

AUCKLAND WAR MEMORIAL MUSEUM GOVERNANCE POLICIES

Section 1: About these policies

This document outlines Tāmaki Paenga Hira – Auckland War Memorial Museum’s governance policies. It sets out the policies that guide the Auckland Museum Trust Board (the Trust Board) and the Chief Executive in their governance and leadership responsibilities and activities.

Section 2 of this document provides background information on the museum, the Trust Board, Taumata-ā-Iwi (the Trust Board’s Māori consultative committee), and the Museum’s and Trust Board’s commitment to He Korahi Māori (a Māori dimension for Auckland Museum).

Section 3 outlines the Museum’s fundamental strategy (vision, mission, values and principles), which the Trust Board and Chief Executive are responsible for pursuing.

Section 4 details the governance policies. Some of these derive from statute, while others are based on general principles of equity and good governance. All have been adopted by the Trust Board.

It is important to note that these governance policies are, by design, high-level statements of the approach adopted by the Trust Board. They are supported, at a more practical level, by a suite of operational policies derived from the high-level statements expressed in these governance policies; that are developed by the Chief Executive and the Executive Team and apply to all museum staff.

Section 2: Tāmaki Paenga Hira – The Auckland War Memorial Museum

Auckland Museum was founded in 1852, based in a small cottage in Grafton, which it rapidly outgrew. In 1876 it moved to purpose-built premises on Princes Street. Neither of the two early buildings exists today. It has been in its current location in Auckland Domain since 1929, when the museum building was opened as a memorial to those from the Auckland province who lost their lives in World War I.

To Māori the museum site is known as Pukekawa meaning ‘hill of bitter memories’ and refers to tribal battles fought on the site until 1828 between Hongi Hika leading Ngāpuhi from the North and Pōtatau Te Wherowhero leading the local Ngāti Whātua.

Further large-scale additions to the museum building in the 1960s, and again from the late 1990s, have brought the museum building to where it is today. The World War II hall of memories was added to commemorate the thousands more who fought and died in World War II. The Museum’s dual role including as a war memorial remains integral to its purpose, operations and strategic direction today.

However, the ongoing popularity of the museum and its collections, and the continuing demand for space to accommodate the Museum’s collections, staff and visitors, has led to a further process of strategic review, planning and change. This process, and the transformational change for Auckland Museum that it will achieve, is encapsulated in *Future Museum*, Tāmaki Paenga Hira – Auckland War Memorial Museum’s strategic vision. The *Five-Year Strategic Plan*, covering the period 2017-2022, will help the Museum realise this vision for a culturally rich and creative Auckland.

Future Museum describes, and lays the foundation for, a phased process of change at the museum, to occur over 20 years. It is a high-level strategic and capital investment plan that aims to shape the ongoing evolution of the museum across all of the dimensions it works in: onsite, off-site and online. *Future Museum* provides both the strategic vision and the action plan for the museum to achieve its vision and mission and to continue to serve its audiences in the future.

In this *Five-Year Strategic Plan* sets out the Museum’s medium-term priorities. The priorities set out in this Plan will be realised through actions and measures to be included in Auckland Museum’s annual planning process.

The work of the Museum Trust Board

Today, the museum is governed and operated in accordance with the Auckland War Memorial Museum Act 1996. The act provides for the establishment of the Auckland Museum Trust Board, and defines its constitution, composition, operation, purposes, objectives, duties, functions and powers.

Essentially, the Trust Board is entrusted with the care, management, development and ownership of the museum collections, including the heritage museum building, and for setting the Museum’s strategic direction. It is responsible (among other things) for providing leadership for and setting the tone of the museum organisation; exercising cultural responsibility for the Museum’s taonga and activities; driving innovation; maintaining an audience focus; placing priority on public engagement and digital development; and furthering the Museum’s goal of being ‘accessible beyond the walls’.

It is also accountable to the people of Auckland for the way that the annual rates levy (which provides the bulk of the Museum's funding) is spent; for ensuring the Museum's sustainability (financial, operational and environmental); and for developing supplementary streams of income for the museum (through commercial activities, fundraising and sponsorship).

The Auckland War Memorial Museum Act 1996 provides for the Trust Board to appoint a Chief Executive for the museum who works with the Trust Board to fulfil its objectives and purposes, implement its decisions, and manage the Museum's day-to-day operations, activities and people.

One of the Trust Board's most important roles is to establish, and periodically review, the Museum's strategic direction. This includes the adoption of a fundamental strategy for the museum, which is encapsulated in the Museum's mission and vision statements, and supported by its guiding principles and values. This fundamental strategy is outlined in Section 3. The Trust Board adopts a long-term strategic plan to give substance to this fundamental strategy, with the latest plan, *Future Museum*, published in 2012. The Five-Year Strategic Plan, published in 2017, sets out the Museum's medium-term priorities.

In addition, the Museum Trust Board develops and adopts both an annual plan, setting out the Museum's annual strategic objectives, planned significant activities, budgets, performance measures and targets for the year ahead; and an annual report, comparing the Museum's actual performance, including the statement of performance and other financial statements, against the annual plan for that year.

Taumata-ā-Iwi

The Auckland War Memorial Museum Act 1996 provides for the establishment of Taumata-ā-Iwi, a committee to provide advice and a Māori and iwi perspective to the Trust Board. Taumata-ā-Iwi reviews and makes recommendations on Trust Board policies to ensure that Māori and iwi values and perspectives are represented and upheld, and that the Trust Board fulfils its Treaty of Waitangi obligations. Taumata-ā-Iwi regulates its own proceedings.

He Korahi Māori

Auckland Museum has a bicultural foundation, derived from the Treaty of Waitangi. The Trust Board is responsible, under the Auckland War Memorial Museum Act 1996, for upholding and encouraging the expression of this foundation. To this end, the Trust Board has adopted He Korahi Māori (a Māori dimension) for Auckland Museum.

He Korahi Māori determines how the museum pursues its bicultural foundation in practice. It begins with the Museum's shared decision-making approach, through Taumata-ā-Iwi, and ensures that there is a Māori dimension in all of the Museum's plans and activities, and in what its visitors see, feel and experience.

