee completed process May 2019)

Any other committees established for special purposes should conform to the above principles.

C2.1 Review committee terms of reference

Purpose

To monitor, on the board's behalf, compliance with board policies and external legislation. This includes:

- supporting the board to review the effectiveness of the board's governance processes
- reviewing the effectiveness of systems for the assessment and management of areas of risk
- verifying that mechanisms are in place to ensure compliance with statutory requirements, financial and other
- commissioning reviews of specific controls and procedures (financial or non-financial) where so requested by the board
- reporting any problems or reservations arising from the external auditor's/reviewer's work and any other matters that the external auditor/ reviewer brings to the attention of the board
- ensuring implementation of the triennial review programme.

Committee members

At least one trustee who should not be either the board presiding member or principal.

Meets

As required. The presiding member of this committee will report to the board as appropriate on the areas covered by the terms of reference and the triennial review programme.

Delegated authority

The review committee is formally constituted as a committee of the board within these approved terms of reference and the delegated authority re the delegations list.

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 management team shall attend meetings when requested. A representative of the external auditor may be requested to attend meetings when appropriate.

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.

(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.

C2.2 Student behaviour management committee terms of reference

Purpose

To ensure that all processes relating to the suspension of students adhere to the requirements of the [Education and Training Act 2020](#), [Education \(Stand-down, Suspension, Exclusion and Expulsion\) Rules 1999](#) and [Ministry of Education guidelines](#).

Committee members

All members of the board excluding the principal.

The board's presiding member shall preside over student suspension meetings or, in their absence, another non-school based board member determined by the committee.

The quorum for the committee shall be three board members.

Delegated authority

Under Clause 8 of the Education (School Boards) Regulations 2020, certain powers of the board shall be delegated to the student behaviour management committee of the board. The committee will:

- Review the principal's decision to suspend
- If the principal's decision to suspend is upheld, make recommendations to the board or decide the outcome according to committee as delegated
- Uphold the principles of natural justice in suspension meeting procedures
- Act in fairness, without bias or prejudice and with confidentiality
- Act within legislation and the Ministry of Education guidelines and student (human) rights set out in the New Zealand Bill of rights Act 1990 and the Human Rights Act 1993
- Act only on written and agreed information, not hearsay

The Board Presiding member will be kept informed by the principal of the number of stand-downs. The Board will be kept informed regarding suspensions, exclusions and expulsions at each board meeting.

C2.3 Finance committee terms of reference

Purpose

The finance committee is formed to provide guidance to the principal in the financial management of the school.

Scoping

The board of trustees has overall responsibility for the financial management of the school but delegates the day-to-day management of the school's finances and budget to the principal.

As a committee of the board, the finance committee is responsible for providing guidance to the principal on financial matters.

Delegated authority

The finance committee is responsible to the board for:

- recommending, in association with the principal, an annual operating and capital budget, including professional development budget allocation for the principal and the staff
- determining the level of budgetary discretion available to the principal
- monitoring and reporting on the annual budget via the principal
- reviewing on behalf of the board accounts passed for payment by the school
- advising on additional funding sources
- assisting the principal to prepare a financial results report, where appropriate, which is to be provided to the board by the principal at every board meeting
- recommending changes to financial policy
- overseeing the preparation of the annual accounts for board approval
- assisting the principal in reporting financial performance to parents and the community
- providing input into the school's strategic plan
- preparing special reports for consideration by the board
- annually reviewing the school's risk management needs and insurance cover
- assessing and making recommendations to the board on requests for spending on individual items outside of budget.

Finance annual calendar -

Date	Action required
February	Self-review and plan for the year.
March	Annual accounts prepared and forwarded to the auditors. Annual review of risk management needs and insurances.
April	Annual review of 10-year property plan completed by the property committee and available as an input document for budgeting purposes. Note that this should also encompass normal cyclical maintenance and capital works. Pass Annual budget.
May	Community reporting on financial performance.
June	
August	
September	Annual plan available as an input document for preparation of the budget. Ensure any issues raised by the auditor have been addressed.
October	
November	Initial annual budget recommendations submitted to the board.
December	Revised annual budget (if required) submitted to the board for approval.

