

New Zealand Nurses Organisation

# Growing nurses into governance

A governance  
toolkit



NEW ZEALAND  
NURSES  
ORGANISATION

TŌPŪTANGA  
TAPUHI  
KAITIAKI O AOTEAROA



Ehara taku toa  
i te toa takitahi,  
engari he toa takitini

My strength is not  
the strength of one,  
it is the strength of many





A toolkit developed for the New Zealand Nurses  
Organisation by Shelley Jones

December 2018

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# Message from the NZNO Chief Executive

Whether you are a nurse working in clinical practice, policy, research, funding, education or any other setting in health and social care sectors you will find this document useful. The toolkit is a key action of the NZNO Strategy for Nursing 2018-2023. It has a practical focus and provides information and guidance for nurses interested in governance roles in health and social care in Aotearoa New Zealand. It is an NZNO commissioned work, and I offer my sincere thanks to the author Shelley Jones.

Women in Aotearoa New Zealand are under-represented in governance roles within health and all sectors of the community. This has a significant impact on nursing which remains a female dominated profession.

NZNO supports the recent Government initiative to ensure half of all directors on state sector boards and committees are women by 2021. It is well-documented that diverse membership on governance boards results in better decision-making, resilience and organisational performance.

*Growing nurses into governance* pays particular attention to Kaupapa Māori which presents a unique governance environment that can inform governance in all organisations. NZNO Te Poari and Te Rūnanga members have been key to its progression.

Nurses and other members can use the toolkit to: begin thinking about contributing through governance; assess their own suitability for governance; grow their governance abilities; support others to grow into governance; and discover/follow pathways to governance.

It is important that people within the nursing profession increasingly take up governance positions because they bring a rich array of knowledge, skills and experience that would: better represent nursing at governance level; connect governance processes with organisational performance; and better connect governance with the communities they serve.

This toolkit provides the 'go-to' resource for nurses wanting to engage in governance activities or roles in the unique context of Aotearoa New Zealand.



Memo Musa  
Chief Executive

# Mission statement – Aotearoa New Zealand

NZNO is committed to the representation of members and the promotion of nursing and midwifery. NZNO embraces te Tiriti o Waitangi and works to improve the health status of all peoples of Aotearoa/ New Zealand through participation in health and social policy development.

## About the toolkit

*Nurses can contribute much to good governance.*

We believe nurses – because of their education, professional socialisation, and work roles which bring them into close contact with New Zealanders of all backgrounds and circumstances – have a particularly rich array of knowledge, skills and experiences to bring to governance. Nurses have an informed and practical understanding of the consequences of social inequality, the demographic pressures of an ageing population, the epidemiological trends of an increase in long-term conditions, and the rising costs of health care. These are challenges not just in health, but across all sectors.

We also believe that growing nurses into governance roles and supporting their appointment to boards and trusts fulfils several objectives.

- First, related to fairness and inclusion, nurses have the right as stakeholders to be represented in the governance of organisations where they are often the largest workforce.
- Second, their close involvement with people using health services allows nurses to observe patterns and exceptions in patient/client experiences – along with system successes and failures. This gives them particular perspectives and questions (distinct from consumer representation) about how governance processes connect with organisational performance.
- Third, as boards seek to encourage the full participation of all in society and to better reflect their communities by increasing diversity, they could call on nurses – educated professionals of many ethnicities and backgrounds and familiar with partnership obligations arising from te Tiriti o Waitangi.

*This toolkit is designed to help grow nurses into governance roles as part of a wider strategy.*

This toolkit is a strategic action towards bringing nursing skill, experience and wisdom to decision-making at board tables. It is one of a number of key actions to support nursing leadership as identified by the New Zealand Nurses Organisation – Tōpūtanga Tapuhi Kaitiaki o Aotearoa (NZNO) in the **NZNO Strategy for Nursing 2018-2023**. The strategy seeks to resolve structural and systemic barriers that impede nursing effectiveness in Aotearoa New Zealand, with the ultimate aim of advancing the health of the nation. It has a major emphasis on nursing leadership as an enabler.

This toolkit gives an overview of governance and outlines the case for nurses on boards. Most importantly, it is a collection of practical tools and resources to help nurses in planning their networks, development, work and non-work experiences. It links to tools and resources from specialised sources nationally and internationally – from the health sector and more generally.

Feedback on a final draft, sought from national nurses' organisations and Te Poari o Te Rūnanga (a standing committee of the NZNO Board of Directors) and NZNO policy analyst, Māori, has ensured that the toolkit addresses the challenges unique to governance in Aotearoa New Zealand, and that te Tiriti partnership principles are understood as foundational to good governance.

We would like to thank the organisations and individuals whose resources we link to. Please see inclusion as recognition of good work not needing replication. In the same spirit, NZNO is pleased to present the toolkit online, freely accessible to individuals, professional nursing groups and boards to use to grow nurses into governance.

**Please consider this toolkit a call to reflection and action.**

**Ask yourself:**

*Can I be involved in governance?*

*If not me, who can I support to grow into governance?*

*What can I do and who can I work with?*

# How to use the toolkit

*Use the toolkit to follow your own interest and needs.*

This toolkit isn't trying to be **Governance 101**. Rather, it is one conversation in a series we need to have about ways nurses can influence health outcomes and work towards a fair and inclusive society. It contains a wide range of resources, many local to Aotearoa New Zealand, and connections with nursing colleagues in other places who also want to improve the health of their peoples.

As in any toolkit, you'll use different items for different purposes at different times. Have a quick look at what's in here, pick something up and work with it, or choose another thing.

- If you are not familiar with the idea of governance and boards of directors, you could start with **What exactly is governance in Aotearoa?**
- If you want to be sure nurses should aim to grow into governance, read **Why have nurses on boards?**, which concludes with a look at what we can learn from the Nurses on Boards Coalition in America.
- If you need to know **What is expected of directors and trustees**, read that section, and follow it up with the questions and answers in **All the reasons you think you can't, and all the reasons you can**.
- If you're thinking about your own development towards becoming a director – or supporting the development of others – go to **What experiences and development will be helpful?**, which includes links to courses and resources, and **How do you find the right opportunity?**, which includes a self-assessment around fit with a given organisation.

*Make the most of this toolkit by using it online.*

We've been able to bring together tools and resources from many sources because they are available online. Simply click to learn more or find a resource that has been developed by experts in that area.

Current NZNO members can **contact** the NZNO library for help accessing resources, and you may find access through your public library or the library services provided by your employer or place of learning.



# What exactly is governance in Aotearoa New Zealand?

*Corporate governance is understood internationally as a system of direction and control.*

Governance has been defined as “...the system by which companies are directed and controlled”<sup>1</sup> but this statement is not particularly helpful if you’re looking for guidance about whether a governance role is for you. To answer the question ‘What exactly is governance?’ we’ll start by looking at globally recognised elements and processes of formal corporate and organisational governance that apply to **the broad range of entities in Aotearoa** New Zealand. Then we’ll explore indigenous imperatives for where we are in the world.

