

# Leading an effective board Webinar

## Question and Answers



### Overview

Here are the answers to the questions we received during our Leading an effective board Webinar, 7<sup>th</sup> March 2022.

If you need more information or support, please get in touch with our Advisory and Support Centre on 0800 782 435 or [govadvice@nzsta.org.nz](mailto:govadvice@nzsta.org.nz).

If you would like to provide feedback on your webinar experience, please email us at [pdadvice@nzsta.org.nz](mailto:pdadvice@nzsta.org.nz).

### Supporting Resources

- [Leading an effective board workbook](#)
- [Webinar recording](#)
- [Webinar presentation](#)

### Questions and Answers

#### The role of the presiding member:

##### 1. Can a co-opted member be the Presiding member?

Yes, the co-opted board member is a full member of the board and can be elected by the board to lead board meetings.

It is only the principal, staff representative or student representative who are unable to be the presiding member.

##### 2. Does the presiding member always have to lead the Board meetings, or can the leadership of the meeting be undertaken by other board members to develop them as part of the school's PD?

[Regulation 11\(3\) of the Education \(School Boards\) Regulations 2020](#) allows the board to temporarily appoint another board member to preside over a meeting if the presiding member is not present.

The presiding member may from time to time be unable to attend a meeting or be excluded from a section of board business due to a conflict of interest. The board would in this case, appoint someone to temporarily preside over this section of the board meeting.

[Regulation 10 of the Education \(School Boards\) Regulations 2020](#) allows boards to determine their own procedures if there is no regulation in place.

The board may allow and want different board members to lead different sections of the meeting. However, the presiding member would still technically be 'in charge' of the meeting because that is their delegated role.

##### 3. What are the pros and cons to having a deputy presiding member?

Some school boards choose to delegate a deputy presiding member the right to act in place of the presiding member whenever the presiding member is unable to temporarily carry out the duties of the presiding member.

Some things a board should consider before delegating a board member to be in the deputy role:

- Is there an expectation that the deputy presiding member attends the regular catchups between the presiding member and the principal? If so, has the board considered the impact having a deputy presiding member might have on the relationship between the presiding member and the principal?
- How long will this arrangement be in place? Does the board provide an opportunity to review it on a regular basis?

The main benefit for having a deputy would be that the delegation is already in place if urgently required to step up.

Thought would need to be given as to how information would flow between the presiding member and the deputy presiding member, as they would need to keep each other well informed in case the deputy was required to step-up at the board meeting.

If the board has a role of deputy presiding member, we recommend that the board has in place clear expectations for a role of the deputy presiding member, which can help address potential challenges before they occur. This may be in the form of a policy or a procedure that the board have developed and agreed to.

#### 4. Can a deputy presiding member be a member of staff in the school?

No, the regulations make it clear that no member of the school (principal, staff representative or student representative) can preside at a board meeting. [Regulation 11\(1\) of the Education \(School Boards\) Regulations 2020](#)

As the deputy will be delegated the authority to preside at a board meeting when the presiding member is temporarily unable to, the deputy would be unable to be the staff representative.

#### 5. Is the name Presiding member unique to school boards?

No, the term presiding member is used by a number of other organisations, councils, and universities around the world to indicate the person appointed to preside or lead a board or committee.

The Education and Training Act, 2020 refers to the position as the presiding member.

To avoid confusion, NZSTA uses the terminology and conventions of the current legislation.

#### 6. What is a rough estimate of the time commitment of the presiding member role?

Generally, school boards meet about 8-11 times a year for about 2-2.5 hours. Therefore, about 16 – 27.5 hours per year will be spent in board meetings.

The presiding member probably spends between 30-60 mins per week in a meeting with the principal during term time. Therefore, up to 40 hours per year.

There will also be additional preparation time before each meeting, maybe around 2 hours per meeting? Therefore, about 16-22 hours per year.

Then there will be a few extraordinary meetings, and school functions which you may need to attend (if able). Say, an extra 10 hours.

A conservative estimate would be about 80-100 hours per year or 2.5 hours per week for the 40-week school year.

#### 7. What happens if none of the board members are willing or able to be the presiding member?

This is a common but tricky situation.

[Regulation 11\(1\) of the Education \(School Boards\) Regulations 2020](#) states that a board must appoint a board member (not being the principal or a staff or student representative) to preside at meetings of the board.

The board can co-opt someone from the local community who has the skills and willingness to become the presiding member for a period of up to three years.

If this happens in your board, please call the NZSTA Advisory and Support Centre so we can support you to enable someone to step up into the role with confidence.

