

NEXT Governance

Navigating high trust relationships







NEXT's approach to governance

- NEXT founders Neal and Annette Plowman wanted a board that was small, flexible and philosophically aligned, with people they knew and trusted
- The thinking in the original strategic plan included creation of a specialist advisory panel and an emphasis on governance when selecting partners
- Providing governance and management support was a trait of the Plowman's early philanthropy and has continued under NEXT
- NEXT supports various high performance organisations in the areas of environment and education. Support of these partners nearly always includes a NEXT representative (the 'waka kaihautū' or NEXT navigator) engaged at governance level
- NEXT carefully considers the governance structure for the organisations it invests in (by way of grants) and if an investable organisation doesn't exist NEXT may build it

The NEXT Board

The NEXT Board is composed of three directors. All were known to Neal and Annette Plowman prior to their appointment.

The intent was to establish a small board that was philosophically aligned, flexible and able to move quickly.

The role of the NEXT Board is to

- Appoint and support the chief executive
- Honour the wishes of the founders of NEXT
- Be responsible for organisation governance, 'in the same way a private sector board would' and ensuring laws and regulations are observed
- Focus on strategy with a 'bridge of a ship view,' approve funding proposals and advise on significant decisions to ensure 'we leave a long-term legacy for New Zealand environment, education and strategic philanthropy'
- Approve funding proposals
- Ensure the organisation is conducting itself in a transparent way
- Be accountable and efficient
- Work together as a team

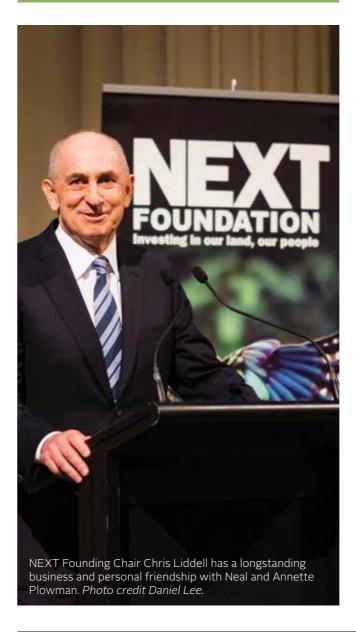
'In my previous employment our firm had been engaged by the Plowmans and one of my partners in the business was Chris Liddell who was the Chair. He had built that relationship with Neal and Annette ... There isn't a day-to-day decision making requirement with NEXT. We take on a limited number of projects each year - that means we can manage very comfortably with the board size and construct that we have. One of our roles is to ensure we are staying true to the wishes of the founders of NEXT.'

Scott St John
BOARD MEMBER



'Neal and Annette wanted a board that was small, flexible, governance focused, able to com together quickly, of people who had worked together in the past and were philosophically aligned'

Chris Liddell



'We are responsible for the governance of NEXT - that means we are responsible for ensuring that we are true to our purpose, are funding organisations that we believe in and that are well structured and governed, with clear direction and milestones ... I came up with the name of NEXT walking along Mangawhai Beach – NEXT for me stands for environment (N), education (E) and is about looking forward on behalf of the next generation'

Carol Campbell BOARD MEMBEF

'Neal and Annette wanted a board they knew and could work with. They have always wanted to stay out of the limelight ... As a board we wanted to find the best projects so "hand on heart" we could say this is the best investment ... Neal and Annette sit in on our board meetings and it's really helpful for us to have them there. They don't come all the time, just when the timing fits. They read the papers and if they have a view they will convey it to Bill. We are there to support Bill. We work as a team - that is the important thing.'

Barrie Brow

Board of Directors



BARRIE BROWN CHAIR

Barrie Brown has been a director on the board of the NEXT Foundation since its inception in March 2014 and was appointed Chair in February 2017. Barrie is an experienced company director. Since retiring from PwC in 2001, he has held several board positions including NEXT environmental initiatives Project Janszoon and the Rotoroa Island Trust, and was Chair of the Auckland City Mission Capital Foundation. He is currently Chair of private equity investor Waterman Capital, an independent trustee of the WA Stevenson Memorial Trust and a Fellow of the Institute of Chartered Accountants of Australia and New Zealand.