The key structural element of organisational governance is a board of directors or trustees. Boards are associated with for-profit companies, non-profit organisations, government organisations (including **Crown entities**) and the range of organisations found in te ao Māori.

Depending on an organisation’s constitution or legislative framework, directors or trustees may be appointed or elected to a board. Whether directors are paid or unpaid will depend on the nature of the organisation. Those in which the Crown has an interest are governed by a **fees framework**.

There are **several types of director role**:

- independent directors not involved in any way with the company’s business or shareholdings – they may be professional directors
- executive directors employed in senior management positions within the company – for example, a smaller company may have an executive director rather than a chief executive
- non-executive directors – by definition all directors not employed by the company.

A board may also have **ex-officio** members, where their membership is by virtue of the ‘office’ they hold in the organisation or a stakeholder organisation, and their role is to represent that office.

All directors and trustees are obliged to act in the interest of ‘owners’ – such as shareholders in the case of a for-profit

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<sup>1</sup> **Cadbury Report** cited in Institute of Directors. (2017). *The Four Pillars of Governance Best Practice for New Zealand Directors*. Institute of Directors: Wellington.

company, or the relevant minister in the case of state sector organisations. However, there has been a shift away from emphasising directors' accountability to protect and advance *only* the interests of owners/shareholders. Increasingly directors may also be obliged to consider the interests of **stakeholders** such as employees, people using services or the wider public. A much broader and longer-term sense of accountability encompasses stewardship, **social responsibility** and **sustainable development**.

*In Aotearoa New Zealand, development of Kaupapa Māori governance can inform governance in all organisations.*

Māori and iwi organisations operate within the confines of Crown legislation, but principles of Kaupapa Māori (by Māori, for Māori) are integral to governance processes that have the ultimate aim of political, cultural, social and economic well-being for Māori.<sup>2</sup>

While universal principles apply, Māori organisations present a unique governance environment encompassing aspects such as:

- commitment to social or cultural goals in addition to commercial viability and success
- planning to preserve and develop assets for future generations beyond usual long-term timeframes
- tikanga and values shaping board processes and strategy
- whakapapa and tikanga playing a part in board member selection, yet obligations remain to act in the interests of the organisation and beneficiaries as a whole
- requirements to consult with iwi/hapū/whānau owners on major decisions
- obligations and restrictions related to trusteeship structures or land holdings.<sup>3</sup>

Indigenous models such as a **Kaupapa Māori governance model**<sup>2</sup> greatly expand the idea of governance from a 'system of direction and control' – as necessary as that is – to a **practical working out** of kaitiakitanga (guardianship) based on relationship with the natural environment, service and accountability to iwi/hapū and an understanding that people *are* the organisation.<sup>4</sup>

It has been suggested that indigenous knowledge, wisdom and practices can renew mainstream governance models towards sustainable human and business development.<sup>2</sup>

2 Penehira, M., Cram, F., & Pipi, K. (2003). *Kaupapa Maori Governance: Literature Review and Key Informant Interviews*. Prepared by Katoa Ltd for Te Puawai Tapu: Wellington.

3 Te Puni Kōkiri. (2006). **Ngā Pōari Whakahaere Being on a Board**. Te Puni Kōkiri: Wellington.

4 See **Tools for all Organisations**, at [www.kaupapa.org](http://www.kaupapa.org) and **research reports** at the University of Waikato's **Te Mata Hautū Taketake/Māori and Indigenous Governance Centre**.

***In Aotearoa New Zealand, governance is contextualised by te Tiriti o Waitangi.***

Te Tiriti o Waitangi is the foundation of the relationship between the Crown and tangata whenua and provides the platform for partnership and biculturalism in Aotearoa New Zealand. This is often expressed in bicultural partnership models of governance. Other evolving models are **co-governance**<sup>5</sup> and the idea of **journeying together in organisational te Tiriti relationships**.<sup>6</sup>

Understanding and interpretation of the principles of partnership, participation and protection within te Tiriti o Waitangi – and how they inform organisational and governance frameworks – continue to evolve in response to Aotearoa’s changing context. This idea can be explored further at the **Waitangi Tribunal website**.

The principles derived from te Tiriti may be most familiar to you in relation to health and disability services.

- Partnership involves working together with iwi, hapū, whānau and Māori communities to develop strategies for Māori health gain and appropriate health and disability services.
- Participation requires Māori to be involved at all levels of the health and disability sector, including in decision-making, planning, development and delivery of health and disability services.
- Protection involves the government working to ensure Māori have at least the same level of health as non-Māori and safeguarding Māori cultural concepts, values and practices.<sup>7</sup>

While legislation sets objectives encompassing te Tiriti principles for providers such as district health boards (DHBs),<sup>8</sup> governance should always include making an explicit moral and ethical commitment to those principles.

Increasingly, the need to address inequalities across all sectors is seen as not only a moral but an **economic imperative** if we want to ensure all New Zealanders have a vibrant and equitable future.<sup>9</sup>

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5 Office of the Auditor-General New Zealand. (2016). *Principles for effectively co-governing natural resources*. Office of the Auditor-General: Wellington.

6 Margaret, J. (2016). *Ngā Rerenga o Te Tiriti: Community organisations engaging with the Treaty of Waitangi*. Treaty Resource Centre: Auckland.

7 Ministry of Health: Wellington. (2014). **Treaty of Waitangi principles**.

8 New Zealand Public Health and Disability Act 2000, **Section 22 Objectives of DHBs**.

9 Schulze, H., & Green, S. (2017). *Change Agenda: Income Equity for Māori*. Tokona te Raki Māori Futures Collective: Christchurch.

**Ensuring representativeness for good reasons: organisational performance and fairness.**

It follows that to serve the broader vision of a diverse but inclusive and enabling society, boards of directors will only be fully effective when they **include and enable diversity**, and this can be done without compromising on skills, experience and professional qualifications.<sup>10</sup> Different perspectives make governance decision-making more robust, and overall, **embracing diversity contributes to organisational success**.<sup>11</sup>

The business case for representativeness is based on a direct correlation of diversity with **better financial performance** and an association with higher levels of corporate social responsibility.<sup>12</sup>

Fairness is another fundamental reason for ensuring boards are representative of their stakeholders and have an appropriate gender, age, ethnic and geographical balance. Government appointments to state sector boards are expected to have an **increased diversity** reflecting wider New Zealand society, and an **even representation of women and men by 2021**. In the private sector, rules for listing on the New Zealand Stock Exchange require a company's **governance code** to set and monitor objectives for diversity at board level and throughout the organisation.

Meeting the needs and aspirations of our increasingly diverse society means groups historically under-represented in governance must be given – or claim – a place at the table. It is certainly the aspiration of nursing, as a predominantly female workforce, to see governance processes benefit from **gender equality**.

**The board is a particular kind of work team involved in strategic decision-making processes.**

The board model is based on the premise that the collective knowledge and deliberation of a group of people – independent of day-to-day operational management – will provide more effective strategic oversight than could any individual.