Teu le Vā

Teu le Vā supports *Future Museum* by developing a Pacific Dimension for understanding the context of historic and contemporary Auckland through its relationship with Pacific and Pacific people: seas, journeys, settlement, and contemporary diversity.

Section 3: Fundamental Strategy

The Trust Board is responsible for pursuing and operating in accordance with the Museum’s fundamental strategy, as summarised below.

Vision

He oranga tangata Ka Ao

Enriching lives: Inspiring discoveries

Mission

Tāmaki Paenga Hira: Tui tui hono tangata, whenua me te moana

Auckland War Memorial Museum: Connecting through sharing stories of people, lands and seas

Guiding principles

Mana whenua

Mana whenua is belonging to an area of land (rohe) and exercising traditional authority over and responsibility for that area of land.

Ngāti Whātua has invited Waikato/Tainui and Ngāti Pāoa representatives to assist them in fulfilling their kaitiakitanga and manaakitanga roles, and this is reflected in the composition of the membership of the Taumata-ā -Iwi. The aim of the museum, the Trust Board and the Taumata-ā -Iwi is to build strong relationships with other iwi in Tāmaki Makaurau (Auckland) and across Aotearoa, New Zealand.

Kaitiakitanga

The museum provides care for and access to collections and stories entrusted to it. In Māori custom, kaitiakitanga extends beyond physical care and encompasses “not only guardianship responsibilities, but also spiritual and physical management”.

Manaakitanga

Manaakitanga describes the Māori concept of hospitality and is often literally interpreted as the act of giving hospitality, but the concept encompasses more. The essence of Manaakitanga for the museum is about nurturing relationships with people, and in particular being careful about how visitors are treated. Auckland Museum welcomes all of its visitors with care and generosity to provide great experiences.

Values

- Relevant
- Connected
- Inspired
- Innovative
- Respectful

These principles guide the Trust Board’s behaviour and our values describe our fundamental beliefs. Together they provide a frame of reference for decisions about how the Board develops exhibitions for their audiences, develop and care for collections, facilitate research and deliver value – onsite, offsite and online. Together, the Trust Board’s guiding principles and shared values form the Museum’s identity and organisational culture.

Section 4: Policies

1. Scope

- 1.1. Unless otherwise stated, all of these policies and the responsibilities in them relate to the Trust Board and the Chief Executive.
- 1.2. On occasion, policies may relate to the roles and responsibilities of staff and other stakeholders. This is specified in the policies where it applies.

2. Legal and other compliance

- 2.1. The Auckland Museum Trust Board is established under the Auckland War Memorial Museum Act 1996, which defines (among other things) its constitution, composition, operation, objectives, duties, functions and powers.
- 2.2. The Trust Board complies at all times with the requirements of the Act, as well as other relevant legal and statutory requirements. It also conducts itself in accordance with any internal policies and procedures of the museum.
- 2.3. Individual Trust Board members act in the best interest of the museum, as a whole, ahead of the interests of those who appoint them.
- 2.4. In principle individual Trust Board members will endeavour to be open and transparent as possible while observing confidentiality of non-public information disclosed to them as Trust Board members and not disclose such information to any other person without the authority of the Trust Board.
- 2.5. No person who is currently an elected or appointed member of the Auckland Council, the chief executive of the Auckland Council, an employee of the Auckland Council who reports directly to the chief executive, a member or employee of the Institute council or the Taumata-ā-iwi, or a member

of the Museum staff may be appointed or remain a member of the Board.

3. Leadership

- 3.1. The Trust Board provides strategic leadership for the control, maintenance, management and development of the museum, and for monitoring organisational risk, in accordance with these policies and its statutory duties under the Auckland War Memorial Museum Act 1996.
- 3.2. The Trust Board appoints the Chief Executive of the museum, acting on the recommendation of a subcommittee established for this purpose. The subcommittee will exercise due diligence in assessing and recommending a Chief Executive. In principle, the sub-committee to shortlist candidates who have the relevant experience of managing similar organisations of size and complexities. This includes taking account of the matters listed in section 17 of the Auckland War Memorial Museum Act 1996.
- 3.3. The Chief Executive is the sole link and point of accountability between the Trust Board and the museum. The Trust Board delegates authority to the Chief Executive for the effective and efficient management of the Museum's objectives and the prudent use of its resources, and defines the Chief Executive's accountability.
- 3.4. The Trust Board and Chief Executive work collaboratively to:
 - develop an organisational culture and capacity that reflects the Museum's mission, vision and guiding principles, and He Korahi Māori
 - implement the Museum's strategic direction, goals, objectives, priorities and annual plans
 - develop and implement the operational policies that sit under this governance policy
 - report regularly on material matters and risks that affect the Museum's activities, operations, priorities, organisation, staff development and succession planning, or may do so in future
 - liaise and build relationships with Auckland Council, Regional Facilities Auckland and other stakeholders
 - provide services and support for Taumata-ā-Iwi, the Auckland Museum Institute and Auckland Museum Foundation.
- 3.5. The Trust Board and Chief Executive agree on a framework for defining, supporting, monitoring, evaluating and rewarding the Chief Executive's performance, against the Museum's strategic direction, goals and objectives, and the matters set out in section 18 of the Auckland War Memorial Museum Act 1996.

4. Taumata-ā-Iwi

- 4.1. The Trust Board appoints not less than five members to the Museum's Taumata-ā-Iwi or Māori Committee, as set out in section 16 of the Auckland War Memorial Museum Act 1996. Taumata-ā-iwi includes representatives from Ngāti Whātua, Ngāti Pāoa, and Waikato/Tainui.
- 4.2. The Taumata-ā-iwi appoints a member of the Auckland Museum Trust Board, as set out in Section 4 (1)c of the Auckland War Memorial Museum Act 1996.

4.3. The term of office for members of the Taumata-ā-Iwi is two years, with the right of re-appointment.

4.4. The Museum recognises the importance of Taumata supporting the Museum's approach to iwi engagement, particularly in relation to Tāmaki iwi.

