

18.1 Review Committee Terms of Reference

Purpose:

To monitor, on the Board's behalf, compliance with Board policies and external legislation.

This includes:

1. Supporting the Board to review the effectiveness of the Board's governance processes
2. Reviewing the effectiveness of systems for the assessment and management of areas of risk
3. Verifying that mechanisms are in place to ensure compliance with statutory requirements, financial and other
4. Commissioning reviews of specific controls and procedures (financial and non-financial) where so requested by the Board
5. Reporting any problems or reservations arising from the external auditors/reviewers work and any other matters that the external auditors/reviewers note to the attention of the Board.
6. Ensuring implementation of the triennial review programme.

Committee Members:

- At least 2 trustees; excludes the Board chair and excludes the Principal
- Current members: TBA as needed

Meets:

As required. The chair of this committee will report to the Board as appropriate on the areas covered by the terms of reference and the triennial review programme.

Delegated Authority:

1. The Review committee is formally constituted as a committee of the Board within these approved terms of reference and the delegated authority regarding the delegations list
2. The committee shall be appointed by the Board. The Board may co-opt additional trustees to the committee as and when required
3. Members of the management team shall attend meetings when requested. A representative of the external auditors may be requested to attend meetings when appropriate
4. The committee is authorized by the board to investigate any activity within its terms of reference. It is authorized to seek any information it requires from any trustees or employees. All trustees and employees are requested to co-operate with any request made by the committee. The Principal will be informed in advance of any such requests.
5. The committee may recommend that external and independent advice be sought. If the advice is likely to incur costs, prior approval must be sought from the Board.
6. No individual member of the review committee can act without the directive of the committee as a whole.
7. The committee acknowledges their own terms of reference as outlined in the trustee's governance folder that clearly defines its role and functions and the boundaries of its authority



8. The Board committee will be established in response to the Board's own needs
9. The Board should spell out in its minutes the precise powers that are delegated to a committee of trustees whether the number on that committee is one or several.
10. In addition, the same delegation motion can name the members or how it would be constituted and it should also be clear as to how far the committee can go.
For example, the committee can:
 - Investigate and report their findings to the Board
 - Investigate and make any recommendations based on those findings to the Board
 - Investigate and come to conclusions based on what they have discovered and have the power to act upon those conclusions then report to the Board what they did
11. It is recommended that the **student disciplinary committee** should always be given delegation 3 above.
12. It is recommended that the delegation to the **personnel/appointments committee** be considered carefully. *Education Act 1989 Section 66A* is about delegating power to staff members. This is useful for one-off incidents when the Board wants the Principal or the DP/AP (with agreement of the principal) to perform a specific task.

Note: NZSTA provides free and confidential advisory services to trustees and Boards.

Review Schedule: Triennially

Last Reviewed: February 2019

Next Review: February 2022

Signed:

