

**Policy Title:** Governing Board Operations Policy

**Classification:** Governance

**Monitored by:** Board President

**Approved by:** Board resolution

**Effective from:** September 2021

**Review Date:** August 2023

**Objective:** To clearly outline the accountabilities of the Governing Board, and supporting the HCK Constitution and relevant legislation.

**Commitment:** The Governing Board is committed to maintaining practises and procedures that will provide HCK with competent strategic leadership, and acting in the best interests of the Association and its members.

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### Related Documents:

- Hutt City Kindergarten Association Constitution
- Board Remuneration and Reimbursement Policy
- Financial Management Policy
- Schedule of Delegations (attached)
- Board Member Induction Booklet

### Policy Details:

#### Section 1: Board Accountabilities

1. The Board will ensure the Association is managed prudently and in accordance with all legislative requirements. It will ensure the Association delivers quality early childhood education, whilst remaining fiscally sound and minimising risk to individuals and assets.
2. The Board is committed to implementing policies, objectives and practices which reflect the principle of partnership symbolised by Te Tiriti o Waitangi.
3. The Board is committed to hearing and considering the views of members and employees as part of their decision making process.
4. The Board is committed to maximising its effectiveness through appropriate recruitment to the Board and regular assessment of its achievement against the Association's annual plan and strategic goals.

#### Section 2: Responsibilities for Employment

1. The Board will undertake a robust and thorough recruitment and selection process in order to appoint the General Managers of the Association.
2. The Board will act as a good and fair employer, in accordance with the Employment Relations Act 2000 and in line with best practise in the New Zealand education sector.

### **Section 3: Board Delegations**

1. The Board delegates the day to day management and operation of the Association and its employees to the General Managers, in the understanding that the General Managers shall act ethically, lawfully and prudently.
2. The Board authorises financial delegations to the General Managers. This should be read in conjunction with the Schedule of Delegations.

### **Section 4: Board Meetings**

1. All members of the Association are welcome to attend Board meetings as observers. Attendance at Board meetings by employees of the Association is at the President's discretion only, and must be confirmed no less than three business days prior to a Board meeting.
2. Where appropriate, the Board will establish subcommittees for discrete projects or special issues. The subcommittees will always report back to the full Board.
3. The Board may conduct portions of meetings "in committee", providing there are legitimate and demonstrable reasons for doing so. The Board has the right (at its absolute discretion) to include or exclude non-Board members from "in committee" discussions.
4. Board members (including the President) will be entitled to receive payment (or time in lieu) for meetings attended, as per the Board Remuneration and Reimbursement Policy.

### **Section 5: Conflicts of Interest**

1. Conflicts of interest arise when a Board member's personal interests (eg: family, relationships, employment, financial factors) could compromise their decisions, judgements or actions on the Board.
2. Board members with a conflict of interest must declare this at the next general meeting they attend.
3. A record will be kept of all declared conflicts of interest and what effect the conflict has on the member's participation in a meeting, discussion and/or vote.
4. Board members may be excluded from a portion of a meeting if the Board (excluding the said Board members) determines that this/these Board members have a conflict of interest.
5. A substantial, ongoing conflict of interest may require the member to consider resignation from the Board.

### **Section 6: External Communication**

1. The President and the General Managers are authorised to represent the Association in all external communication. Information provided should be accurate, respectful and reinforce the Association's vision, strategic goals and values.
2. Other employees may represent the Association in external communications on a specific topic, if previously approved by the General Managers.

#### **Review:**

This policy will be reviewed biennially and approved by resolution at a Board meeting.

This Schedule of Delegations (the Schedule) was approved by the Governing Board (the Board) of Hutt City Kindergartens Association Incorporated (HCK) at its meeting on 28 September 2021 and became effective as at that date.

### **1. Purpose**

The day to day management and operation of the Association and its employees is delegated to the General Manager Operations and the General Manager Professional Services – collectively referred to as the Executive Leadership Team (the ELT), in the understanding that they shall act ethically, lawfully and prudently.

The Schedule sets out those responsibilities that can only be exercised by the Board, the responsibilities delegated to the ELT, and those responsibilities that the ELT can delegate to specified staff positions. It is the Board's expectation that delegations made will be properly exercised and the persons who hold such delegations will be held accountable.

### **2. Delegations Retained by the Board**

The Board retains for itself and does not delegate to any person the following responsibilities (provided that the Board may delegate in writing any of these responsibilities to a committee appointed by the Board, an individual Board member or any other person):

