

Board Charter

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| Owner | FARC | Approval Date | October 2019 |
| Approved by | Board | Review Date | October 2020 |

Purpose

The Board Charter is the basis for defining UN Youth's governance principles and practices. board charter be sufficiently comprehensive to make clear to all who might use it exactly what is required for good governance of the organisation. This is the Board Operations Manual as defined in the UN Youth Constitution.

With a coherent policy framework, it is possible for a board to govern based on predetermined values and agreements rather than on the basis of ad hoc or reactive decisions.

It should be read in conjunction with the UN Youth Constitution and Policy Framework and Manual.

A board charter is a policy document that clearly defines the respective roles, responsibilities and authorities of the board of directors (both individually and collectively) and management in setting the direction, the management and the control of the organisation

This charter and the board committees' charters and policies set out the governance requirements for the Spark New Zealand Board. These include the roles and responsibilities, procedures, members' powers and reference to applicable legislation

About UN Youth New Zealand

UN Youth is an incorporated branch of United Nations Association of New Zealand ("UNANZ") under the Incorporated Societies Amendment Act 1920. Throughout Aotearoa, our work equips young people to become informed, engaged, and critical New Zealanders who understand their global context and the connections between the local and the global. Our organisation provides young people with the necessary educational and social skills to excel.

The objects of UN Youth are:

- I. The education of young New Zealanders about the United Nations and international politics and affairs;
- II. The education of younger New Zealanders about civics and New Zealand politics; and
- III. Any other objects relating to the advancement of education within New Zealand or that are beneficial to the community, which are related or ancillary to UN Youth's objects.
- IV. Any other objects relating to the advancement of education within New Zealand or that are beneficial to the community, which are related or ancillary to UN Youth's objects.

Role of the Board

On behalf of the key stakeholders, the Board of UN Youth is responsible for the stewardship and future well-being of the organisation. Directors should exercise leadership, enterprise, integrity and judgement in directing the organisation so as to provide assurance of its continuing and lasting prosperity.

In discharging their responsibilities Directors have a duty to act in the best interests of UN Youth as a whole, irrespective of personal, professional, commercial or other interests, loyalties or affiliations. Directors' first duty and loyalty must be to the legal entity.

In summary the Board:

1. Provides leadership to UN Youth ensuring that it achieves continuing success in the best interests of UN Youth and its stakeholders.
2. Takes active steps to ensure an appropriate mix of Directors whether through interaction with members resulting in the election of appropriately skilled personnel or through the appointment of such individuals.
3. Establishes UN Youth's purpose, values and sets the strategic direction as the basis for further planning, e.g. annual and longer-term planning.
4. Determines the appropriate culture for UN Youth and models behaviours that both reflect and enable the desired culture.
5. Establishes governance policies that provide the framework for the management of UN Youth, and ensures that internal processes and procedures are designed to provide effective controls and serve as the basis for reporting to the Board as required.
6. Appoints the National Executive and monitors management and organisation performance against Board-established criteria.
7. Identifies and monitors the management of organisational risks.
8. Ensures that the organisation complies with all internal and externally imposed compliance requirements.
9. Establishes and maintains effective and appropriate communication with stakeholders.

Governance philosophy and approach

The Board will govern UN Youth with an emphasis on:

- serving the legitimate collective interests of the present members and volunteers of UN Youth and accounting to them for the performance of UN Youth and for the Board's stewardship;
- remaining up to date in terms of key stakeholders' concerns, needs and aspirations;
- developing a future focus rather than being preoccupied with the present or past;
- providing leadership in the exploration of strategic issues rather than becoming distracted by administrative detail;
- operating proactively rather than reacting to events and others' initiatives;
- bringing a diversity of opinions and views to bear on its decisions;
- the development and expression of a collective responsibility for all aspects of the organisation; and
- Ensure there are positive conditions for the motivation of the National President and that there is adequate training to support her/him in their role.

The Board will perform such other functions as prescribed by law or assigned to the Board under UN Youth's governing documents.

