

Waipu Museum Trust Board Policies and Procedures

Title:	Governance Policy
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1. The role of the Board	
1.1 Purpose and scope of the governance policy.	<p>This document outlines the Waipu Heritage Museum’s governance policies that guide the Museum Trust Board and the Museum Manager in their governance and leadership responsibilities and activities. Some of these derive from the Waipu Centennial Trust Deed under which the Museum was established, which defines its constitution, composition, operation, purposes, objectives, duties, functions and powers. Others are based on general principles of good governance. It is important to note that this governance policy is intended to be a set of high-level statements of the approach adopted by the Trust Board. They are supported at a more practical level by operational policies and processes.</p>
1.2 Role of the Board	<p>The Trust Board is entrusted with the ownership, care, management and development of the museum’s collections, including the heritage museum building itself, and for setting the museum’s strategic direction. The Museum’s core strategy is summarised in Section 2.</p> <p>Collectively the Board is responsible and accountable for:</p> <ul style="list-style-type: none"> • Strategic planning <ul style="list-style-type: none"> ○ Review and approve long term strategic plans, and annual plans and objectives. • Organisational governance <ul style="list-style-type: none"> ○ Set and approve policies, plans and budgets to achieve objectives, and monitor performance against them. ○ Undertake risk assessment and ensure appropriate risk management strategies are in place to protect the collection, the staff and the public. • Financial performance <ul style="list-style-type: none"> ○ Review and approve budgets and financial performance. ○ Compare actual performance against the annual plan for that year. • Management and governance performance <ul style="list-style-type: none"> ○ Appoint and support the Manager, and evaluate his/her performance.

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	<ul style="list-style-type: none"> ○ Set standards for, and evaluate, the Board’s own performance. ● Regulatory monitoring <ul style="list-style-type: none"> ○ Ensure the Museum complies with relevant laws and regulations. ○ Ensure the Museum complies with the terms of its trust deed.
2. Fundamental strategy	
2.1 Core purpose	The core purpose of the Waipu Heritage Museum is to preserve and present the heritage of Waipu; highlight the double migration from the Scottish highlands to Nova Scotia and then to New Zealand; and develop the genealogical records of the Nova Scotian settlers and other Waipu residents.
2.2 Vision	Our vision is a community that is proud of, and enriched by, its heritage; a place where history and culture are celebrated and make the township a more attractive place to live in and to visit.
2.3 Communities of Interest	<p>The Museum serves two different but intersecting communities:</p> <ul style="list-style-type: none"> ● The community that lives in Waipu and Bream Bay, and ● The community of descendants of the Nova Scotian settlers, some of whom live in Waipu and many, many more who live all over New Zealand and the world. <p>The Museum recognises and values, and seeks to respond to, both the diversity and the common interests of its two communities.</p>
2.4 Long Term Objectives	<ul style="list-style-type: none"> ● To be financially sustainable. ● To preserve, exhibit and promote artefacts, culture and stories relating to the history of the Scottish settlement of Waipu, including the original “House of Memories” stone building. ● To preserve and expand the genealogical records of the settlers and engage and communicate with successive generations of descendants of the Nova Scotian migrants. ● To expand and enrich the museum’s exhibitions and activities, reflecting the stories of tangata whenua and other peoples and cultures in the community. ● To ensure the museum’s relevance to new generations in a changing community. <p>These objectives are not mutually exclusive; they intersect with, and support, each other. In order to achieve them the Board will exercise cultural responsibility, drive innovation and learn from other museums, maintain an audience focus, place a priority on community engagement and digital development, and further the Museum’s practice of being accessible beyond its walls.</p>