#### The principal relationship:

#### 8. How would you manage balancing objectivity in terms of being seen to be too close to the principal and being the recipient of concerns about the principal or school performance?

The board needs to ensure that the relationship between the presiding member and the principal remains effective by making sure there is a professional distance between these individuals.

You can be supportive without being overly friendly, making sure all your interactions would be acceptable to any external scrutiny.

To maintain the principles of natural justice (that decision makers keep an open mind until they have heard all the relevant information), the board may decide to form a delegated committee to handle any complaint against the principal or to investigate school performance, rather than leaving the presiding member to undertake these processes.

The board wants to avoid any potential challenges to board process based on a perceived or real conflict of interest, or bias.

### 9. Should the principal discuss confidential issues about students with the presiding member?

Sometimes, the principal will need to discuss confidential issues relating to a student or teacher with the presiding member.

The presiding member and principal must work as a team, and there should be no surprises.

However, the information being discussed needs to be kept to only relevant facts and professionally delivered.

It should not be divulging student names or other identifying details, nor should it include personal judgements.

The information should be limited to the awareness that there is a significant issue that the principal is working with, or perhaps seeking support for, so you do not get a surprise if you hear it being discussed in the community or if it gets escalated to the board.

### 10. What sort of policy would you have in place between presiding member and the principal?

NZSTA would recommend that at the start of each year or with a change in personnel, the presiding member and the principal have a conversation about their expectations and availability.

This could be in the form of a formal memorandum of understanding between the presiding member and the principal.

Alternatively, the board may set some limitations and guidance via a [role of the presiding member](#) and [role of the principal policies](#). NZSTA have examples of both these policies.

NZSTA has an example [relationship between the presiding member and principal policy](#) that outlines the board's expectations of this relationship.

### Effective board meetings:

### 11. Are there any special legislative requirements boards must follow if they are holding meetings via Zoom or similar due to COVID restrictions, etc.?

[Regulation 12\(3\) of the Education \(School Boards\) Regulations 2020](#) allows school boards to hold meetings via audio, audio-visual, or electronic communication providing:

- All board members who wish to participate in the meeting have access to the technology needed to participate.
- A quorum of members can simultaneously communicate with each other throughout the meeting.

It is important to ensure your board's procedures do not disadvantage anyone who has the right to attend or participate in a board meeting.

As board meetings are held in public, your board will need to ensure community members can access the meetings to listen and observe, should they wish to do so.

However, it is important to ensure the integrity of the process for excluding the public (such as public excluded business (PEB) or going "into committee"). For example, if remote access is provided to community members, your board will need to ensure community members have gone offline before public-excluded business is discussed.

Resolutions passed face-to-face (in-person), via conference call, via video conference software, or by any combination of these must have a majority vote.

### 12. Can decisions be made in between board meetings via an email discussion between all board members?

NZSTA would recommend that only critically urgent decisions are made between scheduled board meetings and only via email discussion if it is not possible to meet in person or via video-conferencing methods.

[Regulation 12\(3\) of the Education \(School Boards\) Regulations 2020](#) allows school boards to hold meetings via audio, audio-visual, or electronic communication providing:

- all board members who wish to participate in the meeting have access to the technology needed to participate.
- Resolutions passed by email (or electronic message) must be unanimously agreed to by all board members currently in office. i.e., if your board cannot communicate in real-time, then everyone on your board must agree for a resolution to pass.
- Resolutions passed by email and electronic message should be sent from the board members registered email address as proof of identity and should be included in the schedule of correspondence at your next board meeting.

This becomes part of your board's official written record and avoids the danger of a resolution being filed away and forgotten or lost.

You can read more about meeting via electronic means here - [Board meetings and board resolutions via electronic means](#).

### 13. How do we go about getting feedback from our board members about how the Presiding member is doing the job? And how often would you ask board members?

Effective boards commit to ongoing review and reviewing the effectiveness of board meetings is one part of this.

NZSTA recommend reviewing the board chair role's performance before the end of the year. There is an example [template](#) we provide as it relates to our version of the [Presiding member role description policy](#).

It is helpful for the board to have a collective understanding of the purpose of this evaluation.

A review of a person's role includes identifying the good that they're doing while outlining areas for future growth. The presiding member role can be difficult to fill at times, so consider the impact of how feedback is delivered and what options might be available to strengthen and develop their skills.

The final page of the NZSTA Leading and effective board workbook has an example board meeting evaluation and some additional questions you may like to ask.

