Effective governance

Working in partnership

2010
TĒNĀ KOUTOU KATOA

As a school trustee your community has high expectations of you. You can make a direct difference to the students and teachers in your school and in this way contribute to New Zealand’s educational outcomes.

Our education system is as good as any in the world. However, together we face a serious and complex challenge: while many of our children receive a high quality education, a significant number still miss out.

I want to work with you to meet the challenge of providing strong strategic leadership that will lift the educational achievement of these young New Zealanders.

Boards of trustees have a governance responsibility to support better student progress and to raise student achievement. The Ministry is committed to supporting boards to do the best job they can.

It has been 20 years since Tomorrow’s Schools was introduced and what we have learned since has helped us to determine what effective governance looks like in schools. The Effective governance – Working in partnership resource outlines the purpose, principles and practices of effective governance.

I want to acknowledge all those who have contributed to developing this resource: the writers, the reference group and others who gave feedback during the consultation.

I hope you find this resource valuable in helping you meet the expectations and aspirations of your students, families and whānau.

Nāku noa

Karen Sewell
Secretary for Education
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INTRODUCTION

As a board of trustees’ member, you play a vital role in leading the future direction and performance of your school.

These guidelines will help you understand the board’s governance role and how to fulfil the responsibilities that go with it. The content should be relevant to you, regardless of your level of experience in governance roles.

In this publication, the Ministry of Education contracted Boardworks International and, together with the New Zealand Schools Trustees Association (NZSTA), brought together the key insights that have been learned about effective governance in schools and other organisations over the last 20 years.

School governance structures and processes are part of a system designed to support better student progress and achievement outcomes. To reflect this, these guidelines address the three key aspects of governance:

1. Purpose
Why do schools need to be governed and to what end?

2. Principles
What are the most important philosophical ideas on which good governance is based?

3. Practices
What are the most efficient and effective ways to go about the governance role?

These guidelines are not intended to replace but to complement other information available to school boards. To assist you, we have provided helpful links to other resources produced by the Ministry, the NZSTA and the Education Review Office (ERO).

For further support and guidance contact your local Ministry of Education office and/or the NZSTA.

1 Refer to http://www.minedu.govt.nz/AboutThisSite/ContactUs.aspx
2 Refer to http://www.nzsta.org.nz
PURPOSE OF GOVERNANCE

To govern well as a school board member, you need to know what is expected of your board and of you as a trustee.

The purpose of school governance has several key components, which are discussed below.

1 **Accountability to the Crown and community for improved student progress and achievement**

   In 1989 the Tomorrow’s Schools reforms brought about radical changes to New Zealand school governance.

   Before 1989, government agencies made the main governance decisions for schools. After 1989, governance responsibility shifted and schools became responsible for their own decision-making. Democratically elected school boards of trustees became a special form of government agency called a Crown entity. These entities, empowered by government, control the management of their local school within a national accountability framework.

   Today, a board governs each school. Board members are elected, selected, co-opted or appointed to act on behalf of the school’s community to ensure that the school continuously improves student progress and achievement outcomes. The board is accountable to its parents and community for those outcomes so it needs to think carefully about how it identifies with and communicates with that community.

   Thinking about the primary role of the board of trustees has also changed considerably since 1989. The focus has moved from a preoccupation with non-educational matters, such as property and finance, to a more specific focus on the primary purpose of a school – the improvement of student progress and achievement. All other tasks and activities exist to support improved student progress and achievement. This shift in thinking has impacted on the way school boards approach their role, and reflects modern thinking about the purpose and implementation of governance responsibilities.

   Boards provide strategic leadership and direction to schools. They create a policy framework which gives direction to guide all school activities. Some of the processes that support boards with their strategic planning and review, and policy-making activities are discussed later in these guidelines.

   An effective and efficient board sets standards of excellence and accountability for its own performance based on the effect it gives to the National Education Guidelines (NEGs), and the school’s Charter. This means making the best possible use of its members’ capabilities and the time the board devotes to fulfilling its role and responsibilities.

   Professional development support is available to boards to help achieve this.
2 Recognising and enhancing the particular characteristics of the school

Schools form part of a national system of education. However, each school is different. This is because every school has its own character, culture or particular feature that is central to its identity, as well as differences in location, catchment, student body and staff make-up.

A school’s characteristics should reflect the needs and aspirations of its stakeholder community. This is particularly important for schools such as Kura Kaupapa Māori, special schools, residential schools, state integrated schools and designated character schools.

Schools usually want to be known for and excel in their particular characteristics. The following examples illustrate how several schools have expressed this:

[Our Purpose] To educate the students in an environment of excellence which prepares them for future challenges and lifelong learning.

Within a supportive Catholic community we challenge our students to achieve academic success, spiritual growth and positive citizenship.

To be the school of choice for local families seeking a supportive and co-educational environment which promotes individual achievement and mutual respect.

[The] College offers a balanced, challenging academic and co-curricular programme. It has high expectations for success for all students. Its mission is to inspire students to develop their talents, to reach well beyond the ordinary, to acquire a life-long passion for learning, and to become productive citizens who appreciate the importance of service, leadership and traditional values in a changing world.

[The] School will provide, within a professional framework, a learning environment for all students to strive for excellence and to develop their personal potential, understanding of social responsibility, and respect for individual and cultural differences.

The vision for the whānau of Te Kura Kaupapa Māori [the school] is – A Wānanga of Excellence. This vision recognises the importance of all people within the kura and their contribution to developing and maintaining a place of learning where excellence is achieved across all pursuits.

Stakeholder communities must acknowledge that while there are some basic requirements for all schools, such as the delivery of a national curriculum (made up of two documents, The New Zealand Curriculum and Te Marautanga o Aotearoa). Schools also need to reflect their local community’s needs and aspirations.

3 School compliance

The Education Act 1989 (the Act) establishes a board of trustees for every state and state integrated school. The board (and not the school) is a separate legal and Crown entity.

In particular the board should refer to Sections 75 and 76 of the Act which state:

75. Boards to control management of schools

Except to the extent that any enactment or the general law of New Zealand provides otherwise, a school’s board has complete discretion to control the management of the school as it thinks fit.

76. Principals

(1) A school’s principal is the board’s chief executive in relation to the school’s control and management.

(2) Except to the extent that any enactment, or the general law of New Zealand, provides otherwise, the principal—

(a) shall comply with the board’s general policy directions; and

(b) subject to paragraph (a), has complete discretion to manage as the principal thinks fit the school’s day to day administration.