Responsibilities of the Board

Expectations of Directors

To execute these governance responsibilities, Directors must, so far as possible, possess certain characteristics, abilities and understandings:

1. **Enacting legal duties:** Directors must fulfil their fiduciary duty to act lawfully and in UN Youth's best interest at all times regardless of personal position, circumstances or affiliation. They should be familiar with UN Youth's constitutional arrangements.
2. **Strategic orientation:** Directors should be future oriented, demonstrating vision and foresight.
3. **Integrity and accountability:** Directors must demonstrate high ethical standards and integrity in their personal and professional dealings and be willing to act on - and remain collectively accountable for - all Board decisions and speak with one voice on all policy and directional matters.
4. **Informed and independent judgement:** Each Director must have the ability to provide wise, thoughtful counsel on a broad range of issues.
5. **Financial literacy:** Directors are jointly accountable for the financial performance of the organisation therefore all Directors must be financially literate.
6. **Industry and sector knowledge:** Each Director is expected to bring or acquire a level of industry and sector knowledge sufficient to contribute to the Board's deliberations and considerations on behalf of the organisation and its owners.
7. **Participation:** Each Director is expected to enhance the Board's deliberations by actively engaging in value adding Board dialogue and decision-making.

Meeting legal requirements

The Board's first duty is to the legal entity. In meeting this duty Directors must ensure that all legal requirements under the relevant Acts are met and that the entity is protected from harmful situations and circumstances in the interests of current and future stakeholders.

The Board also has a responsibility to its various stakeholders to ensure that the available resources are used to deliver the 'right outcomes' to the 'right people' in the 'right way'.

In particular Directors have the following legal obligations:

- 1) A Director must exercise a power for a proper purpose.
- 2) A Director must not act, or agree to the organisation acting, in a manner that contravenes relevant Acts or the constitution of the organisation.
- 3) A Director must not agree to the business of the organisation being carried on in a manner likely to create a substantial risk of serious loss to the organisation's creditors.
- 4) A Director must not agree to the organisation incurring an obligation unless the Director believes at that time on reasonable grounds that the organisation will be able to perform the obligation when it is required to do so.
- 5) A Director, when exercising powers or performing duties as a Director, must exercise the care, diligence, and skill that a reasonable Director would exercise in the same circumstances.
- 6) A Director, when exercising powers or performing duties as a Director, may rely on reports, statements, and financial data and other information prepared or supplied, and on professional or expert advice.
- 7) A Director must, forthwith after becoming aware of the fact that he or she is interested in a transaction or proposed transaction with the organisation, cause this to be entered in the interests register.
- 8) A Director who has information in his or her capacity as a Director or employee of the organisation, being information that would not otherwise be available to him or her, must not disclose that information to any person, or make use of or act on the information, except –
 - a) for the purposes of the company; or
 - b) as required by law.

Directors, either individually or collectively, are potentially liable if they act illegally or negligently.

Code of Performance

The Board is committed to the adoption of ethical conduct in all areas of its responsibilities and authority. In addition to their legal responsibilities Directors of UN Youth agree to abide by the following:

Directors shall:

1. Act honestly and in good faith and honesty at all times in the best interests of UN Youth as a whole.
2. Declare all interests that could result in a conflict between personal and organisational priorities.
3. Exercise diligence and care in fulfilling the functions of office.
4. Make reasonable enquiries to ensure that UN Youth is operating efficiently, effectively, legally and ethically in the pursuit of its planned outcomes and strategies.
5. Maintain sufficient knowledge of UN Youth's business and performance to make informed decisions.
6. Not agree to UN Youth incurring obligations unless they believe that such obligations can be met as and when they fall due.
7. Attend Board meetings and devote sufficient time to preparation for Board meetings to allow for full and appropriate participation in the Board's decision making.
8. Ensure scrupulous avoidance of deception, unethical practice or any other behaviour that is, or might be construed as less than honourable in the pursuit of UN Youth's business.
9. Not disclose to any other person confidential information other than as agreed by the Board or as required under law.
10. Abide by Board decisions once reached notwithstanding a Director's right to pursue a review or reversal of a Board decision.
11. Not to make, comment, issue, authorise, offer or endorse any public criticism or statement having or designed to have an effect prejudicial to the best interests of UN Youth.
12. Demonstrate respectful behaviour towards both colleagues, management and those they come into contact with in the course of enacting Board business.