CAROL CAMPBELL BOARD MEMBER

Carol has extensive financial experience and a sound understanding of board governance. Carol holds a number of directorships across a spectrum of companies including NZME, Kiwibank, T&G Global, New Zealand Post, and the Fisher Listed Investment companies - Kingfish, Barramundi and Marlin Global where she is also Chair of the Audit and Risk Committee. She holds a number of private company directorships and trusteeships. Carol was a director of The Business Advisory Group for 11 years, a chartered accountancy practice, and prior to that a partner at Ernst & Young for more than 25 years. Carol is a Chartered Accountant and a Chartered member of the Institute of Directors.



SCOTT ST JOHN BOARD MEMBER

Scott St John joined NEXT as a director in February 2017. Scott had been Chief Executive of First NZ Capital for 15 years before stepping down in early 2017. Scott is Chancellor of the University of Auckland, a director of Fonterra, Fisher & Paykel Healthcare, Mercury NZ and a former Chair or member of a number of government appointed and financial industry bodies.



CHRIS LIDDELL CNZM FOUNDING CHAIR

Chris Liddell is the Founding Chair of NEXT Foundation. In that role Chris was instrumental in setting the vision and agenda for the NEXT Foundation for it's launch in March 2014. He stood down in February 2017 to take up a position with the United States Government administration and was promoted to Deputy Chief of Staff for Policy Coordination in March 2018. Based in the United States, Chris is a New Zealander passionate about education, the environment and philanthropy. He has been a director on NEXT supported environmental initiatives Project Janszoon and the Rotoroa Island Trust. He has been Chair of Project Crimson and a patron of the University of Auckland fundraising campaign. Chris stepped down as Chair of the Board of the Xero Corporation at the same time he moved into the White House. He was previously Vice Chair of General Motors and CFO of Microsoft Corporation and International Paper. He was prior to that CEO of Carter Holt Harvey and CSFB (Credit Suisse First Boston) in New Zealand and has been a Director of the New Zealand Rugby Union. Chris was New Zealand Businessman of the Year in 2011 and was awarded a CNZM in the 2015 New Year's Honours for services to business and philanthropy. He is a graduate of Auckland and Oxford Universities.

The NEXT Advisory Panel

The NEXT Advisory Panel provides specialist advice to the CEO and Board in the areas of education, environment and business.

'We wanted the advisory panel to provide more breadth and contain subject matter experts ... It was a much more diverse group in terms of background. We wanted at a minimum for the panel to help think through the applications in the first expression of interest round. But also there was an open ended opportunity to get more involved if they wanted - they could help on individual projects, or work with the CEO to develop the overall theme and think how to achieve system change. The formal obligation was small, the informal opportunity was large. Some like Rob Fenwick and Margaret Bendall really got very heavily involved. Others were more focused. It was "self-selected" and we were very happy with that in all cases.'

Chris Liddell
FOUNDING NEXT CHAIR

'The panel were selected for their expertise, wisdom and relationships. Different members have different engagements ... Their core function involves them plugging into us in a way that works for them and for us ... and that ends up looking different for each of them.'

NEXT FOUNDATION

The purpose of the panel has evolved from the initial plan (selection focus) to concentrate more broadly on 'relationships, networks and specialist advice.' Initially made up of seven people, the panel has expanded to ten.

The role of the advisory panel is to

- Advise the CE and board on specific projects and potential investments
- Support with expertise and judgment in initiative selection
- Provide specialist advice to the board and 'bring in expertise that we don't have'
- Provide access to networks and relationships
- Provide 'sensing' and insight into the various interest areas and investments
- Form an integral part of the NEXT community



highlights are just being able to put a shoulder to the wheel where Bill finds me useful. I was the importance of this learning when we

people with environmental expertise, two with



Advisory Panel



MARGARET BENDALL CNZM

Margaret is a former principal of Epsom Girls Grammar School and board member of the New Zealand Qualifications Authority. Since 2005 she has also held a number of leadership and management roles in the Faculty of Education at the University of Auckland. Much of her recent work has been focused on the implementation of the New Zealand Curriculum and professional learning for principals and other school leaders. On behalf of the University of Auckland, she was also actively involved in the establishment phase of Ako Mātātupu: Teach First NZ. She is currently a mentor and adviser to school principals and school leaders and an adviser to the Cognition Education Trust. In 2005, Margaret was made a Companion of the