While schools have considerable discretion they are not autonomous. Boards need to ensure that their school acts lawfully (in a general sense) and fulfils its obligations in the national education system.

Every school board must have a Charter which outlines how that school will give effect to the NEGs. This is the board’s undertaking to the Crown that they will take all reasonable steps to ensure the school is managed, organised and administered properly.

The National Administration Guidelines (NAGs) set out statements of desirable principles of conduct or administration for schools.

In particular boards should note NAG(1) which states that:

Each board of trustees is required to foster student achievement by providing teaching and learning programmes which incorporate The National Curriculum as expressed in The New Zealand Curriculum 2007 or Te Marautanga o Aotearoa.
**Allocating decision-making responsibilities**

Boards of trustees are ultimately responsible and accountable for almost everything that happens within their schools. The board delegates some of its authority to the principal. The principal is the board’s chief executive and has complete discretion to manage the day-to-day administration as they think fit, so long as it complies with the board’s general policy decisions. In turn, the principal may delegate some of that authority to other members of staff.

While this explains why a board’s governance role is often described as a ‘hands-off’ one, the board cannot delegate its ultimate accountability for the school’s performance. It remains responsible for all the decisions it makes and those made by others on its behalf – ‘the buck stops with the board’.

Since 1989, clarifying and maintaining the distinction between the role of the board and that of the principal has been an ongoing challenge. Primarily, the board governs, providing overall direction and control of the school, while the principal – as the school’s ‘chief executive’ – manages school operations.

**Finance**

The board has full responsibility for the school’s financial health but, as the board’s chief executive, the principal usually handles detailed budgeting or day-to-day financial management of the school. Before the board can delegate this task to the principal, however, it must prepare the high-level strategic and policy framework that will guide the principal’s decision-making.

The board should consider a number of factors before making a delegation to the principal, such as preparing a budget. For example:

- **Statutory requirements** – what does the law say?
- **Government/Ministry of Education policy** – what funds are available and how must they be used?
- **Charter** – what is the school committed to achieving?
- **Property plans** – what commitments has the board made in the next 5–10 years?
- **Board financial planning** policies – what does the board say about important considerations in making financial plans and decisions?
- **Financial delegations to the principal** – what authority has been given to the principal to make decisions without further reference to the board?

**Property**

The Ministry of Education is responsible directly to Government for ensuring that school boards care for school property and use public funding allocated for school property appropriately.

Schools receive two principal grants from the Ministry: the Operational Grant and a Capital Funding Grant (sometimes known as the Property Grant). Capital purchases are purchases of assets. Operational expenditure is the costs incurred in running the school on a day-to-day basis. The Operational Grant is the main source of funds the board uses – through policy direction – for learning resources and the day-to-day running of the school. It may also be used for capital purchases provided they are included as such in the budget and the budget meets the board’s criteria. The Capital Funding Grant is solely for capital purchases. Schools may have additional sources of funding from donations, trading, activities, fundraising and sponsorship.

In deciding the extent to which it should focus on any particular matter the board must take into account its Crown entity status, its governance responsibilities and its ultimate accountability for improving student progress and achievement. Part of this process is deciding which decisions the board will make itself and which decisions it will delegate to others.

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5 Refer to the Funding, Staffing, and Allowances Handbook which is available at www.minedu.govt.nz/resourcinghandbook. The Financial Information for Schools Handbook (FISH) is available at www.minedu.govt.nz/schoolfinances

6 In the case of integrated schools the Proprietor, as owner of the land and buildings, is responsible for the property and receives funding on a per pupil basis for major capital works and maintenance that is outside of the responsibility of the board of trustees. The board of a state-integrated school receives maintenance funding to cover its responsibilities.
From a governance perspective, caring for school property does not mean that trustees will physically engage in property-related work. Rather, to discharge their governance responsibilities, boards need to establish long-term (10-year) property plans, policies and procedures to ensure that maintenance work, property upgrades and new building projects and other statutory requirements meet the correct standard and comply with the Ministry’s property policies.

Depending on the needs and resources of some schools, community assistance may sometimes be given to maintain school property to the necessary level. If any trustee contributes assistance he/she does so on the same basis as any other volunteer – not because it is part of a school trustee’s role description.

5 Keeping the school ‘on track’

Effective boards with a focus on improved student progress and achievement express their longer-term strategic goals, complemented by annual goals (including student progress and achievement targets), in the school’s Charter. The following table shows the relationship between the components of the Charter, the requirements of the Act and key responsibilities.

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The school’s Charter provides benchmarks against which the board regularly monitors progress. Once the ‘right direction’ has been set through the development of a Charter the board has the important role, with the principal, of seeing that the school is kept ‘on track’.

Keeping on track to support the improvement of student progress and achievement means the board will ask:

- what does improved student achievement look like?
- how will we know if it is happening in our school?
- what kind of data and evidence should we expect to see?
- how will we use this information to make and/or support quality decision-making in our school?

In order to make sense of the answers to these questions, trustees need to understand the school’s assessment procedures (including for national qualifications); self review (strategic, regular and emergent); how and why schools set goals and targets; and how and why there are planning and reporting requirements.

This reflects the board’s responsibility for ensuring that its school not only remains viable, but that it thrives and is a valued and respected part of its community. This responsibility relates not only to the financial well-being of the school but, more broadly, to the school’s character and the extent to which the school reflects its community’s aspirations. It also relates to the extent to which students and their parents wish to support the school by enrolment and continued involvement.

It is vital, therefore, that boards regularly monitor progress against the various performance targets they have set so they can anticipate and quickly address any issues that arise.

To avoid being distracted by the day-to-day work of the school and to maintain a focus on governance and communicating with stakeholders, it is helpful for boards to continually ask questions like, is the school:

- reaching its educational achievement targets?
- improving its performance over time?
- avoiding issues and incidents that may undermine the community’s confidence in it?

7 Refer to the Ministry of Education website for further information – www.minedu.govt.nz/property
PRINCIPLES OF GOVERNANCE

A good understanding of the principles of effective governance will help you to determine how your board will operate.

The following principles are discussed in this section.

1 Boards meet the needs of key stakeholders
2 Boards govern on behalf of all stakeholders
3 Boards decide how they will govern
4 Boards’ main responsibility is ‘designing the future’
5 Boards are hands-off, and mainly make policy decisions
6 Boards make collective decisions and speak with one voice
7 Boards monitor performance by reference to policy
8 The board and the principal lead together

1 Boards meet the needs of key stakeholders

A school has more than one ‘stakeholder’ that it is accountable to.

