Governance Charter

Category: Governance
Last Modified: November 2017
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Approved By: Executive Committee
Contact Person: The President

Introduction:

The purpose of this charter is to clarify the role and responsibility of the governing bodies in accordance with the Constitution of the University of Canterbury Students' Association **(Association)** and to ensure there are high standards of governance maintained within the Association.

Policy Statement:

Effective performance of the Association requires strong governance structures, comprising an Executive Committee, an Advisory Board, and a Chief Executive. This policy describes the structure and the relationship between each party. Roles and responsibilities of each governing party are described in the Advisory Board Charter, the Executive Committee Charter and the Chief Executive Employment Subcommittee Charter.

Procedures:

Governance Structure

The governance structure of the Association is comprised of three levels:
a)   an Executive Committee (equivalent to a Board of Directors);
b)   an Advisory Board (providing independent advice and support to the Executive
          Committee); and
c)   a Chief Executive (who shall head the senior management team of the Association).

The Executive Committee is responsible for the strategic and overall governance of the Association, and works to protect and enhance the value of the assets, services and interests of the Association in the interests of its current and future members.

The Advisory Board is responsible for providing advice to the Executive Committee and Chief Executive on commercial and service activities of the Association, and works to protect and enhance the value of the assets and services for its current and future members.

The Chief Executive has responsibility for achieving the direction and objectives of the Association through leadership and management of its activities and affairs. The Chief Executive is employed by and reports to the Chief Executive Employment Sub Committee. The Chief Executive provides reports to the Advisory Board and Executive Committee.

Policy Framework

The Association shall introduce, review, and amend if necessary policies and plans that specify best practice for the activities and affairs of the Association.

The policy framework of the Association is comprised of three levels:
a)   The Association Constitution, general meeting resolutions, and referenda;
b)   Governance policies, charter and the strategic plan;
c)   Other operational policies, plans, and processes including the annual budget.

Association Constitution, General Meeting Resolutions, and Referenda

The Executive Committee shall inform all bodies within the governance structure of the Association of any proposed additions or alterations to the Association Constitution, general meeting resolutions, or referenda. The advice from the Advisory Board and if necessary the Association Solicitor shall be sought before the Executive proposes any changes to the Association Constitution, general meeting resolutions, or referenda.

The process of introducing and amending the Association Constitution, general meeting resolutions and referenda is covered in the Association's Constitution.

Governance Policies and the Strategic Plan

Governance policies shall include charters (including this charter), policies, and other such documents that have been approved.

Governance policies are directions to all members of the governance structure and all staff within the Association of best practice in areas deemed appropriate by the governing bodies. All governance policies shall be critically reviewed annually.

The Association's strategic plan shall be considered alongside governance policies, and shall outline the long-term direction of the Association's overall activities and affairs. Strategic plans may be reviewed on an annual basis with a formal review every five years but should be used/referred to as part of the annual planning process.

Additions or alterations to governance policies or the strategic plan may be proposed at any time by parties within the governance structure of the Association. Where a perceived conflict exists between the governance policies and the strategic plan, changes to the governance policies and strategic plan shall be proposed.

Other Policies, Plans, and Processes

Other policies, plans, and processes shall include:
a)   the business plan;
b)   operational policies and processes including the annual budget;
c)   Executive Committee and Advisory Board policy (internal to that body);
d)   policies and processes of affiliated and associated bodies; and
e)   any other policies and processes.
Each body within the governance structure of the Association shall have authority over its own activities and affairs, subject to Association-wide policies and procedures. This shall include introducing, amending, and adopting policies, plans and processes for that body, and amending the responsibilities of a member under the jurisdiction of that body.

The general plan and operational policies and processes shall guide specific areas of management within the Association, such as facilities, finance, health and safety, human resources, and information technology. They shall be developed by the Chief Executive and management, and must be consistent with Association-wide policies.

Any operational policies that affect other areas of the Association (in particular the Executive Committee or Advisory Board) should be discussed with those other areas. No operational policy or process should unnecessarily impede the work of the bodies within the governing structure of the Association.

Politically motivated policy or plans shall only form part of Executive Committee policy, and shall not form part of the governance policies or strategic plans of the Association. This is to avoid political involvement or representations by members of the Advisory Board or staff members of the Association.

Relationship between the governing bodies

The Association is committed to open, full and honest communication between its governing bodies to ensure that the Association is governed effectively.

The role of the Chief Executive is to lead and manage the activities and affairs of the Association and to make recommendations to the Advisory Board as part of the monthly reporting process.

The role of the Advisory Board is to consider the Chief Executive's recommendations and to either agree, disagree or modify the recommendations and to provide this advice to the Executive Committee.

The Executive Committee as the decision making governance structure will then ratify the decision.

In the event that the Executive Committee disagrees with the Advisory Board's recommendation then an external representative of the Advisory Board will be appointed to address the Executive on the Committee's point of contention before the final decision is made. This is to ensure that the Executive has all the relevant information to make an informed decision.