The Board shall:

7. Make every reasonable effort to ensure that UN Youth does not raise community, supplier or stakeholder expectations that cannot be fulfilled.

8. Meet its responsibility to ensure that all UN Youth volunteers are treated with due respect and are provided with an environment and conditions that meet all reasonable standards of engagement .
9. Carry out its meetings in such a manner as to ensure fair and full participation of all Directors.

Media statements

Interaction with the media, radio, press TV and other media outlets, shall at all times be designed to present an accurate and positive expression of UN Youth-related matters. It shall be consistent with UN Youth policy and Board decisions and free from personal opinions and interpretations.

1. The Chair shall be the spokesperson for governance-related matters and all other matters that the Board determines are best presented by the Chair.
2. The National President shall be the spokesperson for all operational matters and all other matters that the Board deems are best presented by the National President.
 - a. The National President may permit specified staff to act on their behalf but remains accountable for such delegation.

Governance Processes

Strategic Direction and Planning

An essential element in the Board's leadership role is its responsibility to establish a Statement Strategic Direction for UN Youth. Accompanying this is an ongoing responsibility to identify organisational priorities, monitor progress towards the achievement of the stated outcomes and approve the annual budget. Accordingly, the Board will annually:

1. In partnership with management, establish and review UN Youth's Purpose, Key Results and governance-level strategies.
2. Review annual business plans to ensure alignment with the Statement of Strategic Direction, priorities and strategies.
3. Schedule a programme of strategic dialogue at Board meetings that reflects the priorities as defined by the Board and creates opportunities for the Board and management to think strategically about future issues relevant to UN Youth's wellbeing and success.

Board Meetings

The majority of Board business will be conducted in Board meetings. In order to ensure effective meetings, the following principles apply:

- 1) The Board will make the best possible use of its meetings by dealing only with matters that have governance-level significance, by focusing primarily on the future and, within a defined policy framework, by delegating as much as possible to the National Executive.
- 2) The Board will develop a work plan covering the next 12 months that
 - a) ensures the Board regularly reviews progress towards the achievement of the strategic direction/strategic plan and relevant strategic issues
 - b) provides assurance that all relevant compliance requirements are addressed, and
 - c) improves Board performance through education and continuous focus on its governance effectiveness.
- 3) The Chair will, in consultation with the National President, establish the agenda for each Board meeting although each Director is free to suggest the inclusion of item(s) on the agenda. The focus of the meeting will be a topic(s) drawn from the work plan.
- 4) The Board will normally meet six-weekly; however, Board meetings may be scheduled at other times or at other frequencies as determined by the Board.
- 5) Board meetings will be conducted in an open and constructive manner, recognising that genuinely held differences of opinion can bring greater clarity and lead to better decisions.
- 6) Directors will receive their Board papers at least five working days prior to the meeting.
- 7) Others (e.g. National Executive or Members) may participate in Board meetings at the Board's discretion. Such attendees will respect the Boards' integrity and accountability and will thus accept any constraints imposed by the Board or the Chair on their participation and presence.
- 8) The Board may hold 'Board only' sessions at its discretion. Sessions will usually be scheduled prior to or at the commencement of the meeting. Any requests from Directors for further information should be made to the National President through the Chair to avoid undermining any reporting structures and unintended resourcing consequences.
 - a) However, where a National Executive Officer has responsibility to support a Board Committee, the Committee Chair will communicate directly with the Officer, but will include the National President and Chair in communication.

Record-keeping

The Board Secretary is responsible for keeping accurate and timely records of all Board documents and meetings.