The work programme for directors is structured by reporting practices and formal meetings, and may include assignment to committees such as audit, risk, remuneration and nomination committees. Since directors come from diverse backgrounds and interact episodically they must cooperate in exchanging information and perspectives on complex issues, evaluating the

10 New Zealand Institute of Directors. (nd). *Getting on Board with Diversity. A Guide to Getting Diverse Talent on Boards*. Institute of Directors: Wellington.

11 Diversity Works New Zealand. (nd). **The Many Benefits of Diversity**. Diversity Works NZ: Auckland.

12 Galbreath, J. (2018). Is board gender diversity linked to financial performance? The mediating mechanism of CSR. *Business and Society* 57(5):863-89.

merits of competing alternatives, and reaching well-reasoned decisions.<sup>13</sup>

**The relationship between governance and management is based on a complementary separation.**

The board of directors provides strategic oversight and direction while management's responsibility to operationalise strategy. Globally, separation of governance and management is a fundamental principle – meaning that directors do not involve themselves in management, and executive directors must separate their governance and management roles.

The board's overall responsibilities can be described as two-fold:

- the **service task** – the responsibility to provide advice and counsel to the Chief Executive Officer (CEO), and to actively participate in forming strategy
- the **control task** – the legal duty to monitor management on behalf of the organisation's owners with sufficient loyalty and care.<sup>13, 14</sup>

Putting it another way, the board is responsible for ensuring the organisation's **performance** towards fulfilling its purpose, and **conformance** in meeting statutory and reporting requirements.<sup>15</sup>

Because a board is not involved in implementation, its outputs have been described as “entirely cognitive”.<sup>14</sup> It follows that a board's ability to add value to the organisation will reflect the fit between its responsibilities and collective resources, and its ability to use those resources in decision-making.<sup>16</sup> Teamwork processes, “...particularly those pertaining to group participation and interaction, the exchange of information, and critical discussion” are fundamental to board performance.<sup>16</sup>

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13 Kallifatides, M., & Petrelius Karlberg, P. (2013). *What Makes for a Value-Creating Corporate Board? A Literature Synthesis and Suggestions for Research*. Stockholm School of Economics: Stockholm.

14 Forbes, D. P., & Milliken, F. J. (1999). Cognition and corporate governance: understanding boards of directors as strategic decision-making groups. *The Academy of Management Review*, 24(3): 489-505.

15 Garratt, B. (2005). The real role of corporate directors: balancing prudence with progress. *Journal of Business Strategy* 26(6):30-6.

16 Nicholson, G. J., & Kiel, G. C. (2004). **A Framework for Diagnosing Board Effectiveness**. *Corporate Governance: An International Review* 12(4): 442-60.

**Governance  
in Aotearoa:  
introductory  
reading**

Here are some introductory resources to corporate governance in Aotearoa New Zealand.

- The New Zealand Institute of Directors' **What is a board?** which differentiates between advisory boards (without control or responsibility) and formal boards (which are the focus of this toolkit); and **The governance metaphor** – a business development perspective on what a board brings to a business.
- Te Puni Kōkiri's **publications about governance**, particularly **Ngā Pōari Whakahaere: Being on a board** which discusses how governance is different for Māori organisations. Katoa Limited's Kaupapa Māori Governance **webpage** and **paper** (a literature review encompassing indigenous models of governance and key informant interviews in Aotearoa).

## Why have nurses on boards?

**Nurses are a prime  
group for growing  
into governance in  
all sectors.**

The reasons for ensuring representativeness on boards relate to organisational performance and fairness. The characteristics associated with our profession make it a pool of potential talent for any organisation wanting to increase its governance diversity and capability.

- Nurses consistently have the trust and confidence of the New Zealand public.<sup>17</sup>
- Nurses are well-educated women and men from diverse cultural backgrounds and ethnicities, many of whom have post-graduate qualifications which have equipped them with the analytic and critical thinking skills needed for the big-picture of governance.
- Nurses have a grounded understanding of finance. Nursing services are always delivered under budgetary constraints, yet every day nurses see the practical consequences of social inequality and understand why resources need to be allocated according to long-term impacts.
- Engagement with te Tiriti principles in their professional roles and organisations, means nurses can bring the experience of te Tiriti partnership to governance.

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<sup>17</sup> Research New Zealand. (2017). Media release 22 June 2017: Trust and confidence in members of parliament compared with local councillors, lawyers, journalists and others such as those working in the ambulance service, the fire service and the police. Research New Zealand: Wellington.

*The health sector is an obvious priority for growing nurses into governance.*

National efforts to **increase women's participation in governance** and **in leadership roles** resonate with nurses as a predominantly female profession and the largest group of health care workers. Despite being historically under-represented in health service decision-making, nurses are wanting "...to take their place at the heart of tackling 21st Century health challenges" **globally and locally**.

*Health sector experience is a preparation like no other.*

Nurses can add real value to strategic decision-making in health care governance through their in-depth knowledge and experience of the human aspects and logistics of service delivery. The interpersonal and teamwork skills nurses have refined in their everyday management of interdependencies and constraints in the complex health care sector can be a strength in any sector.

*Nurses have particular insights into quality and safety in care.*

Nurses interested in governance roles are already likely to be involved in evidence-informed decision-making around patient outcomes and safety. They are more likely (than non-nurse directors) to be aware of the body of published research that should be brought to questions of cost and value: for instance, the cost of adverse events,<sup>18</sup> and the impact of nursing work environments and skill mix on patient outcomes.<sup>19, 20</sup> And as health services address the challenge of **giving quality of care the same attention as financial issues**, it is difficult to see how they can do that well without nurses 'on board'.

*Nurses on boards can help communities become stronger and more resilient*

The significant challenges facing health care are relevant to the governance of any organisation: demographic pressures of an ageing population; epidemiological trends of an increase in long-term conditions; and rising costs of health care. Health service governance in particular needs people who know what the nursing workforce delivers and what it needs to address these challenges effectively. But just as board members do not promote their own interests, growing nurses into governance roles has a goal beyond advocacy for the profession – it's about serving our communities.

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18 Carryer, J., & Budge, C. (2010). **Calculating Outcomes Potentially Sensitive to Nursing: A Literature Review**. Ministry of Health: Wellington.

19 Silber, J. H., et al. (2016). **Comparison of the value of nursing work environments in hospitals across different levels of patient risk**. *JAMA Surgery* 151(6):527-36.

20 Aiken, L. H., et al. (2017). **Nursing skill mix in European hospitals: cross-sectional study of the association with mortality, patient ratings, and quality of care**. *BMJ Quality and Safety* 26(7):559-68.



*You as a nurse  
on a board?  
Communicate the  
value you would  
bring.*

So, once you are convinced that nurses can add value to governance, the thing is to look at the particular value you would personally bring to a board.

- \* Do an online search for ‘personal value proposition’ to find a resource that best helps you organise a succinct summary of your experience and skills (examples [here](#), [here](#) and [here](#)).
- \* The Institute of Directors’ [guidelines](#) and Ministry for Women’s [tips for creating a governance CV](#) also emphasise clearly stating how your experience is relevant.

