



Te Whānau Tupu Ngātahi o Aotearoa – Playcentre Aotearoa

Rules Kapa Mahi Terms of Reference

16/5/22

Author

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Basis of Establishment

The Rules Kapa Mahi is a Kapa Mahi established by the Trustee Board on 14/5/22.

This Kapa Mahi will remain in existence for a maximum term of 12 months or until the Board determines there is no need for the Kapa Mahi to continue if sooner. After 12 months, the Board will review the need for the Kapa Mahi and may decide to continue the Kapa Mahi for another 12 month term.

Only Trustee Board members of this Kapa Mahi shall make any decisions this Kapa Mahi determines are necessary.

This Kapa Mahi shall not make any decisions or make any commitments that go beyond the Objectives of this Kapa Mahi or extend beyond its term.

All meetings of this Kapa Mahi are private meetings and minutes will be kept. The minutes of this Kapa Mahi will be made available to all Trustee Board Members on request to the Chief Executive.

Objectives

The objectives of this Kapa Mahi are to:

- Provide the Trustee Board with a draft set of rules aligned to the new draft Deed of Charitable Trust for Playcentre Aotearoa in time for approval by the Trustee Board before the next AGM

The Board may ask the Rules Kapa Mahi to consider other related topics.

Membership

The membership of this Kapa Mahi shall consist of at least one Trustee Board Member from each Whare. The Trustee Board will appoint one Trustee Board Member from each Whare as Co-Chairs. The Trustee Board Co-Presidents cannot be Co-Chairs.

The Trustee Board has determined that the following Trustee Board Members are appointed to this Kapa Mahi:

- Hayley Kirk-Smith
- Heather Ruru
- Bes Lironi-Irvine

The Trustee Board has determined that the following Trustee Board Members are appointed as the Co-Chairs:

- Hayley Kirk-Smith
- Heather Ruru

The Co-Chairs of the Kapa Mahi will select up to 5 individuals from each Whare to join the Kapa Mahi. Both Whare must have at least one representative.

Each Whare having a Co-Chair of the Kapa Mahi ensures te tiriti o Waitangi partnership.

The Co-Chairs will determine the selection process based upon:

- Nominations of individuals
- An assessment of the individual's skills and experience relevant to achieving the objective of the Kapa Mahi
- An assessment of the collective Kapa Mahi skills and experience relevant to achieving the objective of the Kapa Mahi

The selected members of the Kapa Mahi will be submitted to the Trustee Board for final review and approval.

The Co-Chairs and all approved members of the Kapa Mahi may attend and fully participate with speaking rights in all Kapa Mahi meetings.

The Trustee Board Co-Presidents may also attend and fully participate with speaking rights in all Kapa Mahi meetings but shall not be appointed as Chair.

The Chief Executive will attend and fully participate with speaking rights in all the Kapa Mahi meetings.

The Board Secretary will attend to support the meeting logistics and take minutes.

Attendance of other staff will be proposed to the Kapa Mahi's Co-Chairs by the Chief Executive and their attendance and participation with speaking rights will be determined by the Co-Chairs.

Once a staff member is confirmed to attend, they will be able to fully participate in all future meetings of the Kapa Mahi with no further need to approve speaking rights at each meeting.

This Kapa Mahi may also arrange for other parties to attend meetings or provide information that may be necessary. Any such decision on attendance and participation will only be made by the Co-Chairs of this Kapa Mahi and are subject to the Authority section below.

Responsibilities

The responsibilities of this Kapa Mahi are to:

- Consider, draft and recommend a new set of Rules to support the new draft Deed of Charitable Trust in time for approval by the Trustee Board before the next AGM
- Ensure that the proposed draft new rules provide all the support necessary to enact the new draft Deed of Charitable Trust

Confidential information may be disclosed to individuals as part of the work of the Kapa Mahi. Individuals are responsible for maintaining the usual confidentiality of Kapa Mahi meetings and only communicating information agreed by the Kapa Mahi. Any non-Trustee member of the Rules Kapa Mahi must sign a confidentiality agreement.

Authority

The Co-Chairs are authorised to lead the Rules Kapa Mahi and run all meetings.

This Kapa Mahi is authorised by the Trustee Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from the Chief Executive via the Co-Chairs.

This Kapa Mahi is authorised by the Trustee Board to obtain, at the expense of Playcentre Aotearoa, outside legal or other independent professional advice and to arrange for the attendance at meetings, at the expense of Playcentre Aotearoa, of outside parties with relevant experience and expertise if it considers this necessary.

Arrangements with any external parties will be managed through the Chief Executive.

Finance

This Kapa Mahi is not allocated a budget. Any requirement for finance must be submitted to the Trustee Board for consideration and approval in advance.

If a budget is approved, any payments required will be approved by the Co-Chairs and managed through the Chief Executive.

Reporting

This Kapa Mahi reports to the Trustee Board.

At each Trustee Board meeting, the Co-Chairs of this Kapa Mahi shall provide a report on the Kapa Mahi's progress, findings and recommendations to the Trustee Board.

The Co-Chairs of this Kapa Mahi will provide a report for the Playcentre Aotearoa Annual Report on the work done by this Kapa Mahi during the financial year covered by the Annual Report.

At the end of each 12 month term, the Co-Chairs of this Kapa Mahi will provide a summary report of the past 12 months to the Trustee Board and a recommendation for the continuation or otherwise of this Kapa Mahi.

The Co-Chairs of this Kapa Mahi may seek the support of the Chief Executive for the production of these reports.

Meeting Policies and Procedures

All meetings of this Kapa Mahi are subject to the policies and procedures of Playcentre Aotearoa.

The quorum for this Kapa Mahi is at least the Co-Chairs and one member from each Whare.

All meetings of this Kapa Mahi will be conducted virtually to limit cost and any restriction on individuals joining due to geography or family commitments.

Meeting agendas and papers will be discussed by the Co-Chairs and Chief Executive and will be issued a week in advance of the meeting date whenever possible. Late or non-production of agendas or papers will not restrict the ability of the Kapa Mahi to meet.

Minutes will be kept for each meeting. The minutes remain confidential to the Kapa Mahi and the Trustee Board.

Expectations on Kapa Mahi Members

Individuals need to be aware of the following expectations placed upon them if they are part of this Kapa Mahi:

- This is a significant body of work that will involve a commitment of time over the following months
- The Rules Kapa Mahi will need to deliver the draft set of rules by the end of September 2022
- We are unable to estimate the total time commitment but anticipate this will be substantial with an expectation of weekly meetings at least
- To be available for evening and weekend meetings via Zoom/Teams
- This means a stable high speed internet connection and a suitable computer with a camera is necessary
- To be available to receive emails and study documents
- To contribute actively to the development of a full set of rules
- Timeline
 - 17th May – Nominations open
 - 1st June – Nominations close
 - 3rd June – Rules Kapa Mahi selected and approved by the Board
 - Week ending 10th June – First Rules Kapa Mahi meeting that week
 - Week ending 17th June – Second Rules Kapa Mahi meeting that week
 - 17th June - Ngā hui ā-whare
 - 25th July – Draft rules delivered to a minimum of 75%