



BOARD MEMBER POSITION DESCRIPTION

Role Title: Board Member

Length of Term:

Board Member Role	Method of Appointment	Duration of Appointment
Regional representative	Elected at AGM	For a period of two years from appointment
	Board Discretion	From appointment until the next AGM
Co-opted	Board Discretion	At the Board's discretion for a maximum of two years from appointment

Board Members may seek re-election or re-appointment at the end of their term, up to a maximum of five consecutive terms. Following a two-year stand-down period, Board Members will then be eligible for re-election or re-appointment.

Commitment: see Heart Kids Board Practice

Remuneration: see Heart Kids Board Practice

Competence: see Institute of Directors NZ Director Competency Framework

Board Member Attributes - Essential

The Institute of Directors NZ Director Competency Framework lists 18 behavioural attributes that are essential towards being considered a highly effective Board Member. Ideally every Board Member would reflect all these attributes.

Board Member Attributes - Desirable

The Institute of Directors NZ Director Competency Framework lists 8 behavioural attributes that are desirable towards being considered a highly effective Board Member. Ideally a Board Member would reflect some of these attributes.

Competency Statements

The following competency statements are extracted from the IoD NZ Director Competency Framework. These are the skills and knowledge that Board Members should demonstrate.

Specific statements are included in *italics* as they pertain to HKNZ:

Strategic and governance leadership

Governance orientation - Distinguishes governance from management, understands and performs governance functions and engages with shareholders, management, and employees as a governance representative.

Experience and knowledge in governing an entity. Including an understanding of key aspects of the governance processes, boardroom dynamics, decision-making, liability, and member representation.

Big picture thinking - Demonstrates strategic/big picture thinking.

Highest on the list of Board Member skills is the ability to adopt a strategic perspective. The Board's job is to create the future, not "mind the shop". Creating the future demands strategic thinking skills. Boards add value to their organisation's and their CEO's work by lifting the discussion horizon to the strategic level; by identifying and focusing on the organisational 'ends' and understanding the meaning of these and their implications for the various stakeholder groups served.

Constructive change management - Contributes constructively to strategic change management.

The development, planning and execution of a wide range of strategies to meet specific organisational objectives. Includes the development of a long-term strategy framework and business transformation including people and culture change.

Political awareness - Understands and adapts to the political context of the day and actively maintains interactions and political awareness at a strategic level.

Strategy and culture - Contributes to/drives strategy formulation, direction, implementation, and communication and the (re)development of organisational culture based on the vision and strategy.

Specific sector knowledge - Establishes and maintains specific sector knowledge and applies it at the governance level.

When Board Members join the Board with relatively little sector-specific knowledge, they, and the Board as a whole, are obliged to ensure they can quickly fill knowledge gaps. New Board Member induction will assist this process. However, every Board Member must accept a personal responsibility to remain current in their knowledge of matter relevant to HKNZ' operation so this can be applied in the Board's strategic decision making and performance monitoring.

Fiduciary compliance - Understands and complies with fiduciary responsibilities and legal frameworks.

Provide oversight and input into our organisation's processes, procedures, controls, and records for the conduct and management of all aspects of financial transactions, events, and situations. This may include financial planning and analysis, risk, audit, tax, accounts payable, accounts receivable,

general ledger and accounting. Involves direct professional applications of knowledge of regulations, related principles, and tactics to the conduct of the organisation's commercial affairs. This may also include compliance, contracts, legal, insurance / risk management experience.

Informed decision-making

Critical thinking - Applies critical thinking to analyse, assess, evaluate, distil, and question information and discussions, give direction to and mentor management.

Potential for operating as an effective Board Member including logical thought processes / reasoning, a decision-making approach, interpersonal skills, and an ability to deal with a range of communication styles, personality traits, and relevant business expertise in order to contribute to the Board.

Conceptual reasoning - Uses conceptual reasoning to recognise trends and exceptions, interpret data and provide relevant commentary.

Direction and guidance on issues affecting Māori and Pasifika peoples to help improve HKNZ' responsiveness to issues including utilising tikanga practises from Te Ao Māori (the Māori world) in decision making.

Cause and effect - Applies decision-making criteria and understands consequences, cause, and effect.

Performance indicators - Maintains a strategic focus and applies understanding of strategic key performance indicators to the decision-making process.

Strategic reporting - Sets reporting requirements by specifying what information is required for decision-making and commits to analysis and informed decision making by pre-reading board papers, seeking further information when required and digesting information in preparation for discussion.

Business acumen

Growing the business - Applies business/commercial knowledge to influence business growth.

A Board Member is expected to understand the reason for the continuing existence for the organisation and empathise with members to enable the organisation to continue to deliver the services in support of members. Growing the charitable grants, donations, and sponsorships to enable service delivery.

Performance monitoring - Focuses on results, monitors, and evaluates strategic performance in order to achieve outcomes.

Own business performance - Draws and continuously builds on own proven business performance.

A Board Member will understand the charitable sector and the principles and performance applicable to the members the organisation serves. This could be

through previous experience either as a HKNZ member or in a similar non-profit organisation.

Business principles - Applies knowledge of business principles.

A Board Member is not required to have the skills to run the organisation, but they should know what running the organisation entails. While the Board does not determine the operational management structure, Board Members should have a basic understanding of how organisations should be structured and operated in order to deliver appropriate results.

Trends and opportunities - Recognises trends and opportunities, increases own awareness of market dynamics and the business operating environment, and contributes to competitive organisational positioning.

A Board Member appreciates the realities of living with a congenital heart defect and the services that may require support.

Driving business - Understands the business drivers and establishes and maintains own market awareness and industry specific knowledge

Experience in driving successful fundraising and marketing campaigns – awareness of funding sources, such as fundraising events, grants, bequests, donations. Skilled in external and internal communications and media relations.

Financial fluency - Demonstrates fluency with a range of financial concepts.

A Board Member may require only a general understanding of business and organisational life, but there can be no escaping the need for all Board Members to have at least some understanding of financial management. Every Board Member should be comfortable with traditional financial statements. They should be able to read a balance sheet and understand the connection between this and the more detailed profit and loss and cash flow statements. Every Board Member should understand what is required for organisational financial security and be able to enter a meaningful discussion about the current financial position, risk and future financial requirements.

Managing risk - Identifies, assesses, and manages risk.

Organisation brand - Understands brand equity, what the brand represents, is customer focused and has a marketing orientation.

Communication

Stakeholder engagement - Identifies and engages with other Board Members, management, key individuals, and stakeholders to establish and maintain effective relationships.

Lived experience with a heart child or own heart condition with a focus on protecting, maintaining, and enhancing HKNZ' reputation and interests amongst members. This includes communication and providing an interface for HKNZ with various individuals and relevant like-minded charities / governmental bodies.

Messaging - Utilises verbal and non-verbal communication techniques to structure concise and articulate messages that are delivered and received completely.

Channels, strategies, and policies - Uses relevant communication channels and strategies and adheres to associated policies and protocols.

Read in conjunction with this document:

- HKNZ Board Member Code of Conduct