C3 Trustee induction process

The board is committed to ensuring continuity of governance and a smooth transition when trustees join the board. New trustees will receive a welcome letter on their joining the board which includes:

- where and when they can pick up their governance folder
- the suggested date of the induction
- an outline of what will be covered in the induction meeting
- the date of the next board meeting
- presiding member and principal contact details.

New trustees will be issued with a governance manual (either electronically or in hard copy) containing copies of the school's:

- strategic and annual implementation plans
- policies
- current budget
- last ERO report
- last annual report
- triennial board workplan
- minutes of the last three open board meetings
- any other relevant material.

New trustees will be invited to attend an induction, facilitated by the presiding member or delegate, which will include:

- explaining board policy and other material in the governance folder
- code of behaviour – trustees to sign and agree to work within the board's code
- overview of the requirements of the board presiding member role with reference to policy
- introduction to the strategic plan and explanation of its importance
- summary of any opportunities or risks facing the board
- professional development from NZSTA
- overview of first board meeting – election of board presiding member, delegations.

The principal and presiding member or delegate will brief all new members on the organisational structure of the school.

The principal will invite new members to a site visit of the school.

New board members are to be advised of the professional development that is available from NZSTA and other relevant providers.

After 3 months on the board, the effectiveness of the induction process is to be reviewed by the presiding member with the new members. The review will include the following aspects:

- Did you feel welcomed onto the board?

Very welcome	Welcome	Not very welcome
--------------	---------	------------------

Comment:

- Did you receive all necessary information in a timely manner?

Very timely	Timely	Not very timely
-------------	--------	-----------------

Comment:

- Did you find the induction with the principal and presiding member to be effective?

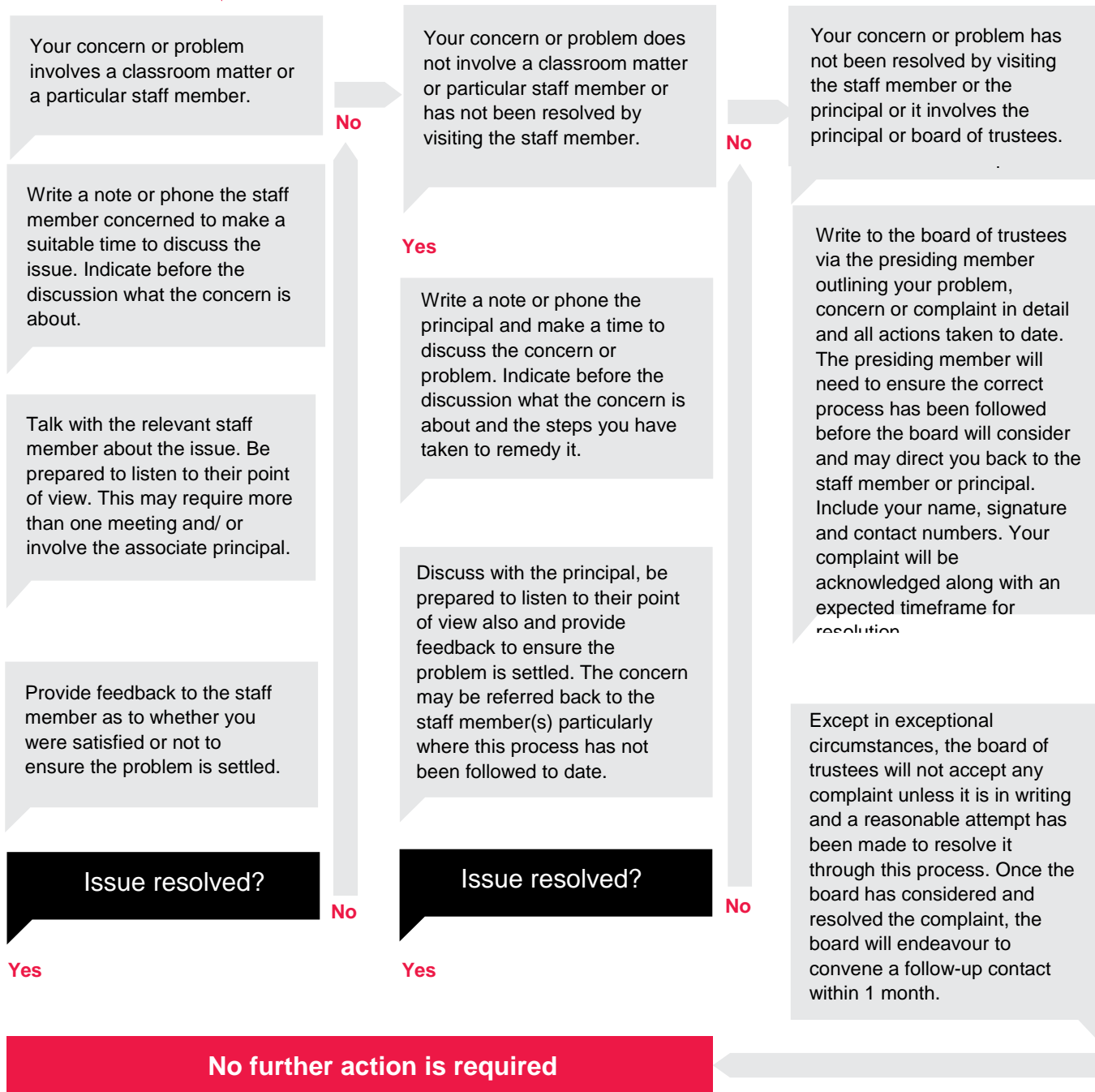
Very effective	Effective	Not very effective
----------------	-----------	--------------------

