

## BOARD CONSTITUTION REMITS

### REMIT 1:

Received from the Board of Directors

#### CLAUSE 10

Sub clause 10.3 currently reads:

10.3 The term of all Directors, except the Kaiwhakahaere and Tumu Whakarae, shall be three years, with a right of re-election for a further consecutive three year term, and may be eligible to stand for office again after a break of three years.

Amend to read:

10.3 The term of all Directors, except the Kaiwhakahaere and Tumu Whakarae, shall be three years, with a right of re-election for a further consecutive three years in any one position. A director may serve up to two terms as a board member, up to two terms as a President and up to two terms as a Vice-President. The maximum consecutive terms on the board in any combination of positions is four terms. Following two terms in any one position or four terms in a combination of positions, a director may be eligible to stand for office again after a break of **two** years.

#### Rationale

This clause outlines a maximum of two consecutive three year terms on the board, with a stand down period of three years. When the constitution was established, it was decided that board elections and leadership elections would be staggered / held on separate years. The reason for this was to prevent a high turnover of board members and leadership at once – so as to maintain some continuity on the board. The board elections occur the year following the leadership elections. This has resulted in some unintended consequences, in that there are significant limitations in board members moving to leadership positions. Here are a few examples to give clarity to this point:

- A board member who has served two consecutive terms on the board cannot stand for a leadership position, unless they have stood down for 5 years, as the next leadership elections would be 2 years after the completion of their second term on the board.
- A board member who has served the first two years of their first term on the board could stand for a leadership position, however if they are successful, this would result in the need for a by-election to fill the vacant position on the board.

The only exemption to this term requirement is for the Kaiwhakahaere and the Tumu Whakarae, as these roles have unlimited terms.

Consequences of the existing term limits in sub clause 10.3 include constraints on succession planning and risks to the organisation arising from loss of governance skills and institutional knowledge.

This amendment enables members to serve up to 2 terms as a board member, up to 2 terms as a Vice-President, and up to 2 terms as President consecutively, with a maximum of four consecutive terms. Examples of this may be:

- 1 term as board member, 1 term as Vice-President, 2 terms as President
- 2 terms as board member, 2 terms as President
- any other configuration up to 4 terms, but with a maximum of 2 terms in any one role

#### Remit Committee Information

This remit seeks to amend the same clause as proposed by Bay of Plenty/ Tairāwhiti Regional Council.

### REMIT 2:

Received from the Board of Directors

#### CLAUSE 10

Sub clause 10.5 currently reads:

10.5 Where a position on the Board becomes vacant for any reason other than the expiry of the term of office, that vacancy shall be filled in the following manner:

- 10.5.1 where a vacancy occurs within the last **six** months of any elective period, the Board may appoint a person to fill that vacancy after consulting with the Membership and Te Poari committees for suggestions for a suitable person.
- 10.5.2 where a vacancy occurs more than **six** months from the end of any elective period, an election ballot shall be conducted in accordance with Schedule five.

Amend to read:

10.5 Where a position on the Board becomes vacant for any reason other than the expiry of the term of office, that vacancy shall be filled in the following manner:

- 10.5.1 where a vacancy occurs within the last **twelve** months of any elective period, the Board may appoint a person to fill that vacancy after consulting with the Membership and Te Poari committees for suggestions for a suitable person.
- 10.5.2 where a vacancy occurs more than **twelve** months from the end of any elective period, an election ballot shall be conducted in accordance with Schedule Five.

#### Rationale

If a vacancy occurs on the board, this would prompt a by-election, unless it falls within 6 months of an election. A by-election comes at a cost of between \$25,000 and \$50,000. Extending the period from 6 months to 12 months reduces the likelihood of a by-election.

For example, if a sitting board member is successfully elected to a leadership role, this would leave a vacancy on the board for one year. With the election process taking up to 5 months, it is possible that a board member may be elected to serve a term as short as 7 months. This amendment would remove the need for a by-election in this circumstance.

A by-election would still be required for vacancies that occur within the first 2 years of the term of office.