5. Cultural responsibility

5.1. The Trust Board is committed to the principles of the Treaty of Waitangi and to He Korahi Māori.

5.2. The Trust Board takes account of the cultural impact of all its decisions on the diverse communities of Auckland.

5.3. The Trust Board is committed to reflecting the communities it serves, and remaining connected with and relevant to their changing demographics.

5.4. The Chair of the Pacific Advisory Group acts as a Co-opted member on the Trust Board.

6. Organisational Planning

6.1. The Trust Board approves the Museum's annual plan and annual report.

6.2. The Trust Board receives regular reports on, and approves in advance, all major expenditure – capital and revenue.

6.3. The Trust Board has developed an Organisational Business Plan which synthesises a wide range of inputs across the museum and enables the Executive to present complex information that assists the Trust Board to assess and allocate funding; it is the means by which successive annual plans are prepared.

6.4. The documents presented to the Trust Board should:

- Reflect policies for the long term care and development of the collections meet the expectations of the Museum's audiences – onsite, online and offsite
- make proposals that enrich the lives of, educate, reach, entertain and engage all audiences within Auckland's diverse communities.

6.5. Capital Projects: The Board receives regular reports on, and approves in advance, all major capital expenditure proposals. Information provided to support such expenditure includes concept and design plans; cost estimates; information measuring the return on investment and contribution to the museum's strategic direction in relation to other desired projects (where relevant); and the proposed source(s) of funding.

7. Staff and volunteers

- 7.1. The Trust Board and Chief Executive value the Museum's staff and volunteers, recognising that they are central to the museum's ongoing success, and to achieving the Museum's strategic plans, objectives and values, and its desired organisational culture.
- 7.2. The Trust Board strives to be a good employer, including adopting, and at all times complying with, a personnel policy as set out in section 19 of the Auckland War Memorial Act 1996.
- 7.3. The Chief Executive is responsible for:
 - employing staff and engaging volunteers, and negotiating their terms and conditions
 - building organisational capacity through professional development, mentoring, coaching, assessment, training and support for staff
 - ensuring the Museum's people management systems, practices and structures support the Museum's strategic plans, objectives and values, and the diversity of staff and their requirements
 - complying with relevant employment legislation
 - ensuring staff and volunteers maintain appropriate standards of integrity and conduct, in accordance with our guiding principles and values.
 - imbuing staff and volunteers with a spirit of service to the community.

8. Health and safety

- 8.1. The obligations and commitments of the Trust Board and Chief Executive are set out in the Board's Health and Safety Charter. The Trust Board and Officers of the PCBU ensure that a safe and healthy environment, which eliminates or suitably controls hazards for staff, volunteers, contractors and visitors, is maintained at Auckland Museum as per the Health and Safety at Work Act 2015.
- 8.2. The Trust Board is committed to ensuring a positive working environment and culture, where diversity is appreciated, and all people are respected and valued. Auckland Museum does not tolerate any form of bullying, harassment (including racial and sexual harassment) or discrimination. This applies to Trust Board members, employees, volunteers, contractors, customers and the visitors to Auckland Museum.
- 8.3. Health and Safety extends to all of the Museum's onsite, offsite and online locations and content, and includes safeguarding the interests and comfort of Museum visitors.
- 8.4. It also includes committing all necessary resources to prevent, in so far as reasonably practicable, incidents and injuries, and to address hazard identification, risk controls and rehabilitation priorities in the workplace.
- 8.5. The Chief Executive will report regularly to the Trust Board on the health and safety of the workplace. The legislation places a positive duty on Chief Executive, Directors and the Head of Security, Health & Safety— as officers of a PCBU – to exercise due diligence to ensure that the organisation

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complies with its health and safety duties and obligations.

9. Conflicts of interest

The Board places great importance on making clear any existing or potential conflicts of interest for Trustees.

- 9.1. Conflicts of interest may occur:
 - When a Trustee, or his/her immediate family or business interests, stands to gain financially from any business dealings, programmes or services provided to the Trust.
 - When a Trustee offers a professional service to the Trust.
 - When a Trustee stands to gain personally or professionally from any insider knowledge if that knowledge is used for personal or professional advantage.
- 9.2. Any business or personal matter which is or could lead to a conflict of interest nature involving a Trustee and his/her role and relationship with the Trust, must be declared and registered in the Trustees Disclosure Register.
- 9.3. Trust Board, committee and staff members will manage any business or personal matter that might lead to a conflict of interest in a timely manner, before a decision, contract or transaction is concluded.
- 9.4. The Trust Board decides whether or not a conflict of interest requires a Trust Board member to leave a meeting or abstain from voting on a resolution.
- 9.5. Trust Board members will comply with the Local Authorities (Members Interests) Act 1968, including the requirement that Trust Board members should not enter into, or have a direct or indirect interest in, a contract with the museum that exceeds \$25,000 (including GST), excluding Trust Board, Taumata-ā-Iwi, Pacific Advisory Group and Sub-Committee fees, without the prior approval of the Auditor General.
- 9.6. Trust Board members must declare any such interest, and abstain from discussing and voting on matters relating to the contract. The declaration will be recorded in the minutes of the meeting and in the Museum's conflicts register.
- 9.7. Trust Board, Taumata-ā-iwi and Pacific Advisory Group members must not provide professional services to the Museum outside their governance roles without the Chief Executive's approval. Where the Chief Executive has a potential conflict s/he will raise it with the Chair of the Board who will

make a decision on the matter.

10. Gifts & Hospitality

- 10.1. Trust Board members and staff from time to time may accept personal gifts and hospitality in their capacity as board members or employees. Where gifts are received, a declaration must be made to the Governance and Compliance Advisor, who will hold a register of all gifts received. Gifts with a value over \$500.00 per annum from the same source should not be accepted. An annual probity report will be provided to the Audit and Risk Committee in the interests of transparency.
- 10.2. When incurring expenditure of whatever type the Trust Board and the Chief Executive should exercise prudence and restraint when considering what cost may legitimately be found from public funds.