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3. Governance structure	
<p>3.1 Composition of the Board</p>	<p>Under the terms of the Trust Deed the Board shall have ten elected trustees. Every three years a public meeting is called in the second half of the calendar year with the purpose of electing trustees. The public meeting must be advertised in at least one newspaper circulating throughout the Whangarei region at least three weeks in advance of the meeting. All trustees retire at the end of the three year term and all are eligible for re-election. The conditions under which a trustee may be removed from office are set out in the Trust Deed.</p> <p>Three officers of the Board are elected by the trustees – the Chair, the Deputy Chair and the Secretary. The secretary may or may not be a trustee.</p> <p>Other positions of responsibility may be established by the Board from time to time e.g. chair of a sub-committee, in order to help the Board meet its objectives and obligations.</p> <p>The Board co-opt new members for specific projects where particular skills and knowledge are required.</p> <p>The Board meets monthly, a minimum of eleven times in one calendar year. Under the terms of the Deed of Trust, a quorum is three trustees personally present. The Board asks for commitment from its members to attend, and contribute to, meetings. Accordingly if a member fails to attend for four meetings in row, without leave of absence granted by the Chair, he/she may be asked to resign from the Board.</p>
<p>3.2 Bi-cultural obligations</p>	<p>Mana whenua means to belong to an area of land (rohe). Waipu sits within Patuharakeke’s rohe. Accordingly the Board recognises and values the significance of Patuharakeke as mana whenua. The Board recognises its obligations under the Treaty of Waitangi to represent the interests of Maori on the Board. If there is no representative from Patuharakeke elected to the Board, one position on the Board, in addition to the elected trustees, will be set aside for co-opted representation from Patuharakeke, carrying full rights and responsibilities as a Trustee.</p>
<p>3.3 Sub-committees of the Board</p>	<p>The Board recognises that there are times when a sub-committee can act more effectively than the whole Board, and may put into place standing and ad-hoc sub-committees to undertake particular work. The formation of subcommittees must be moved, seconded, carried and minuted.</p> <ul style="list-style-type: none"> • In principle the number of committees will be kept to a minimum.

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	<ul style="list-style-type: none"> • The Board defines the terms of reference for each committee, including membership, expected outputs, boundaries of authority and reporting requirements. Committees may not speak for the Board as a whole nor make decisions that are binding on the Board. • The role of standing committees are reviewed on an annual basis to ensure that they are relevant and still required.
3.4 Conflicts of interest	<p>Board members are required to act in the best interests of the organisation as a whole, notwithstanding any obligation they may feel to represent particular interest groups. Board members are fiduciaries who share common legal and moral responsibilities. These include to:</p> <ul style="list-style-type: none"> ○ act honestly ○ exercise a reasonable level of care and diligence ○ avoid using their positions for personal advantage ○ comply with all relevant legislation and organisation constitutional requirements ○ act in the best interests of the organisation as a whole. <p>It is likely that many Board members will hold positions of responsibility and authority in other organisations. Conflicts of interest must be disclosed by members when they arise, and a Board member may elect, or be required by the Chair, to retire from discussion and decision-making where a conflict of interest is identified.</p> <p>It is also likely that Board members will undertake other roles within the museum e.g. many are also volunteers. Board members must be clear that when they are acting as volunteers they are responsible to the Manager (or his/her delegate).</p>
4. Relationships	
4.1 Relationship with the Manager	<p>The Waipu Centennial Trust Deed provides for the Trust Board to appoint a manager for the museum who works with the Trust Board to fulfil its objectives, implement its decisions, and manage the museum’s day-to-day operations. The Trust Board appoints the Manager of the museum, through the Chair and a subcommittee formed for this purpose.</p> <p>The Manager is the sole link and point of accountability between the Trust Board and the museum. The Trust Board delegates authority to the Manager for the effective and efficient management of the museum’s objectives and the prudent use of its resources. The Trust Board defines the Manager’s accountability through the job description, agreed annual objectives and an annual performance review. The Manager reports to the Chairperson, and only the Chairperson may instruct the Manager.</p> <p>The Trust Board and Manager work collaboratively to:</p>

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	<ul style="list-style-type: none"> • develop an organisational culture and capacity that reflects the museum’s mission and objectives; • implement the museum’s strategic direction, goals, objectives, priorities and annual plans; • develop and implement the operational policies that sit under this governance policy; • develop and build relationships with funding bodies, other stakeholders, and regional and national museum networks. <p>The Manager reports regularly on:</p> <ul style="list-style-type: none"> • progress towards the achievement of objectives and plans; • material matters and risks that affect the museum’s activities and priorities; • staff and volunteer development.
4.2 Sponsors and funding bodies	The Board recognises its dependence on external funding for its ongoing operations and development, and is accordingly open and transparent in all its dealings with sponsors and funding bodies, ensuring that sponsors are appropriately recognised and accountabilities to funding bodies are faithfully enacted.
4.3 Local organisations, the community and other stakeholders	The Board recognises that it operates within a community and a network of organisations with intersecting interests and objectives. The Board seeks opportunities to work collaboratively with other local organisations and other regional museums to deliver benefit to the communities it serves, and is committed to engaging with its communities in its planning processes.
4.4 Staff and volunteers	The Board values the museum’s staff and volunteers, recognising that they are central to the success of the Museum. The establishment of paid positions, including volunteer roles that attract an honorarium, is approved by the Board.