## MEMBER CONSTITUTION REMITS

### REMIT 3:

Received from Bay of Plenty/Tairāwhiti Regional Council

#### CLAUSE 10

Sub clause 10.3 currently reads:

10.3 *The term of all Directors, except the Kaiwhakahaere and Tumu Whakarae, shall be three years, with a right of re-election for a further consecutive three year term, and may be eligible to stand for office again after a break of three years.*

Amend to read:

10.3 *The term of all Directors, shall be three years, with a right of re-election for a further consecutive three years, and may be eligible to stand for office again every three years thereafter.*

#### Rationale:

This clause outlines a maximum of two consecutive three year terms on the board, with a stand down period of three years. When the constitution was established, it was decided that board elections and leadership elections would be staggered / held on separate years. The reason for this was to prevent a high turnover of board members and leadership at once – so as to maintain some continuity on the board. The board elections occur the year following the leadership elections. This has resulted in some unintended consequences, in that there are significant limitations in board members moving to leadership positions. Here are a few examples to give clarity to this point:

- A board member who has served two consecutive terms on the board cannot stand for a leadership position, unless they have stood down for 5 years, as the next leadership elections would be 2 years after the completion of their second term on the board.
- A board member who has served the first two years of their first term on the board could stand for a leadership position, however if they are successful, this would result in the need for a by-election to fill the vacant position on the board.
- Risk of retention of experience, knowledge, leadership and understanding of the organisation may be lost.

The only exemption to this term requirement currently is for the Kaiwhakahaere and the Tumu Whakarae, as these roles have unlimited terms.

The amended clause gives all board members unlimited terms (subject to election by the members).

#### Remit Committee Information

This remit seeks to amend the same clause as proposed by the Board of Directors.

### REMIT 4:

Received from Te Matau A Māui

#### CLAUSE 25

Sub clause currently reads

25.2.3.3i *That the remit aligns with NZNO strategic aims mission and vision statements.*

Amend to read:

25.2.3.3i *That the remit aligns with NZNO strategic aims mission and vision statements. Can strike down constitutional remits which would compromise the organisation fundamental principles as identified in the NZNO Constitution Objects.*

#### Rationale:

As the largest industrial and professional organisation in New Zealand we are well posed to lead the nursing profession through advocating for professional excellence and collective industrial aspirations. Given the rapid changes in the health sector we must continue to ensure that we remain responsive to our members without compromising our key principals and allow us to achieve our vision to be freed to care and proud to nurse.

The objects are key to ensuring we continue to give effect to all that is unique about our organisation including our advocacy role, professional development, industrial agreements while promoting the highest standards of health care.

We believe that constantly changing constitutional or policy remits could unintentionally erode our focus on the core business of NZNO which are described in the NZNO object. We assert that since NZNO's AGM last year establish the Remit Committee to request further information to ensure that the quality of information available for members support informed choices during the voting process along this its objectivity, that this collaborative committee should have the right to reject any remit that would compromise our organisation.

We believe all remits should be presented to the remit committee and sent back to the applicants should the remit committee require further information (as per the algorithm established). At this point, should the information and the rationale not satisfy the committee, this remit should be rejected!

Notwithstanding members could choose to discuss modify or change the NZNO objects but this would require a specific mechanism to trigger this discussion given it could also affect the intent of NZNO and NZNO vision and mission and compromise its fundamental principles.

#### Unintended Consequences

We don't see any unintended consequences as this ensures that we continue to focus on the core business of NZNO and strengthen our focus and direction.

#### Remit Committee Information

The amendment as proposed and as set out in the rationale does not include a specific mechanism (this is with regard to amending the objects).

Legal Advice: The Remit Committee is legally able to consider remits and determine that they are repugnant to the objects of the NZNO. However, without a clear policy and criteria for members to understand and follow this remit appears unduly broad. If this remit is passed the Remit Committee will need to prudently manage conflicts of interest. They will need to allow members the opportunity to amend remits and should provide reasons where a remit is not accepted. The remit requires redrafting to refer to the Remit Committee and to incorporate a reference to policy/criteria.

## POLICY REMITS

### REMIT 5:

Received from the Canterbury Regional Council

Policy Remit – Title NZNO Members and staff access to agendas and minutes from NZNO National Committees.

