

RiskNZ: Secretary and Board Member

Position and title:	Secretary and Board Member
Location:	Various
Issue Date:	30 August 2021

About RiskNZ

RiskNZ is an incorporated society of over 800 members that was formed in 2000 as an association for risk professionals. The purpose of RiskNZ as stated in the constitution is to improve the knowledge and practice of risk management in New Zealand. This is achieved through an energetic engagement programme of events and networking activities that promote the development and application of advanced risk management theory and practice.

Today RiskNZ promotes risk management best practice through a nation-wide network connecting industries, professional bodies, private sector companies, local government and central government. The organisation is governed by a management board elected from the membership. The active membership base enables and delivers an annual programme of work aimed to evolve, develop and interconnect the industry.

The Management Board is supported by a Managing Director (MD) and Administration Officer (AO) who centrally manage, coordinate and deliver core organisational and corporate functions.

Board Member Role Overview

RiskNZ is committed to growing a diverse board with a strong and balanced mix of gender, culture, age and background. This commitment underpins the approach toward attracting an equally diverse and engaged professional membership base.

As an active member of the board, each board member assists the chair (in partnership with the MD) to provide leadership to RiskNZ. Board members provide input that supports and sustains the work of the organisation through governance leadership, strategic guidance and management input on deliverables outlined in the annual business plan – this includes leading regional engagement activity. Board members serve a term of 2 years and cannot serve more than 3 consecutive terms.

This is a voluntary role. The Board Member role requires an average of 3-4 hours a week, including a one-hour board conference call each month, and two full-day face-to-face meetings annually.

Board members are highly visible to the members and take an active engagement role through networking, and by supporting local and national events and functions. Board members also use their networks to promote RiskNZ and stimulate general engagement.

Accountabilities of Board members

Board members have a dual role including:

- **Governance:** setting the strategic direction, deciding resource allocations, supporting the MD and AO, and monitoring the delivery of the business plan.
- **Management:** ensuring delivery of the business plan.

Board members have a number of roles that assist the Chair and align with the functions of the Board. These are set out in section 5 (Governance and Management) of the [Constitution](#). The work of board members includes the following:

Governance	Management
<ul style="list-style-type: none"> ● Recognise member interests. ● Contribute to the setting, approval and monitoring of strategy and annual business plan. ● Monitor and control performance through accurate and timely internal and external reporting. ● Approve annual targets and financial statements and monitor financial performance against forecast. ● Monitor the effectiveness of risk management strategies for RiskNZ. ● Monitor compliance with relevant legal, tax, regulatory and statutory obligations. ● Approve external auditors and fees (or other expenditure) to be paid to external auditors. ● Evaluate the performance of the Management team. ● Participate and support the annual AGM process. ● Identify and manage any conflicts of interest. ● Ensure attendance at monthly board meetings and full day face to face meetings (usually 2 per year). 	<ul style="list-style-type: none"> ● Lead key business plan portfolios and work with the management team and other board members to plan, deliver and review key activities for the benefit of members. ● Ensure timely reporting on portfolios to appropriate Board meetings.

Secretary Role Overview

The Secretary is an Officer and Board member of RiskNZ. The Secretary holds a critical and influential position that has a strong impact on the success of the society. The role is voluntary, and the duties are defined in law and in the Constitution. The Secretary Role requires a commitment of at least 4 hours a week.

The Incorporated Societies Act is under review with the new Incorporated Societies Bill due to be adopted in 2021. At the 2019 AGM, RiskNZ adopted a new Constitution which aligns with the expected changes to the Incorporated Societies Act.

Accountabilities for the Secretary

The following table outlines how the Secretary role has operated in the past. RiskNZ's Constitution was adopted at the 2019 AGM and will guide the Secretary's interaction with the Board, the Officers (Chair, Deputy Chair and Treasurer), the MD and AO, and RiskNZ members. The items highlighted below in **bold** identify tasks that may be performed by the AO under the direction of the Secretary or the MD.

