



2023 Board Charter

This Board Charter sets out the responsibilities of the Board of the Ponsonby Business Association.

A. Objectives of the Association

- To assist and guide the development and advancement of the commercial interests of businesspeople and businesses in the Ponsonby commercial district through a co-ordinated, structured and measurable communications, marketing, and economic development programme.
- To foster and promote generally the welfare of the business community of Ponsonby and, in particular, to provide a forum for networking and collaboration of members, and sharing of information.
- To improve the environment of the Ponsonby commercial district so as to attract and retain business in order to drive employment and economic growth.
- To capitalise on the unique assets and profile of the Ponsonby commercial district and to use that as a means of establishing an identity and positioning for the area.
- To make arrangements with and/or advocate to the Government, local authorities and/or other persons for the improvement of amenity, streetscapes, utilities, transport, services, or other infrastructure, and for lighting, surfacing, security, and cleaning to the benefit of the Ponsonby commercial district.
- To administer the BID Programme Funding

B. Operation of the Board

▪ Board Responsibilities

- The primary responsibility of the board is to act in what they believe to be the best interests of the Association and its members
- Board Members should be entitled to rely on the honesty and the integrity of the Association's management and its outside advisors and auditors
- The Board will ensure that appropriate systems and processes are in place so that the activities of the Association are conducted in an honest and responsible manner
- The Board will oversee the overall conduct of the Association and ensure that it is being effectively managed
- The Board will ensure the effective management and audit systems are in place
- The Board will approve the Strategic Plan, Budget, and Reports
- The Board will act in a way the Board meetings and discussion promote focused debate within a supportive atmosphere
- The Board will safeguard and enhance the image and reputation of the Association

▪ Board and Committee Meetings

- The Board will meet at least 6 times a year.
- Board Members should spend the time necessary and meet as frequently as necessary to properly discharge their responsibilities
- To enable appropriate review of Board materials, Board members will be sent materials in advance of Board Meetings
- Proceedings of meetings shall be minuted and approved by the Board at the subsequent meeting.

- **Agenda Items**

- The Manager and Chair will establish the agenda for each Board meeting.
- Each board member is free to raise at any Board subjects that are not on the agenda for that meeting in General Business.

- **Board Member Orientation and Education**

- The Board will ensure that all new Board members receive orientation, governance, and induction training as appropriate.

- **BID Manager Evaluation**

- The Chair will conduct an annual review of the Manager's performance.

- **Management Delegations**

- The Board delegates to the Manager responsibility for implementing the Board Annual Plan and Budget, and for making the day -to -day operations of the Association.

- **Independent Advice**

- The Manager may engage professional advisers to advise or assist them in carrying out their responsibilities.

- **Conflicts of Interest**

- The Board, both individually and collectively, are expected to act ethically and in a manner consistent with the values of the Association.
- Where conflicts of interest arise, Board members will excuse themselves from the relevant discussions and not exercise their vote.
- Ongoing conflicts of interest shall be recorded in a register maintained by the Manager.

C. Board Structure

▪ Role of the Chair

- Lead the Board and Association effectively
- Make sure the Board is well informed and effective and that the members, individually and as a group, have the opportunity to air differences, explore ideas and generate collective views and wisdom necessary for the proper operation of the Board and the Association
- Ensure effective communication with members
- Act as the link between the Board and the Manager on a day to day basis

▪ Role of the Board Members

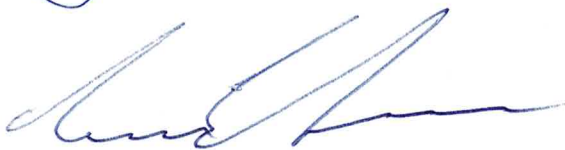
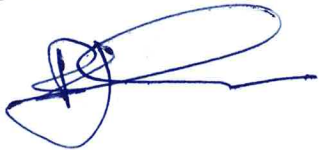
- Contribute to Board discussions and decisions effectively, honestly and with integrity
- Be well informed, accept differences of opinion, explore ideas, and contribute to collective views and wisdom for the proper operation of the Board and the Association
- Support the Chair in their leadership role

▪ Board interaction with Media

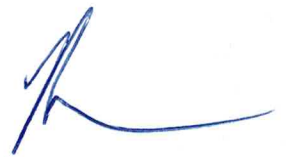
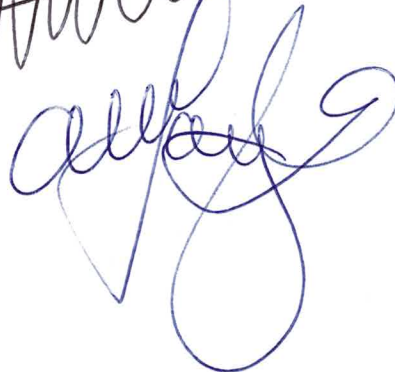
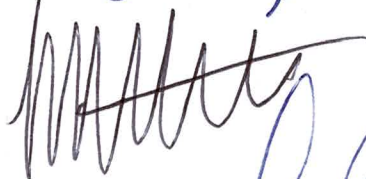
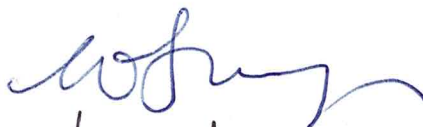
Communications on behalf of the Association with the media must be made only by the Chair or Manager unless another Board Member is otherwise specifically designated.

SIGNATURES

David Sheard
P.P. (Chris Snell)



Diana Giles



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