SHELLEY CAMPBELL MNZM

Shelley Campbell is Chief Executive of the Waikato/Bay of Plenty Cancer Society after previously serving as CEO of Sir Peter Blake Trust, responsible for its leadership development and environmental programmes. the Expert Review Panel tasked with a review of the New Zealand health and disability system. She also mentors young emerging CEOs and business leaders across the country. Previously Shelley was on the Cancer Council of New Zealand and chaired the National Bowel Cancer Screening Taskforce. She is a former Chief Executive of Waikato Primary Health, was a member of the New Zealand delegation to the World Health Assembly in 2008 and has examined health systems in Canada, the US and the UK. In 2007 Shelley was awarded a Sir Peter Blake Emerging Leader award – the first Māori recipient. In 2015 she was awarded an Honorary Captain's rank in the Royal New Zealand Navy and in 2016 was appointed a Member of the New Zealand Order of Merit for services to health and people with disabilities.



SIR ROB FENWICK KNZM KStJ

Sir Rob is co-founder and director of Living Earth and co-founder of the NZ Business Council for Sustainable Development. He was a key advisor to the Department of Conservation in developing its new partnership model, has been a driving force behind the New Zealand predator free movement and chairs the Predator Free NZ Trust, Sustainable Seas National Science Challenge and Kiwis for Kiwi. Sir Rob is a director of Museum of New Zealand Te Papa Tongarewa and Ngāti Whātua Ōrākei's commercial holdings arm, as well as being a Trustee of Predator Free 2050 Ltd, Sir Peter Blake Trust and Air NZ Environment Trust. He is a panel member on Air NZ's Sustainability Advisory Group and former chair of numerous organisations including Antarctica NZ (where the Fenwick Ice Piemont is named for him) and numerous other business and environmental organisations. Sir Rob was awarded Knight of Justice, Order of St John in 2006, and in 2008 was honoured for services to conservation and community. In 2015 he was awarded the Blake Medal, being acknowledged by Sir Peter Blake Trust as New Zealand's "foremost statesman of sustainability and the environment" and "an exceptional [business] leader". In 2016 he was inducted into the NZ Business Hall of Fame and in 2017 was named a KEA World Class NZ Award winner. In 2016 Sir Rob became the first New Zealander to be knighted for services to both conservation and business.



ROGER FRANCE ONZM

Roger is a professional company director. He trained as a chartered accountant and is former Managing Partner of Coopers & Lybrand Auckland, subsequently leading the Corporate Value Consulting Practice for PwC in the Asia Pacific region. Roger is Chair of the Deep South National Science Challenge and Tappenden Holdings, and is on the boards of the Sustainable Seas National Science Challenge and Southern Cross Health Society. He has been a director of a number of major New Zealand companies including Fonterra, Air New Zealand, Fisher & Paykel Healthcare, Blue Star Group and Orion Health, and is also a former board member of Team New Zealand. Roger was a Member of the Council of The University of Auckland for twelve years, serving as Chancellor of the University from 2009 to 2012. He is a trustee of the University of Auckland Foundation and a member of the New Zealand Treasury's Commercial Operations Advisory Board. In 2016 Roger was appointed an Officer of The New Zealand Order of Merit (ONZM) for services to business and education.



EDWARD KRISHNA

Edward is a solicitor in the corporate team at law firm DLA Piper. Originally from Palmerston North where he was Deputy Head Boy at Palmerston North Boys High School, Edward is involved in a range of different areas including leading groups focusing on equity and diversity issues and helping co-ordinate the local pro bono practice at his workplace. He is a passionate musician singing with a community choir Stellar Singers and playing in various bands and groups. Edward led a NEXT youth focus group which looked into trying to increase the engagement and impact of young people in social-outcome type projects. He is also involved with the youth arm of Philanthropy NZ, exploring ways to get more young people meaningfully engaged in philanthropy.