*Nurses on Boards:  
learning from  
our colleagues in  
America*

In the United States the nationwide [Nurses on Boards Coalition](#) aims to build healthier communities by increasing the number of nurses on corporate, health-related, and other boards, panels, and commissions. The Coalition’s argument is that boards will benefit from the unique perspective of nurses as they seek to achieve the goals of improved health and efficient and effective health care systems.

The Nurses on Boards campaign makes the case that [now is the time to be getting nurses into governance roles](#), especially when recent administration change has brought [uncertain times](#). In New Zealand, administration change following the 2017 election will also bring change and opportunities – such as the Minister of Health’s announcement of a [major review of health and disability services](#).

Nurses on Boards has developed a comprehensive set of resources which, despite differences in health funding and service provision, speak to our common experiences as nurses. For instance, in her 2017 article, [Getting nurses on board](#), Susan Reinhard describes nurses asking questions that added ‘new dimensions to discussions [and] fresh angles that lead to smarter actions’.



# What is expected of directors and trustees?

## *Duties of directors and trustees*

Unsurprisingly, there are as many lists of duties and responsibilities as there are books and articles on the subject. For example, in his 2003 book, *Thin on Top. Why Corporate Governance Matters and How to Measure and Improve Board Performance*, Bob Garratt lists 10 directorial duties:

- 1 the duty of legitimacy
  - staying within the law
- 2 the duty of upholding the three values of corporate governance
  - accountability to the owners; honest dealing within the board and externally; transparency of risk assessment and decision-making
- 3 the duty of trust
  - the longer-term view, holding the company 'in trust' for the future
- 4 the duty of upholding the primary loyalty of a director
  - loyalty to the company rather than to nominators or voters
- 5 the duty of care
  - care and competence in the role (proper preparation for meetings; allocating sufficient time; undergoing induction, training and appraisal)
- 6 the duty of critical review and independent thought
- 7 the duty of delivering the primary roles and tasks of the board
  - formulating policy, thinking strategically, supervising management, ensuring accountability
- 8 the duty of protecting minority owners' interests
- 9 the duty of corporate social responsibility
  - the triple bottom line of financial performance, physical environmental performance, social responsibility performance
- 10 the duty of learning, developing and communicating.

However, beyond what is internationally accepted, expectations particular to our context include those for **state sector boards in relation to people and conduct issues** which apply to Crown entities such as DHBs or guidance for **effective governance of Māori organisations**.

**What effective performance looks like, and a self-assessment**

A balanced board lets members fulfil directorial duties collectively,<sup>21</sup> but some of these duties are personal commitments to ways of being and behaving, such as having the **courage and curiosity to ask difficult questions**. Working back from criteria that might be used for evaluation,<sup>2, 3, 22, 23</sup> could you meet the expectations of effective board member performance listed below?

As a board member I would...	yes	no	an area for development
be well-versed in governance principles, both international and te Tiriti-based			
understand and support the organisation’s mission			
have a breadth of vision and strategic awareness			
be familiar with both service operations and sector trends			
think independently, but recognise the interests of different stakeholders			
put in the time required for meeting attendances			
review papers thoughtfully beforehand, including financial statements			
undertake any committee role assigned to me			
actively participate in board discussions, contributing pertinent and valuable information, perspectives and questions to decision-making			
build relationships and interact constructively with colleagues, management and stakeholders			

21 See a director competency matrix on page 32 in Burke, R. J., & Leblanc, R. (2008). **Women on corporate boards of directors: the Canadian perspective**. Chapter 2 in Vinnicombe, S. et al (eds). (2008). *Women on corporate boards of directors. International Research and Practice*. Edward Elgar: Cheltenham, UK.

22 Institute of Directors. (2017). *The Four Pillars of Governance Best Practice for New Zealand Directors*. Institute of Directors: Wellington.

23 Berry, C. (nd). **Board Member Self-Evaluation**, Oregon Nurses on Boards Initiative. Retrieved from [www.oregonnursesonboards.org](http://www.oregonnursesonboards.org)

As a board member I would...	yes	no	an area for development
understand and respect the boundary between governance and operations			
identify, declare and manage any conflicts of interest			
add value through my personal capabilities			
reflect on my participation/contribution, and act on any development needs.			

\* Why not make this a quick self-assessment of your knowledge, skills, and areas to develop? Or use the Ministry for Women’s more in-depth **self-assessment of board strengths** (allow 30-45 minutes, but you can save it and return).

## What experiences and development will be helpful?

*Be aware of two broad developmental approaches: **stepping stone or executive experience.***

Depending on where you are starting from, one or both of two patterns of development may apply: taking governance roles in incrementally more complex and larger organisations in a stepping stone approach, or a more direct switch into governance from executive experience. As nurses in senior and executive positions have exposure to the workings of boards, going into governance may be a logical progression for those with the necessary skills, but it requires a shift in mindset from management responsibility to strategic direction. Since senior positions are, unfortunately, vulnerable to restructuring, a board role may offer the chance to have influence from another direction.

*Be clear about the **sphere of leadership right for you – at this point.***

Both of these approaches towards governance require and provide leadership experience and development. Thinking about your stage of career development, your life commitments and your interests, what is right for you now, and where might you go? Career decisions are often responses to opportunities – and you may find you’re ready for an expansion of your responsibilities because of the upskilling and development you’ve done to be effective in your current role.<sup>24</sup>

24 Jones, S. (1994). **Careers and other commitments: Some comments on wholeness** (paper at National Nurses’ Forum, Celebrating the UN International Year of the Family).

**Get the right balance in your leadership development: education, challenging assignments, developmental relationships.**

- \* The point is that there may be more value in giving attention to how to be effective in the position you find yourself in right now, than trying to set out specific steps in a long-term plan. Organisational structures change, as do life circumstances.

Further formal education equips you with more knowledge in a given area, but also with the essential skills of reviewing a range of complex information from different sources and perspectives, analysing data and other information, determining the issues of importance, arguing a case (while acknowledging counter-arguments) and being able to convey ideas clearly. These skills are critical to any leadership role in the complex health care environment, and formal study provides both the structured experience and a qualification.

- \* What course of study will equip you with the knowledge and skills you can use right now, and also prepare you for other opportunities?

Formal study in health service administration or business management makes sense for those whose career path is leading to senior management and executive roles, and some choose to pursue the Master of Business Administration (MBA) qualification. Others may find the public policy perspectives in Master of Public Policy (MPP) or Master of Public Health (MPH) a better fit with their interests.

Opportunities for leadership development and coaching can be found in employer-provided training, or programmes offered by organisations such as **Leadership New Zealand Pumanawa Kaiarahi O Aotearoa, Ngā Manukura o Āpōpō, Māori Women's Development Inc – Hei Manaaki i Te Mana Wāhine Māori** or **Women and Leadership New Zealand** or qualifications such as Massey University's **Master of Advanced Leadership Practice**.