The Crown, as a key stakeholder, has ownership of and responsibility for schools. This responsibility has been devolved to school boards (as legal entities in their own right and therefore at arm’s length from Government) for the day-to-day operation of the school, as elected by their community.

The school’s community is also a key stakeholder group and not only includes current students, and their families, but also includes its members of the wider community: the citizens.

State integrated schools have a proprietor that has a role in the ownership of land and buildings, similar to the Crown’s ownership of property. The proprietor is also a key stakeholder in terms of the special character of the school.

The Ministry of Education, also a key stakeholder, has responsibility to the Minister of Education for monitoring school’s performance on behalf of the Minister.

These key stakeholders are separate from other stakeholder groups that have transactional or business relationships with the school (e.g. employees, funders, regulators and other service providers or recipients).

The composition of the board is designed to bring together the perspectives of the different ‘key stakeholders’.

The board can never delegate its accountability for the school’s performance in achieving desired student progress and achievement outcomes.

In order to report on the school’s performance, the board must define in its governance framework the outcomes it is seeking to achieve, the risks it must manage and the legal requirements it must comply with.

While the main focus of each school is the improvement of student progress and achievement, governance isn’t just about today’s students and their parents. Every community has an interest in the preparation of its younger citizens for their future roles as humane and productive contributors to, and participants in, the wider community, including as parents (and future board members) themselves. The board and its members act in trusteeship in the best interests of the Crown (i.e. the Government), the community and the school, now and in the future.
2 Boards govern on behalf of all stakeholders

Not all of those who might be interested or motivated can participate in all aspects of a school’s decision-making process. School boards, and individual trustees, are elected to act in an independent, stewardship role on behalf of others who cannot be around the board table. This is the reason why trustees are often referred to as "fiduciaries."8

Trustees must apply their individual judgements to collective board decisions taken in the best interests of schools, students and community stakeholders as a whole. Trustees are expected to think for themselves about the merits of alternatives being considered and not take direction from any individuals or groups with which they are associated. This requirement applies whether trustees are elected, appointed, selected and/or co-opted by parent body, staff or students (schools with students above Year 9), the proprietors9 (integrated schools) or bodies corporate.

Trustees are obliged to avoid potential conflicts of interest arising from links with various individuals and groups. In some cases the existence of such a link may mean a trustee should step aside from the decision-making process in relation to a specific matter in which they have an ‘interest.’

3 Boards decide how they will govern

Boards are subject to direction on some matters, such as central government policy and priorities. However, they are responsible for deciding how they will structure and go about their work and for the quality of their own performance. Guidance on possible approaches is given in the ‘Practices’ section of these guidelines.

The induction of a new board after each triennial election is a great opportunity to recognise that there is now a new governance team in place. In deciding how the new board will operate (regardless of how many longer-serving members remain on the board), all members should approach it as a new ‘ball game.’ It is a good time for the board to review the way things are done and not feel tied to the past practices of previous board members.

An effective board thinks for itself. Its members agree collectively on the best way for the board to fulfil its responsibilities.

4 Boards’ main responsibility is ‘designing the future’

An effective board focuses on the ‘big picture’ and, particularly, on the future of the school within the context of improving educational achievement for all the students in the school. Logically, a board can only influence what has not yet happened. It is important for a board to take a longer-term perspective when deciding where its attention should lie and the weighting it should give to different options.

When making decisions about the future, effective boards value what they are already doing well and play to their strengths. They also take into account their responsibilities as a Crown entity, and their role in a national education system.

Effective boards are able to distinguish what really matters, dealing with what is truly ‘important’ ahead of those things that may seem more pressing or ‘urgent’.

Many boards find ‘designing the future’ a challenge. It can be hard to concentrate on matters of real substance and importance if some stakeholders expect the board to deal directly with matters with a narrow focus and of a short-term nature. By their nature, these are usually ‘operational’ and, as a result, should be delegated to the principal.

5 Boards are hands-off, and mainly make policy decisions

A board’s policy framework should be a guide to all the decisions that need to be made in the school. For example, it will cover the outcomes the school should pursue, its educational priorities,10 as well as how the board will operate.

Policy also shapes what is delegated to the principal, and guides or determines operational decisions. By setting standards and performance expectations the policy framework creates a basis for the board to monitor and evaluate performance as part of its ongoing monitoring and review cycle.

8 Fiduciary duty is a legal or ethical relationship of confidence or trust between two or more parties. In such a relation good conscience requires one to act at all times for the sole benefit and interests of another, with loyalty to those interests.

9 Proprietors of integrated schools are stakeholders with particular legal rights in relation to integrated schools. Boards of trustees must co-operate with proprietors to ensure that proprietors are able to fulfil their legal rights and responsibilities to supervise and maintain their property, and to supervise and uphold the special character of the school.

10 The Charter is a policy document.
Policies are not the same as ‘procedures,’ which determine how something is done. Once the board has established its governance policies, the principal should develop all the procedures needed to achieve the results and to manage the risks addressed in the governance policies.

Typically, the board’s policy framework should address:

• the Charter including the desired results and educational priorities of the school (short and long term)
• the board’s own role (e.g. structures, processes, collective and individual responsibilities and behaviours)
• the interactions between board and principal (including delegations)
• the board’s interest (usually from a risk management standpoint) in matters such as personnel, health and safety, finance and property.

Policy-making is best done ahead of time. Having a good policy framework in place allows the board to delegate, so the principal and others know what is ‘approvable’. It also avoids the board being put ‘on the back foot’ by pressure for ad hoc and disjointed decision-making.

Every conversation around the board table should be able to answer the broad question, ‘What is the (governance) policy relevance of this?’ Other related questions include:

• is this proposal consistent with policy (i.e. is it ‘approvable’)?
• what does our policy tell us we should do about this matter?
• do we need to review our policy given what has been revealed here?
• was this matter in compliance with our policy?

Arguably, matters with little or no policy relevance should not be on the board’s agenda unless it promotes thinking about new policy.

Boards must also decide whether or not to take on any issue that might be marginal to or compromise its governance effectiveness. Ultimately, the board’s primary role is to achieve results for stakeholders, not to assist staff to do their roles by ‘helping’ with operational issues and activities. For this reason, boards that make use of committees, for example, should avoid expecting committees to deal with operational matters (e.g. a committee with responsibility for infrastructure planning).