DEVON MCLEAN QSM

Over a 30 year career in the New Zealand forest industry Devon held a number of executive management positions including COO of Carter Holt Harvey. He was also Chair of the NZ Forest Industries Council and a director of the Forest Research Institute (Scion). In 1990 Devon helped set up Project Crimson, a trust devoted to the protection of New Zealand's pōhutukawa and rātā trees, and later served as a trustee of the Rotoroa Island Trust. His involvement in these and many other biodiversity projects saw him awarded a Queen's Service Medal in 2015. Devon is currently Chair of Zero Invasive Predators (ZIP) and a director of Project Janszoon, Predator Free Wellington, the Taranaki Mounga Project and Te Manahuna Aoraki. He also serves as a director of the state-owned Predator Free 2050 Ltd and is a Governance board member of the Biological Heritage National Science Challenge.



ALISTAIR NICHOLSON

Alistair's career has taken a 'random walk' through the education and finance industries, on the journey taking in many of the leading financial centres of the world. Alistair has been a school teacher, corporate treasurer, investment banker and hedge fund investor. He returned to New Zealand with his family in 2007, was chair of Wakatipu High School for six years, and served on the board of Teach First NZ: Ako Mātātupu. He is a director of Kiwi Wealth Limited, New Zealand Avocado Council and a Singapore family office (Vulpes Investment Management), and oversees a portfolio of horticultural assets in New Zealand. He is strongly committed to seeing young people in New Zealand get the very best out of their educational opportunities.



GEOFF RICKETTS CNZM

Geoff is a company director and investor. He is Chair of Todd Corporation, Heartland Group and Suncorp Group New Zealand as well as a director of a number of other private companies. He was formerly Chair of Lion Nathan. In 2008 he was named the Deloitte NZ Management Magazine Chairperson of the Year. Geoff is Chair of the University of Auckland Foundation, a member of the Auckland Catholic Diocese Advisory Board and is a former Chair of law firm Russell McVeagh where he was a partner for over 25 years. In 2013 Geoff was awarded the Companion of the New Zealand Order of Merit (CNZM) for services to education, the arts and business, and in 2015 received an Honorary Doctor of Laws (LLD) from The University of Auckland.



JOHN TAYLOR MNZM

John is currently Senior Advancement Consultant to The University of Auckland, having retired as Director of Alumni Relations and Development, after directing the University's 'Leading the Way' campaign which raised over \$200 million. He was previously Headmaster of Rathkeale College (1979 – 87) and King's College (1988 – 2002). John's current educational activities include chairmanship of the New Zealand Education and Scholarship Trust, of the Selection Committees for the Sir Douglas Myers Scholarship and the Robertson Scholarship, and membership of The New Zealand Initiative. He is a trustee of the Mike Cormack Foundation and of the John Drake Memorial Scholarship Trust. He was awarded an MNZM for services to education in 2016.



JAMIE TUUTA

Jamie Tuuta is the independent Chair of the Taranaki Mounga Project, and was the Māori Trustee and CEO of Te Tumu Paeroa. He is a director of Aotearoa Fisheries Ltd, Te Ohu Kaimoana Trustee Ltd, Wools of New Zealand, Taranaki Investment Management Ltd and is Chair of Māori Television and Chair of Tourism New Zealand. He is the former Chair of Parininihi ki Waitōtara Incorporation, Te Runanga o Ngāti Mutunga and the Ngati Mutunga ki Wharekauri Asset Holding Company. He is also a former director of Port Nicholson Fisheries Ltd, and was a member of the Investment Advisory Panel for the Primary Growth Partnership. Jamie is also a recipient of the Sir Peter Blake Emerging Leadership Award.



PHILIPPA (PIP) DUNPHY

Pip Dunphy was a member of the original NEXT Advisory Panel from 2014 to 2017. She has had an extensive commercial executive and governance career and is currently Chair of First Gas, Transpower New Zealand and Abano Healthcare and director of the Fonterra Shareholders Fund, Chubb Insurance, NZ Super Fund and others.

The NEXT waka kaihautū or 'navigators' are observers or advisors on the board of trustees of organisations that NEXT support.

NEXT refer to these organisations as their waka. These navigators are the main NEXT vehicle for adding non-financial value to the grantee organisation.

