

# Governance Board Responsibilities

Form E4

## What is the Governance Board Responsible for?

The Governance Board is responsible for:

1. the Society's strategic direction;
2. Key policy;
4. Financial oversight;
5. Risk oversight;
6. Real estate oversight; and
7. Any other matters not covered by the Constitution or any Bylaw, policy or procedure adopted under this Constitution from time to time.

## Officer Duties

At all times each Officer:

1. shall act in good faith and in what he or she believes to be the best interests of the Society;
2. must exercise all powers for a proper purpose;
3. must not act, or agree to the Society acting, in a manner that contravenes the Incorporated Societies Act or The TSNZ Constitution;
4. when exercising powers or performing duties as an Officer, must exercise the care and diligence that a reasonable person with the same responsibilities would exercise in the same circumstances taking into account, but without limitation, the nature of the Society, the nature of the decision, and the position of the Officer and the nature of the responsibilities undertaken by him or her,
5. must not agree to the activities of the Society being carried on in a manner likely to create a substantial risk of serious loss to the Society or to the Society's creditors, or cause or allow the activities of the Society to be carried on in a manner likely to create a substantial risk of serious loss to the Society or to the Society's creditors, and
6. must not agree to the Society incurring an obligation unless he or she believes at that time on reasonable grounds that the Society will be able to perform the obligation when it is required to do so.

## Role of Members of the Governance Board

1. Communication with Branches. Each Governance Board member will be allocated a number of Branches and/or Affiliated Centres to liaise with in order to encourage dialogue with respect to the Board's activities and to receive feedback.
2. To attend Theosophical gatherings such as regional events, conventions etc., and to participate in dialogue with the members.
3. To act as a prudent Director and be aware of current roles and responsibilities that the office requires.
4. To attend Governance Board meetings.
5. To actively be involved in Governance Board Committees and Working Groups.

## **What skills are required for Governance Board Members?**

The current policy for *Governance Board Role and Responsibilities* covers skills that are required by Board members. These include:

- Leadership skills.
- Ability to set policies, goals and objectives, and targets.
- Ability to communicate with members and branches in setting and reviewing strategy.
- Ability to monitor the implementation of the strategy and evaluate its effectiveness.
- Ability to monitor policies and evaluate their effectiveness.
- Ability to understand financial reports and setting of budgets.
- Ability to foster effective relationships between the Society and communities (advocacy skills).
- Ability to understand the legal responsibility of a board member.

## **How often does the Governance Board meet?**

They must meet at least twice each year; however, the Governance Board will decide themselves if they will meet more than twice and the dates of the meetings.