11. Communication

- 11.1. The Chair of the Trust Board and the Chief Executive are responsible for speaking and commenting publically about contentious museum matters; all routine matters can be delegated to staff as required.
- 11.2. Other than the Chair, no Trust Board member may speak in public on behalf of the museum unless authorised by the Chair.

12. Protected disclosures

- 12.1. Staff are encouraged to report to the Director, People and Organisation or the Governance and Compliance Advisor on any actual or suspected malpractice or illegal acts or omissions by employees or ex-employees.
- 12.2. The Museum's procedures for dealing with any such disclosures comply with the Protected Disclosures Act 2000, and principles of natural justice and procedural fairness
- 12.3. Any complaints against the Chief Executive or Trust Board members should be provided in writing to the Chair, or in the event of a conflict the Deputy Chair, of the Trust Board.

13. Audiences

- 13.1. The Trust Board and Chief Executive are responsible for leading an organisational culture that:
 - values the Museum's current and new audiences
 - is committed to providing audience programmes that are relevant, and reach, attract and grow the Museum's onsite, online and offsite audiences.

14. Collections Development

- 14.1. The museum has a long-term purpose and holds collections in trust for society in relation to its stated objectives.
- 14.2. The Act requires the museum to be responsible for the development of the collection. This is interpreted as a life-cycle, including: acquisition; care, storage and conservation; research, cataloguing and description; public access physically, virtually and intellectually; periodic assessment for quality and continued relevance; and consideration for potential de-accession and disposal.
- 14.3. The Chief Executive is to prepare a Collections Development Plan for endorsement and periodic review by the Board. The documents will describe the operational policies, processes and resource implications encompassed by the life-cycle of collection development.
- 14.4. The museum will exercise due diligence and make every effort not to acquire, whether by purchase, gift, bequest or exchange, any object unless there is evidence that the museum can acquire a valid title to the item in question.
- 14.5. The Trust Board is a kaitiaki for the taonga and objects in the Museum's many collections, and is responsible for their care, maintenance and development. The Trust Board recognises that kaitiaki responsibilities may be shared with descendants of taonga.
- 14.6. Museum staff will maintain central, integrated, digital systems for recording and managing information about the Museum's permanent collections, business records and archives outside of databases, and other collections in its care, including those in the library. This will include information about the location, source and accessibility of particular items.
- 14.7. Decisions to de-accession and dispose of any object from the collection will be made in accordance with the Collection Development Plan
- 14.8. Decisions that are of strategic significance, beyond routine collections management will be the responsibility of the Board acting on advice of the Chief Executive and curator of the collection concerned. In cases of uncertainty or where there is dispute, Museum management may seek the advice of an external expert. The Museum will make reasonable efforts to consult donors and iwi. Where possible, priority will be given to retaining the object within the public domain.

15. Loans of collection item(s)

- 15.1. All loans of collection item(s) will be consistent with the Museum's Collection Development Strategy.
- 15.2. Decisions to lend collection item(s) take account of the Museum's commitment to making its permanent collections accessible to a wide range of audiences, in locations and contexts that enhance their understanding and engagement.
- 15.3. All loans of collection item(s) are approved by the Trust Board and Chief Executive as set out in **schedule A** which shall be reviewed from time to time.

- 15.4. While the loan approval process has been organised according to the estimated financial value of the object, this is purely for ease of categorisation. The Trust Board recognises that objects have value in other ways, and that these values often far exceed objects' financial worth, in terms of importance. Nonfinancial values will be taken into account by the responsible authoriser, as part of the loan approval process.
- 15.5. The Trust Board reviews a summary of all outstanding loan of collection item(s) annually.

16. Human remains

- 16.1. The Museum will not acquire, accession, deposit, borrow, or display any unmodified human remains.
- 16.2. Modified human remains are permitted and afforded the same care and interpretation as other objects in the Museum's collections, and may have specific protocols or policies developed for them.
- 16.3. Historical acquisitions of unmodified human remains will be deaccessioned and will be stored and accessed in a manner that affords utmost dignity and respect while plans for their repatriation and disposal are made.
- 16.4. Auckland Museum will repatriate unmodified human remains in consultation with source communities wherever possible, and, for international repatriations, also with relevant museums or government departments in New Zealand and the country of origin.

17. Research and scholarship

- 17.1. The Trust Board recognises and supports research as a core activity of the museum.
- 17.2. The Trust Board adopts, and regularly reviews, a Research Strategy, which aligns with the Museum's strategic direction, goals, objectives, annual plans and priorities. The strategy supports research and Mātauranga Māori that develops new knowledge, understanding and interpretations of the Museum's collections, and improves access to the collections for museum visitors and other stakeholders.
- 17.3. Researchers will share the results of their research through a range of communication channels.
- 17.4. The Trust Board may allocate endowment and bequest funds to support the Museum's research priorities, as identified in the Research Strategy.

18. Awards and honours

- 18.1. Auckland Museum values scholarship, academic achievement, research and service to the community. From time to time, the Trust Board may

award individuals who have given exceptional service to the museum or added value to its interests. The awards and grounds for their endowment are as follows.

- **Fellow of Auckland War Memorial Museum** – awarded for exemplary scholastic achievement relevant to the Museum’s collections and activities. The contribution to the Auckland Museum, or other New Zealand museums, must be unique and valuable. The recipient must not be a permanent employee of the museum, or a member of the Trust Board or its committees, at the date of nomination.
- **Companion of Auckland War Memorial Museum** – awarded for singular achievement or contribution to areas relevant to, or in some way connected to, the public service of Auckland Museum, or other New Zealand museums. The recipient must not be a permanent employee of the museum, or a member of the Trust Board or its committees, at the date of nomination.
- **Associate Emeritus or Emerita of Auckland War Memorial Museum** – awarded to museum staff, research associates (both current and former), volunteers or other individuals associated with the museum to mark noteworthy achievement. Their contribution to Auckland Museum, or to the interests of the museum, must be considerable, with the potential for ongoing long-term benefit to the museum.

19. 19. Memoranda of understanding

- 19.1. The Trust Board supports partnerships that advance and facilitate the Museum’s strategic goals.

