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ENM Board Terms of Reference

Status

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	Signed as adopted by ENM Chair:

Introduction

The Environment Network Manawatū (ENM) Board provides strategic leadership and governance to ensure the organization fulfills its mission of promoting environmental sustainability, community engagement, and ecological resilience. These Terms of Reference outlines the Board's purpose, structure, responsibilities, and operating principles.

Scope

This Terms of Reference applies to all appointed members of the ENM Board. Board members are volunteers, typically elected at ENM's Annual General Meeting. Board members may be appointed to a mid-year vacancy by the existing ENM Board when a suitable candidate emerges.

The Board reflects the diversity of ENM's member groups and relies on the environmental ethics, knowledge, and connections that members bring.

Objectives

The Board's primary objectives are to:

- Provide strategic direction and governance oversight
- Ensure financial and operational accountability
- Uphold ENM's values and commitments, including Te Tiriti o Waitangi
- Represent ENM within the community and environmental sector
- Support the development and implementation of ENM's policies and plans

Membership

Composition

The ENM Board consists of between 5 and 10 Officers as outlined in section 4.1 of the ENM Constitution. The Board:

- Will include a Chairperson and a Treasurer.
- Can include a Youth Member aged 16-24 at the time of their appointment.

Term

Board members serve a two-year term, renewable indefinitely.

Quorum

A quorum requires at least half of Board members (minimum of three) to be present.

Observers

Observers may be invited at the Board's discretion. Their role is primarily to listen, though input may be welcomed. Those who volunteer as observers strengthen the connectivity and information-sharing that are central to ENM's role in the environmental sector.

Roles and Responsibilities

Chairperson

- Chairs meetings and facilitates strategic direction-setting
- Oversees governance and monitors the General Manager's performance
- Manages the operation of the Board and supports other Board members
- Works with the General Manager on recruitment and performance reviews
- Serves as spokesperson and signatory on documents and payments
- May delegate responsibilities or share duties with Co-Chairpersons

Treasurer

- Oversees preparation of annual accounts and liaises with the auditor
- Monitors financial reporting and budgeting
- Acts as a signatory on financial matters
- Maintains oversight even when tasks are delegated
- Should be familiar with ENM's Financial Policy and Procedures

Youth Member

- Reserved for a young person aged 16–24
- Participation is equal to other Board members

- No legal responsibility is assumed by those under 18
- Receives mentoring support from appointed Board mentors to help develop their capacity for governance and leadership within the environmental sector.

Secretary

The General Manager or delegate acts as the secretary and:

- Ensures record-keeping, including minutes and membership records
- Ensures legal compliance with external bodies
- Provides notice of meetings
- Should be familiar with ENM's Archives Policy

General Responsibilities of All Members

- Attend meetings regularly and review materials in advance
- Participate actively in discussions and decision-making
- Read ENM communications as capacity allows
- Volunteer for responsibilities or portfolios
- Follow through on commitments and communicate as needed
- Declare conflicts of interest and follow ENM's Conflict of Interest Policy
- Be familiar with ENM's Constitution, policies, and website

Delegations

The ENM Constitution allows the Board and Officers to delegate duties to individuals or subcommittees. While operational tasks may be delegated, ultimate responsibility remains with the ENM Board.

When delegation occurs:

- Clear reporting expectations and timeframes must be established
- Delegates and subcommittees are expected to report back to the Board
- Delegation is made in accordance with ENM's policy on Delegating Powers to Subcommittees and Persons

Subcommittees

The Board may establish subcommittees to support specific functions (e.g., Te Tiriti Partnership, Policy, Funding Distribution). The Board will adopt Terms of Reference that outline the role and responsibilities of subcommittees. Subcommittees will:

- Operate under delegated authority
- Provide recommendations to the full Board
- May include Board members and external participants, as appropriate

Decision-Making

ENM promotes a cooperative, consensus-oriented culture.

- All members are encouraged to contribute
- Decisions are typically made by consensus
- Dissenting views are welcomed
- Decisions may be delayed for further consideration or information gathering

Support and Development

- New members receive a structured induction
- Ongoing learning and development opportunities are available
- Mentoring is provided for youth members
- ENM values the personal and professional growth of its Board members

Remuneration

Board membership is voluntary. A Board Honorarium may be paid in accordance with section 4.5 of the ENM Constitution.

Review

This Terms of Reference will be reviewed by the Board annually.

Accountability

The Board is accountable to ENM's membership and stakeholders.
Annual reports and financial statements are made publicly available.