Comment:

Please comment on how we could improve this induction process:

C4 Concerns and complaints process

Starting point



C4.1 Board complaints checklist

Once a letter of complaint has been received, the board presiding member should ensure the following process is followed:

	Notes/date completed
1. Ensure the process has been followed as outlined in the concerns and complaints procedure or is a genuine complaint against the principal or board.	
2. Verify with the principal that any staff (or others) identified in the complaint are aware of the situation and that there has been discussion and attempts to reconcile.	
3. If the complaint or action is employment related or has potential industrial relations implications, contact the NZSTA employment advisory and support centre. For all other complaints, contact the NZSTA governance advisory and support centre.	
4. Alert the school's insurance broker.	
5. Acknowledge the letter of complaint within 7 days and advise the board process, or redirect the complainant to principal, syndicate leader or staff member as appropriate. Report to the board without names or detail at the next meeting.	
6. Once confirmed as a complaint, forward it confidentially to all trustees for consideration.	
7. Board request to principal to present full written report outlining all actions taken, advice received, meetings held and justified decisions made.	
8. Board determines whether the above fully satisfies them of full and fair process. If so, the board supports the principal and advises the complainant.	
9. If not satisfied, the board meets and discusses in committee, determines whether to formally meet the complainant and delegates responsibility to trustee(s) as deemed appropriate.	
10. Board delegates meet with the complainant and discuss the complaint more fully, verifies, investigates and clarifies. Support persons should be confirmed as welcome to attend.	
11. Board delegates report back to full board and recommend actions/decisions.	
12. Board takes appropriate actions, records and formally minutes decisions.	
13. Board advises complainant in writing of its provisional decisions and factors considered in reaching them, within 21 days of complaint receipt, unless otherwise agreed by all parties. Complainant is given opportunity	

to comment before the board's final decision is reached and given.

14. Board endeavours to convene follow-up meeting within 1 month of step 9.

C5 Internal evaluation process

A planned process for internal review enables continuous improvement in the governance and performance of the school.

The board's triennial review schedule is based on annually updated workplans.

A copy of the current workplan will be considered at each board meeting to ensure the evaluation cycle is on track.

Performance for each area itemised on the review schedule will be evaluated against evidence that includes but is not limited to:

- the annual report including the AoV/SoV and audited financial statements
- student achievement data
- Education Review Office (ERO) reports
- NZSTA Internal Evaluation Tool (IET)
- feedback from parents, caregivers and staff
- student voice
- principal performance review
- any other means deemed appropriate by the board.

Reviewed: Term 3 2022 Review schedule: Triennially

