

Terms of Reference – Associate Trustee

DURATION AND APPOINTMENT

The appointment is a term of 20 months commencing the first Board meeting for each calendar year and concluding at the organisations AGM the following financial year.

The position is open to a present member of Dairy Women's Network who has shown leadership and commitment to the Network through but not exclusively by being a:

- Hub Leader;
- Regional leader for two years;
- Business Group Leader;
- Member of the Conference team;
- Facilitator/presenter of DWN driven workshop.

The **Associate Trustee role is non-voting.**

The role of the **Trust Board** has been summarised into the following points:

- Setting and overseeing the strategic direction of DWN.
- Foster an effective governance culture.
- Enabling and supporting Management to perform to a high standard.
- Ensuring DWN remains solvent, ensures the probity of financial reports and processes and a high standard of compliance with regulatory environments.

The Trust Board also plays a pivotal role in:

- Ensuring Dairy Women's Network goals are clearly established, and strategies are in place to achieve them.
- Identifying policies and processes that will strengthen Dairy Women's Network performance and support Management to proactively build the business through innovation, initiative and technology.
- Monitoring the performance of Management.
- Identifying the steps necessary to protect Dairy Women's Network financial position, build reserves and ensure the ability to meet obligations when they fall due.
- Ensuring Dairy Women's Network financial statements are true and fair and conform with New Zealand law and accounting standards and timelines.
- Ensuring that Dairy Women's Network has appropriate risk management and regulatory compliance policies and management systems in place.
- Ensuring engagement with stakeholders and members through attendance at regional events
- Participate in one or more subcommittee as needed.

The role of the **Associate Trustee** is to:

- Support the role of the DWN Trust Board.
- Bring their unique knowledge and opinion, individual strength and experience to the table to help shape Board discussions and decision-making.
- Build on their leadership skills.
- Grow experience and knowledge in governance through active participation.

RESPONSIBILITIES OF THE ASSOCIATE TRUSTEE

- Ensure they have a working understanding of the business plans, budgets and DWN Strategic Intent.
- Contribute to the Trust Board determination of appropriate and prioritised strategies for growth, consolidation or reduction.
- Contribute to the review of proposals brought forward by Management and provide timely and considered feedback.
- Respond to requests for feedback or information made by the Trust Board or CEO in a timely manner.
- Remain current with the business and membership activities and outcomes of DWN to be able to provide nimble, adaptive feedback and contribution to decision making.
- Understand the relationship with Network Partners and the need to build and nurture relationships.
- Attend all Board meetings and events, where possible and be actively engaged in these.

Trust Board of DWN will provide:

- An induction prior to the role commencing.
- A mentor program and support for the role's tenure.
- Opportunity for a pre and post board meeting discussion with the assigned mentor or other selected Trustees.
- A tailored development programme to build governance knowledge.
- Network opportunities through present and past Board members, Partners and sector connections.

TIMING AND LOCATION OF BOARD MEETINGS

An annual workplan has been established for the DWN Trust Board. This is based on 5 or 6 meetings per annum with a mix of in person and online meetings. A full day's commitment is required for these meetings. Further online meetings may be required between Board Meetings.

In addition to Board meetings, it is expected you will complete preparatory work and review management reports to ensure a current understanding of the business and current issues alongside the current decisions being made.

It is expected that the Associate Trustee will support Regional Events and attend the Regional Leader Forum and annual DWN Conference.

REMUNERATION

The role of Associate Trustee is not remunerated. Any direct and indirect expenses not paid directly by DWN, including but not limited to accommodation and travelling expenses are to be reimbursed through DWN expense claim processes.

OUTSIDE INTERESTS INCLUDING DIRECTORSHIPS

It is accepted and acknowledged that you may have business and governance interests other than those of DWN.

You must disclose any potential, perceived or real conflict of interests at the outset of discussion on any topic which presents a potential conflict or as soon as a potential conflict is recognised by you.

In a situation where a conflict of interest is identified the Trust Board will ask the conflicted person to disengage themselves from the discussion and any decision making related to the issue.



**DAIRY WOMEN'S
NETWORK**
success through inspiration

PERFORMANCE

The Trust Board has set a strategic intent with specific KPI's for DWN performance. This strategic intent supports the Trust Board with a measure of performance over time. It is expected that Trustees direct their efforts specifically to the achievement of these strategic intent KPI's.

CONFIDENTIALITY

All information acquired during your appointment is confidential to DWN and should not be disclosed either during your appointment or following termination (by whatever means) to third parties except as permitted by law and with the prior approval of the Chair.

A Confidentiality Agreement will need to be signed prior to your appointment.

ATTACHED FOR REFERENCE

- DWN Reimbursement Policy

APPROVAL

This Associate Trustee Terms of Reference were approved by the Trust Board of the Dairy Women's Network in August 2025.

REVIEW DATE: August 2027