Multicultural Whangarei

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Governance Manual

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Introduction

Purpose	This document aims to provide a guide for the governing body of Multicultural Whangarei
Scope	Governance structures and members of Multicultural Whangarei
References	
Legislation	Charitable Trusts Act 1957 Incorporated Societies Act 1908 Charities Act 2005 Companies Act 1993 Financial Reporting Act 2013
Standards	NZS 8134:2008, Health and Disability Services Standards – 1.2.1 Governance New reporting standards for Charities New statutory audit and review requirements Rules and the Charities Act 2005
Guidelines	The manual is based on guidelines published by the Community Net Aotearoa resource kit, Charities Commission, Companies Office. A Directors Guide Charities Services Resources Not for Profit best governance practices (Institute of Directors NZ) What makes a good Board
Organisational Models	Introducing the Performance Improvement Framework Best Practice Corporate Governance Institute of Directors Ministry of Business and Innovation
Definitions	
	Use the link.

Service Background

Multicultural Whangarei opened its doors in 2008 established to provide settlement and support services to new migrants - Tangata Tiriti and ethnic communities throughout Te Taitokerau

Services provided

Our services align with the Ngā kaupapa matua / Priorities as our focus is on migrant/ ethnic communities.
Our services promote social and cultural equity, encourage community participation and leadership. contributing to the overall wellbeing of Tangata Te Tiriti throughout Taitokerau.

Mission Statement

We support newcomers to settle into Taitokerau as Tangata Te Tiriti and promote whakawhanaungatanga with Tangata Whenua. We celebrate Cultural Diversity and the wisdom this brings to help strengthen our communities.

Vision

"A community where everyone feels welcomed and supported"

Hei manaakitia ngā tāngata katoa

Values

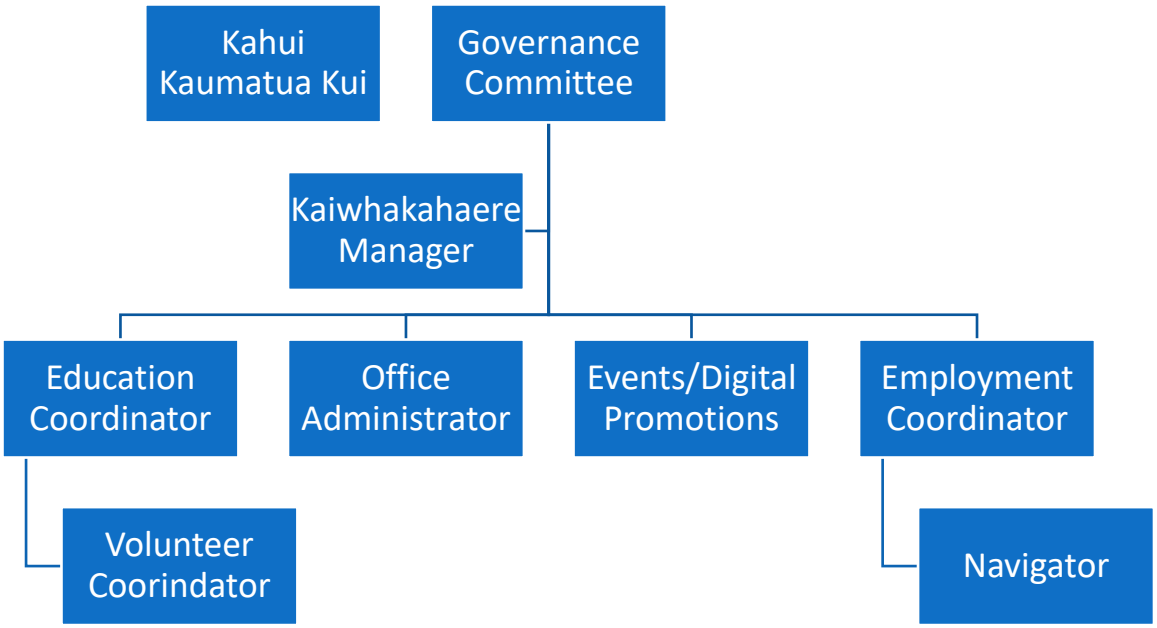
- Manaakitanga
- Whakawhanaungatanga
- Aroha
- Whakaiti

"He aha te mea nui o te ao. He tangata, He tangata, He tangata"

(What is the most important thing in the world? It is people, it is people, it is people.)