The role of the kaihautū is to

- Be navigators, translators and connectors between NEXT and the partner initiatives
- Be the main vehicle for NEXT adding non-financial value including bringing the NEXT network and relationships
- Bring a different lens including business skills or specialist domain experience, often supplementing the partner organisations
- Give NEXT a forward-looking view of the initiative and the ability to proactively tailor support based on need
- Look for opportunities for their grantee organisation to connect, share and learn from other NEXT supported organisations and kaihautū
- Walk alongside grantees as thought partners and critical friends

'The NEXT waka kaihautū are normally observers on the board of trustees of organisations that we support ... they are the main vehicle for NEXT adding non-financial value to the organisation and the point of connection between the organisation and NEXT. Whenever I can, I talk to the organisation through the kaihautū. They give us at NEXT a view of what is going on with our partners and a forward-looking view - that is important. They get an insight into what is coming up - good or bad. That involves a significant element of trust from the organisation to share in that way. The value is that if there are things we can offer, we can offer them early, and in a way that is relevant and works for them.'

Bill Kermode NEXT FOUNDATION

"The NEXT waka kaihautū are the main vehicle for NEXT adding non-financial value to the partner organisations."

Bill Kermode, NEXT FOUNDATION

'Bridget has been an incredible thought partner for me and she brings a level of challenge and partnership for the board. Her understanding of that element of our work, where we sit within the broader eco system and landscape, from a philanthropy angle – it outstrips anyone else that we work with ... She has been able to translate for us to Bill and the NEXT family what we are trying to do. Sometimes it is quite complex. It's really helpful ... You have someone who understands your context and is able to translate and guide in that way. That is literally what kaihautū means right. You have a genuine critical friend who is able to reflect and challenge.'

Jay Allnutt

AKO MĀTĀTUPU: TEACH FIRST NEW ZEALAND

good financial skills, understands the attributes of scale and straight forward questioning capability. Frank is very likely to name the thing that is awkward and go there. The experience is supportive and challenging ... The whole framing of NEXT is unusual in the philanthropy world ... they are interested in you being the best you can be. Frank has an ability to be direct in his questioning - that is hugely valuable. At times it is uncomfortable, but it is the right arrangement to be up front with the funder. It's very cool. It mean there is a degree of equality.'

Pat Snedden

'Our kaihautū has been Ewen Anderson. We treated him as a member of the board ... he has been outstanding. The kaihautū is a way of strengthening the organisational governance ... very much adding to the capability of the entity ... it shows that NEXT were more than a funder. They wanted to be involved, understand, learn and add value?

Leith Comer NGĀ PŪMANA F WARU

'The role of the kaihautū is walking alongside the grantee, understanding what they are trying to do, their needs and gaps, their drivers - being able to respond proactively and assist them in their kaupapa ... To be a critical friend to a key person and to the organisation ... We typically bring a different skill set and that is quite often a business discipline driven skill set.'

iwen Anderson IEXT FOUNDATION

The education kaihautū come together quarterly as a learning community convened by Margaret Bendall, 'she brings her mana with her,' to facilitate learning and peer support among kaihautū and maintain the group's focus on the high level purpose of NEXT.

The benefits of the kaihautū include

- The kaihautū build deep, trusting relationships as 'genuine critical friends' and 'thought partners'
- Understanding is built between NEXT and the partner organisation, 'the entire board understand what NEXT brings to the table and their expectations'
- A business skillset is introduced to the initiative which can contribute to governance
- Strengthened connectivity between the initiatives.
 For example The Mind Lab's reach in Rotorua is much greater than any other region, as a direct result of the collaboration with Ngā Pūmanawa e Waru
- Tailored support from NEXT (based on need) that otherwise would not happen. For example an additional investment in a theory of change and evaluation for Ako Mātātupu: Teach First NZ
- Providing a depth of relationship/ connection between NEXT and the initiative, that otherwise would not be possible
- Broaden and deepen NEXT understanding of the issues in NZ education and environment

'It's a privilege to be involved. There remains a usefulness in bringing all the kaihautū together, in terms of NEXT operating in the education space ... My feeling is it helps for the kaihautū to have a forum - there is peer support, shared knowledge, we have brought in speakers who have helped us think differently. Any new organisation needs to build a connected tribe around it'