If the principal or other staff members ask a trustee to help with an operational activity, the trustee concerned does so at their own discretion. When, for various reasons, individual board members do ‘roll up their sleeves’ and get involved in the work of the school (i.e. helping with fund raising, coaching sports teams, providing unpaid professional advice), they put on a different ‘hat.’ These activities are not part of the board’s role and responsibilities. In these situations it is important to consider: Who is the trustee in question actually working for? Does the extra work create a conflict of interest? Might it distract a trustee from his/her primary responsibility to be an effective member of the board?

6 Boards make collective decisions and speak with one voice

A board is a collection of individuals who bring a wide variety of personal experiences, viewpoints and independent thinking to the table.

Boards that govern well give members’ individual views full weight and make decisions collectively, based on a pooling of the group’s collective understanding and wisdom. Whether as individuals they have participated actively in the discussion or not, trustees are responsible, collectively, for the decision made.

Most boards aim to reach a consensus when making decisions. However, boards will occasionally encounter very difficult decisions, where it might not be possible for its final decision to reflect the first preference of all its members. Similarly, the decision may be unpopular with some stakeholders.

Once a board has made a decision, it is able to ‘speak with one voice’. The chair or other board representatives can explain (and support) the decision publicly and the principal can get on with its implementation. Any opposing opinions still held by individual trustees no longer have any weight and should be put to one side. If a trustee cannot support a particular board decision, their most ethical option may be to resign from the board.

Boards monitor performance by reference to policy

Given their ultimate accountability for school performance it is tempting for boards to try to monitor and measure more than they should. Effective boards are smart about what they do in this regard.

Primarily, trustees need to know whether the school is achieving the outcomes the board has set for it and avoid getting bogged down with information that is not relevant or that obscures progress against those outcomes.

It is primarily board policy that will dictate what the board monitors and evaluates. Consider this rule: ‘If the board hasn’t said how it should be, it shouldn’t ask how it is’.

Applying this rule will also help the board to check it has effective policy. If current policy does not create a useful starting point for performance monitoring, it may indicate that the policy is poorly conceived or expressed (e.g. it may be more about ‘how’ something should be done12 than about ‘what’ should be achieved) or that there are gaps in the policy framework.

Effective boards review all governance-relevant policies on a regular basis.

The board and the principal lead together

In a practical sense the board and the principal lead the school together. Robert Greenleaf,13 who developed the concept of ‘servant leadership,’ distinguished between a school’s ‘external’ leaders (the trustees) and its ‘internal’ leaders (the principal and other senior staff). Both categories of leader need to be equally effective in their roles and work together as partners.

The board depends on the principal, as chief executive of the school, to provide, for example, much of the information it relies on to carry out its own responsibilities. The principal depends on the board to provide a safe and empowering work environment. Partnering effectively together is essential as any imbalance in contribution may lead to later problems.

This ideal and the fact that the principal is also a member of the board should not obscure the reality that the principal is, ultimately, an employee of the board. The board holds the principal accountable for effective performance as the board’s chief executive, professional adviser and the school’s educational leader. A judgement of the High Court in 1998 included the following observation:

“As the chief executive of the school, the principal shall keep the Board of Trustees fully informed of all important matters relevant to the management of the school in an appropriate and timely manner, so that the Board members in carrying out their responsibilities, will be able to ask questions, gather information, receive information, form opinions and views, express those opinions and views where appropriate and generally be involved in all the processes essential for a body in which are reposed serious, important and far-reaching responsibilities.”

12 More correctly termed a ‘procedure.’
13 Robert Greenleaf as quoted in Nine Steps to Effective Governance, second edition, SPARC.
This section explores how boards can translate governance purpose and principles into practice and deal successfully with the responsibilities they face.

The application of the practices discussed in this section is critical if boards are to be effective.

1 Fully engaged board members
An effective board is one where every member is engaged and contributing fully to the work of the board. Whether there are many new trustees elected or only one, it is highly desirable for each new member to be engaged and productive from their first meeting. Even experienced board members can find that joining a new board is a challenging experience.

The practice
In order to get fully ‘on board’, trustees need to be supported both individually and collectively by a comprehensive induction process. This applies whether a trustee is new, or has previous experience in the role of board member. The induction process should be designed for the benefit of all board members not just its newest members. Even though a board may have just one new member, that change will impact on the board as a whole.

Without an effective induction process it may be months if not years until the board is fully effective and each of its members is contributing to their full potential. The school and its stakeholders cannot afford to have a board that is less than fully effective.

The tools
The school’s Charter provides ‘strategic’ continuity. A new board simply continues to implement its Charter until such time as it makes changes. It is important for new trustees to become acquainted and take ownership of this document (and perhaps for longer-serving members to become ‘reacquainted’).

An active orientation into the nature and expectations of the governance role and the affairs of the board and the school is also vital. While each new member will hopefully have gained some prior understanding of their new role, they will gain hugely from an effective induction process and appropriate supporting documentation.

The chair should lead the induction process.14 This reflects the vital role of the chair not only in managing board meetings but in setting the ‘tone’ of the board, and in defining and implementing governance performance standards. The principal is also an important contributor, providing an operational perspective.

14 Perhaps assisted by a longer-serving (even outgoing) member if the chair is new to the board.
The induction process should cover:

- typical expectations of board members (including attendance, participation in board meetings)
- the Charter currently in place, including the strategic plan, annual plan and progress and achievement targets
- progress on meeting student progress and achievement targets
- a briefing on issues and opportunities currently facing the school
- a review of the current financial position of the school
- an introduction to the other members of the board
- a briefing on the principal and other key staff
- a description of how the board has worked in the past (including the role of any committees established by the previous board)
- an introduction to the board’s policies, including those relating to risk management and any schedule of delegations
- an introduction to the legislative and regulatory framework and Ministerial/Ministry expectations
- the role of the chair.

Relevant documentation should support the induction process, ideally contained within a trustee ‘resource folder’. This documentation should cover the matters referred to above, plus:

- a brief history of the school
- the minutes of board meetings over the last 12 months
- a directory of information about the school (or information about where to find it)
- the school’s last two ERO reports
- student progress and student achievement information
- a list of acronyms commonly used by the board
- references to the Ministry of Education web-based board landing page and the NZSTA website
- the previous year’s annual report (which will include the analysis of variance and the audited financial accounts)
- the principal’s employment agreement and current performance agreement\(^\text{15}\) (in committee)
- a schedule showing the school’s compliance with relevant legislation and regulations
- the board’s annual agenda and work plan
- the board’s meeting schedule
- a directory of staff and organisation chart
- for integrated schools, information about the Private Schools Conditional Integration Act and documentation relating to the school’s integration agreement and special character.