Te Tiriti-based values for a Multicultural New Zealand

Organisational Chart



Organisational Structure

The characteristic of the Multicultural Whangarei legal structure is as follows:

EXAMPLE: Registered Charitable Trust – Trust Based	
Legislation	Incorporated Societies Act 1908
Minimum people required	11 or more trustees
Decision making	By Board of Trustees
Liability of Trust members	In general, limited personal liability exists provided decision makers act prudently and within the group's purpose and, if a charity, trust,

	Incorporated Society, not for personal gain (specific provisions apply to Company Directors and Māori Land Trust Trustees)
Reporting requirements	The Charities Commission requires notification and reports as identified in the link provided. All organisations registered under the Charities Act 2005 need to file an annual return (including financial statements) with the Charities Commission, and notify changes to the name, address, balance date, rules, purposes, or officers of the charity to the Commission.
Disposal of assets on liquidation	According to the Charities Act 2005
Deed of Trust	
The Multicultural Whangarei Rules or constitution is the Trust's most important document as it sets out the organisation's purpose and sets the rules under which it must operate.	

Organisational Governance and Management

Roles and Responsibilities

Governance – Governance Committee (GC) or MCW Council			
Roles and Functions:			
Direction	**Leadership**	**Control**	**Recruiting/Managing**
key stakeholder relationships	develop mission	strategic planning	GC
stakeholder accountability	risk management	policy development and approval	GC
The composition of the Board should is made up of no less than 5 and no more than 9 Registered Members of the Multicultural Whangarei Incorporated Society			
Manager			
Roles and Functions:			
operational management	employment and performance management of staff	service system development and management	operational planning
funder reports	reports to the GC	funding applications	networking
Participation in service development and strategic planning.			
Administrative staff			
Roles and Functions:			
direct service delivery	implement best practice	report to the manager	implement policies and procedures
Participation in service development and strategic planning.			

Authority and delegation

Financial delegation	Refer to: Separation of financial duties
General delegations	Service Management: Delegation of duties

Board of Trustees/Directors

Membership	9 Trustees	
Officer Guidelines	Refer to the MCW RULES, Incorporated Societies or Charities Services	
Core roles of the Board	***values guardian***	
	Facilitator	Develop and implement strategies that ensure the sustainability of MCW Encourage asset building including services and programs, funding, grants and fostering relationships with key stakeholders.
	political advocate	Having contact with MPs/people of influence as well as generating general political support.
	Buffer	Monitoring potential divergence e.g., between government/public departments and organisational Interests.
Core functions of the Board	Setting and monitoring the organisation's mission, purpose, direction, priorities, and strategies within the boundaries of the organisation's constitution and legal obligations.	
	Actively involving key stakeholders in setting and monitoring the organisation's mission and maintaining positive relationships with them.	
	Specifying key outcomes and ensuring there are adequate resources (people and finances) to achieve these.	
	Being accountable for the management of the Trusts finances and stewardship of their assets.	
	Appointing and supporting the Manager - kaiwhakahaere evaluating his/her performance.	
	Organisational risk management.	
	Developing policies that allow the organisation to best serve its stakeholders.	