Margaret Bendall NEXT FOUNDATION

'Bill has brought myself and others in who are willing to support the investments and endeavours. People with commercial experience, life experience and a healthy dose of respect, to support, guide, mentor, challenge and occasionally ask that question – the one that no one has been willing to ask ... If I come up with the answer I have failed - I have no idea what the solution is. We are in this together ... It's not arduous, it's actually lovely ... It's a privilege. I am getting to meet a whole bunch of people I otherwise would not ... The ultimate hope as a kaihautū is to become a trusted advisor for our grantees. That they may ring up and say, 'I'm wondering can I come and talk with you' ... We can play to our strengths. We are all learning and we all continue to learn. And not being afraid to stand in the place of not knowing. Be generous in that environment ... Trust is a significant part of that role. We have to trust ourselves and the people we are with.'

Mike Ferrand NEXT FOUNDATION The downside and areas for improvement

- From the grantee organisation point of view cons of the kaihautū include having the funder in the tent; another person to keep informed; and there needs to be caution to not let the funder 'lead their kaupapa'
- The navigator can lose objectivity as 'you get attached'; they need to 'retain objectivity'
- These roles are voluntary and 'can be a stretch' on top of other commitments, 'you have to manage your wellbeing'
- From the NEXT point of view the challenge is, 'you need to find people with relevant experience, the right respectful approach and the understanding that they will be 'the funder inside the tent' - and because of this they will be listened to differently. You need people who can work with those nuances'
- Areas for improving the kaihautū include having more 'Māori voices' around the table; a 'peer review' of the projects; and 'it may be time for a bit of a refresh ... there is no harm in stopping and saying, should we still be doing it this way'.

'The Mind Lab and Manaiakalani have been very gracious about letting me participate ...

The experience is mind blowing. You get to use your skills, participate in something outside the commercial world you would not usually get the opportunity to be involved in and a first hand view of what they are doing ... Initially we set out to do it as a way of having (honestly) how do we have a view of where NEXT money is being spent ... It has become much more of a 'how can we help' lens ... The other part of the role is what the group does together. There is regular sharing of research, reports and dialogue about what is going on ... the amount of knowledge that is getting picked up and shared is phenomenal.'

Frank Janssen



'Frank was our kaihautū and he was so good that we asked him to join the board ... The role is a conduit between the two organisations ... Frank was a sounding board around priorities, opportunities and a lot of things came out of the role that we never planned ... Frank has deep experience in governance roles, in working with trusts that are either philanthropic or mission driven. That makes him different to someone who solely comes from a governance level within a large corporation. After two or three meetings it was clear Frank was delivering real value. He's very solid in business and very values driven ... With many other philanthropic trusts, you just write a report at the end. With NEXT it is much more organic, fluid and authentic – that relationship – having dialogue on a constant basis. There wouldn't be a week where I haven't spoken to Frank about something. It's very different to that hands off, hand over philanthropy approach.'

Frances Valintine

'I enjoy the experience of being the Ako
Mātātupu: Teach First New Zealand partner for
NEXT and being part of the education kaihautū
group. Having Margaret as the lead of this is
great – she brings knowledge, wisdom and can
distill what is important. As the Ako Mātātupu
kaihautū I value the deep understanding and
relationship with the organisation, rather than
getting a report from them once or twice a year,
which you see with more traditional funders. I am
in regular contact with Jay and the team and am
able to give tailored support and contribute more
effectively. For me personally, I used to work in
tax and corporate law and working in the social
sector (while challenging) brings much more
satisfaction. I feel fortunate to hang out with
such knowledgeable, high calibre and socially
focused people. I learn so much from them. I feel
I learn at least as much as I contribute.'

Bridget Best NEXT FOLINDATION 'As our NEXT business representative Mike provides a level of commercial expertise and a different way of thinking driven by a completely different world view and experience which is really useful ... An important aspect of Mike's involvement is how available he has been, that was invaluable at the start when we were finding our feet ... I could reveal things to Mike. He would say, 'You can tell me anything. Just don't surprise me.' I would talk to him about my challenges, asking 'what do I do now'... NEXT's world view, is seeing business expertise as essential for social endeavor ... once over the line NEXT are so supportive and flexible ... The flexibility and being nimble is so different from most funding relationships. High trust. Very high trust.'

