

Leadership Network Advisory Board Terms of Reference

Preamble

The Asia New Zealand Foundation Te Whītau Tūhono equips New Zealanders to thrive in Asia. The Leadership Network is an initiative that was established in 2007 to connect New Zealand to Asia through a network of outstanding young people. It is New Zealand's best Leadership Network. Its mission is to equip the next generation of Kiwi leaders with the skills, knowledge, connections and confidence to drive New Zealand's current and future relationship with Asia.

The mission of the Foundation, strategic plan and information more specific to the Leadership Network is publicly available on the Foundation's website (www.asianz.org.nz). The Leadership Network is made up of approximately 430 members based throughout New Zealand, Asia and in other parts of the world. Membership criteria, opportunities and other activities can also be accessed from the Foundation's website.

The Leadership Network management team is part of the Foundation's programmes and is led by the Deputy Executive Director. The network contributes to the full scope of work of the Foundation.

Purpose

The purpose of the Leadership Network Advisory Board is to provide feedback and guidance to the Foundation, to act as the voice of the network and to provide governance experience for members of the network. It will have neither control nor responsibility over budgets, personnel or other resources related to the Asia New Zealand Foundation.

Functions

The Leadership Network Advisory Board will have the following operational and governance functions:

Governance

- Provide feedback and advice to the Leadership Network management team on the strategy and operations for the Leadership Network
- Elicit feedback on the strategic direction and operations of the Leadership Network from Leadership network members
- Give input to decisions around planning and implementation through discussion at Advisory Board meetings, including ideas for content of forums and other events
- Identify opportunities for the Leadership Network
- Champion the Leadership Network activities and opportunities within clusters of interest, and to stimulate momentum in these clusters (these can be based on professional sector, research areas, personal interest and may at times be based on geographic location)

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Operational

- Take on an informal mentoring role within these organic clusters with new or less engaged members of the network and foster the relationship between these members and Asia New Zealand Foundation
- Be a point of contact for members of the Leadership Network
- Provide feedback to the management team on matters relating to the Leadership Network based on feedback provided by the membership
- Represent the Leadership Network and/or the Foundation at events as required and as available
- Assist with implementation of the Leadership Network plan through helping the management team with project tasks, meeting prospective members of the network or helping connect the network with programme areas of the Foundation (e.g. assisting with selection of fund applications).

Professional Development

Advisory Board members will be offered an induction session with Leadership Network management prior to attending their first meeting. Existing board members will also support new members as they join.

Professional development opportunities relating to governance and other related areas (e.g. facilitation) will be offered to members of the Advisory Board.

Membership

Membership of the Leadership Network Advisory Board will be by invitation of the Deputy Executive Director, on the recommendation of the Advisory Board. Calls for expression of interest will be made as and when required to replace Advisory Board members retiring after a two-year term.

Selection criteria will take into account a spread of geographic location, professional sector, demographics, skills and expertise and other factors to ensure the Advisory Board is representative of the membership. At least two members of the Advisory Board shall be sought and appointed from the Kāhui Māori of the Leadership Network. Members of the Advisory Board will be identified on the Asia New Zealand Foundation website and some printed collateral. One member of the Advisory Board will be identified, and agreed by the Advisory Board each year to act as Chair.

There will be at least four and up to eight members of the Advisory Board. Meetings will be chaired by a member of the Advisory Board and co-chaired by the Deputy Executive

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Director. Other members of the Leadership Network, Asia New Zealand Foundation staff, experts and other contributors may be invited to attend meetings.

The Advisory Board can co-opt working groups to work on projects/tasks as and when required and will endeavour to have a member of the Advisory Board represented on any working groups.

Confidentiality

It is a condition of the membership of the Advisory Board that confidential material presented during meetings will not be disclosed or discussed outside the forum of meetings except between members of the group.

Meetings and Commitments

It is expected that the Advisory Board will meet at least twice a year. Papers will be distributed by email at least a week prior to the meetings. Virtual meetings, e.g. by Zoom, may be scheduled at the midpoint between Advisory Board meetings as required.

In putting themselves forward as potential Advisory Board members, network members are expected to give the time commitment to prepare for and attend meetings, participate fully and frankly and take the opportunity to increase their knowledge of the Foundation and the network.

The 'Guiding Principles' are to be visibly displayed at every meeting.

Advisory Board Members

Membership of the Advisory Board is voluntary, although reasonable travel and other expenses relating to meeting attendance will be reimbursed by the Asia New Zealand Foundation for those located in New Zealand. Elected members living offshore will have the cost of attending one meeting per year covered. Other meeting costs will be at the discretion of the Foundation management.

Members of the Advisory Group located outside New Zealand will have travel commitments to New Zealand taken into account in setting the schedule. Meeting venues will be selected taking into account the travel requirements of the membership and staff.

Advisory Board Chair

The Advisory Board member designated as Chair will have additional commitments to meet with the Deputy Executive Director prior to each meeting to set the agenda, follow-up any outstanding matters and contribute to the preparation of papers. They will also act as a key point of contact between the management team and the Advisory Board as required.

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The Chair responsibilities will also include:

- preparation for and facilitation of advisory board meetings
- responsibility for communications within the Advisory Board members
- steering selection of new Advisory Board members.

Conflict of Interest

Advisory Board members should perform their functions in good faith, honestly and impartially to avoid situations that might compromise their integrity or otherwise lead to conflicts of interest. Proper observation of these principles will protect the Foundation, its staff and Trustees, and the members of the Advisory Board.

On appointment, Advisory Board members will be asked to complete a declaration of interests. This will be updated at each meeting or in the event of change of circumstances and any actual, potential or perceived conflicts of interest will be recorded. The Foundation will exhibit transparency in avoiding or managing any real or perceived conflict of interest. All matters relating to conflict of interest will be recorded in writing and put on file at the Foundation.

Where a member of the Advisory Board wishes to apply for funding from the Foundation, they should indicate this to the management team. They may be asked to leave a meeting if this opportunity is a matter of discussion.

Guiding Principles

1. Achieve strategic alignment – we will align with the Foundation’s strategy and support its execution.
2. Be results oriented – we measure the progress toward the Foundation’s vision, mission and goals and evaluate the performance of the Board.
3. Promote transparency – we promote transparency by ensuring members of the Board have equal access to relevant information.
4. Achieve value – we balance risk (e.g. political, legislative and delivery) and return on investment to maximise the value.
5. Assess and treat material risk – we assess the material risks presented and ensure they are appropriately treated.
6. Continuous learning – we embrace the qualities of a continuous learning organisation, evaluating our own performance and assessing the value we add to the Foundation.
7. Board development and renewal – we improve the performance of the Board by mentoring and training members, and by encouraging diverse membership and perspectives.

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8. Independent-mindedness – we value independent thinking. We base our votes on personal examination of the facts, full and rich discussion at the board table, in consultation with other delegates, board members and stakeholders. We are non-partisan. We operate using democratic principles and consensus.
9. Standard of integrity – we promote strong ethical values by establishing appropriate mechanisms for active oversight. We put the Network’s interests above local or personal benefit when making decisions.
10. Be stakeholder-centric – we enable the Foundation to proactively address stakeholder (staff, management, externals) needs more efficiently and effectively through timely decisions.