	Ensuring the governing body complies with statutory and contractual requirements and with the governing body's own policies.
	Monitoring the organisation's services and performance.
	Regularly scanning the environment in which the organisation operates to ensure that what it's attempting to achieve remains relevant and achievable.
	Reporting, at least annually, to stakeholders.
	Setting standards for and evaluating its own governance performance.
	Maintaining a governing body succession plan.
	Communicating with the Media
Expertise/person specification of the Board Members	The expertise, skill set of board members changes over time dependent on the organisation's life stages. Any one of the described skills below: • Peer support/ support worker/clinical experience or background in delivering services in the mental health/addiction sector. • Financial expertise. • Legal knowledge. • Experience to represent service users. • Experience to represent families of service users. • Marketing skills. • Commitment to Multicultural Whangarei's mission/values/vision. • Funding expertise.
Governing Body Officers	The principles by which the governing body officers' conduct themselves are: • Acting in good faith and in the organisations best interest. • Take reasonable care in exercising their duties.
General Liability **Director**	Apart from the usual potential liability of an officer committing any crime (e.g., theft), officers may also be personally liable to third parties for breaches of trust or fiduciary duty, where they act outside the Trusts/Companies rules. An officer may also be exposed to potential financial penalties if the organisations affairs are conducted in breach of its governing Act. Directors key responsibilities. Duties of Trustees
Board Chairperson:	
Responsibilities	• Lead strategic planning. • Manage relationships. • Ensure risks to the organisation are managed. • Portfolio Coordinators. • Encourage all members to contribute to debate and decision-making. • Manage governing body processes.
Secretary:	
Responsibilities	• Convening meetings, Preparing, and booking meeting venues. • Dealing with correspondence. • Preparing agendas for meetings (in consultation with the chairperson). • Taking the minutes of meetings, keep a file of minutes signoff by Chair • Ensuring back-up information is available at meetings where required.

Treasurer	
Responsibilities	•Ensuring that the finances of the Trust are managed appropriately. • Making recommendations to the governing body about income and expenditure, investments, and debts.

	• Keeping records of all incoming and outgoing payments. • Reviewing the annual statement of financial performance (profit and loss) and statement of financial position (balance sheet). • Ensuring that the annual audit process is undertaken in a timely fashion according to legal requirements. • Providing regular financial statements to the governing body and giving explanations where required. • Drawing up the annual budget in consultation with accountant and other governing body members. • Ensuring that sufficient funds are always available to support the organisations liabilities.

Recruitment – Board Member

The following processes will be employed if a Board Member position is vacant:

Step No	Actions
1	The Governance Committee/Directors will meet to discuss and identify what skills/expertise will be required now.
2	An agreement on the requirements is reached.
3	The Board Members will identify a person who may fit the requirements and call for nominations from registered members of MCW Inc with the skillsets required.
4	Information about the possible Board member will be collated by approaching the person and using existing networks: • their present activities • their background • their expertise • their interests
5	The obtained information will be presented to the GC.
6	The GC will decide which member will approach the person selected and explore if the person has an interest becoming a Governance Committee Member
7	If the person is not interested – go back to step 3. If the person is interested – provide the person with the governance manual and any other relevant information.
8	The GC Chairperson will invite the prospective GC member to meet with the GC by sending an invitation letter stating the purpose of the meeting.
9	If both parties are still interested in pursuing the appointment as a GC Member, Police vetting will be initiated (offer of an appointment to the Board will be dependent on the results of the Police vetting).
10	The 'Identifying and managing conflict of interest' policy/procedure will be made available to the possible future GC Member. The declaration of conflict of interest will be completed.
11	The Chairperson will send a letter of invitation from the GC to the person interested
12	If the person accepts an appointment as a GC Member will be made.
13	The MCW Charities Commission Profile will be adjusted to include the new member.

14	The new Board Member will receive an induction by an executive member of the Trust

Induction of a New Board Member

Induction	All new GC Members will receive a formal induction into their governance role and into the organisation's operations.
Purpose	New Board members can contribute to the governing body's work as soon as possible.
Processes and Content	• Meeting arranged with selected MCW Personnel (Trustees and Staff) for a presentation of the work they do. • Meeting the Chairperson of the Board for familiarization of the governance structure and processes. • Meeting the MCW Executive member for familiarization with operational processes. The new Board Member has access to read through the following documents: • The Governance Manual. • The Strategic Plan. • Board meeting details. • Audited accounts for the last few years. • Information about the role of Officer (see governance manual). • Project Schedule • Governance Committee external Appointment Schedule