The Education Review Office also have a selection of helpful indicator statements and examples of effective stewardship practices in their [School Evaluation Indicators – effective practice for improvement and learner success publication, 2016](#).

All board members should reflect on their own contribution to meetings and the work of the board, including how they support the role of the presiding member.

Boards work well when everyone understands each other's roles and their own.

Smaller survey questionnaires could be done more frequently if the board feels this is required, but every meeting may become too time consuming for the information it provides.

### 14. Is there more guidance on what are management or governance topics? Inevitably management topics consistently make their way into governance topics, and it can be difficult to determine where to stop a conversation?

The divide between governance and management is not always clearly identifiable and will depend on your agreed governance model (an agreement on how involved the board is in the day-to-day matters of the school).

The general rule is that board members should not get involved in the day-to-day running of the school.

In saying that though, all boards will get an overview of what is happening and why in the principal's reporting as part of their internal evaluation processes. Determining what's working for what students and why? What's not working so well, for what students, and what are going to do about that?

From time to time, the principal may also ask the board for their input on a particular issue as part of the collaborative sense making process. These are normal and necessary conversations. Problems generally arise when board members start telling the principal how to do their job, when not invited to do so.

### 15. Is a strategically focused meeting driven by the principal's report?

The best way to have a strategically focused meeting is to ensure the agenda is strategically focused.

The agenda should reflect board work and the board's triennial workplan.

Planning the agenda with the principal to ensure that the most important and time critical decisions are made first.

Then move onto regular monitoring of progress towards your strategic goals and school administration.

The principal's report should be driven by the strategic and annual implementation plans, highlighting progress on key performance indicators along with any other successes or potential risks that the board should be aware of.

### 16. What tips do you have for engaging with board members who are not engaging and/or failing to respond to efforts to make contact and discuss issues? Is it possible to have a vote of no confidence in an elected board member?

Firstly, as elected officials board members are presently unable to be removed from a school board unless they no longer meet the eligibility criteria, you can't have a vote of no confidence.

The starting point for handling any board culture issues is to make sure the board have clearly stated and agreed expectations around the role and board member conduct, often written in the form of a code of conduct / behaviour policy. NZSTA have an example board member [code of conduct policy](#) for you to adopt if you don't have one already.

Most boards will get board members to sign that they understand the agreed expectations annually.

Once you have established a base for the expectations you have as a board around engagement you can sit down with the board member for a "cup of tea" chat around what's not working for them that means they are not engaging as expected.

If they won't engage with you via a variety of different communication means (email, phone, kanohi ki te kanohi (face to face) where you've indicated that you just want to understand what is not working for them or to support them to be engaged), then you could set some time aside in a board meeting to address the issue.

We would suggest you contact NZSTA for support before addressing the issues in a board meeting.

NZSTA would also recommend that board members regularly evaluate their own performance at meetings along with the effectiveness of board meetings.

- **How do you handle a board member who is doing personal/work emails in the board meeting?**

As indicated above, clearly set the expectation that all board members come prepared for active involvement in board discussions.

Have a quiet word with the board member around this expectation and to find out what is not working for them.

Make sure that you make the board meetings as engaging and relevant as possible, ensuring everyone has the opportunity to speak to discussion points. Ensuring that their contribution is valued and encouraged.

If it continues to be an issue, there are boards who work off the one shared screen or whiteboard, requesting board members keep their laptops or phones closed for most of the meeting. Additionally, documents might be provided via print rather than electronic.

However, rather than deciding this yourself, put the issue on the agenda to be discussed at the board meeting. Solutions can be found and are more likely to stick when the board decide as a collective whole.

- **how do you deal with board members who don't speak up but make their opinions known by body language such as eye rolling?**

This can be a very challenging situation for a presiding member to manage.

As above, attempt to meet quietly with the board member to discover what is not working for them.

Building a trusting, collaborative working environment that ensures the work of the board gets done is one of the key attributes of an effective presiding member.

Spending time developing an agreement around what makes a successful, productive, and stimulating meeting would be well worth it here.

Getting board members to evaluate meetings or having a discussion identifying the most frustrating aspects of the board meetings, along with potential strategies to overcome these, could be a place to start.

NZSTA can support you with the development of a productive boardroom culture, so please get in touch with the Advisory and Support Centre if you would like support with this.

### **17. Is an oral report ok from committees?**

Providing all critical information is captured in the board minutes, then the delivery of the information can be a form agreed to by the board.

However, in saying that, if the committee require a discussion or motion to be put before the board, then all the necessary information required to have a considered discussion needs to be included in the board's information pack prior to the board meeting.