20. Financial management

- 20.1. The Trust Board, with the Chief Executive, is responsible, and accountable, for ensuring that the Museum’s finances are managed prudently.
- 20.2. The Chief Executive is responsible for implementing an operational policy and has delegated responsibility for maintaining the integrity of the Museum’s financial management. This includes, but is not limited to, maintaining the integrity of the Museum’s financial management systems to provide accurate, proper, timely, consistent, complete, comparable and reliable financial reports, on a monthly and annual basis and available for the Trust Board. The reports will comply with all applicable accounting standards and statutory requirements, and will be signed off by the Museum’s Chief Finance Officer and Chief Executive.
- 20.3. The Auckland War Memorial Museum Act 1996 enables the Trust Board to charge a levy to Auckland Council each year to fund the Museum’s activities. In each financial year, the Trust Board proposes the amount of the levy to the council, in the context of the Museum’s annual plan.
- 20.4. In each financial year, the Trust Board prepares and adopts an annual plan in accordance with section 22 of the Auckland War Memorial Museum Act 1996.

- 20.5. In each financial year, the Trust Board prepares and adopts an annual report in accordance with section 28 the Auckland War Memorial Museum Act 1996. The annual report contains financial statements prepared in accordance with public sector public benefit entity financial accounting standards, including a statement of service performance. All of these are independently audited.
- 20.6. The Trust Board ensures that an up-to-date register of the Museum's fixed assets is maintained and reviewed regularly.
- 20.7. In accordance with the section 27 of the Auckland War Memorial Museum Act an auditor shall be appointed on the recommendation of Auckland Council. Oversight of the Trust Board external audit arrangements are the responsibility of the Trust Board's Audit and Risk Committee.
- 20.8. The auditors shall be required to maintain professional independence. In this regard the Audit and Risk Committee shall monitor and approve any no-audit work undertaken by the auditor
- 20.9. The continued appointment of the auditor shall be reviewed annually by the Audit and Risk Committee and confirmed by the Trust Board. A policy of regular rotation of audit firm is not mandated.
- 20.10. Rotation of the Audit partner is required every 5 years. The partner shall be subject to a five year stand-down period following rotation.

21. Investment funds

- 21.1. The museum holds investment funds, comprised mainly of funds held for asset replacement purposes. These are levy funds that the museum receives annually to fund depreciation and replacement of its assets. The funds are held in the asset replacement reserve and invested until they are required on a planned cycle. The museum also holds some endowment funds and reserves.
- 21.2. The investment fund is managed in accordance with the Museum's Statement of Investment Policies and Objectives (SIPO), which sets out:
- investment strategies
 - investment limitations
 - reporting requirements.
- 21.3. The Trust Board regularly reviews the Statement of Investment Policies and Objectives (SIPO) to ensure that these elements remain appropriate.
- 21.4. The Trust Board appoints investment managers to invest the funds in accordance with the SIPO. Their performance is monitored through regular review with managers and engaging as required an independent advisor to report on the relative performance of investments.

22. Self-generating revenue

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- 22.1. The Trust Board is responsible for overseeing the Museum's financial self-sufficiency. To achieve this, the Chief Executive is delegated with developing compatible business streams and sustainable sources of income, including commercial, and merchandising.
- 22.2. The Museum's self-generated revenue activities, and any advertising associated with them, must be compatible with the Museum's strategic direction, objectives, priorities and values.
- 22.3.
- 22.4. The Museum Foundation has been established for sponsorship and fundraising opportunities.
- 22.5. Proposals for naming rights are submitted to the Trust Board for final approval and must be compatible with the Museum's strategic direction, goals, objectives and priorities'

23. Financial delegations

- 23.1. **Introduction:** The Trust Board from time to time delegates financial authority to the Trust Board's Chair, the Chief Executive for the operation of the museum and to ensure the effective and efficient use of public funds. The Chief Executive in turn may delegate to other managers in accordance with an internal delegation policy. When incurring expenditure, the Trust Board and the Chief Executive should exercise prudence and restraint when considering what cost may legitimately be spent from public funds.

All departures from the standard delegations below are to be approved by the Trust Board.

- 23.2. **Delegation policies:**
 - a. No person may authorise or enter into any transactions, including settlements, procurements, contracts, loan of collection item(s), disposals and arrangements, without the delegated financial authority to do so, or where they have an involvement in the transaction.
 - b. Any delegated financial authority applies only to settlements, procurements, and contracts, loan of collection item(s), disposals and arrangements that are undertaken in accordance with the Museum's Procurement Policy.
 - c. Cheques must have two signatories. Signatories may be any of the following people: the Chief Executive, Executive team members and the Financial Controller.
 - d. Electronic payments must have two authorisers. Authorisers may be any of the following people: the Chief Executive, Executive team members and

the Financial Controller.

- e. For amounts in excess of the Chief Executive delegated authority of \$500,000 where the Trust Board has approved the original contract; that they also be asked to approve that the Museum Chief Executive be authorised to approve invoice payments up to that contract sum approved by the Trust Board.
- f. The Museum Chief Executive may grant delegated financial authority to named individuals in special circumstances at their discretion for a definite period. That authority must not exceed the Museum Chief Executive's delegated authority.
- g. Similarly, using a Contract Cover Sheet, a request can be made that the respective Executive Team member (within their delegated financial authority) grants specific authority to named individuals or roles, to approve related invoice payments up to an approved contract sum amount. That authority must not exceed the respective Executive Team member's delegated authority, and is to be approved by the Museum Chief Executive.

23.3. **Delegated Limits:** The Trust Board will regularly review delegated financial authorities. Limits to delegated authority is approved by the Trust Board and set out in the following table. This is the delegated transaction authority for the Auckland Museum Trust Board and the Museum Chief Executive.

| Event | Position with Authority |
|--|---|
| Transactions and loans of collection item(s), valued over \$1,000,000 | Trust Board |
| Transactions within budget and loans of collection item(s) up to \$1,000,000 | Chair or Deputy Chair and Chief Executive |
| Transactions within OPEX budget and loans up to \$500,00 ¹ | Chief Executive |
| Transactions within capital budget up to \$500,000 ¹ | Chief Executive |

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| Transactions not within approved Annual Plan OPEX budget up to \$250,000 (accumulated up to \$500,000 p.a.) | Chief Executive |
| Transactions not within approved Annual Plan capital budget up to 10% of the project capital budget or \$250,000; whichever is the lowest | Chief Executive |

1 The Annual Budget will include an annual capex budget. Inclusion of an item in the year of approval capex budget does not mean approval to spend. All capital items must follow the prescribed justification and approval and processes and delegated authorities.