Some boards have found a ‘buddy system’ useful. Assigning a more experienced board member to a new member can help the new member get to grips with their new role and develop an understanding of, for example, the background and content of board papers and the dynamics around the board table.

**What next?**

It is helpful if the board, and particularly the chair, regularly checks that new board members are getting up to speed. It is hard for members to take everything in on day one. The induction process should be thought of as an extended process occurring over 6 to 12 months.

\(^{15}\) The principal is employed by the board as a whole and all members should be aware of the full dimensions of that relationship.
Where to go for help
The Ministry of Education website has more information about board training and support: http://www.minedu.govt.nz/Boards/SupportForBoards/SchoolSupport.aspx
You can also visit the NZSTA website – www.nzsta.org.nz – or contact the NZSTA helpdesk on 0800 STAHELP (0800 782 435).
Information to assist boards is also on the ERO website – www.ero.govt.nz
Contact your local Ministry office if your board needs further training and support.

2 Clear definition of the board’s role
The board and individual trustees must understand what they are trying to achieve and the scope of their responsibilities and performance expectations. It is important for the board to agree how it will, proactively, govern the school. Avoiding uncertainty or ambiguity in the relationship between the board’s governance responsibilities and the operational responsibilities of the principal is a particularly important aspect of this.

The practice
The key to achieving this clarity is to establish appropriate governance policies as described earlier in these guidelines. These policies form, in effect, the board’s role description and create the basis of delegation to the principal. Delegation removes the board from being involved in every school decision.

A board should document what is expected of the board and individual trustees and how the board will go about its work. Even if the previous board had a perfectly workable governance policy framework and role description, it is important that these reflect the thinking of the current board.

In creating their governance policies boards should refer to The Education Act 1989 (the Act), in particular, Part 7 (Charter) and Part 9 (Governance), but not rely on it alone because, for example, the Act defines the roles of the board and the principal only very broadly.

Boards need to take these general concepts and ‘operationalise’ them in their governance policies. This means expressing concepts in practical, easily understood terms, and in a way that allows responsibility to be clearly assigned and effectiveness to be evaluated easily.

The tools
Getting the right ‘fit’ for a governance policy framework, and especially those parts that constitute the board’s role description, is critical, and requires time and planning.

The board needs to define its governance policies as part of its process of ongoing self review. It is not useful to simply adopt documentation (e.g. ‘board manual’) borrowed from another school or even another type of organisation. Similarly, it is not a task that can be delegated to the principal or an outside adviser, and which the board simply ‘rubber stamps.’
By getting involved, board members will fully understand the principles behind the policies and ‘get their fingerprints’ on the policies themselves.

Even a board that has more or less the same membership should regularly review its governance policies and role descriptions to ensure that all board members and the principal have an up-to-date and shared understanding.

Governance policies are diverse, and could include:

- evaluation of and reporting on student achievement
- a description of the board’s responsibilities
- performance expectations of the chair and individual board members
- how the board links with stakeholders
- code of ethics
- handling of conflicts of interest
- managing complaints
- the board’s approach to strategic direction and planning
- financial governance
- risk management
- the use of board committees and working parties
- the design and conduct of board meetings
- operational performance monitoring
- board member induction
- board and board member professional development
- public comment by board members
- indemnities and insurance
- reimbursement of board members’ expenses.

What next?
Review the types of policies that are in place. Check that they reflect legislative requirements and represent the current board’s thinking. Agree when and how often you will review those policies to ensure they remain current.

Where to go for help
The NZSTA website contains more information about developing board roles and responsibilities – www.nzsta.org.nz.

You can also contact the NZSTA helpdesk on 0800 STAHELP (0800 782 435).

The ERO website also provides information. Refer to the ERO handbook: Schools contractual obligations and undertakings – http://www.ero.govt.nz/ero/publishing.nsf/Content/Handbooks+-+Schools

Integrated schools can also access information from: nzceogs@nzceo.catholic.org.nz.

You can also contact your local Ministry of Education office for additional advice and support.
Development and maintenance of effective board/principal partnerships

Boards and their principals are inextricably linked. Neither can work well and fulfil their own responsibilities without the co-operation and collaboration of the other. Effective board/principal partnerships are, therefore, fundamental to the successful running of a school.

The practice

In an effective partnership, the board and the principal understand and have mutual respect for their distinct but complementary roles and responsibilities. Both parties are aware of possible areas of risk and work hard at maintaining and developing their relationship.

As well as employing the principal, the board is also responsible for employing other staff but it may delegate this responsibility, as it considers appropriate, to the principal. The board must also recognise its role as a ‘good employer,’ 16 which includes providing for the continuing professional development and performance management of the principal and staff.

An important aspect of a strong, productive, professional working relationship between governance and management is the quality of the interactions between the board chair and the principal. Having periodic meetings helps both to ensure they are ‘on the same page.’ It is important, however, not to overstate the chair’s role in this regard.

The tools

To establish an effective board/principal relationship, both need clear role descriptions and a good understanding of their expectations of each other. These expectations should be regularly explored and made explicit.

An annual performance agreement between the board and the principal is essential. It documents the board’s expectations about ‘business as usual’ as well as any priorities the board has and any particular outcomes the board expects to be achieved. It should also address what the principal needs from the board in order to be successful. The board and the principal should negotiate all expectations to ensure that both fully understand them.

Regular progress reviews during the year against those expectations will help to ensure there is direct and relevant communication between the board and the principal. If the relationship is not working effectively, it is important to be proactive in resolving them. The longer problems remain unaddressed the more difficult it is to resolve them.

What next?

Start with sitting down together to ensure both have a clear understanding of the other’s expectations. Then discuss what they need to do jointly and separately to ensure that they are working together in the best interests of the school. An independent facilitator can sometimes be helpful in this process.

Where to go for help


You can also refer to the NZSTA website – www.nzsta.org.nz – or contact the NZSTA helpdesk on 0800 STAHELP (0800 782 435).

You can also contact your local Ministry of Education office for additional advice and support.

