

Charter - Board of IChemE in New Zealand

Purpose

On behalf of Board of Trustees, the Board will guide and oversee the activities of Institution of Chemical Engineers (IChemE) in New Zealand in accordance with the Charter and Bylaws of IChemE, the Rules of IChemE in New Zealand¹ and the strategy agreed by Board of Trustees. The shared ambition of Board of Trustees and the Board is to advance the science and applications of chemical engineering in New Zealand.

Reporting

The Board reports to IChemE's Board of Trustees through its Chair. The Chair will act as a channel of communication between the Board and Board of Trustees in relation to strategy formulation and any other matters. They will prepare, in conjunction with the IChemE Director Australasia, reports on progress against agreed Business plans and other matters concerning the profession in New Zealand. IChemE's Vice President (International) is the member of Board of Trustees who will take a special interest in New Zealand and ensure that New Zealand matters receive appropriate attention.

Terms of reference

The Board of IChemE in New Zealand acts under delegated authority from Board of Trustees, which remains ultimately responsible for all IChemE's activities. The Board, in conjunction with appropriate IChemE staff, will review and be accountable to Board of Trustees for the financial and operational management of the New Zealand activities in accordance with IChemE's business plans and strategies agreed by Board of Trustees.

The Board is responsible for ensuring that IChemE complies with all relevant legal and regulatory requirements in New Zealand and for ensuring that all relevant insurance policies are in place. It will report any concerns in this regard, and any major risks that become apparent, to IChemE head office without delay. The Director Australasia, will be responsible for ensuring the Board is kept abreast of appropriate legal and regulatory matters, procuring external advice as and when required in order to do so.

The Board of IChemE in New Zealand will inter alia but not exclusively:

- Contribute to the development of, and subsequently implement, those aspects of IChemE's business plan affecting operations in New Zealand;
- Report on and be accountable for the governance of the Institution in New Zealand;
- Identify, monitor and manage any risks relating to the New Zealand operation;
- Manage Board appointments, the election of the Board chair and the conduct of Board meetings and processes;
- Undertake an annual review of the Board's performance;
- Contribute to the vision and strategy of IChemE;
- Establish and maintain strong links with major employers of chemical / process engineers, Universities and relevant public sector and third sector bodies.
- Identify and, with staff, help to realize opportunities to grow IChemE membership, activity (e.g. events, training, new member groups) and revenue in New Zealand, in accordance with agreed targets;

¹ In the unlikely event of any conflict, the legal governing documents of IChemE in New Zealand must take precedence.

- Identify and encourage individuals with potential to become Chartered Members or Fellows and foster active member engagement.
- Support staff in ensuring that membership arrears are minimized and applications and enquiries progressed promptly.
- Lead and support interaction with Government, industry and other audiences on the basis of IChemE policy agreed with Board of Trustees where relevant locally.
- Play a leading role in developing IChemE's presence in New Zealand and furthering IChemE's ambitions in the Asian and wider Pacific region; and contribute to the development of any business plan to grow the membership and provision of services.
- Work with ENZ to support the broader interests of engineering and of professional engineers within New Zealand

The Board will seek to nurture existing initiatives including technical meetings, member events, state group activities, accreditation of chemical engineering courses in New Zealand and have authority to underwrite the annual Chemeca conference when held in New Zealand. The Board may propose new initiatives that are consistent with the Purpose expressed above.

Members of the Board will be expected to act as advocates for IChemE and the profession, and to support IChemE staff in carrying out their functions.

The Board will continue to nurture joint activities with other professional bodies, including ENZ where such collaboration is consistent with the broader interests of IChemE.

Financial responsibility

Board of Trustees as the governing body of IChemE has ultimate responsibility for approving budgets and financial statements and ensuring adequate controls are in place, and will determine, in consultation with the Board, the funding and allocation of an annual budget for IChemE's New Zealand operations.

The Board is responsible for:

- In conjunction with IChemE staff, ensuring that local legislation is adhered to and that all statutory returns are filed in a timely manner (e.g. tax returns / filing accounts / employment law). The Board will provide timely assistance to IChemE staff in the preparation of such documents and submissions.
- managing the assets of the local operation, adhering to financial controls and procedures set by Board of Trustees, maintaining proper books of account, monitoring and managing cashflow, and for the operation of the local bank accounts
- monitoring actual performance against budgets
- ensuring a local independent external audit is undertaken as required and determined by mutual agreement with IChemE's Finance and Business Director or their nominee.

The Board, in conjunction with the Director Australasia, will be accountable to Board of Trustees for the financial performance of activities in New Zealand against budget and the relevant aspects of IChemE's business plan. The Board may authorise expenditure in line with budget up to limits issued by the IChemE Finance Director in consultation with the Honorary Treasurer from time to time (Refer to Annex).

Financial delegation to the Director and staff is also governed by regulations and approval limits issued by the IChemE Finance Director in consultation with the Honorary Treasurer.

Staffing

Staff of IChemE in New Zealand will be appointed by the Director Australasia in conjunction with the Board of IChemE in New Zealand and will be engaged in accordance with the By-Laws of IChemE, under the authority vested in the Chief Executive Officer of IChemE, to whom they will report. New Zealand laws and statutes will be adhered to in all matters pertaining to the appointment of IChemE staff domiciled in New Zealand.

The Director Australasia will also be answerable to the Board of IChemE in New Zealand for activities conducted in New Zealand and for performance against budget.

Appropriate levels of staffing for IChemE in New Zealand will be determined as part of IChemE's overall budget and plan. Any staff of IChemE located New Zealand will report to the Director, who will carry out performance appraisals of the staff against agreed key performance indicators. This will include provision for annual and mid-year appraisals.

Membership

The Board consists of:

- a Chair, a Secretary, a Treasurer (or a Secretary/Treasurer), and not more the seven committee members elected for a term of one year each at the Annual General Meeting. The incoming or immediate past Chair shall be automatically deemed to be elected. One member should also be a member of the Engineering New Zealand Inc (ENZ).
- Board members representing each of the districts as the Board may from time to time agree to ensure a geographical spread of representatives.
- All members of the Board must be members of IChemE.

The Chair of the Board of IChemE in New Zealand will, according to the By-Laws of IChemE, be a Fellow of IChemE, and shall be appointed by Board of Trustees, normally on the Board's recommendation, for a two-year term. The Treasurer must be a Chartered member of IChemE, i.e. of MIChemE or FIChemE status.

The Board will appoint an incoming chair a year in advance of the handover, in the interests of continuity. The immediate past Chair will remain a Board member for a year after the handover.

The Treasurer will be the lead member of the Board in respect of financial, legal and regulatory matters, liaising with the IChemE Honorary Treasurer and Finance Director as appropriate.

Meetings

The Board shall meet not less than four times per year under the chairmanship of the Chair or a deputy appointed by them for the purpose. Participation may be physical, by video or web link or by teleconference. The quorum shall be four elected members of the Board. The Director Australasia and the senior staff member based in New Zealand shall be present whenever possible together with such other IChemE staff as the business to be considered may require.

A financial report and an operations report shall be presented to each meeting.

Agendas and minutes of each meeting and supporting documentation shall be copied to IChemE head office as soon as they are available.

Annex: Financial delegation

As of August 2012, expenditure in accordance with budget may be authorised by two signatories as follows:

Board: up to \$8,000

Director: up to \$10,000

Any expenditure not in line with budget up to a limit of \$3,000 should be covered by available resources (e.g. by transfer from some other budget heading) and must be authorised by two nominated Board signatories on behalf of the Board. Any larger amounts, and any expenditure not covered by available resources, must be referred to the IChemE Finance Director or CEO.