Directors are legally responsible for ensuring minutes are kept, and for their content and accuracy. The Secretary shall ensure Board Minutes record all information used in the decision-making process for all resolutions. They need to be detailed enough to ensure an accurate reflection of the meeting and illustrate the reasons decisions were taken. Minutes must demonstrate that the directors have done what is required to discharge their duty of care, diligence and skill.

Meeting minutes should not quote the meeting verbatim, and as such should reflect that the Board operates as a whole. Consequently comments will not be attributed to individuals, unless their comments relate to an office they hold, such as Chair, National President or Committee Chair.

A decisions register should be maintained.

Updates to the Organisation

It is crucial that the volunteer-base is aware of the activities of the Board. However, any access to information of the Board, or communication from the Board must not undermine or impact the ability of the National Executive to provide operational leadership of UN Youth.

It is therefore appropriate that the Board Chair in consultation with the National President will provide an update to volunteers following each Board Meeting. This update will summarise key discussions of and decisions made by the Board.

Where appropriate, it is expected that the National Executive will have appropriately engaged with officeholders on issues before discussion at the Board. Examples include policy decisions and operational reporting.

Additionally, the Board will prepare a Volunteer Engagement Strategy, which will provide further detail on how volunteers can support and inform strategic discussions.

In some circumstances it will be appropriate for the Chair to make minutes (or portions thereof) available to officeholders.

Monitoring Operational Performance

The Board has a duty to oversee and monitor the performance of the operational organisation.

The National Executive through the National President will report to the Board on the performance of UN Youth at a frequency and to a standard specified by the Board.

All reporting should be targeted at the Board's interests and duties rather than a description of management actions. The Board will normally provide a *Reporting Framework* to support the National Executive to provide high quality reporting.

Role of the Chair

The Chair provides leadership to the Board, ensuring that the Board's processes and actions are consistent with its policies. As appropriate, the Chair represents the Board and the organisation to outside parties. It is expected that the Chair will promote a culture of stewardship, collaboration and cooperation, modelling and promulgating behaviours that define sound Directorship.

The Chair will chair Board meetings ensuring that:

- 1) Meeting discussion content is confined to governance matters as defined in the Board's policies.
- 2) All Directors are treated even-handedly and fairly.
- 3) All Directors are encouraged and enabled to make a contribution to the Board's deliberations.
- 4) Board meetings are focused on the right matters and that time is allocated to apply sufficient attention to those.
- 5) all Board decisions are understood by Directors and accurately recorded.

The Chair has no authority to unilaterally change any aspect of Board policy.

The Chair will ensure that Board meetings are properly planned including the development and distribution of Board papers in a timely manner and that the minutes accurately reflect the deliberations and decisions of the Board.

With the approval of the Board the Chair may establish a regular communication arrangement with the National President in which there is an exchange of information. This might also provide an opportunity for the National President to use such sessions as a sounding Board for proposed actions or to check interpretations of Board policy. However;

- 1) The Chair will recognise that such sessions are not used to 'personally' supervise or direct the National President.
- 2) The Chair will maintain an appropriate professional distance from the National President to ensure objectivity and attention to governance matters and concerns,
- 3) The Chair will not inhibit the free flow of information to the Board necessary for sound governance. Therefore, the Chair will never come between the Board and its formal links with the National President.

The Chair may delegate aspects of the authority accompanying the position but remains accountable for the overall role.

The role of the Deputy Chair is to support the Chair with the above objectives. The nature of this relationship will typically vary from year to year.

Appointment of Chair and Deputy Chair

Within two weeks of the Annual General Meeting, the Board Secretary shall arrange a Board Meeting for the sole purpose of appointing the Chair and Deputy Chair.

This meeting will be chaired by the National President and will adhere to the following process:

- 1) Open the initial Board meeting and be Acting Chair for the entirety of the meeting;
- 2) Welcome newly elected Board Members and acknowledge those Board Members leaving/at the end of their terms
- 3) Run the process for the election of the Chair and Deputy Chair by Board Members. This includes providing each candidate the opportunity to address the Board, with other candidates being absent;
- 4) Discuss the roles of the Board Sub-committees;
- 5) Address any other business; and
- 6) Close the initial Board meeting.