16 Refer to being a good employer http://www.minedu.govt.nz/Boards/LegalObligations/BeingAGoodEmployer.aspx
The Charter is central to the board’s strategic direction

The Education Act 1989 requires every school to have a Charter. The preparation and maintenance of the Charter is central to the board’s governance and strategic leadership role. It is important that the board’s current thinking is reflected in the Charter and that there is a high degree of ownership not only by trustees but other key stakeholders.

The practice

Developing a Charter is a policy development process. The Charter is:

- a statement of the board’s strategic leadership aspirations covering at least a 3–5 year period
- a shared document for the board, community, staff and stakeholders that outlines the board’s aims, objectives, directions, priorities and student improvement targets
- an outline of the school’s approach to meeting national and local priorities for education
- a tool to help the board make decisions aimed at improving student progress and achievement outcomes
- a document that contains the school’s main targets for improving student progress and achievement, and the measures the school will take to achieve them.

The tools

Updating or creating a Charter can be challenging. It is helpful, during this process, for the board to:

- understand the importance of its leadership role and responsibilities
- avoid reacting in an ad hoc way to immediate and short-term issues, or being diverted from the more important longer-term challenges
- know where or how to start the strategic thinking process (help with this is available)
- remain focused on what it must achieve and why (the ends) rather than how the school goes about its work (the means)
- take time to engage in discussions and robust analysis of issues, even when the answers may seem obvious
- be patient when dealing with inexperienced principals, board members or staff.

The board should consider such issues as:

- student progress and achievement
- future community demographics and the impact on the school roll
- any major future barriers
- the expectation of a significant future commitment of resources
- professional development needs of staff
- decisions that must be made today for outcomes that may not be known until the future.

A school exists in a dynamic environment. The school’s self-review processes along with the ERO external review process help to ensure a continued focus of improvement for the school.\(^\text{17}\)

In their work on future direction, the board and the principal should ask, ‘Have we cast our future direction in terms of outcomes and results we want to achieve? Are the outcomes we have set achievable with the resources we have, or reasonably expect to have? Have we designed our reporting expectations to reflect achievement outcomes, not activity?’

Introducing major changes to the Charter cannot be accomplished at one meeting. The process will take time and discussion over several meetings and extensive consultations with stakeholders in the school’s community.

What next?

Boards do not need to start from scratch. The school should already have a Charter, which provides a framework with which to work. Rather than simply ‘updating’ the Charter, from time to time (as part of self-review) it will be helpful to stand back and take time to dream about what the school could become. Those hopes and aspirations can then help guide and develop the school’s revised Charter. The board needs to be confident that the Charter document will take the school to its desired destination.

Where to go for help


You can also contact your local Ministry office if your board needs more advice and support to develop your Charter.

\(^{17}\) Also as part of accountability to the Crown and the community, boards need to understand the role of external review (ERO) and how this fits with the school’s ongoing cycle of continuous improvement through self-review.
Management of risk

Part of a board’s stewardship responsibility means looking out for things that might detract from the school’s ability to achieve its goals. Managing risk means thinking things through well and taking steps to ensure that matters that are important to the board do not go wrong and that valuable opportunities are not missed.

The practice

In one sense, the board manages risk all the time without thinking about it. For example, much of its strategic thinking and policy-making is, at least implicitly, about managing risks. The principal also spends a lot of time managing risk and reporting back to the board accordingly.

When something does go wrong, however, boards are often left wondering, ‘How on earth could we have let that happen?’ It can be just as frustrating when a board fails to take advantage of a really positive opportunity when it arises.

To address these and other challenges, the board should regularly schedule the time to think explicitly about risk. As in many other areas, risk is something the board should think about for itself, not just leave it to the principal.

The tools

Start by ensuring that a risk characterisation session is built into the board’s annual work plan. Schedule one of these risk-focused sessions according to the board’s needs at least once per year.

Then have a brainstorming session. Encourage each board member to think about the type of things that might, for example, damage the school’s reputation or seriously impact on its ability to achieve its goals. Record the information, for example, on a whiteboard, without any discussion.

The next step is for the board as a whole to evaluate each of these potential risks according to these two variables:
- how likely is the risk to occur? (probability)
- how significant is the harm that might be done? (impact)

The board can plot each of the risks on a graph like this:

![Risk Graph]

Another method is to allocate each risk to one of the cells in the following table:

<table>
<thead>
<tr>
<th>Potential Impact</th>
<th>Probability</th>
</tr>
</thead>
<tbody>
<tr>
<td>HIGH</td>
<td>Risk 4</td>
</tr>
<tr>
<td>MEDIUM</td>
<td>Risk 3</td>
</tr>
<tr>
<td>LOW</td>
<td>Risk 6</td>
</tr>
</tbody>
</table>

In the above example, risks 2, 5 and 6 are probably not significant for the board – regardless of probability, their likely impact is low. Risk 4 is definitely something the board should focus on (relatively high probability and impact). Risk 1 is low probability but its impact is so high that the board should at least have a ‘plan B’. Risk 3 is medium impact and medium probability, which means it also justifies attention from the board.

What next?

Identifying and classifying risks in this way ensures that the risks are on the board’s ‘radar’. It also helps the board know which risks are relatively insignificant (at least from the board’s point of view) and those that the board must make sure are being prevented or mitigated.

How to manage risk should be one of the very early discussions that a new board has. See below for recommended further reading.

Where to go for help

Recommended further reading on this topic includes the Standards New Zealand: Risk Management Guidelines (HB 436:2004) and other Standards New Zealand publications on risk.

You can also contact your local Ministry office if your board needs more advice and support about risk management practices.
Management of time

The board’s meeting time, where the primary work gets done, is precious. It is therefore important to concentrate attention on those matters that only the board can deal with.

The practice

Effective planning focuses the board on making the best use of its time both in the medium term (e.g. over the next 12 months) and in the short term (i.e. at the next meeting).

To plan effectively, the board needs to be clear about what it must do (e.g. statutory compliance) and what it should do (e.g. dealing with key strategic and policy issues).

The tools

There are two key ways to help boards manage their time. Both revolve around improved agenda design:

1. The annual agenda
   An annual agenda is essentially a board’s 12-month work plan. It is produced in conjunction with the principal.

   The annual agenda should clearly identify the board’s meeting schedule and the work that needs to be done to meet various requirements. These include legal requirements, Ministry requirements and contractual obligations, for example, in relation to the employment of the principal.