Alison Sutton
TALKING MATTERS

'The original idea was the kaihautū roles being like navigators and connecting. The education and environment kaihautū are different but complementary ... In the environmental space there weren't the organisations we could easily invest in ... We have helped develop them ourselves and been in the projects ... That has meant the kaihautū role has been more of a practical one in the space as well as working on the space ... The primary purpose is how do we make the most impact ... you want people who can navigate, bring a different world view, system change and thinking ... Translation is one of the most critical things and then building bridges between the various entities. So there is an openness. People wanting to understand and being genuinely curious.'

Jan Hania
NEXT FOUNDATION





MARGARET BENDALL Education kaihautū chair



AINAH NAL



EWEN ANDERSON Ngā Pūmanawa e Waru* and pringboard Trust



MARION HEPPNER The Southern Initiative Early Years Platform



MIKA AUSTIN Summer Learning Journey



FRANK JANSSEN Manaiakalani, The Mind Lab* and The Education Hub - Bright Spots



BRIDGET BEST Ako Mātātupu: Teach First NZ



BILL KERMODE Springboard Trust



MIKE FERRAND SPACE and Talking Matters



ANDREW POOLE The Education Hub - Bright Spots

The kaihautū role is shared across the environmental initiatives between Devon McLean, Jan Hania and Ewen Anderson. Mounga; Predator Free Wellington; and Te Manahuna Aoraki and also spending time sensing and evaluating in the data, environmental education and water space.







Devon McLean, Ewen Anderson and Jan Hania.

GOVERNANCE CASE STUDY

Talking Matters

Talking Matters is a start-up focused on putting rich early talk at the top of the agenda for child wellbeing and education. It sits under the 'COMET Auckland' charitable structure. As a start-up Talking Matters requires a governance structure that is small, responsive and able to adapt.

- Talking Matters grew organically out of a diverse working group of champions in early language, pulled together by Alison Sutton (COMET). The group included educators, researchers, child health and family services
- Alison took the initial pitch to the COMET Board, who were supportive
- The first Talking Matters governance structure with NEXT involvement (during the first 18 month development phase) was a strategic advisory group
- A leaner model was needed to support this early phase and this evolved into a 'Pou' working group, that sits between the COMET board and the Talking Matters team on the ground
- The Pou includes Alison Sutton director of Talking Matters; Susan Warren CE of COMET; Mike Ferrand the NEXT representative; Kate McKegg developmental evaluator; and Jilly Tyler who brings understanding of government
- The Pou meet monthly and are focused on strategic advice and supporting Alison; the COMET board continues to have overall governance responsibility for Talking Matters as a project of COMET
- The Talking Matters governance is small, flexible and

'The Pou group is a working governance is close enough to the action to be really useful

People say it was brave to dissolve the advisory board. Was it brave? It wasn't needed at that point. It was the right timing. NEXT have been really open to adaptation. As a funder that is important. The whole theme of NEXT partnerships is they are open to adapting. They

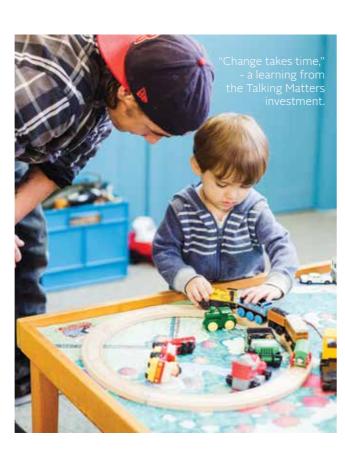
Alison Sutton

TALKING MATTERS LEARNINGS INCLUDE

- · When something isn't working, change
- Organisations that are early stage change course and the governance model needs to allow for adaptation
- Start-up phase is a time for testing and validation governance needs to support this and ask 'who can bring the value today'
- The structure will evolve according to the campaign's needs and experience, 'we will bring together the right people at the right time'
- Measuring success and agreeing on this can be challenging
- There is an opportunity to include Māori in governance,
 'We have kaumatua at the table, but not in the Pou'
- The level of due diligence NEXT requires can 'frustrate the hell out of grantees!'
- As a funder, start from a place of respect, trust and be flexible
- Change takes time

'We are learning how little we know. What does success actually look like? The big learning is wil we actually make a difference? This takes time .. Talking Matters are creating a campaign and the key thing is how you communicate - this needs to be part of the New Zealand vernacular.'