Importantly, in addition to education, challenging assignments and developmental relationships have been identified as key in learning to be an effective leader.<sup>25</sup>

Challenging assignments include the increased scope involved in taking a formal management or leadership position. Stretch assignments are valuable leadership development experiences, such as:

- improvement projects or implementation of innovation in practice which involve change
- job rotation or secondment

25 Yip, J., & Wilson, M. S. (2010). Learning from experience. Chapter 2 in Van Velsor, E., et al (eds). (2010). *The Center for Creative Leadership Handbook of Leadership Development*, 3rd ed.

- stakeholder engagement, e.g. co-design with consumers.

Positioning yourself for these kinds of assignments means asking: What is the group to be led? Where does it fit in the organisation? Why does it exist? Who is involved? What are the goals? Given a broader mission and vision, what specifically is the group trying to do?<sup>26</sup>

- \* Ask what problems need addressing or what opportunities exist and how you can be involved.

In developmental relationships one person is recognised as the learner, but there's often mutual and reciprocal development.<sup>27</sup> Most relevant to nurses growing into governance are three roles with different developmental dynamics: **'A coach talks to you, a mentor talks with you, and a sponsor talks about you'**.

- \* Ask yourself who you might coach or be coached by, who you might mentor or be mentored by, and who you can sponsor or be sponsored by.

*Test and prove yourself in voluntary roles in professional and community-based organisations.*

Those who can recommend or promote you as someone who can add value in a governance role will only do so if they know so. They will have seen that you have the knowledge and skills required to be an effective board member tested in similar situations, such as committee work, advisory panels or change projects. Pathways accessible to all nurses can be found not only in work responsibilities, but also through professional involvement in special interest sections and colleges.

Opportunities to be involved in groups using a formal structure and decision-making process can be found across all **facets of life**. In a stepping stone approach to growing into governance, you could test your propensity for working towards a common goal with others who hold different perspectives and assess whether you find it rewarding by:

- being on your body corporate committee (more about body corporate governance for owners in unit titled developments at **Tenancy Services**)
- being a school trustee (more information and resources at **New Zealand School Trustees Association Te Whakaroputanga Kaitiaki Kura o Aotearoa**)

26 McGill, M. E., & Slocum, J. W. (1998). A Little Leadership, Please? *Organizational Dynamics* 26 (3):39-49.

27 Kram, K. E., & Ragins, B. R. (2007). The Landscape of Mentoring in the 21st Century, Chapter 27 in Ragins, B. R, and Kram, K. E. (eds). *The Handbook of Mentoring at Work: Theory, Research, and Practice*. Sage Publications: Thousand Oaks, CA.

- being on the committee of a professional organisation, special interest group, or any sort of club or group (**from Sport New Zealand** a free online course of seven modules, **Governance 101**)
- being on the board of a not-for-profit, such as organisations working in the community, including charitable organisations (more information about community organisations at **Community Law** and **CommunityNet Aotearoa**).

*Consider undertaking specific preparation for board responsibilities: formal mentoring opportunities and programmes in Aotearoa New Zealand.*

Recognising that increasing diversity amongst board members requires positive action, the Institute of Directors has a programme, **Mentoring for Diversity**, specifically directed to large listed companies.

- \* Use your networks to find organisations offering apprenticeship type or shadowing opportunities.
- \* Why not propose an apprenticeship programme to your target organisation? Resources at the global not-for-profit social franchise **Board Apprentice** and examples such as the **board apprentice scheme** at The Royal New Zealand College of General Practitioners Te Whare Tohu Rata o Aotearoa may be useful.

Nationally, a range of providers offer specific education and training opportunities for governance. Check out these webpages for some of the courses on offer:

- Waikato University's **Te Mata Hautū Taketake/Centre for Māori and Indigenous Governance** offers a range of training programmes
- Canterbury University's **Master of Policy and Governance** or **Master of Māori and Indigenous Leadership**
- **Institute of Directors – Director Development** for listings of courses, webinars and the **2018 Director Development brochure**
- **Governance New Zealand Inc** (formerly Chartered Secretaries New Zealand) for the **professional education programme** and weekend **workshops**
- **Appoint Better Boards** links to an opportunity for private **advice and feedback** with the founder of Appoint Better Boards; has also established a **Māori Governance Special Interest Group** sponsored by Te Whare Hukahuka

*Consider undertaking specific preparation for board responsibilities: online internationally.*

- **Te Whare Hukahuka** for **Ka Eke Poutama – Rangitahi into Governance and Leadership Programme** and programmes offered to governance groups: **Māori Leaders Programme: Paddling the waka as one**, **Rautaki Strategic Planning Programme**.

A search through Massive Open Online Courses (MOOCs) – with a little lateral thinking – can turn up many relevant course topics, for instance:

At **FutureLearn**:

- **Business Futures: Sustainable Business Through Green HR** provided by RMIT University
- **Managing Public Money** provided by The Open University
- **Understanding Public Financial Management: How is Your Money Spent?** provided by SOAS University of London.

At **Coursera**:

- **Effective Leadership and Governance for Nonprofits**, provided by Voluntary Sector Studies Network (VSSN) administered by Luther College at the University of Regina SUNY
- **Finance for everyone** provided by McMaster University.

*Become familiar with nurses' perspectives on the world of governance.*

Networking with colleagues involved in governance to hear their perspectives and experience will be useful, and consider what you can learn from nurses who have shared their insights in publications such as those below.

**Board governance: Yes you can** by Carol Boswell, 2016, in *Nursing* 2016 46(7):49-51. Boswell argues that three fundamental nursing skills – process, communication and delegation – transfer directly to the boardroom.

**A view from the hospital boardroom** by Mary Jane DiMattio, 2015, *Nursing Outlook* 63(5):533-6.

DiMattio believes success involves leveraging foundational nursing interpersonal competencies to understand others in the boardroom. She gives six pieces of advice based on experience:

- 1 differentiate between governance and operations
- 2 make data-driven arguments that address costs – both monetary and other
- 3 understand... the forces affecting health care
- 4 seek and be a mentor
- 5 be prepared to confront nursing's invisibility and to grapple with internal forces that divide us
- 6 recognise that leadership sometimes entails being unpopular.



**Keys to successful board service**, an interview with Marla Salmon summarised by Allison Nordberg, 2016, in *American Nurse Today* 10(7):48 identifies several factors in Salmon's development as a nurse towards leadership and governance roles:

- understanding how organisations advance social good
- knowing how your expertise and experience benefit the organisation
- learning that who you know and how you relate to them matters
- being aware of the need to be a statesperson without a country (i.e. leaving behind any narrow agendas).

In the **full interview**, online with other resources at the American Nurses Foundation's **Nurses and Board Leadership** webpages, Salmon says, "The opportunities I have had to make a difference throughout my career have often occurred because I view *nursing as my way of making a difference in the broader world.*"

*Follow or join a governance organisation.*

Some examples, listed alphabetically:

- **Appoint Better Boards** founded in 2012 by **Simon Telfer**, with more than 12000 members at the time of writing: 47 per cent are female, 57 per cent are under 45, 28 per cent are non New Zealand European
- **Governance New Zealand Inc** (formerly Chartered Secretaries New Zealand) has **Women on Boards New Zealand** as a division, and runs the national **Women in Governance Awards programme**
- **Institute of Directors** has a 40-year history, more than 8700 members at the time of writing, eight branches and 120 member events annually.