Normally, only members of the Board that have served at least one year will be eligible for election as the Chair. The Chair and Deputy Chair shall serve terms of one year in such positions but are eligible for re-election.

Role of the Volunteers Representative

To be defined.

Director Induction and Education

The Board will provide all newly appointed Directors with a thorough induction into the affairs of both the Board and UN Youth at large.

All prospective Directors will be provided with all relevant information. Upon appointment/election and prior to attendance at their first Board meeting, new Directors will:

- 1) Receive a copy of the Board Charter, Governance policies, Constitution and other relevant legal governance documentation, current and recent meeting papers, an organisational chart, contact details for other Directors and National Executive, a glossary of key terms, definitions and acronyms, the current year's meeting schedule and the workplan.

- 2) Meet with the Chair for a governance familiarisation. This meeting may be held as a group session or with individuals.
- 3) Meet with the National President for an operational familiarisation.

It is expected that all directors will continuously educate themselves to ensure that they may appropriately and effectively perform their duties. As appropriate the Chair and National President will arrange briefings from officeholders; attendance at National Executive; and other development activities as required.

Directors will be encouraged to attend conferences relevant to their role as Directors or conferences related to other aspects of their Directorship of UN Youth. The Board will consider covering all or some of the costs associated with such attendance on a case by case basis.

Board and Director Performance Assessment

The Board's value-adding role requires that the Board as a whole and all Directors regularly review their performance and have access to professional development relevant to the role and duties of Directorship.

Continuous Review

At the end of every board meeting, 10 minutes is routinely set aside to review the meeting. Directors each take a turn at leading the review, each choosing a governance theme or issue for their session. Directors can seek the support of the Chair to assist with preparing their review topic.

Where an improvement opportunity is identified, the Chair might then lead a brief discussion designed to agree what might be done at future meetings.

Annual Assessment

The Board will undertake an annual structured assessment of its performance which will include self-assessment of the performance of individual Directors.

The criteria for assessing the Board's performance will be drawn from the documented policies of the Board together with any further criteria agreed by the Board from time-to-time. The outcomes of the assessment will establish the upcoming requirements for the effective governance and Board leadership of the organisation.

The assessment process shall culminate in a report presented to the Board analysing the data and providing recommendations for improvements as required.

Succession Planning

The Board should be mindful of succession planning to ensure that institutional knowledge of the Board is retained, recognising the composition of the Board may change at each election.

The Board should, from time to time, determine the skill gaps to ensure through co-option, where necessary, that the Board remains robust, with a complete set of skills and competencies.

The Board will develop a succession plan.

Conflict of Interests

The Board places great importance on making clear any existing or potential conflicts of interest for Directors.

- 1) Any business or personal matter which could lead to a conflict of interest of a material nature involving a Director and their role and relationship with UN Youth, must be declared and registered in the Register of Interest.
- 2) All such entries in the Register shall be presented to the Board and minuted at the first Board meeting following entry in the records.
- 3) All conflicts of interest must be declared by the Director concerned at the earliest time after the conflict is identified. Normally there will be the opportunity at the commencement of each Board meeting for conflicts of interest to be declared.

- 4) The Board shall determine whether or not the conflict is of a material nature and shall advise the individual accordingly.
- 5) Where a conflict of interest is identified and/or registered, and the Board has declared that it is of material benefit to the individual or material significance to the organisation, the Director concerned shall not vote on any resolution relating to that conflict or issue.
 - a) The Director shall only remain in the room during any related discussion with Board approval.
 - b) The Board will determine what records and other documentation relating to the matter will be available to the Director.
 - c) All such occurrences will be minuted.
- 6) Individual Directors, aware of a real or potential conflict of interest of another Director, have a responsibility to bring this to the notice of the Board.

Indemnities and Insurance

UN Youth will provide Directors with, and will pay the premiums for, indemnity and insurance cover while acting in their capacities as Directors, to the fullest extent permitted by the relevant legislation.

