

## 3.2 Building a diverse pool of experienced directors

### 3.2.1 Board Intern Programme

The Board Intern Programme (BIP) is intended to support a diverse range of aspiring directors to develop skills, knowledge, board room experience and establish relationships and networks. It will achieve long-term benefits for the Auckland Council group, as well as assisting with the future governance of external entities and organisations across the region. Potential benefits of the programme may include the following:

- securing a larger diverse pool of potential board members to choose from for future appointments to both substantive and legacy CCO boards
- opportunity for aspiring board members to make a contribution to the community
- Board Interns will attain a better understanding of the council group, its processes and public service ethos
- Board Interns can develop relationships and networks with the Chair and other board members

#### 3.2.1.1 Core competencies

Individuals who might be considered suitable candidates for the BIP, who are not current board members, may:

- be at a stage in their career where they are looking to develop into board member roles in the next few years
- have a range of skills and sector experience which includes community and public service
- be those who are able to commit the time and who have the support of their employer, if applicable
- have the motivation and desire to pursue directorship opportunities

Candidates must be eligible to be a company director (under [section 151](#) of the Companies Act 1993) and be able to contribute approximately 8-10 hours per month for board meetings, mentoring from the Chair, Deputy Chair and other board members, possible training opportunities and networking. It is preferred that candidates are located in the Auckland region.

These roles are not remunerated but a scholarship programme is available (see section 3.2.1.3).

#### 3.2.1.2 Terms of Appointment

The Terms of Appointment would consider the following criteria:

- a) the Board Intern is appointed only for learning and professional development purposes, is not an employee or board member and has no authority to act on behalf of the CCO or Auckland Council or otherwise participate in decision making
- b) the Board Intern will need to ensure it is clear (both through terminology and conduct) that they are participating as an intern only, so as not to be viewed as a deemed board member and therefore be subject to the liabilities that would arise from that

- c) the Board Intern will be required to safeguard and keep confidential all board papers and other information about the CCO and Auckland Council in their possession (the CCO Board to address how electronic documents could be secured)
- d) any conflicts of interest (any relationships or matters that give rise to an actual or potential conflict of interest) must be disclosed and dealt with as a matter of protocol
- e) the Board Intern will be required to observe and comply with any requests or directions of the Chair, such as in relation to when they may speak or participate in discussions, and when they should remove themselves from discussions
- f) any public or private statement the Board Intern wishes to make about involvement with the CCO must be pre-approved by the Chair
- g) a statement that the CCO Board, via the Chair should have the right to terminate the arrangement at any time if they consider it is not progressing well or at the request of the Auckland Council.

The BIP is not an automatic fast-track route to a CCO board directorship. The primary consideration for all CCO board member appointments is that candidates display the necessary skills and experience to function as board members.

#### **3.2.1.3 Remuneration**

The Board Intern will not be a board member and therefore cannot be paid board member fees. A contractor or employee model is not appropriate as there is no delivery of service. The CCO Board Intern will be awarded a scholarship in lieu of expenses to cover associated costs of time, travel, car parking and also provided a formal governance course.

#### **3.2.1.4 Appointment Process**

An appointment process similar to that required for substantive CCOs will be implemented for the Board Intern programme which includes

- Advertising and Expression of Interest Programme
- Short-listing and interview of appropriately qualified candidates by the Board Intern Appointment Panel;
- Approval of candidates by the appropriate Committee.