   Ideally, the board assesses how much time to spend on these non-discretionary issues. To avoid too great an impact on any single board meeting it should ‘spread’ this aspect of its workload as far as possible across the meeting schedule for the year.

   The board also needs to identify the critical matters affecting the future of the school that the board should deal with over the next 12-month period. These usually involve significant strategic and policy issues that demand the board’s full attention. Other matters, by definition, are relatively unimportant (at least at this time) and should not find their way onto the board’s agenda.

   Start with a brainstorming session, and then prioritise the critical matters identified. Agreed priorities should be scheduled to be dealt with across the 12-month period. After taking into account the things that the board is obliged to deal with for compliance or other reasons, the board will probably have time to deal with only one or two of these critical strategic or policy matters at each meeting.

2. The meeting agenda
   In a ‘traditional’ meeting agenda structure, the board spends the early part of meetings dealing with procedural matters and receiving and considering reports on organisational progress. The board may feel that it must get these topics out of the way before getting on to more future-oriented and ‘important’ matters. However, these are matters mostly covered in written reports that can be taken as read. Scheduled early in the meeting they tend to take up too much of the board’s time, distracting the board from more important topics.

   Turning the traditional agenda structure on its head offers a better alternative. It recognises the need to deal with the most demanding topics first, while people are relatively fresh. Consider the format on the next page for your meetings:
1. **Chair’s opening remarks** – an important opportunity for the chair to set the tone for the meeting and to give guidance on where the board should focus its attention.

2. **Confirmation of the agenda** – even the best-planned agenda may be out of date by the time the board convenes. This is an opportunity for the board as a whole to consider the best use of its time on the day.

3. **Governance matters** – the routine procedural matters that constitute good housekeeping, for example, apologies, disclosures of conflicts of interest, etc. Note, this does not include confirmation of the minutes of the previous meeting – you can deal with this later.

4. **For discussion** – this part of the meeting is arguably the most important. It deals with matters that are critical to the board’s effective contribution to organisational performance. It includes:
   - **an environmental scan** – this is a brief discussion to see what is ‘on the radar’. The board asks questions like, ‘What has happened (or what have we learned) since we last met?’ and ‘Is that significant for us?’
   - **strategic (including risk) issues and policy matters** – these should be previously identified topics that are on the board’s annual agenda. To give these matters proper consideration, the board may not be able to address more than one substantive topic in this part of the meeting.
   - **pre-decision discussions** – these are preliminary introductions to decisions and proposals that lie ahead for the board. They give the board a greater opportunity to think through the issues involved. They also allow trustees to highlight ahead of time anything that they feel is important to them in reaching a decision.

A pre-decision discussion is very helpful to the principal or others who may be shaping a proposal.

5. **For decision** – this is when the board deals with proposals and other matters requiring approval. These matters are largely substantive and beyond the principal’s delegation.

6. **For review and evaluation** – this part of the meeting deals with monitoring and evaluation of the school’s performance. Typically, associated material is pre-circulated as written reports. This gives the board time for prior study. Reports should be concise ‘exception reports’ that identify any divergence between planned and actual performance. They should indicate what action is being taken to address any matters of concern. The material can be ‘taken as read’, so the board’s discussion can be brief.

7. **Minutes** – draft minutes should be circulated shortly after the previous meeting, so the chair should have addressed any concerns raised about the meeting record well in advance of the meeting. This is also where ‘matters arising not covered in the agenda’ can be flagged. These matters should be few and far between as anything of ongoing interest to the board should be reported on elsewhere or scheduled as part of a substantive agenda item.

8. **For information** (optional) – this involves circulating documents that are ‘for noting’ or ‘for information’ separately, to avoid the board being diverted by matters that, by definition, require no active consideration.

9. **Meeting evaluation** (optional but desirable) – it is very useful to take a few moments to assess how effective the meeting has been and what could be done in the spirit of ‘continuous improvement’ to enhance future board meetings.

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**What next?**

Making the best use of your time is critical if your board is to be effective. The agenda examples above should help you avoid time-consuming distractions. Keep asking, ‘Have we made the best use of our time?’ at the end of each meeting.

**Where to go for help**

Contact your local Ministry office if your board needs more advice and support about managing time and improving its operational effectiveness.

You can also refer to the NZSTA website – [www.nzsta.org.nz](http://www.nzsta.org.nz) – or contact the NZSTA helpdesk on 0800 STAHELP (0800 782 435).

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18 Refer to NZSTA’s Trustee Handbook – Section A page 17
Active engagement with stakeholders

Boards do not work in a vacuum. They need a good understanding of, and strong links with, the people and groups, or ‘stakeholders’, who have a clear interest in the school. It is vital, therefore, for a board to know who its school’s stakeholders are and what their expectations are. Boards need to take a strategic approach to stakeholder relations if they are not to fall into the trap of only dealing with the ‘squeaky wheels’.

The practice

Most schools have a complex stakeholder environment. Typical stakeholders will include:

- parents/whānau/caregivers
- staff
- students
- the Ministry of Education/Minister of Education
- ERO
- the school’s neighbours
- the local community
- local iwi/hapū groups
- organisations with a business relationship with the school like vendors of supplies
- Early Childhood Education centres, contributing schools and next-step schools, and tertiary institutions
- proprietors (important stakeholders for integrated schools)
- other relevant government agencies
- the local/district/regional authority
- funders and sponsors.

Other people or organisations may also have an interest in the success of the school.

It is important to know your stakeholders and the nature of their interests for three reasons:

1. The board is formally accountable to some stakeholders. For example, parents/whānau elect the board to ensure the school improves achievement outcomes for their children. The Ministry of Education expects the board to comply with the government’s requirements. The board has an informal or less direct accountability to other stakeholders, for example, to the neighbours who expect that school activities and students will not unreasonably interfere with their lives.

2. The board knows who to communicate with, how, how often and what about.

3. The board can assess how concerned it needs to be about specific stakeholder interests. Some stakeholders, such as parents, need a stronger and more direct relationship with the board than others, such as suppliers of maintenance services to the school.

The tools

Identify

When identifying stakeholders with an interest in the school, it is important to review the list on a regular basis and add or delete stakeholders as necessary.

Once the board has identified all relevant stakeholders, prioritise those of greater importance and get to know the nature of the current relationship. (E.g. is it strong and positive? Is it weaker than it should be? Is it negative?)

