



NIKAU FOUNDATION

NIKAU FOUNDATION

TRUSTEE APPOINTMENT POLICY

4 December 2017

Purpose:

This policy addresses the appointment of new trustees to the Board of Nikau Foundation.

The Board is responsible for the governance of the Foundation. This involves:

- Ensuring its objects and purposes are being adhered to and actively promoted
- Growing and preserving the funds held by the Foundation
- Exercising strategic and management oversight and direction
- Ensuring compliance with the Deed, Board Policies and relevant legislation
- Ensuring that Trustees have an appropriate set of skills.

Trust Deed Requirements:

The Trust Deed states:

“The Board of the Head Trust shall consist of up to 12 persons having such special knowledge, experience, qualifications and interests as the Board may from time to time prescribe or recommend in a formal appointment policy or criteria adopted by the Board for such purpose”

“Up to three Head Trustees may be appointed from time to time by the Board from local government entities within the Wellington Region, after consultation with the Mayors and or Chairs of the local government entities within the Wellington Region and otherwise pursuant to such processes as the Board may from time to time specify in rules made for such purpose. Any appointments made pursuant to this clause 5.2 must also take into account the Board’s requirements in respect of knowledge, experience, qualifications and interests set out in any appointments policy or criteria adopted by the Board pursuant to clause 5.1”

Role of a Trustee:Primary Role:

- Actively promote and support the aims of the Foundation to the wider audience at every opportunity
- Help raise endowment funds for the Foundation through personal and professional networks.

Governance Role:

- Be responsible for the strategic direction of the Foundation
- Prudently manage the financial and investment assets for the Foundation.

- Regularly review the performance of the Foundation
- Assist with the promotion, public profile, awareness and representation of the Foundation within the community
- Ensure that appropriate policies and reporting systems are in place to evidence that the Foundation complies with all Trust Deed requirements and legislation.
- Disclose all conflicts of interest on each occasion
- Participate in assessment of donation requests and decisions on applications
- Recruit and orient new Trustees
- Recruit, orient and support staff
- Assess overall Board performance.

Additional Role of Chair:

- Provide leadership
- Develop and maintain a profile for the Foundation with key people in the community
- Chair all Board meetings
- Provide direction, counsel and review performance of Trustees
- On behalf of the Board provide direction, counsel and review performance of staff.

1. Skills Set to be Covered:

The Board as a whole should contain members who collectively have the following skills:

- Ability to 'think outside the box' and for the long term
- Experience and interest in the philanthropic/fundraising /charitable, not- for-profit area
- Accounting, management and business experience
- Legal knowledge and experience
- Business acumen, commercial entrepreneurship
- Marketing skills
- Investment skills / experience
- Vision / Planning skills
- Knowledge of legal and contractual compliance frameworks
- Public Profile and understanding
- Ability to liaise with Government and Local Authorities
- Personal ethics and integrity
- Ability to 'open doors' to potential donors
- Networking / Promotion skills
- Experience in/understanding of governance.
- Good collaborative and relationship skills
- Recognised and respected, able to bring input and insights from peers and networks
- Able to devote the time available.

Additional Criteria:

In addition to the above qualities the following criteria will be considered:

- An understanding of and commitment to The Foundation and its purpose
- Having the mix of specific backgrounds on the Board at any one time as balanced as possible
- The regional coverage of the Foundation is reflected in the Board

2. Appointments Process:

The Board has a Governance Committee which manages the appointments process on behalf of and at the instruction of the Board.

Whenever a vacancy emerges or it is considered a different or new quality/background is required, the Board will undertake a general discussion to identify the gap being created or skill required, and set a timeline/deadline for appointment recommendations to come to the Board.

The Governance Committee then:

- Would usually publicly advertise the vacancy or vacancies
- Receives suggestions for new Trustees from existing board members
- Meets to identify possible candidates against the Board brief
- Brings a short list to the Board for consideration
- Approaches and interviews the short-listed persons
- Obtains endorsement from an appropriate professional body that the shortlisted person(s) are fit and proper persons to join the Board
- Makes a recommendation(s) to the Board.

The Governance Committee's recommendation to include evidence of:

- Compliance with Trust Deed
- Skill and experience set of the current trustees as a whole, identifying any gaps
- Skill set of the proposed appointee(s) and how the appointment(s) will address any gaps identified above
- How the proposed appointment(s) will contribute to the geographic representation
- What the proposed appointment(s) will bring to the Foundation
- The level of commitment of the proposed appointee(s).

3. Appointment of External Members of Board Committees

As provided for within the Terms of Reference of some Board Committees, provision has been made for the appointment of external members. The process for these appointments is for the Board Committee in question to consider the skills and knowledge required of external members and to make recommendations to the Board, with accompanying information, so that the Board can consider the recommendations and confirm them.

4. Review and Amendment:

This policy will be reviewed by the Board from time to time.

Any amendment requires a majority of 75% of current Trustees.