Directors are indemnified in accordance with clause 42 of the constitution.

Reimbursement of Directors' expenses

UN Youth will reimburse all reasonable expenses incurred by Directors in the carrying out of their role.

Board Committees and Working Parties

The Board will establish committees and working parties to support it in its governance work. The work of committees and working parties should not conflict with the National Executive's delegated responsibilities.

- 1) Committees and working parties shall have Terms of Reference defining their role, life span, procedures and functions, and the boundaries of their authority, reviewed annually.
- 2) Committees and working parties may co-opt outside members from time-to-time in order to bring additional skills, experience or networks.
- 3) Committees and working parties shall not exercise authority over of officeholders nor shall they delegate tasks to any officeholders unless the National President has specifically agreed to such delegations.
- 4) Unless explicitly empowered by the Board, committees or working parties cannot make binding Board decisions or speak for the Board. For the most part the function of committees and working parties, in fulfilling their role, is to make recommendations to the Board.
- 5) Committees and working parties will not mirror operational divisions, departments or staff functions.

The Board's standing committees are:

- 1) Finance, Risk and Audit Committee (FRAC)
- 2) People and Impact Committee (PIC)
- 3) Appointments Committee (AC)

Terms of Reference for these committees are available separately.

Board Information and Consultation Framework

Purpose

- Is an operational document to give guidance to the Board.
- Mandates how information will flow from the Board to all volunteers, and how feedback, ideas and opinions from all volunteers will be effectively shared with the Board.
- Provides a meaningful framework of how Board Directors will review information from volunteers.
- This document will sit within the board charter.

Information to Volunteers

Email Updates

- Every scheduled Board meeting shall be followed up with an email update sent to all volunteers. This update will be the responsibility of the Chairperson.
- The update will contain condensed minutes of the meeting.
- The update may contain, at the discretion of the Chairperson, a written summary of selected decisions or discussion points.

Board Updates

The Board will publish a minimum of one report each year.

- Reports must be passed as a Board Resolution before it is published.
- All volunteers shall be notified of the publication of reports via email.
- Reports shall outline large strategic goals and directions of the organisation.
- Reports shall include a summary of any progress the Board has made in terms of achieving these strategic goals since the publication of its last report.
- Accessibility and ease of understanding should be key considerations of the Board in preparing these reports.

Presentation at National Volunteer Gatherings

A National Volunteer Gathering includes any Annual General Meeting, Special General Meeting, National Council, National Council equivalent, Volunteer Training Hui or any UN Youth event that is open to registration by all volunteers.

- The Board shall make a Presentation at the Annual General Meeting of UN Youth
- The Board may accept invitations by the National Executive to make a Presentation at any other National Volunteer Gathering.
- Presentations must contain:
 - A description of the strategic goals and directions of the organisation.
 - A summary of any progress the Board has made in terms of achieving these strategic goals since its last Presentation.
 - This may include a summary of any Board Report published before the Presentation.
- Presentations must be passed as a Board Resolution before it is presented.
- Presentations delivery must include at least one Director of the Board who is not the National President or the Volunteers' Representative.
- The Director/s responsible for delivering Presentations will be decided by the Board.
- Presentations shall be followed by a set amount of time for questions from volunteers to be posed to Board members. All members of the Board may partake in the answering of these questions.
- The duration of the Presentation and the question and answer time will be a matter of agreement between the Board and the National Executive.

Get Information from Volunteers

Email Correspondence

- All volunteers are able to provide submission of feedback, ideas and opinions to the Board through the means of email correspondence to the Volunteers' Representative.
- The Volunteers' Representative should acknowledge receipt of any submission received via email correspondence to the volunteer who made the submission.
- Prior to each scheduled Board meeting, the Volunteer's Representative shall read any submissions via email provided since the last scheduled Board Meeting.
- The Volunteer's Representative shall bring a summary to the Meeting of all submissions, with emphasis on those which the Volunteer's Representative sees as particularly pressing or urgent.