## How do you find the right opportunity?

*Be clear about your goals and needs.*

In planning how you prepare and position yourself for a role in governance, explore these questions: What am I interested in? Where would I like to have influence? What would motivate me? Am I able to take an unpaid role to gain experience? Do I need to seek cultural mentoring? Your answers will help you focus on useful development, experience and networking.



### Be open to being asked.

Putting yourself forward may not resonate with you personally or culturally, but you can be open to what others see in you. For instance, Pauline Fuimoana Sanders, researching Pacific nurses in primary health care, found a shared perspective that leaders are chosen on demonstrated ability.<sup>28</sup>

### Register your interest.

- The Ministry for Women Minitatanga mō ngā Wāhine runs a **nominations service** to state sector boards and committees (and occasionally receives requests outside the state sector) for those who are “ready and interested in sitting on a board”.
- Te Puni Kōkiri’s Realising Māori Potential runs a **nominations service** to government boards, committees, advisory groups and trusts as outlined in the brochure **Whakahaere Kawanatanga**.
- The Ministry for Pacific Peoples Te Manatū mō Ngā iwi o Te Moana-nui-a-Kiwa runs a **nominations service** to state sector boards, committees, advisory groups and trusts and includes a list of questions for self-assessment and **FAQs**.
- The Office of Ethnic Communities Te Tai Matawaka runs a **nominations service** for New Zealanders in “other ethnic groups” (defined as not Māori, Pacific or Anglo-Celtic/Pākehā) with governance experience who are “interested in helping to make decisions in the public sector”.
- Appoint Better Boards lists paid and unpaid directorships in **find a board position**, and membership means you can be listed in **find a board member**.
- Membership of the Institute of Directors gives you access to **director vacancies** and eligibility for listing in a **database** used to forward names to clients using the Director Search service.
- The **DHB board member appointment process** takes applications for consideration.
- Let the people in your networks who can help know you are interested and why.

### Finding the right fit: what kind of organisation will work for you?

In their 2016 book, *Difference Makers. A Leader’s Guide to Championing Diversity on Boards*, Nicky Howe and Alicia Curtis outline these questions, ranging from personal philosophy to the very practical, as part of assessing your fit with a given organisation.<sup>29</sup>

28 O’Connor, T. (2018). Why aren’t there more Pacific nursing leaders? *Kai Tiaki Nursing New Zealand* (24)5:26-72.

29 Howe, N., & Curtis, A. (2016). *Difference Makers. A Leader’s Guide to Championing Diversity on Boards*. Major Street Publishing: Brighton VIC.

Is the organisation right for you?	
Do you align with the overall vision and purpose of the organisation? Does it fit with your personal goals and values? What causes are important to you?	
What type of organisation are you best suited to? A traditional organisation that has been around for many years? A start-up not-for-profit? A social enterprise? Where is the organisation in its life cycle?	
Will you fit the culture of the board? Look at the people who already sit on the board. Will these be the people you want to work with?	
What do you want to get out of sitting on a board? Will you get that from the organisation you are interested in?	
Does the board meet at times accessible to you?	

*Finding the right fit: what kind of board leadership will work for you?*

Related to questions about the culture of the board, what can you learn about the leadership style of the chair? The chair plays “...an integral role in building the environment for collaboration. They never make assumptions; they set the tone; collaborate; are mindful; respect the time of others and most importantly they listen”.<sup>29</sup> Why not also think about growing your own leadership in this style?

# All the reasons you think you can't, and all the reasons you can

*Directors have 'fiduciary responsibilities' – I don't even know what that means... And what about director liability?*

The word ‘fiduciary’ comes from the Latin *fidere*, to trust, so ‘fiduciary responsibilities’ arise from directors being in a position of trust.

In the Companies Act 2003, **Part 8: Directors and their powers and duties** provides for the business and affairs of a company to be managed by the board, and for delegation of its power to an employee (usually the CEO) with direction and supervision as if the board itself were exercising its power. **Section 131** states that directors must exercise their powers and perform their duties “...in good faith and in what the director believes to be the best interests of the company”.

Directors’ duties are stated positively as **what directors must do:**

- act in good faith and in the best interests of the company
- exercise care, diligence and skill, i.e. the duty of care

- use information and advice (such as reports, statements and financial data supplied by an expert or company employee) in good faith, but make proper inquiry when warranted
- exercise powers for a proper purpose
- comply with the Act and the company's constitution.

**Section 137** states that duty of care means a director "...must exercise the care, diligence, and skill that a reasonable director would exercise in the same circumstances". Directors must take into account the nature of the company, the nature of the decision, and the nature of their responsibilities.

The Act also specifies **what directors must not do**. They must not trade recklessly (agree or allow for company business to be carried out in a way that creates a substantial risk of serious loss to creditors) or agree to a company incurring inappropriate obligations. Failing to act in the best interest of the company is a significant breach of duty and therefore carries a significant penalty. However, **Part 21: Offences and penalties** shows that using common sense would keep you safe.

While breaching these duties is a criminal act incurring personal liability, the Act provides for **indemnity and insurance** enabling companies to insure directors against legal costs and possible damages in defending allegations of wrongful acts in their capacity as directors.<sup>30</sup>

- Your nursing career has been a continuous, real-life preparation for fiduciary responsibilities – these standards are the same as those expected of us as health professionals, and the decisions we deal with daily in health service delivery means we are practised in dealing with complexity.

*Doing due diligence  
– how would I find  
out what I'm getting  
into?*

A set of questions for **due diligence** at the Ministry for Women covers what you will want to know about a particular board and also what you will need to know about yourself. It also has an overview of **board documents** to include in your personal research. There's also advice at Te Puni Kōkiri on **joining a board**. Particular points to look for are a position description, induction and indemnity insurance.

This discussion of **effective board culture** at **American Hospital Association Trustee Services** may also help you formulate some searching questions.

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<sup>30</sup> Institute of Directors. (2017). *The Four Pillars of Governance Best Practice for New Zealand Directors*. Institute of Directors: Wellington, p 218.

- The skills and deliberation you bring to important decisions such as buying a property, taking a new job or planning an overseas trip can be applied here.

*The health and safety responsibilities worry me...*

The **Health and Safety at Work Act 2015** came into effect on April 4, 2016. **Worksafe New Zealand** has an overview of **what this law means**. Guidelines for company directors on their health and safety responsibilities, **Health and Safety Guide: Good Governance for Directors**, were published jointly by the Institute of Directors and WorkSafe New Zealand in March 2016.

Check out an **extract** on designing a compliant governance framework for health and safety from *Corporate Governance. A Practical Handbook – 2nd Edition*, 2016, edited by Karen Martyn.

Board leadership in health and safety goes beyond compliance, according to **Kirsten Ferguson**, who has proposed a **safety governance pathway**.