Board Meetings

Purpose of the Board Meetings	• To ensure the strategic direction is followed. • Risk and financial management occur. • Administrative and legislative related tasks are attended to.
Frequency/time of meetings	First Tuesday of each month at 5pm unless otherwise arranged by Chairperson **Note:** All meeting documents will be held on shared drive and access circulated to GC for perusal 1 week before each meeting.
Chaired	By the chairperson of the Board.
Agenda	
Routine Agenda (Refer to Board meeting template)	• Karakia • Apologies • Correspondence • Previous Minutes • Financial Report. • Managers Reports • Portfolio reports. • General Business • Closing Karakia
Periodic Items	• Evaluations and outcome data -6 monthly • Funding reports (Performance Monitoring Reports) – 6 monthly • Policy/procedures review and updates.
Documentation	• All GC meetings are documented.
Committee Meetings	
Purpose	Committee meetings are held when discussion on specific issues for the purpose of resolving issues or putting actions into place that are of a private or sensitive nature. All Staff related issues are discussed in committee.
Frequency	as required
Documentation	• Committee meetings are recorded separately from the minutes and the records are kept by the Board's secretary.
Annual General Meeting (AGM) for companies for charitable trusts and Incorporated Societies	
Frequency	Less thank three months following June 30th the end date of the financial year
Purpose and Business	Refer to MCW Inc RULES

Evaluation

Purpose	To provide an opportunity to check that the governing body is following its mission, values, vision, strategic plan and the governance mandated policies and procedures. To see if there are opportunities for change that could improve The Hapu Trust performance/capacity/services.
Frequency	Yearly
Processes	• Employing an external facilitator. or • Self-evaluation.
Self-Evaluation	• How is our relationship with our stakeholders?

Checklist	• How well the strategic is plan linking to the work of MCW Inc • Do we agree on what things we need to be doing and are we doing them well? • Did we allocate enough time to the right tasks throughout the year? • Have we met all legal requirements? • Contractual and funder requirements? • Are the MCW staff satisfied? • Are our meetings well run and the information we have is sufficient? • Do the Board members feel that their skills are being utilized and their contributions are valued? • How is the Chairperson performing? • Do we have a good relationship with the MCW manager?

CONSIDER 	**Organisational culture versus strategy?** ✓ People are *loyal* to culture not strategy. ✓ Culture provides resilience in tough times. ✓ Culture is your brand. ✓ Bad culture decisions are more damaging that strategic ones. ✓ Strategies can be copied but no one can copy your culture. ✓ Culture keeps people to rules far better than threats.

Policies and Procedures

Purpose	The governing body is fully responsible for selected policies and procedures in order to provide: • A framework for processes and actions. • Consistent responses. • An understanding of legal and contractual requirements. • A way of setting and communicating the values of MCW both internally and externally.

Policies/ Procedures	The Governance Committee is responsible for the development, implementation, and review of the following policies/procedures:
	• MCW Policy and Plan
	• Governance Manual
	• Financial policies and procedures
	  ○ Credit Card Use
	  ○ Internet Banking
	  ○ Koha and Donations
	  ○ Sensitive Expenditure
	  ○ Theft and Fraud
	  ○ Asset Management
	  ○ Cash and Cheque Management
	  ○ Separation of Financial Duties
	  ○ Service Management: Delegation of Duties
	  ○ Travel Management
	• Health and Safety
	• Identifying and Managing Conflict of Interest

	• Complaints Management • Adverse Event Management • Protected Disclosure • Organisational Risk Management • Business Continuity

Insurance

The organisation will ensure that the following Insurances are current:

Statutory Liability Insurance	Employers Liability Insurance (when personnel are employed)	Professional Indemnity
Employment Disputes	Loss of Profits – Business Interruption	Material Damage
Contents	Commercial Motor Vehicle	Governance Committee Member Liability

Stakeholder Relationships

Purpose	Stakeholders are people/organisations who have an interest in MCW. Good governance demands that stakeholder interests are identified, and appropriate relationships established and maintained.	
The Identification of Multicultural Whangarei Key Stakeholders	**Stakeholder**	**Relationship**
	Ministry of Ethnic Communities	CROWN Agency Support
	Multi-ethnic Communities Council	Collaborative Partnership
	Whangarei District Council	Working Partnership
	Multicultural NZ Council	National Affiliation
	MSD	Crown entities supporter
	Taitokerau Maori Council	Tangata Whenua Lead Support
	NZ Immigration	Crown entities supported
	Human Rights Commission	Crown Entites supporter
	Northland Chamber of Commerce	Community Stakeholder support
	Te Arawhiti	Crown entities supporter
	Key Northland Ethnic Associations	Community Engagement
Stakeholder Involvement	Communication and Involvement with MCW stakeholders will occur as follows: • Yearly Stakeholder Survey. • Stakeholder attendance at the strategic planning meetings. • Stakeholder attendance at the annual general meetings. • Stakeholder review of specific policies and procedures. • Development of service agreements or MOUs	

Strategic Planning

Setting the long-term direction for the organisation is the governing body's most important role.