Key Accountability	Success outcomes
<p>Overview</p> <p>With the Chair, Deputy Chair and Treasurer, provide leadership for the Board, supporting the Board members to work successfully to their portfolios and enabling the paid MD and AO to meet their objectives and fulfil their roles. Fulfil the common responsibilities of a Secretary.</p> <p>Provide procedural and other guidance and information to Board and RiskNZ members. Offer critique and comment to the Chair, MD and AO as and when sought on drafted correspondence, submissions and notices.</p>	
<p>1. Board Business</p>	<p><u>Scheduling</u> Maintain an overview of the Board business year and ensure that management and governance activities are scheduled to deliver the strategy, business plan, and the Constitutional requirements</p> <p><u>Board Meetings</u> Lead the scheduling of Board meetings, including the face-to-face meetings twice a year. Coordinate the meeting agendas and minutes with the Chair, MD and Board Members as appropriate. Distribute agendas, papers and minutes (AO)</p> <p><u>Motions and Resolutions</u> Finalise motions put to Board meetings and otherwise prepared for intersessional email voting (between Board meetings). For the latter, issue such motions and count votes for subsequent resolution. Liaise with MD and AO as appropriate for implementing resolutions. Manage separate listings of decisions and resolutions for display to members (non-confidential) and for the management Board archive (fully confidential), respectively. Maintain the Resolutions and Action Points register (AO).</p>
<p>2. Elections</p>	<p>Lead the annual Board election process Support the induction of new Board members following election or co-option.</p>
<p>3. Annual Business Cycle</p>	<p><u>Strategy & Business Plan</u> Contribute to business plan development as required (pre AGMs). Monitor timelines to meet Constitutional requirements</p> <p><u>AGM</u> Schedule and coordinate the annual AGM process with the MD and AO. Coordinate AGM documentation and communications to members. Support the Chair for the delivery of the AGM. Produce and distribute AGM minutes with resolutions and actions.</p> <p><u>Annual Reporting</u> Assist the Chair and Treasurer to prepare the annual reports. Authorise by signature the release of annual reports, as alternative signatory for either Chair or Treasurer.</p>
<p>4. General</p>	<p><u>Records</u> With assistance from the AO, ensure appropriate documents are placed in the Society's cloud-based filing system (G-suite). Back up a copy of all external correspondence and Society records (excluding financial) within local computer drive. Maintain stewardship of the administration areas of the website with support from the AO. Be a statutory contact officer (requirement of New Incorporates Society Act).</p>

Key Accountability	Success outcomes
	<u>Controlled documentation</u> Be familiar with the RiskNZ constitution, policies, procedures and other controlled documentation. Coordinate final drafting for new and amended controlled documentation in liaison with the MD or other initiators, ready for approval by motion & resolution. Be the custodian of the constitution and ensure it is adhered to by Board decisions and actions. Prompt constitutional amendments if required.
	<u>Quality Control</u> Provide QA and have oversight of RiskNZ content (minutes; communications; website) to support maintaining professional brand integrity.
	<u>Financials</u> Be one of the signatories for the Society's bank accounts and provide accounts payable authorisation & cheque signing backup for Treasurer.
	<u>Legal Compliance</u> Liaise with the Honorary Solicitor on legal compliance including Registrars requirements and legal texts, e.g. disclaimers, terms & conditions. Coordinate Board & AGM motions & resolutions for any changes to the Constitution. Maintain the common seal of the Society (<i>seal is held by the Honorary Solicitor</i>).
	<u>Paid Contractors</u> With the Chair, support and manage the performance of the MD and the AO.
	<u>Conflicts of Interest</u> Manage the Conflicts of Interest Register, including introducing it to new members after each election, refreshing it at face-to-face meetings.

Skills and experience

Qualifications and experience	
Qualification / experience	Description
Relevant tertiary qualification	Tertiary qualification or appropriate practical experience within a relevant field.
Leadership and Management	Appropriate management and leadership experience relevant to the role.
Governance experience	Governance training and experience is desirable.
Legal	A strong working knowledge.
Risk management experience	Desirable