



Swimming Bay of Plenty Board Charter

Governance defined – the role of the Board is to exercise leadership through the establishment and monitoring of necessary controls and strategic direction setting so that the organization is equipped to respond to the changing circumstances and situations in the external and internal environments in order to meet its requirements in law and the expectations and requirements of members and other key stakeholders

The role and responsibility of the Board of Swimming Bay of Plenty is to act in the best interests of Swimming BOP and to provide good governance to Swimming BOP including through the following:

- a. Supporting and working with the Board and Executive of SNZ to build a culture of trust, collaboration and discipline for the sport.
- b. Monitoring and reviewing performance against the budget;
- c. Addressing the ongoing viability and sustainability of Swimming BOP;
- d. Monitoring regulatory compliance for Swimming BOP;
- e. Establishing, reviewing, and monitoring policies to guide and govern Swimming BOP;
- f. Fostering interaction and communication across and within Swimming BOP, Regional Associations and Member Clubs and with Swimming BOP Associates;
- g. Adopting and communicating a continual best practice performance culture;
- h. Receiving annual KPIs and being accountable to Swimming NZ for achievement of them; and preparing an annual report and procuring an annual statement of accounts

Responsibility of Board Members

1. Meeting legal requirements, The Board's first duty is to the legal entity. In meeting this duty, the Board must ensure that all legal requirements under the relevant Acts are met and that the entity is protected from harmful situations and circumstances in the interests of current and future stakeholders. Board Members have the following legal obligations:

- a. To act in good faith in the interests of all members of Swimming Bay of Plenty
- b. To exercise their powers for a proper purpose
- c. To act honestly



- d. To act with reasonable care and diligence
 - e. To not make commitments that cannot reasonably be met
 - f. Not to make improper use of either their position on the Board or information gained while in that role.
 - g. Ensure that the organisation does not trade while insolvent. Board Members, either individually or collectively, are potentially liable if they act illegally or negligently.
2. Governance philosophy and approach The Board shall govern Swimming Bay of Plenty with an emphasis on:
- a. Serving the legitimate collective interests of the present members of Swimming Bay of Plenty and accounting to them fully for the performance of Swimming Bay of Plenty and for the Board's stewardship of that performance;
 - b. Remaining up to date in terms of members' concerns, needs and aspirations;
 - c. Developing a future focus rather than being preoccupied with the present or past;
 - d. Providing leadership in the exploration of strategic issues rather than becoming distracted by administrative detail;
 - e. Behaving proactively rather than reacting to events and others' initiatives
 - f. Bringing a diversity of opinions and views to bear on its decisions;
 - g. The development and expression of a collective responsibility for all aspects of the Boards performance

3. Interaction with the media

In all contact with the media the Chairperson shall be sole spokesperson on all operating and governance related matters relating to Swimming Bay of Plenty. The Chairperson may delegate aspects of this responsibility as appropriate.

4. Other

The Board will perform such other functions as a prescribed by law or assigned to the Board under Swimming New Zealand's governing documents.



Expectations of Board Members

To execute these governance responsibilities, Board Members must, so far as possible, possess certain characteristics, abilities and understandings:

1. **Fiduciary duties:** Board Members must always fulfil their fiduciary duty to act in Swimming Bay of Plenty's best interest regardless of personal position, circumstances or affiliation.
2. **Strategic orientation:** Board Members should be future oriented, demonstrating vision and foresight. Their focus should be on strategic goals and policy implications rather than operational detail.
3. **Integrity and accountability:** Board Members must demonstrate high ethical standards and integrity in their personal and professional dealings and be willing to act on - and remain collectively accountable for all Board decisions even if these are unpopular or if individual members disagree with them. Board Members must be committed to speaking with one voice on all policy and directional matters.
4. **Informed and independent judgement:** Each member of the Board must have the ability to provide wise, thoughtful counsel on a broad range of issues.
5. **Financial literacy:** The Board should be able to read financial statements and understand the use of financial ratios and other indices used for evaluating Swimming Bay of Plenty's performance.
6. **Sector knowledge:** Each Board Member is expected to bring a level of sector knowledge enough to contribute to the board's deliberations and considerations on behalf of the organisation and its Members.
7. **Participation:** Each Board Member is expected to enhance the Board's deliberations by actively offering questions and comments that add value to the discussion



Board Meetings

Board meetings are held every 6- 8 weeks. These are either by teleconference or at a venue chosen by the committee.

SBOP will pay mileage to meetings upon receipt of a travel claim form being submitted