23.4. **Credit Card Authority:** Credit cards issued will be with limits as authorised by the Museum Chief Executive. Individual limits are to be kept as low as practical within the allowable ranges.

23.5. **Reserved Matters:** Each reserved matter set out in the table below must be determined by consent of the Trust Board.

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| Annual Plan | Approval each year of the Annual plan of the Auckland Museum. |
| Annual Report | Approval each year of the Annual report of the Auckland Museum. |
| Business | The entry into, or amendment to, any contract, commitment or transaction: which is outside the ordinary course of its business. |
| Security Interests | The entry into, or amendment to, any: <ul style="list-style-type: none"> contract, commitment or transaction creating any mortgage, charge, pledge or other security interest over any material asset or material undertaking of the Auckland Museum |
| Matter of Principle | The entry into, or amendment to, any: <ul style="list-style-type: none"> guarantee, letter of comfort or performance bond under which the maximum liability of the Auckland Museum to any party or the value of which is within the approvers delegated limits (refer to 23.3) is prohibited unless written and approved by the Trust Board. |

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| Investment Funds | The Museum holds investment funds, comprised mainly of funds held for asset replacement purposes and Trusts and Bequests. Draw down of investment funds requires the approval of the Trust Board. |
| Variation | Varying the list of Reserved Matters in this Schedule. |

23.6. **Gifts:** Trust Board members, Chief Executive and senior staff from time to time may accept personal gifts and hospitality in their capacity as Trust Board members or staff. Where gifts are received, a declaration must be made to the Governance and Compliance Advisor, who will hold a register of all gifts received.

Gifts to individuals with a value over \$500 per annum from the same source should not be accepted. An annual probity report will be provided to the Audit and Risk Committee for transparency.

23.7. **Bank accounts:** The opening of a bank account is to be authorised by the Trust Board and a schedule of all bank accounts, their purpose and signatories shall be reported annually to the Audit and Risk Committee.

23.8. **Senior Management:** The Board delegates the day-to-day leadership and management of the Museum to its sole employee the Chief Executive. This includes the appointment, removal or replacement and remuneration (including an increase or decrease in remuneration) of the members of the Executive team of the Museum.

23.9. **Review:** This policy is to be reviewed on a Biennial basis by the Audit and Risk Committee of the Auckland Museum Trust Board and any changes approved by the Trust Board.

23.10. **Future Museum Capital Programme Committee Delegation:** From time to time, the Trust Board approves the provision of delegated authority to the Future Museum Capital Programme Committee. This delegation enables the aforementioned committee to approve contracts for work on behalf of the Trust Board if the contract sum is within the total project sum previously approved by the Trust Board, and that the Chief Executive be given delegated authority to approve invoices for those projects up to the accumulated sum approved by the committee in accordance with the cash flow forecast for the development period.

24. Risk management

- 24.1. Management of risk is the responsibility of the Trust Board. The Trust Board delegates to the Chief Executive the responsibility for implementing the risk management framework.
- 24.2. The Trust Board ensures that a suitable risk framework for managing the Museum's strategic risk is in place.
- 24.3. The Trust Board delegates to the Chief Executive the responsibility for implementing the risk management framework.
- 24.4. The Trust Board ensures that the museum takes all reasonable steps to protect against natural and human made disasters.
- 24.5. The Trust Board ensures that the museum has appropriate security to protect collections against theft or damage.
- 24.6. The Chief Executive is responsible for ensuring that the museum incorporates a formal risk management approach in its projects, planning, normal business activities and processes. The Chief Executive determines how risk is approached, managed and treated, and is responsible for reporting significant risks to the Trust Board.

25. Fraud

- 25.1. The Trust Board and Chief Executive ensure that the museum has a current fraud policy, which includes effective systems for dealing with cases of fraud; and internal controls to prevent and detect fraud and theft.
- 25.2. All instances of fraud and theft are to be reported to the Audit and Risk Committee and Trust Board. The Trust Board will seek prosecution of individuals conducting fraud

26. Insurance

- 26.1. The Trust Board ensures that the museum has an appropriate, cost-effective and prudent level of insurance in place for the assets, risks and activities associated with:
 - its permanent collections
 - any objects or collection item(s) on inward loan
 - any objects or collection item(s) on outward loan
 - the museum buildings and equipment
 - the Museum's Trustees and Directors (Directors' & Officers' Liability Insurance)

27. Heritage museum building

- 27.1. The Trust Board ensures there are a Heritage Conservation Plan and an Asset Management Plan in place for the museum building. These plans protect the integrity of the building's architectural design, while allowing it to be developed to support and be comfortable for visitors, staff and volunteers. The Trust Board reviews these plans regularly

28. War memorial sanctuaries

- 28.1. The Trust Board ensures that the Museum's war memorial sanctuaries are preserved as a perpetual, respectful and dignified tribute to the memory and sacrifices of New Zealanders who have served or are serving in the military overseas, and that free public access is maintained to these sanctuaries during museum opening hours.

29. Environmental sustainability

- 29.1. The Trust Board supports and encourages resource use that:

- sustainable, efficient and safe
- minimises the Museum's impact on the environment
- is consistent with the needs of the Museum's collections, audiences, visitors, staff, volunteers and surroundings.

30. Intellectual Property

- 30.1. The museum makes reasonable efforts to protect its own intellectual property rights and the rights of others. Unless prior written agreement is obtained from the Chief Executive, copyright and similar proprietary rights in all work done in the course of employment with the Museum will belong to the Museum. This statement is related to all areas of museum work including; research, curatorship and digital releases.