- Nursing has given you a knowledge base (about health and wellbeing, injury and ill health), and experience of work environments where risk management and promotion of safety are primary concerns. This is part of the value you add to a board, along with your professional understanding of ultimate accountability.

*I'm not sure I have the financial understanding...*

Bringing new members up to speed on financial and budgetary matters is part of a board ensuring its own capability. Your value proposition may not be about financial management; that may be the value another board member brings. A counter-perspective to the idea that all board members will be equally highly skilled in the area of finances is this: “The important thing as far as finance goes is that it has to be explained to [board members] so they can understand it... If [the chief financial officer] can't explain it to them, then something's wrong with the chief financial officer”.<sup>31</sup>

- You might understand more than you think you do – nurses in senior roles are often managing significant budgets. Increase your financial literacy by getting some coaching or self-directed learning, such as this tutorial in **Reading the Balance Sheet**, or a book such as **Corporate Finance For Dummies**.

*I was asked, but I don't think I am ready...*

Ask yourself whether you're saying that because there are some skill gaps you want to attend to, or if it's something else. Here's what Dr Kirsten Ferguson says in an *International Women's Day* interview in the Twitter Blue Room (scroll down **here** to find the 48 second clip):

31 Mason, D. J., et al. (2013). **The representation of health professionals on governing boards of health care organizations in New York City**. *Journal of Urban Health* 90(5):888-901, page 897.

- “...trust in yourself, say ‘Yes’ to opportunities, even if you don’t think you’re ready for it, someone else clearly does, if they’ve offered you that opportunity, so listen to them, trust in them ...you have a story to tell, you have value to offer...”

*I’m not sure I can make a difference...*

Although governance models are very different in the American health care system, there’s a universality in nurses’ abilities and commitment. So, if there’s one thing you read, make it this 2012 article by Susan Hassmiller, [Professional Development: Nurses on Boards](#) for the inspiring stories of what six nurses in governance achieved.

- In Hassmiller’s words: “Nurse leaders already possess many of the capabilities needed for board leadership. Personal skills, professionalism, and collaboration, honed through years of patient care and the supervision of others, may come naturally. Other knowledge and skills required for board service may need to be developed through continuing education. But nurses should challenge themselves to consider board leadership as a new avenue of service that can have a significant, lasting impact on the transformation of the nation’s health and health care”.<sup>32</sup>

## Resources: books on governance to buy, borrow or download

*Nurse on Board: Planning Your Path to the Boardroom*, 2015, by Connie Curran and published by Sigma Theta Tau

- This was written for a North American nursing audience and highly readable, especially if you often dip into American publications.
- Current NZNO members can borrow the copy held by the [NZNO library](#).

*Corporate Governance. A Practical Handbook. 2nd Edition, 2016*, edited by Karen Martyn and published by Wolters Kluwer.

- This was written for New Zealand practice. Topics covered are listed [here](#).
- It includes a CD-ROM with checklists and templates, and guidance on the Health and Safety at Work Act.

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32 Hassmiller, S. (2012). [Professional Development: Nurses on Boards](#). *American Journal of Nursing* 112(3):61-66, p 61.

- Check out a publisher provided [extract](#) on designing a compliant governance framework for health and safety, or a [review](#) of the first edition (2013) of the handbook.

*The Four Pillars of Governance Best Practice for New Zealand Directors*, 2017, by the Institute of Directors

- This was written for New Zealand practice.
- It is included in [membership of IOD](#), or borrow from the NZNO library.

*Corporate Governance in New Zealand. Principles and Guidelines. A handbook for directors, executives and advisers*, 2014, from the Financial Markets Authority Te Mana Tatai Hokohoko

- The Financial Management Authority (FMA) has a primary focus on issuers of securities and entities providing financial services. The handbook [can be downloaded](#), and includes [nine high-level principles for corporate governance](#). Since public sector organisations have owners, and are accountable to them as well as to other stakeholders and the public, the FMA says they should observe the principles to "the fullest extent that they can, except where they are subject to competing statutory or public policy requirements".

*Corporate Governance: Principles, Policies, and Practices*, 3rd Edition, 2015, by R I (Bob) Tricker, published by Oxford University Press

- The first chapter of this book is available [online](#) and gives general history of the development of corporate governance. It is most useful for its international perspective and discussion of lessons from the global financial crisis.

*A Handbook of Corporate Governance and Social Responsibility*, 2010, edited by Güler Aras and David Crowther, published by Gower Publishing

- Chapter 10, Corporate Governance – Responsibilities of the Board, by Maria Aluchna, is available [online](#) at ResearchGate (membership is free).

*The Effective Not-for-Profit Board. A Value-Driving Force*, 2013, by C Rassart and H Miller, published by the Deloitte Centre for Corporate Governance: Montreal

- A 56 page book giving a comprehensive overview, including the Deloitte Governance Framework, templates and further resources for thought leadership is available [online](#).

# Resources: training and online tools for governance in Aotearoa

## Specific education, training opportunities or support for governance

**Institute of Directors – Director Development** for listings of courses (including **Mentoring for Diversity**) and webinars

**Governance New Zealand Inc** (formerly Chartered Secretaries New Zealand) for the **professional education programme** and weekend **workshops**

**Appoint Better Boards** links to an opportunity for private **advice and feedback** with the founder of Appoint Better Boards and has a **Māori Governance Special Interest Group**, sponsored by Te Whare Hukahuka, that facilitates networking

**Te Whare Hukahuka** for **Ka Eke Poutama – Rangitahi into Governance and Leadership Programme** and programmes offered to governance groups: **Māori Leaders Programme: Paddling the waka as one**, **Rautaki Strategic Planning Programme**

University of Waikato, **Te Mata Hautū Taketake/Centre for Māori and Indigenous Governance** offers a range of training programmes

University of Canterbury's **Master of Policy and Governance** or **Master of Māori and Indigenous Leadership**.

## Resources specific to governance in Aotearoa

University of Waikato's **Te Mata Hautū Taketake/Māori and Indigenous Governance Centre** resources and **research reports**

Community Research's collection of **resources for applying te Tiriti o Waitangi** in your organisation, particularly **Ngā Rerenga o te Tiriti: Community organisations engaging with te Tiriti o Waitangi**

Sacha McMeeking's practical tools to help iwi and Māori organisations promote their kaupapa at **kaupapa.org**

Katoa Limited's resources at **Kaupapa Māori Governance**. Guidance for researchers on **Māori ethical frameworks** at the **Rangahau** website may also be useful.

The Auditor General's 2016 report *Principles for effectively co-governing natural resources*

Te Puni Kōkiri's **publications about governance**, particularly **Ngā Pōari Whakahaere Being on a Board** and **Whakahaere Kawanatanga**



The Ministry for Pacific Peoples Te Manatū mō Ngā iwi o Te Moana-nui-a-Kiwa's self-assessment on the [nominations service](#) page and [FAQs](#)

The Office of Ethnic Communities Te Tai Matawaka's [nominations service](#).