- a. Approval of the Annual Financial Budget and the Annual Report, and any amendments
- b. Appointment or removal of HCK's auditor
- c. The final decision to exclude any child from a Kindergarten
- d. The final decision to open or close any Kindergarten
- e. Entry into any contract(s), commitment(s) or other arrangement(s) relating to a joint venture, partnership and/or where the outcome of which is likely to result in a material change to the nature or activities of HCK, or a material impact on the Associations financial position
- f. The opening of any HCK bank account, incurring debt other than pursuant to a facility set up with the prior approval of the Board, investments of HCK funds other than in term deposits and lending of HCK funds to any person/entity other than an HCK Kindergarten
- g. Granting any indemnity, guarantee or security
- h. The initiation of any legal action, excluding employee disputes
- i. The response to any legal proceeding against HCK, excluding employee disputes
- j. Material amendments to HCK insurance cover, which for the avoidance of doubt excludes reasonable changes to the level of excess and the level of insurance coverage
- k. Signing applications for special grants for additional land, buildings or agreements to build
- l. All matters relating to the appointment, performance and remuneration of a member of the ELT, including the management of any complaints against a member of the ELT
- m. Responses to the Minister of Education, any other Minister of the Crown or Member of Parliament, the Secretary of Education or any other permanent head of a Government department which was initiated by a report, written communication, request for information or required declaration received from such persons and addressed to the Board or Board President
- n. The Board retains for itself and does not delegate to any person the financial delegation above the limits set out for the ELT delegations in section 3.

### 3. Board Delegation to the Executive Leadership Team (ELT)

The Board delegates to the ELT the following financial delegations:

Type	Description	Delegation Limit - \$ (excl GST)
Internal lending of HCK funds	Approval of loans or other financing to individual HCK Kindergartens	\$20,000
Revenue	Approval of invoicing for services provided, excluding government funding and grants	\$10,000
Income write-offs	Writing off of fees charged in aggregate in any 3 month period where such fees are unlikely to be collected	\$1,000
Capital expenditure	Acquisition of assets, including building/playground upgrades	\$35,000
Operating expenditure, excluding employee related	Approval of any orders for goods and services. The maximum limit for operating expenditure is equal to the total approved annual budget for operating expenses.	\$20,000
Employee appointments	Annual remuneration package for permanent teaching staff appointments, or other appointments, where the salary and terms and conditions on which they are employed are materially consistent with the Kindergarten Teachers Collective Agreement	\$100,000
Employment expenses - Employee related	Any change to basic salary, increments, one-off payments, or change in employment conditions for an individual employee. The Board must be informed in advance if this expenditure would result in the annual remuneration of a staff member exceeding \$100,000 pa.	\$10,000
Employment expenses - PLD	Professional learning and development costs, including expense claims from staff	\$20,000
Employee disputes	Subject to keeping the Board informed, the settlement payment for any employment dispute (except where such dispute relates to a member of the ELT)	\$20,000
Legal action/advise	Subject to keeping the Board informed, the management and settlement of any legal action	\$20,000
Asset disposals	The disposal of assets, where the financial delegation value is based on the higher of their original cost price or the selling price	\$20,000
Eftpos account limits	A separate eftpos account is set up under the Association and each Kindergarten's main account. This delegation sets the limits on these accounts. A temporary (less than one month) limit may be approved to cover known expenditure.	\$3,000 - Association \$400 - Kindergarten
Eftpos card issue	Authority to issue and use an Association eftpos card.	Yes
Sponsorship /Gifts / Donations / Charitable grants	Any sponsorship of people or organisations	\$2,500
Sponsorship / Gifts / Donations	Entering into any sponsorship agreement involving cash, contra, gifts or donations where there is an expectation by the gifter for services in return.	\$10,000
Gifts and donations	Can be accepted where there is no obligation to the gifter other than a tax receipt where applicable.	\$10,000

In addition to the above financial delegations, the ELT has delegated authority from the Board for the distribution of media releases promoting HCK, subject to keeping the Board informed.

Where a member of the ELT is on leave, the delegated authorities shall be exercised by the other member of the ELT. If both members of the ELT are on leave, the delegated authorities shall be exercised by such person as the ELT has delegated these authorities to.

#### 4. Financial delegations to HCK staff

Financial delegations (excluding GST) are given to the following people:

- Management Committee (Mgmt Comm) members, comprised of Parents and Teachers at each of the Hutt City Kindergartens
- Head Teacher
- Teachers
- Kindergarten Administrators (KAs)

For the avoidance of doubt, there is no financial delegation from the ELT in relation to sponsorship, gifts, donations and charitable grants of people or organisations by Hutt City Kindergartens.

Type	Description	Mgmt Comm	Head Teacher	Teachers	KAs
Income	Writing off of fees charged in aggregate in any 3 month period where such fees are unlikely to be collected	0	0	0	0
Operating expenditure, excluding employee related	Approval of any orders for goods and services. The maximum limit for operating expenditure is equal to the total approved annual budget for operating expenses.	\$1,000*	\$500*	0	0
Operating expenses - Employee related	Professional development costs including expense claims from staff, if within budget	0	0	0	0
Sponsorship / Gifts / Donations	Where there is an agreement for goods and services to be received by the gifter.	\$100	\$100	0	0
EFTPOS Cards - Association	Authority to issue and use an Association EFTPOS card**	No	No	No	No
EFTPOS Cards - Kindergarten	Authority to issue and use a Kindergarten EFTPOS card	No	Yes	Yes	Yes, subject to HT approval

\* Subject to final authority by the ELT.

\*\* In addition to the delegations above, permanent Association staff members are also delegated the authority to be issued and use an Association eftpos card at the discretion of the ELT.