Mike Ferrand



GOVERNANCE CASE STUDY

Taranaki Mounga

NEXT selects initiatives based on potential for system transformation and if an investable organisation does not exist, they will work with others to build it. This was the case with Taranaki Mounga.

NEXT built the Taranaki Mounga entity from 'ground zero' utilising knowledge from DOC and the Taranaki iwi collective, leveraging learning from Project Janszoon with the goal to catalyse transformational shifts in ecological resilience on the mainland. The thinking is long-term and at landscape scale over decades, with partnership at the core.

- The entity is a registered limited liability company (LLC) with charitable status
- The founding governance partners include three voting board directors (independent Chair Jamie Tuuta, Taranaki iwi Chairs representative Hemi Sundgren and NEXT representative Devon McLean) and three board observers (DOC representative Mervyn English, TSB community representative Maria Ramsay and Rob Jager from Shell)
- The board bring a mix of local connectedness, commercial acumen, community expertise and specialist knowledge via DOC – the government body guaranteeing the sustained impact through the Tomorrow Accord
- This is the second joint venture with DOC, following Project Janszoon in Abel Tasman. Te Manahuna Aoraki followed and is larger in scale and complexity
- The broader Taranaki Mounga consortia includes eight local iwi, philanthropy, government, business and community
- The benefits of this governance model include being small and nimble; representing the major founding partners; optimising the tax position (LLC with charitable status); being attractive to investors and top talent; and balancing the advantage of being a small business to achieve outcomes while providing the assurance that DOC requires as a government partner (with legislative and regulatory responsibility)

'I was approached by NEXT and DOC early on as a possible person to assist in leading the Taranaki Mounga project. What struck a chord with me was I have always been very passionate about Taranaki and we had partners who were willing to work with each other to provide transformation and inspiration for the region. That got me excited about being able to make a difference. I liked the power of partnership and benefits of working together and the whole approach of being able to apply a business mindset to how we might run projects like this to deliver a set of environmental and ecological outcomes ... I describe it as NEXT being a highly motivated willing partner looking to catalyse and enable this sort of activity and being very strategic about how they might do that on the back of the Tomorrow Accord, relationships with DOC and working closely with iwi from the outset.'

Jaime Tuuta TARANAKI MOUNGA CHAIR

and we wouldn't have invested otherwise - it was integral to our involvement. With DOC, we agreed in principle we are willing to do joint ventures in national parks, or large scale joint ventures with you and there are certain ways we will do that and governance needs to be in place for us both to get on board ... That started with Janszoon in Abel Tasman, then Taranaki Mounga then Te Manahuna Aoraki.'

Bill Kermode
NEXT FOUNDATIO

GOVERNANCE CASE STUDY

Taranaki Mounga

ownership of the mountain. There is one iwi

LEARNINGS IN TARANAKI INCLUDE

- The importance of engaging local iwi early iwi Māori hold significant knowledge that is key to solving complex environmental problems
- The value of having a committed, connected and broadly respected Chair
- · Consultation and finding the right people who can see across world views and systems takes time
- There can be a tension between being a small/agile company and the legislative and regulatory responsibility required in government
- If you clearly articulate purpose and demonstrate outcomes early, the initiative will take on a life of it's own, 'Predator Free 2050 is investing, alongside the Taranaki Regional Council ... it's a wave that has started'
- There is value in building relationships with key stakeholders and looking 'outside the box'. For example START Taranaki work with at risk youth and 'are doing work on the Mounga ... these young people are now connecting to a place with more motivation, esteem and mana'
- Invest in good data systems, share stories and demonstrate impact
- · Community involvement and leadership is integral to longterm sustainability

A vision for intergenerational change

'He Kawa Ora speaks to how we revitalise and bring life back to the mountain. How we bring back the birds, that ecological resilience. It's about nature and the relationship the iwi, the people have with the mountain - the Mounga is a source of identity and inspiration. What inspires me is the involvement of the community. How we engage the next generation ... the Mounga will require the community at large to take leadership and responsibility.'

Jaime Tuuta TARANAKI MOUNGA CHAIR



For more information go to the NEXT website WWW.NEXTFOUNDATION.ORG.NZ