Policy Remit – Recommendation:

Policy Remit- Recommendation. That the NZNO national committees, Board, Membership, Te Poari, agendas and minutes made available to members and staff.

#### Rationale:

- At the 2016 NZNO annual general meeting, the Nurse Managers put forward a remit asking for Board agenda and minutes be available to members and this was eventually carried. Canterbury are unclear from our records whether the amendment to the remit to add the words “and staff” was carried as well, however we hear from national office that it was not.
- In the presence of inclusion, and until the constitution change from rules, staff and members always had access to Board minutes, and in fact often times it was staff who brought to Regional Councils attention what had been discussed and did we have a response.
- Regional Council rely heavily on staff, their valuable knowledge, wise council, and the working of NZNO.
- Canterbury feel that to be inclusive we should include all National Committees not just Board so we bring this remit to the AGM.
- Last years remit rationale number 10 stated: Ultimately the membership needs to look at the organisation values system, culture and the relationship it has with its members. The membership needs to consider, reflect and make decisions about how much transparency they are content with.
- NZNO Strategic Plan 2015-2020 4th tenant is Effective Organisation, where understand and engage with members is the top vision. Canterbury feel that having this information from all national committees fits very well into this vision.

### REMIT 6:

Received from the Board of Directors

#### Recommendation:

That the NZNO Board continues to prioritise and progress indigenous nursing issues across professional and industrial services.

#### Background

While it is widely acknowledged that there are long standing and significant disparities in health outcomes for Māori - shorter lives, less access to primary health care, less access to treatment, poorer treatment - we do not agree that such inequalities are acceptable, just, necessary or fair<sup>1</sup> in a developed country like Aotearoa New Zealand in 2016.

Māori, as other indigenous people have an equal right to the highest standards of health, and the State is responsible for ensuring this is achieved under article 24.2 of the United Nations Declaration on the Rights of Indigenous peoples<sup>2</sup>. We also acknowledge the rights of Māori under te Tiriti o Waitangi to good health that encompasses wellness in its fullest sense and including the physical, spiritual and cultural wellbeing of Māori as individuals and collectively.

The issues impacting on Māori nursing workforce and pay parity remain an ongoing issue that has not been addressed and issues of pay inequities between those nurses that work within the Māori and Iwi Provider sector compared with those working within the DHB sector. Since 2007 the gap in parity has been well documented however despite ongoing pressure from our members their voices have been lost within a system that chooses to ignore the issue.

In May Kaiwhakahare Kerri Nuku travelled to the 15th session of the permanent forum on the rights of indigenous people held at the United Nations headquarters in New York to raise issues of Māori workforce and Pay parity. Kaiwhakahaere was well received and generated much positive feedback, raising the profile of the Māori nursing profession internationally.

The submission and recommend intervention was well received and produced much positive feedback from forum attendees also resulting in a foreign press release. This has also lead to engagement with other indigenous groups and delegations.

#### Rationale:

In 2013, Dr Leonie Walker and Te Rūnanga undertook some research on NZNO responsiveness to Māori members. The research identified that there were areas across NZNO professional and industrial services that were failing the specific needs of Māori members working in all health sector but especially, Māori and Iwi providers.

Despite the best efforts of Te Poari to buffer these gaps, it was apparent that what was required was a comprehensive strategy to address these issues for members.

Currently, it is evident that significant pay inequities remain for those members who work in Māori and Iwi health providers. While this issue was identified in 2007 it remains unresolved despite this being an NZNO priority in 2014/15 financial period.

In May 2016, Te Poari took this issue to an international audience at the United Nations Permanent Forum for Indigenous issues to raise and highlight the prolonged sustained inequities for Māori and Iwi health sector workers.

<sup>1</sup> Human Rights Commission. (2012) A fair go for all? Rite tahi tātou katoa? Addressing Structural Discrimination in Public Services. Human Rights Commission: Wellington.

<sup>2</sup> United Nations General Assembly. United Nations Declaration on the Rights of Indigenous People: Retrieved on 1/3/16 from [http://www.un.org/esa/socdev/unpfii/documents/DRIPS\\_en.pdf](http://www.un.org/esa/socdev/unpfii/documents/DRIPS_en.pdf)