

## WIT Inc. Board Chair Role Description

### Preamble

The current WI Trust Deed states that: *"The Officers of the Trust shall consist of: Chair of the Board, duly elected by members of the Board, who shall hold office for one year or as determined by the Board from time to time"*.

The role of the chairperson is a crucial one. In addition to general governing body duties, the chairperson, together with the chief executive, represents the organisation to its various stakeholders, the financial community and the general public. Essentially, the chair is the key link between the governing body and management.

The Chairperson provides leadership to the Board, ensuring that the Board's processes and actions are consistent with its policies. It is expected that the Chairperson will promote a culture of stewardship, collaboration and co-operation, modelling and promulgating behaviours that define sound governance.

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**Period of appointment:** There is an expectation that a Chairperson will fulfil the role for three (3) years continuously, however the term of appointment is always at the Board's discretion.

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### Skills and knowledge

Key skills and knowledge of the Chairperson include:

- A good understanding of contemporary governance responsibilities and processes
  - Understanding of, and experience of, charitable sector governance
  - Team leadership, interpersonal communication, problem solving, crisis management, conflict resolution, and
  - Good organisation skills, including for delegating.
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### Core responsibilities of the Whenua Iti Trust Board Chairperson

#### A. *Manage governing body processes*

This involves:

- a. Chairing Board meetings and Annual General Meetings
- b. Conducting efficient Board and AGM meetings
- c. Setting AGM and Board meeting dates
- d. Preparing Board and AGM meeting agendas
- e. Ensure that meeting discussion content is confined to governance matters as defined in the Board's policies
- f. Ensuring the distribution of papers in advance of Board and AGM meetings
- g. Ensuring accurate recording of Board and AGM meeting decisions
- h. Coordinating Board responsibilities and projects
- i. Attending committee meetings where appropriate
- j. Ensuring that the governing body's resources are being well and appropriately used.

The Chairperson has no authority to unilaterally change any aspect of Board policy.

*B. Ensure that all governing body members can contribute to debate and decision-making*

This involves, with the agreement of the Board:

- a. Establishing Board committees (sub-groups of the full board) for specific tasks and defining their terms of reference
- b. Balancing workloads among trustees in response to changing circumstances and interests
- c. Encouraging and enabling all trustees and appropriate staff to contribute to the Board's deliberations.
- d. Checking delegated tasks are progressing (without micro-managing). If not making progress, organise input to assist.

*C. Ensure risks to the organisation are managed*

This involves:

- a. Instructing the auditor in the absence of a finance committee
- b. Receiving info from GM re complaints, serious incidents, potential budget excesses (as per policies)
- c. Ensuring governance policies meet current governance needs, are up to date, and comply with legal responsibilities for reporting and accountability
- d. Being a signatory to partnership, funding, and auditing documents.

*D. Monitor the chief executive's performance*

This involves:

- a. Conducting General Manager (GM) performance and remuneration reviews, including associated communication with the GM
- b. Being on site at WIO regularly enough to be visible and to get a feel for how things are going
- c. Maintaining regular communication with the GM in which there is an exchange of information, while maintaining objectivity and attention to governance matters and concerns
- d. Not inhibiting the free flow of information between the GM or other staff and the Board as necessary for sound governance.

*E. Manage relationships*

This involves:

- a. Liaising with the Board Secretary and/or Minute Secretary regarding meetings, minutes, follow up tasks
- b. Ensuring that all trustees, staff and visitors are treated even-handedly and fairly.

- c. Following up with stakeholders when issues need sorting and staff cannot respond (or not appropriate for them to do so).

*F. Lead strategic planning.*

This involves:

- a. Ensuring timely development of a new strategic plan before current plan expires
- b. Ensuring engagement of all trustees and staff in development of strategic plans
- c. Ensuring review of and, where necessary, adjustment to strategic plans during the planning period.

*G. General:*

- a. The Chairperson may delegate aspects of the authority accompanying the position but remains accountable for the overall role.
- b. The Chairperson must respond quickly when opportunities of potential benefit or significant threat to WI come up and no one else can respond.

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