

Governance Guidelines

Vision

A world with trusted integrity systems in which government, politics, business, civil society and the daily lives of people are free of corruption.

Purpose

Transparency International New Zealand Inc (TINZ) is an accredited chapter of Transparency International. The general objectives of TINZ are to promote transparency, good governance and ethical practices in all sectors of society in New Zealand; promote ethical business practices by New Zealand business offshore, and transparency and good governance in our region; and contribute to the international effort to reduce corruption, as well as promote good governance and ethical practices.

TINZ supports the development of New Zealand's future as a high integrity society through partnering with organisations to motivate and deploy anti-corruption strategies and tools promoting transparency. Through its commitment to preventing and eradicating identified bribery, fraud and corruption, TINZ contributes to, and furthers, New Zealand's continued prosperity.

Overarching Governance Principles

The primary responsibility for good governance lies with the Directors of Transparency International New Zealand Incorporated (TINZ). Board Directors will add value to the organisation over and above that added by the Executive Officer, staff, consultants and service-delivery partners.

The over-arching principles that the organisation must comply with are:

- 4.3.1. the Society is politically non-partisan; and
- 4.3.2. the Society will not be involved in investigating or exposing individual cases.

Accountability

Directors shall use skill and care to:

- Act honestly, in good faith and in the best interests of TINZ
- Ensure that TINZ fulfils its strategic purpose and, in doing so, meets all the relevant legal and moral responsibilities and requirements according to 'best practice' governance
- Ensure that TINZ is managed in accordance with its mission and objectives and its strategic plan
- Monitor organisational performance to ensure it is consistent with expectations
- Comply with the spirit as well as the letter of the law, recognising both the legal and moral duties of the role given the nature of TINZ
- Prepare and amend where necessary the Rules, Code of Conduct and other foundation documents of TINZ
- Determine the policies of TINZ in relation to the implementation of its Rules and foundation documents, the achievement of its objectives and the management of its affairs
- Safeguard the organisation's reputation and comply with the Rules of TINZ, the Code of Conduct and Conflict of Interest policy
- Keep confidential any and all information deemed sensitive or related to discussions at board meetings
- Ensure that TINZ maintains its commitments to its Transparency International Accreditation
- Be diligent, participating in Board and Annual meetings and devoting sufficient time to keeping informed on key issues relating to TINZ
- Work harmoniously with fellow Directors while preserving their right to express honestly held views during debate on an issue
- (Where finances allow) employ the Executive Officer, establish his/her conditions of employment
- Ensure that any employees employed by TINZ are treated with due respect and are provided with a working environment and health and safety conditions that meet all reasonable standards of employment as defined in relevant workplace legislation

Stakeholder Relations

Directors must carry out their duties in a manner that promotes TINZ's vitality and a sustainable future. Directors' first responsibility is to the legal entity as a whole, rather than to any specific groups, or individual stakeholders.

Stakeholder Relations Policy

In accordance with the Rules of Transparency International New Zealand Incorporated, including its objectives, Directors act for and on behalf of TINZ's stakeholders, which includes members, partners, funders, the Patron and other supporters as relevant from time to time.

Directors shall:

- Gather information about stakeholders' concerns, needs and aspirations
- Report to TINZ members and other stakeholders on a regular basis on the performance of TINZ
- Openly communicate on significant changes to the organisation's services or policies
- Listen, respond, and engage with stakeholders who have an interest in the organisation's work
- Handle complaints constructively, impartially and effectively

Board Membership

TINZ should ensure that Directors shall be as well qualified as possible to contribute to the leadership and governance of the institution. A balance should be sought between longer serving Directors with experience and "institutional memory" and newly appointed members with fresh ideas and perspectives. A balance of skills and competencies of members is desired.

The Board will review the organisation's performance each year in time for the election of Directors and officers at the AGM.

This policy is subject to and is to be read consistently with the Rules of Transparency International New Zealand Inc.