

ADVISORY BOARD

Terms of Reference

Version number:	5
Date issued:	October 2023
Approved by:	Acting Executive Director

Background

The Asia New Zealand Foundation Te Whītau Tūhono equips New Zealanders to thrive in Asia. The Leadership Network is an initiative established in 2007. Its mission is to equip the next generation of Kiwi leaders with the skills, knowledge, connections and confidence to drive New Zealand’s current and future relationship with Asia.

The Leadership Network is made up of approximately 430 members based throughout New Zealand, Asia and in other parts of the world. There is also a group of Graduate Members of the Leadership Network – those who have reached age 40. It is managed by a team of Foundation staff led by the Deputy Executive Director.

Purpose

The purpose of the Leadership Network Advisory Board is to provide feedback and guidance to the Foundation team, to act as the voice of the network and to provide governance experience for members of the network.

Membership

Membership of the Leadership Network Advisory Board will be by invitation of the Deputy Executive Director, on the recommendation of the Advisory Board. Calls for expression of interest from Leadership Network members will be made as and when required to replace Advisory Board members retiring after a three-year term.

Selection criteria will take into account a spread of geographic location, professional sector, demographics, skills and expertise and other factors to ensure the Advisory Board is representative of the membership.

At least two members of the Advisory Board shall be sought and appointed from the Kāhui Māori rōpu of the Leadership Network.

Each member of the Advisory Board (both outgoing and those staying on) and a member of the Leadership Network management team will be able to vote.

There will be at least four and up to eight members of the Advisory Board.

On appointment as an Advisory Board member, network members are expected to give the time commitment to prepare for and attend meetings, participate fully and frankly and take the opportunity to increase their knowledge of the Foundation and the network.

Functions

Key functions of the Leadership Network Advisory Board include:

Governance

- Meet at least twice a year and consider governance decisions, Advisory Board participation and engagement with members
- Provide feedback and advice to the Leadership Network management team on the strategy and operations for the Leadership Network
- Give input to planning and implementation of hui, events and activities of the Leadership Network
- Champion the Leadership Network activities and opportunities within clusters of interest, and to stimulate momentum in these clusters (these can be based on professional sector, research areas, personal interest and/or geographic location)

Operational

- Be a point of contact for members of the Leadership Network
- Provide feedback to the management team on operational matters relating to the Leadership Network based on feedback provided by the membership
- Represent the Leadership Network and/or the Foundation at events as required and as available
- Attend and support hui, events and activities for the Leadership Network, including annual induction for new members, through roles such as MC, facilitator, session leads

Professional Development

An induction will be provided to Advisory Board members at their first meeting.

Governance-related professional development opportunities may be offered to members of the Advisory Board throughout their term.

Members of the Advisory Board will be identified on the Asia New Zealand Foundation website and some printed collateral. One member of the Advisory Board will act as Chair, following a nomination and selection process. Each member of the Advisory Board (both outgoing and those staying on) and a member of the Leadership Network management team will be able to vote.

Advisory Board Chair

The Advisory Board member designated as Chair will have additional commitments to meet with the Leadership Network management team prior to each meeting to set the agenda, follow-up any outstanding matters and contribute to the preparation of papers.

The Chair will also:

- prepare for and chair Advisory Board meetings
- take responsibility for communications with Advisory Board members as required
- steer and facilitate selection of new Advisory Board members

Conflicts of Interest

Advisory Board members should perform their functions in good faith, honestly and impartially to avoid situations that might compromise their integrity or otherwise lead to conflicts of interest. The Leadership Network code of conduct will drive the way the Advisory Board work together.

Where appropriate, Advisory Board members may be asked to be recused from a meeting, agenda item or a vote if they have a conflict of interest in a decision.

Confidentiality

Any materials or discussions noted as sensitive or confidential presented during meetings must be treated as confidential.

Values

The Advisory Board operates with the same guiding principles and values as the Foundation, namely Whakapono (we believe in what we do), Ako (we are creative, dynamic and adaptable) and Manaakitanga (we value relationships through respect and support). See the Foundation website [here](#) for more details.

Administration

Membership of the Advisory Board is voluntary. Reasonable travel and other expenses relating to meeting attendance will be covered by the Foundation for those located in New Zealand. Members living offshore will have the cost of attending one meeting covered over the course of their appointment. Other meeting costs will be at the discretion of the Foundation management.

CHANGE LOG

Description of change	Date:	Authorised by (role):
Amendment to TOR to reflect changes recommended by Foundation management and discussed with Advisory Board (to make consistent with other Foundation TOR, adding clarity)	7 October 2023	Acting Executive Director Adele Mason