Anonymous Dropbox

- All volunteers are able to provide submissions of feedback, ideas and opinions to the Board through the means of an anonymous drop-box.
- The nature of this drop-box is to be determined by the Board in consultation with the Volunteer's Representative, but must;
 - Maintain the anonymity of volunteers submitting feedback, ideas or opinions in a safe way.
 - Be reasonably accessible to all volunteers and without physical or financial restriction.
- The Volunteer's Representative is responsible for maintaining the drop-box.
- Prior to each scheduled Board meeting, the Volunteer's Representative shall read any submissions to the drop-box provided since the last scheduled Board Meeting.
- The Volunteer's Representative shall bring a summary to scheduled Meeting of all submissions, with emphasis on those which the Volunteer's Representative sees as particularly pressing or urgent.

Attendance at Volunteer Meetings

- The Volunteers' Representative shall make all efforts to attend at least one meeting of each of the Regional Councils and each of the National and International Event Committees, during their respective tenures.
- For emphasis, the Volunteers' Representative cannot be compelled to attend more than one of each such meetings, though may do so at their discretion.
- For emphasis, the Volunteers' Representative cannot be compelled to attend volunteer meeting that is not of a Regional Council, National or International Event Committee, though may do so at their discretion.

VR Consultation Session

- A Consultation Session provides an opportunity for mutual engagement between the Volunteers' Representative and the volunteer base by way of constructive, real-time collective discussion.
- All volunteers shall be able to attend any Consultation Session delivered by the Volunteers' Representative.
- A Consultation Session shall be held at least once a year.
- The Volunteers' Representative shall provide all volunteers with notice of the Consultation Session at least 14 days before it is held by way of email.
- The Volunteer's Representative has discretion over which platform to host the Consultation Session, but the platform must;
 - Be reasonably accessible to all volunteers and without physical or financial restriction.
- The duration of the consultation session will be at the discretion of the Volunteer's Representative.
- The Volunteer's Representative will chair the consultation session and has authority over speaking rights. Failure by any volunteer to comply with the instructions of the Volunteers' Representative may result in their removal from the Consultation Session.
- Ordinary Directors may only attend the Consultation Session at the invitation of the Volunteer's Representative.

National Executive Reports

- The National Executive will report to the Board regularly during their tenure.
- Reports shall be submitted in writing to the Board by way of email to the Secretary of the Board.
- Reports shall include but are not limited to a summary of any progress, concerns, issues, and major decision rationales the National Executive, as well as select National Event Committees, International Event Committees and Regional Councils, have made towards the implementation of strategic goals set out by the Board since the publication of its last report.
- Reports shall focus on matters of governance, strategic planning, risk assessment or other areas of relevance to the Board.
- Succinctness and ease of understanding should be key considerations of the National Executive in preparing these reports.

Volunteers' Representative Report

- The Volunteers' Representative shall be provided reasonable time to present a Report at each scheduled Board Meeting.
- The contents of this Report must contain any issues that the VR sees as particularly pressing or urgent
- If the Volunteers' Representative is unable to deliver this report at a scheduled Board Meeting, they shall provide the Board with a written report before the scheduled Board Meeting occurs or, if this is not reasonably possible, at the nearest possible opportunity after the scheduled Board Meeting in question and before the next scheduled Board Meeting.
- At the conclusion of the report, the Board should;
 - Discuss any pressing or urgent matter of relevance as an agenda item at either the current or next scheduled Board Meeting.
 - Direct any sub-committee of the Board to discuss any pressing or urgent matter of relevance to discuss the matter as an agenda item at their next scheduled meeting.
 - Whether a matter is pressing, urgent or of relevant is a decision to be made collectively by the Board.

Board-National Executive Interrelationship

FRAC/PIC will consider this as part of its workplan for 2019

Ref: work PIC has in its work plan

https://docs.google.com/document/d/1pXvQ2kXrx_eQBU8wMr8mm70Ox20gHQjDF8zNmgSivc0/edit