

## **Responsibilities of Challenge Governance Group members**

### **Background to the Challenge**

The National Science Challenges are designed to find solutions to some of the large, complex issues that matter most to New Zealanders. The Building better homes, towns and cities: ko ngā wā kāinga hei whakamāhorahora Challenge aims to address some of the significant issues facing our country. Its activities focus on areas such as housing supply, the quality of our housing, and the vulnerabilities and underperformance of some of our urban environments.

Background information about the Challenge and its work can be found at <https://www.buildingbetter.nz/>

### **Governance Group**

The role of the Governance Group is to provide oversight of the Challenge, including approval of the Research Plan for the Challenge, overseeing Challenge management and the ongoing direction and performance (including financial performance) of the Challenge. The Governance Group has a fiduciary duty to act in the best interests of the achievement of the Challenge Mission, rather than the individual interests of any party or collaborator to the Challenge. In meeting its responsibilities, the Group will be guided by the National Science Challenge Investment Contract and the Collaboration Agreement.

### **Responsibilities of Governance Group members**

In carrying out its role the Group's principal responsibilities are to:

- Provide strategic direction to, and ultimately approve, the Research Plan, budgets and project funding investment recommended by the Director and Science Leadership Team.
- Monitor and review progress against the Research Plan, including delivery of the BBHTC Mission.
- Ensure that the activities of the Challenge stay true to the Mission and values.
- Recommend appointment of the Director (subject to employment by the Challenge Contractor) and annually complete a formal review of his/her performance.
- Approve appointments to the Science Leadership team, on the recommendation of the Director.
- Ensure that the science activities the Challenge undertakes include appropriate engagement, education and communication programmes with relevant stakeholders, to increase public understanding of how science contributes to New Zealand's well-being.
- Ensure that the Challenge gives effect to Vision Mātauranga objectives, including governance of the Challenge.
- Help embed a living Te Tiriti o Waitangi partnership by:
  - Building and holding relationships which uphold rangatiratanga
  - Having decision-making values that reflect Tangata Whenua and Tangata Tiriti worldviews
  - By supporting structures and processes that reflect a Te Tiriti commitment
- Adopt and give effect to the Dispute Resolution Policy and Processes as described in the Collaboration Agreement (attached).
- Approval of the allocation of Challenge Funding and other funding based on merit and alignment with the NSC Investment Contract and Mission.
- Ensure that the intent of the Collaboration Agreement is upheld and no one Party is given an unfair advantage.

### **Time commitments**

The time required to be devoted to the National Science Challenge by its Governance Group members may change from time to time. Typically it is expected that commitment in a year will include:

- Half day Governance Group meetings, scheduled quarterly;
- Teleconference/Zoom Group meetings (if required); these are usually short, but may be of one or two hours duration and will be required by the Group to resolve matters which cannot be deferred until the next meeting in person.

The Challenge management office maintains the schedule of meetings and should be contacted with any detailed questions. In addition, you will be expected to devote appropriate preparation time ahead of each meeting and to attend such ad hoc meetings as may be necessary or desirable.

### **Roles and other interests**

Governance Group members agree to act in the best interests of the Challenge.

If your circumstances change in any way that impact your ability to do this, you must immediately advise the Chair of the Governance Group. Any material relationships or interests which you may have which could affect your independence are required to be disclosed. It is accepted that you will have business interests other than those of the Challenge. It will be a standing agenda item at every Board meeting that a disclosure of interests is affirmed to be correct. You will be expected to warrant that each such disclosure is a full and fair one and includes all information that the Challenge and the Governance Group reasonably need to know.

Disclosure of interests is a continuing obligation. If your circumstances change or you acquire any office or property which may conflict with your role, then you must disclose its character and extent at the next Governance Group meeting. Ideally you would consult with me as the Chair as soon as you become aware of any potential conflict.

You should be aware that you will generally not be entitled to attend any part of a Governance Group meeting, or to vote, on any matter in which you have a material personal interest unless the other Governance Group Members unanimously decide otherwise.

### **Remuneration and expenses**

Each Governance Group member other than the Chair is paid an honorarium. Honoraria are paid by monthly instalments and will be deposited (net of any deductions required) into your bank account, details of which you will be asked to provide from time to time. The honorarium is taxable, and you will be required to complete the appropriate tax forms to allow the Challenge contractor (BRANZ) to deal with any necessary with-holding tax requirements.

You will not be entitled to a retirement allowance.

You are entitled to be paid other expenses you properly incur concerning Challenge affairs. Except for reasonable expenses associated with travelling to and from Challenge Governance Group meetings, you should obtain the approval of the Chair for the expense before you incur it. Expense rates are approved in accordance with a policy set by the Governance Group from time to time.

### **Charter**

The Governance Group has a Governance Charter in place. The aim of this is to promote and support high standards in the governance of the Challenge. To this end its primary focus of the Charter is to clarify and set expectations in respect to the role and responsibilities of the governing body of BBHTC. These responsibilities are owed in the first instance to BRANZ as the contract holder for the BBHTC challenge.