There are many more resources at:

- [Women on Boards New Zealand](#), a division of [Governance New Zealand](#)
- [Women in leadership](#) at the Ministry for Women, Minitatanga mō ngā Wāhine
- The [New Zealand Institute of Directors](#).

## Resources: recommended classic articles on governance

What makes great boards great, 2002, by Jeffrey Sonnenfeld, in *Harvard Business Review* 80(9):106-13. Read it [here](#).

- This article argues that a board's effectiveness is less about work structures and more about how it functions as a social system: "Good boards are, very simply, high-functioning work groups. They're distinguished by a climate of respect, trust, and candor among board members and between the board and management".

Not the usual suspects: How to use board process to make boards better, 2003, by Sydney Finkelstein and Anne Mooney, in *The Academy of Management Executive* 17(2):101-13. Register [online](#) for a free account to read the article.

- This article argues for five process goals: engage in constructive conflict; avoid destructive conflict; work together as a team; know the appropriate level of strategic involvement; and address decisions comprehensively. (Be aware that in America the chair of the board may also be the CEO of the organisation.)



# Resources: recommended research-based perspectives on governance

**What makes for a value-creating corporate board? A literature synthesis and suggestions for research**, 2013, by Markus Kallifatides and Pernilla Petrelius Karlberg, as a working paper from the Stockholm School of Economics.

- This resource answers the question by proposing “that it all depends”, but that overall, academic research increasingly acknowledges “...that it is the *qualities* of the corporate board that explain its contribution to corporate output”.

**The representation of health professionals on governing boards of health care organizations in New York City**, 2013, by D. J. Mason, D. Keepnews, D. J. Holmberg, et al, in *Journal of Urban Health* 90(5):888-901.

- This resource proposes three strategies: systematic preparation and promotion of health professionals for board membership; mentorship and sponsorship; individuals having a personal strategy for developing the necessary qualifications and visibility.

**A Framework for Diagnosing Board Effectiveness**, 2004, by G. J. Nicholson and G. C. Keil, in *Corporate Governance: An International Review* 12(4): 442-60.

- Using systems theory, this framework develops the idea that the board’s intellectual capital (a mix of human, social, structural and cultural capital) transforms inputs (such as information, environmental feedback, legal constraints etc) to outputs such as board and corporate performance. It also discusses board and corporate performance scenarios.

**Kaupapa Maori Governance: Literature Review and Key Informant Interviews**, 2003, by M. Penehira, F. Cram and K. Pipi, prepared by Katoa Ltd for Te Puawai Tapu.

- This review draws on indigenous and non-indigenous governance literature, and is grounded in the experience of six key informants knowledgeable about Kaupapa Māori governance. It proposes that self-determination is essential and gives indigenous peoples “...the opportunity to contemplate the appropriate mix of traditional and contemporary elements” in creating governance models. It proposes a three part model combining Kaupapa Māori principles and critical practice issues.

# Resources: online related to health service governance

**American Hospital Association Trustee Services** has **updates** on governance topics, and a resource repository which includes **good governance practices**, **issues and trends** and **tools**. It also has a number of publications on competency-based governance which you can find amongst its **resources for good governance practice** (or by searching the **website** for these titles) such as:

*Competency-Based Governance: A Foundation for Board and Organizational Effectiveness*, 2009, by the Center for Healthcare Governance, published by the American Hospital Association, Chicago

*Competency-Based Governance Enters the Health Care Boardroom*, 2010, by Deborah Cornwall for the Center for Healthcare Governance, published by the American Hospital Association, Chicago

*Competency-Based Governance Toolkit*, 2010, by the Center for Healthcare Governance, published by the American Hospital Association, Chicago

- This toolkit is mostly a bank of tools, but the eight-page overview of the competency-based governance model is worth reading, not least because the 18 core competencies (15 personal capabilities and three sets of knowledge and skills) are a starting point in some of the resources related to nurses on boards (such as this 2012 article by Susan Hassmiller, **Professional Development: Nurses on Boards**).

**The Governance Institute's resources** can be accessed through a free sign-up.

**Great boards ask tough questions: what to expect from management on quality**, 2005, from The Governance Institute. Download this publication from the Institute of Healthcare Improvement at the link. It is free to register.

**Governance Leadership of Safety and Improvement**, a collection of resources from the Institute of Healthcare Improvement at the link. It is free to register.

# Resources: online related to nurses in governance

**The Nurses on Boards Coalition** (NOBC)

- A broad coalition in the USA prompted by the 2010 Institute of Medicine report, **The Future of Nursing: Leading Change, Advancing Health** aiming to improve the health of communities and the nation, through the service of nurses on boards, by advancing at least 10,000 nurses on boards by 2020.

**Nurses on Boards: The Time for Change is Now**, 2016, from Capella University for NOBC.

- A good overview (18 pages) of NOBC's campaign and the case for nurses on boards.

**Nurse on Board: Planning Your Path to the Boardroom**, 2015, by Connie Curran, published by Sigma Theta Tau.

- Read [a tribute to the author](#) of this book, or this chapter, **Nurse on board: Board basics**.

### Oregon Nurses on Boards

- This comprehensive set of resources provided by the Oregon Nurses on Boards initiative is nearly a 'Governance 101' for nurses. Obviously geared to the North American scene, but there are many **resources** here with immediate resonance and relevance. Includes articles, such as **Strategic Thinking: A Nurse's Skill, Your Leadership Presence**, and **podcasts**.

### Future of Nursing Campaign for Action resources

- Under ISSUES, select 'Promoting Nursing Leadership', or search for 'boards' to find resources.

## Selected articles

DiMattio, M. J. (2015). **A view from the hospital boardroom**. *Nursing Outlook* 63(5):533-6.

Hassmiller, S. (2012). **Professional Development: Nurses on Boards**. *American Journal of Nursing* 112(3):61-66.

- Note: this article references the **core governance competencies** identified for the American Hospital Association's Center for Healthcare Governance's *Competency-Based Governance Toolkit*, Blue Ribbon Panel on Trustee Core Competencies Work Group.

Hassmiller, S., & Combes, J. (2012). Nurse leaders in the boardroom: a fitting choice. *Journal of Healthcare Management*. 57(1):8-11 (**excerpt**).

McBride, A. B. (2017). **Serving on a hospital board: A case study**. *Nursing Outlook* 65(4):372-9.

Polansky, P., et al.. (2017). **Nurses leading change to advance health**. *Nursing Outlook* 65(6):746-52.

Prybil, L. D. (2016). **Nursing engagement in governing health care organizations: past, present, and future**. *Journal of Nursing Care Quality* 31(4):299-303.

Sundean, L. J., et al. (2017). **Nurses on health care governing boards: An integrative review**. *Nursing Outlook* 65(4): 61-71.

Sundean, L. J., & Polifroni, E. C. (2016). **A feminist framework for nurses on boards**. *Journal of Professional Nursing* 32(6):396-400.



NEW ZEALAND  
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TŌPŪTANGA  
**TAPUHI**  
KAITIAKI O AOTEAROA