31. Official Information Requests

- 31.1. The Museum is subject to official information requirements of LGOIMA (Local Government Official Information and Meetings Act), excluding materials held in the library and collections.
- 31.2. The Board is not an organisation to which the Official Information Act 1982 applies.
- 31.3. The decision to release information required by LAGOIMA, or requested and voluntary released under the Official Information Act 1982, will be decided by the Chief Executive and Chair of the Trust Board. In making their decision they will be guided by balance determining if the benefit of withholding information outweighs the benefit of releasing information to the public. If a matter of doubt arises it shall be referred to the Board for decision.

32. Diversity and Inclusion

- 32.1. Tāmaki Paenga Hira Auckland War Memorial Museum’s commitment to diversity and inclusion is at the heart of our mission - Tui Tui hono tangata, whenua me te moana - Connecting through sharing of stories of people, lands and sea. Connecting with people is about social inclusion, making sure that the Museum is open to all, with as many voices and views embraced as possible who can participate fully and feel they belong. These commitments are also deeply embedded in our Values - Relevant, Connected, Innovative, Respectful, Inspired and our Guiding Principles - Manaakitanga, Kaitiakitanga, Mana whenua. Our values guide our behaviour and our guiding principles describe our fundamental beliefs. Together they represent our organisational identity and culture, the expectations we have for ourselves and each other and guide our day-to-day decisions. At Tāmaki Paenga Hira we are committed to being relevant to and inclusive of our many communities and diverse audiences and to being a great place to work.
- 32.2. A standalone Diversity and Inclusion Policy has been made available on the Museum Intranet.

Section 5: Glossary

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| Accession | Means the formal registering or recording of an object or item into the Museum's permanent collection after it has been acquired. |
| Acquisition and acquire | Where legal ownership or title in an object or collection item is legitimately transferred to the museum. (collection loan(s) do not involve the legal transfer of title.) |
| Modified human remains | Means human remains that have undergone cultural modification prior to collection, which includes but is not limited to: Objects carved from or incorporating human bone Objects incorporating human hair or teeth Perforated teeth Pacific Island skulls over-modelled in clay and plant material Egyptian mummified remains |
| Unmodified human remains | Includes: Whakapakoko – Māori preserved human corpse Toi moko – Māori preserved human head Skeletal remains Dried soft tissue Hair Teeth |
| Conflict of interest | A conflict of interest can arise when a trust board, Taumata-ā-Iwi, Pacific Advisory Group member or staff member's duties or responsibilities to the museum are affected by some other interest or duty they have. (Examples are interests or duties arising out of their financial affairs, relationships, other roles or employment, or something they have said or done). Conflicts of interest may arise from a wide range of situations, for example (this list is not exhaustive): <ul style="list-style-type: none"> • being an employee, advisor, Chief Executive or partner in another business or organisation that is doing business with the museum • influencing or participating in a decision to award a contract to a relative or a close friend • being involved in a decision to appoint or employ a relative or close friend |

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| | <ul style="list-style-type: none"> • holding another public office • having a legal obligation or professional obligation to someone else, e.g. as a trustee • owning shares in a company that the museum is dealing with or in competition with • receiving a gift, hospitality or other benefit from someone • granting a licence to use museum intellectual property to relatives, friends or partners. |
| Co-opted Committee Members | <p>Unless a Committee's Terms of Reference provide otherwise, all Committees shall have the power to co-opt up to two (2) persons as members, provided that any such co-opted appointments are endorsed by the Trust Board</p> <p>Co-opted persons should be appointed for their special skills and knowledge that will add diversity, complement the range of skills and expertise on Trust Board's committees and assist with the issues and opportunities the Institution is facing.</p> <p>Co-opted members shall have no voting rights.</p> |
| Co-opted Trust Board Member | <p>The role of a co-opted Trust Board member is to act in an advisory capacity to the Trust Board. Co-opted members should be appointed for their special skills and knowledge that will add diversity, complement the range of skills and expertise and assist with the issues and opportunities faced by the Museum.</p> <p>They may attend Trust Board and associated Committee and strategic meetings.</p> <p>A co-opted member holds none of the rights, powers and privileges of the Board and shall not be responsible for the maintenance, management, and development of the Museum building, its contents, and assets.</p> <p>The co-opted member will receive remuneration on a quarterly basis to be paid from the funds of the Chief Executive.</p> |
| De-accession | Means the formal de-registering, or removal from the records, of objects or items from the Museum's permanent collection. |
| Disposal | Means the relinquishment of legal ownership or title in an object or item, so that it no longer forms part of the Museum's permanent collection. |
| Future Museum | Future Museum is a plan that will transform Tāmaki Paenga Hira Auckland War Memorial Museum and ensure we deliver our mission and vision over the next 20 years. |
| Gift | Gifts are items of services given or received for which no payment has been made in return or where the item of service has been accepted or provided at a level clearly below the market value |

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| Guiding Principles | Principles that guide an organization throughout its life. |
| Hospitality | Hospitality can be defined as any food, drink, accommodation or entertainment which has been provided either without charge or discounted clearly below market value. |
| Kaitiaki | Kaitiaki is a New Zealand term used for the Māori concept of guardianship. A kaitiaki is a guardian, and the process and practices of protecting and looking after the environment are referred to as kaitiakitanga |
| Loan of collection item(s) | <p>Where the owner or lender of an object or collection item(s) transfers possession of it to the museum, but retains legal ownership.</p> <p>Loan of collection item(s) may be for research, consignment for sale, custody, conservation, repair, exhibition, display, safe keeping, assessment etc. If a loan is free it does not need to be registered under the Personal Properties Security Act 1999.</p> <p>Where objects or items are being lent to the museum (incoming collection item loans), the museum, as borrower, owes certain duties to the lender. Where objects or items from the Museum's permanent collections that are lent to other museums, institutions or organisations (outgoing collection item(s) loans), Auckland Museum retains ownership.</p> |
| Mātauranga Māori | The Māori system of knowledge or world view, as well as the body of knowledge to which it relates. |
| Mission Statement | Statement of our role and the unique contribution we make. |
| Museum | <p>Defined by section 2 of the Auckland War Memorial Museum Act 1996 as follows:</p> <p>Museum means the museum known as the Auckland War Memorial Museum; and includes the operations, collections, and assets belonging to, in the possession of, or undertaken for that museum both present and future.</p> |
| Object | Means cultural property (as defined by the courts and UN conventions), objects of cultural heritage and scientific tangible property. (Human remains, whether unaltered or culturally modified after death, are not objects.) |

