

ELECTED BOARD DIRECTOR POSITION DESCRIPTION 2024

1. Background

Horticulture New Zealand (HortNZ) is an incorporated society representing the interests of New Zealand's 4,200 plus commercial fruit and vegetable growers.

The organisation is an effective, focused and proactive industry body working for the benefit of grower members on horticulture industry-wide activities and issues. The key areas of operation are biosecurity, resource management, education and training and people development, communications and grower representation.

The Board's principal role is driving the vision, governance framework, strategic direction, purpose, outcomes and key results of the organisation.

HortNZ was established in 2005 taking over the industry wide roles previously delivered by NZ Fruitgrowers Federation, NZ Vegetable and Potato Growers Federation and NZ Berryfruit Growers Federation.

2. Board Structure

There are up to nine directors on the HortNZ Board:

- Seven directors are elected by active grower members of HortNZ. Active grower members are defined as entities actively engaged in the commercial production of fruit and vegetables which, in the previous 12-month period have paid levy either directly or indirectly to HortNZ. The election is based on the best person for the job with no positions allocated on a product, sector, regional or district basis.
- Two directors are appointed by the board based on the recommendations of a Director Selection Group. Appointed Directors have full voting rights at all Board meetings.
- The Board also appoints an Associate Director each year. This is a development opportunity for a future leader to gain experience in governance, leadership and strategy. This is a non-voting role however the Board seeks full participation in meetings.

Directors elect the President/Chair and the Vice President/Deputy Chair from within their number.

3. Eligibility for Election

The seven elected Directors must be:

- a person who is an active grower member of HortNZ or
- a director, shareholder, partner or trustee of an active grower member who is appointed by that member as the principal representative of the entity in their dealings with HortNZ or

- an employee of an active grower member who is appointed by that member as the principal representative of the entity in their dealings with HortNZ.

4. Term of Office

The term of office for elected Board members is three years with Directors retiring by rotation.

Board members retiring by rotation are eligible for re-election but with a maximum of 3 x 3-year terms (in total).

The term of appointed directors is determined by the Board with a maximum of 3 years per term and 6 years in total.

5. Board Responsibilities

The principle role of the board is to effectively represent and promote the interests of its members (levy paying growers) with the goal of adding long-term value to New Zealand horticulture and New Zealand's commercial growers. Having regard to its goal the board will direct, and supervise the management of, the business and affairs of the HortNZ including, in particular:

- Ensuring that HortNZ has, and maintains, growers' interests as central to all its activities creating an enduring environment where growers prosper.
- Ensuring that the HortNZ's vision, mission, purpose and strategic plan are clearly established, and plans are in place for achieving them (such strategies and plans being expected to originate, in the first instance, from management)
- Establishing policies for strengthening the performance of HortNZ
- Monitoring the performance of the CEO and management
- Appointing the CEO, setting the terms of the CEO's employment contract, assessing the CEO's performance and, where necessary, terminating the CEO's employment with HortNZ
- Protecting HortNZ's financial position and the ability to meet its debts and other obligations when they fall due, and ensuring that such steps are taken
- Ensuring HortNZ's financial statements are true and fair and otherwise conform with law
- Ensuring HortNZ adheres to high standards of ethics and behaviour
- Ensuring HortNZ has appropriate risk management/ regulatory compliance policies in place.

6. Conflicts of Interest

HortNZ policy requires Directors to declare all conflicts of interest or potential conflicts of interest. This includes a requirement for candidates for election to declare all conflicts or potential conflicts of interest including any directorships or similar positions they hold. These will be attached to the profiles of each Board member when they are circulated to growers with voting papers.

7. Remuneration

Directors receive a director's fee that covers attendance and preparation for all meetings (i.e., no additional daily meeting fees are paid). All costs associated with the position (including travel, accommodation, parking, meals and telephone expenses etc.) will be met by HortNZ. Currently the director's annual fee is \$31,477 exclusive of GST.

8. Time Commitment

Directors' responsibilities will require a minimum of 15 -20 days per year plus preparation time. This includes:

- a) Directors Meetings *(7-10 meeting days per year)*
- b) Horticulture Industry Forum Meetings *(3 per year)*
- c) Regional Visits Associated with Directors Meetings *(3-4 per year)*
- d) HortNZ Conference *(2-3 days per year)*
- e) Representing HortNZ on other bodies (subject to appointment and subject to time commitments and requirements of the groups appointed to) and
- f) Available to support the organisation in extenuating circumstances.

9. Organisational Background

- HortNZ's [Strategy](#) can be viewed on the HortNZ website.
- HortNZ's [affiliated product groups](#) can be viewed on HortNZ's website.
- HortNZ's most recent [Annual Report](#) and Financial Statements can be viewed on HortNZ's website.

For further information see HortNZ's website at www.hortnz.co.nz

10. Experience, Skills and Personal Attributes

Nominees need to consider their suitability against the following list of attributes (in no particular order):

- Governance and leadership experience
- Engagement in and knowledge of generic issues affecting horticulture
- Strong relationships and networks with product groups, regions, associations and associated industry parties
- Experience in serving on boards of directors
- Experience within grower representative organisations
- Knowledge of the political / advocacy process
- Understanding of governance and policy formulation
- Sound business management skills

- Strategic thinker
- Analytical and conceptual skills including future growth opportunities for the sector
- Ability to work as part of a team
- Ability to interact constructively with others
- Results oriented
- Integrity
- Effective communicator with established networks.