Some stakeholders, such as parents/whānau/ caregivers, staff, students, the Ministry of Education, ERO, neighbours and the community, will always be the key stakeholders, but others may change in relative importance from year to year.

Understand

Surveys, interviews and face-to-face discussions are all useful ways to learn about important stakeholders’ expectations and perceptions of the school. There is also a growing range of electronic options to facilitate this contact.

This approach increases mutual understanding and gives the board valuable information about and insights into the future of the school and the benefits it needs to deliver for its community.

Communicate

Curriculum changes, the Charter and board succession planning also provide opportunities for the board to communicate with stakeholders.

Consultation on particular matters prior to a board decision is also common. Good consultation practices for the board include:

- ensuring that everyone has a clear understanding of what the consultation seeks to achieve, in particular, what the constraints are and what can be delivered
- consulting as early as possible and making sure that everyone receives the information they need to participate
- using language that is easy for the applicable stakeholder group(s) to understand
• giving people enough time to consider the issues before responding. Be guided by the pace and direction the community is comfortable with. Consultation can take a long time, and a series of gradual changes may be necessary
• showing that the school recognises and values stakeholder contributions
• responding to parents’ views and suggestions. Parents need to see that consultation results in change. If their ideas are not acted on, they like to know the reason why.

This type of stakeholder engagement is part of the board’s governance role. It is additional to the principal’s day-to-day communications about matters relevant to the running of the school.

Engagement with stakeholders also enables the board to express accountability. This includes explaining why it is has made a particular decision and demonstrating why that decision is in the wider interests of the school. It also includes appropriate reporting on what the school is achieving. Sending out the board’s annual report is one way of doing this, but more targeted approaches may be appropriate in some cases.

Engaging with Māori

Boards must engage with its Māori community. Understanding how to consult effectively with Māori can help schools develop good relationships with Māori parents and whānau, and local hapū or iwi. Many schools have found it necessary and invaluable to seek guidance from Māori community leaders.

The following considerations are particularly important when engaging with Māori parents and whānau:
• use face-to-face (kanohi ki te kanohi) communications. These are essential.
• ensure school leaders, including the board and principal, are closely involved and lead the process.
• give Māori the opportunity to identify issues and direction.
• involve whānau and kaumatua.
• use the marae as a venue for hui, where appropriate.
• respect Māori tikanga.

• understand that Māori consultation and decision-making processes may need to occur outside of the school consultation process. Provide time for this to happen.
• maintain an ongoing relationship with īwi, hapū and marae when there are no specific issues to consult on.

What next?

If your board has not developed a stakeholder list or outlined its consultation procedures, do this early in the annual work plan and start the consultation process as soon as possible.

If your board has developed a list, consider undertaking a self-audit to find out how effective the board has been in consulting with the more important stakeholders.

Where to go for help

The Ministry of Education website has more information about engaging with stakeholders: http://www.minedu.govt.nz/NZEducation/BetterRelationshipsForBetterLearning

You can also contact your local Ministry office if your board needs more advice and support in this area.

19 NAG(1) states that the board must “in consultation with the school’s Māori community, develop and make known to the school’s community policies, plans and targets for improving the achievement of Māori students.”
Monitoring and evaluation of school performance

To fulfil its accountability requirements, the board needs to monitor school performance. This ensures the school is on track with progress against its Charter, including student achievement targets, and is complying with board policy.

Self-review is the way the board identifies, assesses and evaluates the effectiveness of the school in meeting the values it has adopted, fulfilling its obligations to the community and providing the education it wants for its students.

The practice

Monitoring and evaluation activities have time, people and funding implications for the board and school management. Therefore there are two important principles that apply:

1. The board can monitor anything it deems sufficiently important, provided monitoring is against pre-established criteria.
2. The board should define the form of reporting it needs to carry out its role. It must also decide how frequently it needs the information, from what sources and what to do with the information once it has been received.

Effective self-review is:

- a formal, robust and rigorous process
- based on the objectives and targets in the school’s strategic and annual plans
- planned and uses its findings to contribute to strategic planning
- initiated by the board to reflect on its progress and to provide a constructive critique of the way it operates
- celebrating and sustaining what is working well while striving to improve what is not
- a willingness to embrace challenge and change.

Strategic review is broad-based and helps to inform the decisions needed when revising the strategic plans of the school’s Charter. Information may be gathered on aspects such as:

- the community’s expectations and aspirations for the education of its children
- parents’ views of the school’s strengths and needs
- the provision of the curriculum
- parental and community involvement in the school
- how well the school is addressing barriers to learning
- the effectiveness of communications with parents and the community
- how well the school is meeting the NEGs
- how effectively the board is addressing the requirements of the NAGs.

The tools

Monitoring information usually comes in the form of reports outlining progress against the annual plan and against student progress and achievement outcome targets.

The board should identify what information it needs to be able to track student progress and achievement outcomes and to account for progressive improvement in this and other areas.

Financial reports assessing the financial well-being of the school are also important. Financial reporting is usually based on a computer-based accounting system. The board needs to be confident that the system used for collecting and recording financial information is robust and proven. While this is an operational matter, it is also important from a governance perspective because the board must be able to rely on and follow the content of financial reports presented. The process for approving expenditure, the recording of income and the expertise of the person entering the data are all vital for giving the board confidence in the output.

The board needs to know how to interpret reports and identify what is significant. While some trustees may have had little experience in this area, training and support are available.

What next?

You are not obliged to use the method or content historically used to monitor progress at your school. Check that the reports are meaningful in light of the goals set out in the current strategic and annual plans. If they are not, agree as a board what information you do require.

It is useful to remember that monitoring and evaluation are not undertaken for their own sake. The aim is to enable the board to provide effective stewardship and to ensure that the school is on track with its targets or, if it is not, that corrective action can be taken.

Do you rely solely on student progress and achievement reports historically provided? Or do you need further information, or information from other sources, to satisfy yourselves that everything is on track and that the school is achieving its targets?
Where to go for help

The TKI website has more information for boards about monitoring and improving student progress and achievement outcomes: http://nzcurriculum.tki.org.nz/National-Standards

Also refer to the self-review tool for boards http://nzcurriculum.tki.org.nz/National-Standards/Self-review-tools/Boards-of-trustees

ERO also provides information and guidelines for boards. Refer to Self-Audit Checklists and Board Assurance Statement and guidelines. http://www.ero.govt.nz/ero/

You can also contact your local Ministry office for additional advice and support in this area.