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| Pacific Advisory Group | The Museum appoints no more than eight members to the Pacific Advisory Group. The Pacific Advisory Group helps guide and inform museum staff and management, acting as a source of knowledge and information, and assist the Museum to create strong links into Pacific networks and communities with the aim being to have high levels of meaningful engagement with collections, exhibitions and programmes by Pacific people, as well as reflecting a strong Pacific Dimension back to national and international visitors to the Museum. This group's roles and responsibilities are outlined in the Pacific Advisory Group Terms of Reference. |
| Organisational Business Plan | The OBP is a high-level, strategic plan based on the vision in Future Museum. It will be published online as the Ten Year Plan and will be updated year-on-year and form year-one of subsequent Annual Plans. |
| PCBU | Person conducting a business or undertaking |
| Strategic Objectives | Components of our goals. (To be distinguished from the objectives in section 11 of the Auckland War Memorial Museum Act 1996.) |
| SIPO | Statement of Investment Policies and Objectives |
| Staff | All people who work at the Museum; including Volunteers. This may also mean a person or firm that undertakes a contract to provide materials or labour to perform a service or do a job. |
| Values | Statement of how we behave towards those with whom we interact. |
| Vision Statement | Statement of the Museum's preferred future. |

Section 6: Auckland Museum Trust Board procedures

Responsibilities of the Board include but are not limited to the following:

| Auckland Museum Trust Board | Procedures |
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| <i>Behaviour</i> | The Trust Board must act within the provisions of the Act and should establish procedures to regulate its own behaviour and conduct. |
| <i>Meetings</i> | <p>There are a minimum of six formal and public meetings held each year. At each, the Register of Trust Board members' interests must be reviewed and updated.</p> <p>Agenda and Minutes will be prepared for all Trust Board and Committee meetings and be available to all Board members.</p> |
| <i>Agenda</i> | The Trust Board has the sole authority for setting its Agenda exercised through the Chair. |
| <i>Collective Decision Making</i> | The Trust Board will abide by its decisions, as a whole, while reserving an individual's right to review, disagree or seek revision of decisions. |
| <i>Chair</i> | <p>The Trust Board appoints the Chair and Deputy Chair each year.</p> <p>The Chair:</p> <ul style="list-style-type: none"> • Represents the Trust Board to stakeholders. • Ensures the integrity and effectiveness of the governance process. • Facilitates the Trust Board meetings. • Ensures discussions result in logical and objective decisions and; • Maintains regular dialogue with the Chief Executive over all operational matters and consults with the Board on all matters of significant concern |

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| Chief Executive | <p>The Chief Executive is the CEO of the Museum</p> <ul style="list-style-type: none"> • Attends all Board and Committee meetings. • Is given the delegated authority from the Trust Board to manage the Museum. • Responsible for succession planning of senior management. • Maintains regular dialogue with the Chair, and individual members of the Trust Board. • Carries out tasks specified by the AWMM Act. • Term of office is not more than 5 years but the term is renewable. |
| Trust Board Committees | <p>These are formed to assist the Board in efficient decision making or when required under the AWMM Act 1996 Committees will act for the Trust Board when authorised and within the parameters set by the Trust Board. Each Committee must have Terms of Reference establishing its role and purpose and approved by the Trust Board.</p> <p>Members of the Committee must be appointed by the Trust Board. Committees can make recommendations to the Board but are not authorised to make decisions on behalf of the Board.</p> <p>Unless a Committee's Terms of Reference provide otherwise, all Committees shall have the power to co-opt up to two (2) persons as members, provided that any such co-opted appointments are endorsed by the Trust Board. Co-opted members have no voting rights.</p> |
| Members | <ul style="list-style-type: none"> • New Board members must complete an induction programme aimed at providing an understanding of the business of the Museum and the environment in which it operates. • Members must keep themselves up to date with changes and trends in the business environment, economic, legal, social, technological and political trends that affect the activities and business of the Museum. • Members are expected to attend all Board meetings. |
| Members remuneration | <p>The remuneration level is agreed by the Trust Board having regard to the public purpose and funding of the Museum and after taking independent advice.</p> |

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| <p><i>Elections of Chair, Deputy and Chairs of Committees</i></p> | <p>This Procedure is to be read in conjunction with sections 7 and 8 of the Auckland War Memorial Museum Act 1996 and sets out the agreed procedures for the annual election of the Chair and Deputy Chair of the Auckland Museum Trust Board.</p> <p>The Museum Trust Board is free to adopt procedural rules for its affairs and the conduct of its meetings as it considers appropriate, (AWMM Act Section 8(2)) and committees will be formed from time to time to benefit the work of the Trust Board and museum. Elections shall be held in August or at such other times as required.</p> <p>The Chair of the Planning Committee must be a Auckland Museum Trust Board member appointed by the Auckland Council (AWMM Act Section 7(8)(b)). The Auckland Museum Trust Board must hold elections for the positions of Chair, Deputy Chair of the Auckland Museum Trust Board and Chairs of the Board Committees once a year.</p> |
| <p><i>Taumata-ā-Iwi Appointments</i></p> | <p>This Procedure is to be read in conjunction with section 16 of the Auckland War Memorial Museum Act 1996.</p> <p>There must be a minimum of 5 members.</p> <p>Each member holds office for a period to be determined by the Trust Board.</p> <p>The Act provides no guidance on the appointment of individuals to the Taumata-ā-Iwi.</p> <p>The Trust Board recognises: the principle of mana whenua The Trust Board agrees:</p> <ul style="list-style-type: none"> • that representation should be based on the principle of mana whenua. |