Strategic Planning is a method for positioning an organization to take advantage of its future by:

- Capitalizing on its opportunities.
- Addressing its challenges.
- Providing the kind of leadership that masters change.

A strategic planning process incorporates an in-depth planning model that takes place over time with stakeholder involvement.

Phases of Strategic Planning

Reference Overall Singular Purpose ("Mission")	During planning, planners have in mind (consciously or unconsciously) some overall purpose or result that the plan is to achieve. For example, during strategic planning, it's critical to reference the mission, or overall purpose, of the organization.
Take Stock – Internally and Externally	This "taking stock" is always done to some extent, whether consciously or unconsciously. For example, during strategic planning, it's important to conduct an environmental scan. This scan usually involves considering various driving forces, or major influences, that might affect the organization.
Analyse the Situation	For example, during strategic planning, planners often conduct a "SWOT analysis". (SWOT is an acronym for considering the organization's strengths and weaknesses, and the opportunities and threats faced by the organization.) During this analysis, planners also can use a variety of assessments, or methods to "measure" the health of systems.
Establish Goals	Based on the analysis and alignment to the overall mission of the system, planners establish a set of goals that build on strengths to take advantage of opportunities, while building up weaknesses and warding off threats.
Establish Strategies to Reach Goals	The strategies (or methods to reach the goals) chosen to depend on matters of affordability, practicality, and efficiency.
Establish Objectives Along the Way to Achieving Goals	Objectives are selected to be timely and indicative of progress toward goals
Associate Responsibilities and Timelines with Each	Responsibilities are assigned, including for implementation of the plan, and for achieving various goals and objectives. Ideally, deadlines are set

Objective	for meeting each responsibility
Write and Communicate a Plan	The above information is organized and written in a document which is distributed to identified stakeholders.
Acknowledge Completion and Celebrate Success	This critical step is often ignored which can eventually undermine the success of many of your future planning efforts. The purpose of a plan is to address a current problem or pursue a development goal. It seems simplistic to assert that you should acknowledge if the problem was solved, or the goal met.

Guidelines to Ensure Successful Planning and Implementation

A common failure in many kinds of planning is that the plan is never really implemented. Instead, all focus is on writing a plan document. Too often, the plan sits collecting dust on a shelf. Therefore, most of the following guidelines help to ensure that the planning process is carried out completely and is implemented completely -- or deviations from the intended plan are recognised and managed accordingly.	
Involve the Right People in the Planning Process	Going back to the reference to systems, it's critical that all parts of the system continue to exchange feedback to function effectively. This is true no matter what type of system. When planning, get input from everyone who will be responsible to carry out parts of the plan, along with representative from groups who will be affected by the plan. Of course, people also should be involved in they will be responsible to review and authorize the plan.
Write down the planning information and communicate it widely	Key stakeholders (employees, management, board members, funders, investor, customers, clients, etc.) may request copies of various types of plans. Therefore, it's critical to write plans down and communicate them widely**.**
Goals and Objectives Should Be 'SMARTER'	
Specific	Be specific in what goals MCW wants to achieve. For example, it's difficult to know what someone should be doing if they are to pursue the goal to "work harder". It's easier to recognize "Write a communication plan'.
Measurable	Ensure the goals can be objectively measured.
Acceptable	The goals need to be acceptable to the major stakeholders.
Realistic	The goals need to be able to be achieved.
Time frame	Define the times when each step of the goal needs to be achieved.
Extending	MCW needs to be capable to achieve the goals set.
Rewarding	The chance that MCW will implement the plan successfully is greater if the service is rewarded for its effort.