

Forest & Bird

Board Member Description



Role of the Board

The role of the Board is to provide oversight of the Society, including approval of the Society's strategy, overseeing Society management and the ongoing direction and performance (including financial performance) of the Society. The Board has a fiduciary duty to act in the best interests of the achievement of the Society's Mission. In meeting its responsibilities, the Board will be guided by the Constitution of the Society.

Responsibilities of Board members

In carrying out its role the Board's principal responsibilities are to:

- Provide strategic direction to, and ultimately approve, the strategy, budget and activities of the Society recommended by the Chief Executive.
- Monitor and review progress against the Strategy.
- Ensure that the activities of the Society stay true to its Mission and values.
- Appoint the Chief Executive and annually complete a formal review of her performance.
- Ensure that the Society is well run and legislatively compliant.
- Provide visible leadership to support the Society in meeting its Mission.
- Ensure that reporting back to Society members and supporters takes place in a way that fosters and delivers transparency and accountability about Society activities.

Roles and other interests

Board members agree to act in the best interests of the Society.

If your circumstances change in any way that impact your ability to do this, you must immediately advise the Chair of the Board. Any material relationships or interests which you may have which could affect your independence are required to be disclosed. It is accepted that you will have business interests other than those of the Society. It will be a standing agenda item at every Board meeting that a disclosure of interests is affirmed to be correct. You will be expected to warrant that each such disclosure is a full and fair one and includes all information that the Board reasonably need to know.

Disclosure of interests is a continuing obligation. If your circumstances change or you acquire any office, property or share/interest in any organisation or business which may conflict with your role, then you must disclose its character and extent at the next Board meeting. Ideally you would consult with the Chair as soon as you become aware of any potential conflict.

You will generally not be entitled to attend any part of a Board meeting, or to vote on any matter in which you have a material personal interest unless the other Board Members unanimously decide otherwise.