### **18. How critical is it to have board minute taker who is not a board member? We are struggling to get a board secretary, so a board member is doing this. Any thoughts on how to secure this role?**

Your school board is not required to have a board secretary, but we recommend having one.

The main reason for using a board minute taker/secretary is to ensure all board members can equally participate in all board discussions.

It is really challenging to be both taking minutes and participating actively at the same time.

Smaller kura or schools may find employing someone with the necessary skills to take minutes effectively and efficiently a challenge.

The board should advertise that they are looking for a minute taker/secretary within their school and wider communities in the first instance.

You might be able to use the services of a commercial clerical firm if there is no one in your immediate school community who has the skills and attributes you are seeking for this position. While it can be a cost, a good board secretary is worth their weight in gold and can help the board focus on the strategic governance aspects of their role, rather than administration.

Please contact NZSTA Advisory and Support Centre for further support, particularly around employment agreements, if required.

**19. Complaints come in a variety of levels and complexity. To avoid boards going into management areas and principals perhaps thinking that they should bother the board, could you give some examples of types of complaints that should be handled by principals as a matter of course, and of ones that should be elevated to the board?**

The principal, as the leader of the school, should be handling all concerns related to the day-to-day activities of the school. i.e., disagreements between students or staff; parental concerns about classroom activities; staff concerns about resourcing; general health and safety concerns being raised by parents, students, or staff; etc.

The board should only get involved in a complaint once it can no longer be satisfactorily resolved by the principal or is about the principal directly (making sure the complainant has first attempted to resolve the complaint with the principal, where practicable).

We strongly advise that the board members remain as neutral as possible by not getting involved in 'school gossip' or trying to resolve issues before they have gone through the correct concerns and complaints process.

This is to reduce the likelihood of a conflict of interest later, and to preserve the principles of natural justice (that a decision is not reached until all facts are known and evaluated).

Board members must remember that they have no authority to act on behalf of the board unless the board delegates them the authority to work on the board behalf.

Please get in touch with the NZSTA Advisory and Support Centre if you think the boards would benefit from support around handling a complaint.

**20. When is it acceptable to have a board committee? How big does the board have to be to allow for this to happen?**

[Regulation 8 and 9 of the Education \(School Boards\) Regulations 2020](#) allows the board to delegate some of its functions and powers to an appointed committee or working party that will assist it to carry out its responsibilities and due process (e.g., staff appointments, finance, property, student behavioural management / disciplinary, internal evaluation, health and safety review, concerns and complaints handling, etc.).

Board committees should be used sparingly to preserve the board functioning. That is, to allow board meetings to be focused on strategic improvements while also ensuring compliance around the 'routine' work of the board gets done in a timely fashion, without consume valuable board meeting time.

As delegated board committees require only one committee member be a board member, even small school boards (those with only 3 parent representatives) can form committees when required.

You can find out more about board committees in these NZSTA resources.

- [Delegation and committee principles](#) and committee terms of reference examples.

**Presiding member support:**

**21. How do we go about finding a mentor and can NZSTA support presiding members to find a mentor?**

Although the best place to start to find a mentor is through your local school networks, or Kāhui Ako (Community of Learning), its important to consider whether it will be appropriate to have open discussions about things that may not be going very well with a neighbouring presiding member.

If you are unable to identify a suitable mentor, you could contact your local NZSTA regional executive chair as they may know of someone in the wider region who could support you.

Advisory and Support Centre if you are unable to locate a mentor through the above networks, as NZSTA can provide mentoring support to presiding members as well as entire boards for a short period of time. It would most like be for a meeting or two to get you started or through a challenging situation the board may be facing.

**22. Is there funding available for a board to use a presiding member consultant if they have identified one? If so, how do we access this support?**

I'm unaware at this time of any funding available to boards to use to employ a consultant/mentor for the board or presiding member other than investing board raised funds into this support.

In saying that, a board that requires support through our regional advisers can receive this support free of charge.

Please contact NZSTA Advisory and Support Centre for further assistance.

**23. What confidentiality terms and limits are set for a presiding member in terms of information sharing with their mentor?**

This relationship needs to be built on trust and integrity, like the confidential conversations between the presiding member and the principal.

The information being discussed needs to be kept to only relevant facts and professionally delivered (it is not a gossip session).

It should be kept to general advice and guidance about how to deal with a particular issue or situation.

You will need to very careful not be divulging any identifying details.

We would advise that a memorandum of understanding or similar written agreement contains a statement around information shared remains confidential.