

Understanding Who We Are

The Trade Aid Movement
Organisational Structure



trade aid



The Kete of Stones is a physical symbol of kaitiaki, trust and respect for the Trade Aid Movement.

Collected from the Waimakariri, Heaphy, Waikanae, Tūtaekuri and Manawatu rivers and the Waitematā harbour, the stones symbolise our Movement – Our Vision, Our Brand, Our Building, Our Company, Our Culture and Our People – all of which collectively inform the mauri of our organisation.

The Kete of stones is a koha, a taonga gifted annually by TANZ to the TAI Board as an expression of their full trust and confidence – a mandate for the year ahead.



Our High Trust Model

The purpose of this document is to set out a high trust model that can support everyone involved in the Trade Aid Movement to understand their roles and responsibilities, so that we can work together to achieve our common vision.

The Trade Aid Movement has developed a unique ‘circular connected structure’ that is based on the values of cooperation, respect and trust.

The Trade Aid Movement is like an extended whānau made up of people in a mix of governance and operational roles, and a mix of paid staff and people in volunteering roles. To make the most of this hybrid culture the Trade Aid Movement needs everyone to play their part and to utilise their unique strengths and capacities.

Cooperation

For our whole whānau to work together well we need to be clear about the different roles and responsibilities in the Movement, and describe the relationships among us. When we can all perform our different roles effectively and support others to play their role effectively, we maximise the impact of our work and increase our enjoyment of the tasks we undertake.

Respect

Respect for difference is reflected in our international trading relationships, where through respect for others’ cultures we allow each partner to work in the way that is best for them. When we bring this culture of respect to each other, we can appreciate and value the different roles and tasks we undertake, and the different strengths and skills needed to succeed in the work. Valuing difference allows us to celebrate each other, and to acknowledge the benefit that accrues from diversity.

Trust

Each part of the whānau needs to trust itself and hold its own power. Yet to work together as a movement we need to delegate power to other parts of the whānau so that those people can get on with the work they need to do. This requires trust. When we place our trust in other people to carry out their role effectively, we empower them to succeed. The integrity of our circular connected structure lies in the trust we place in those on each side of us.



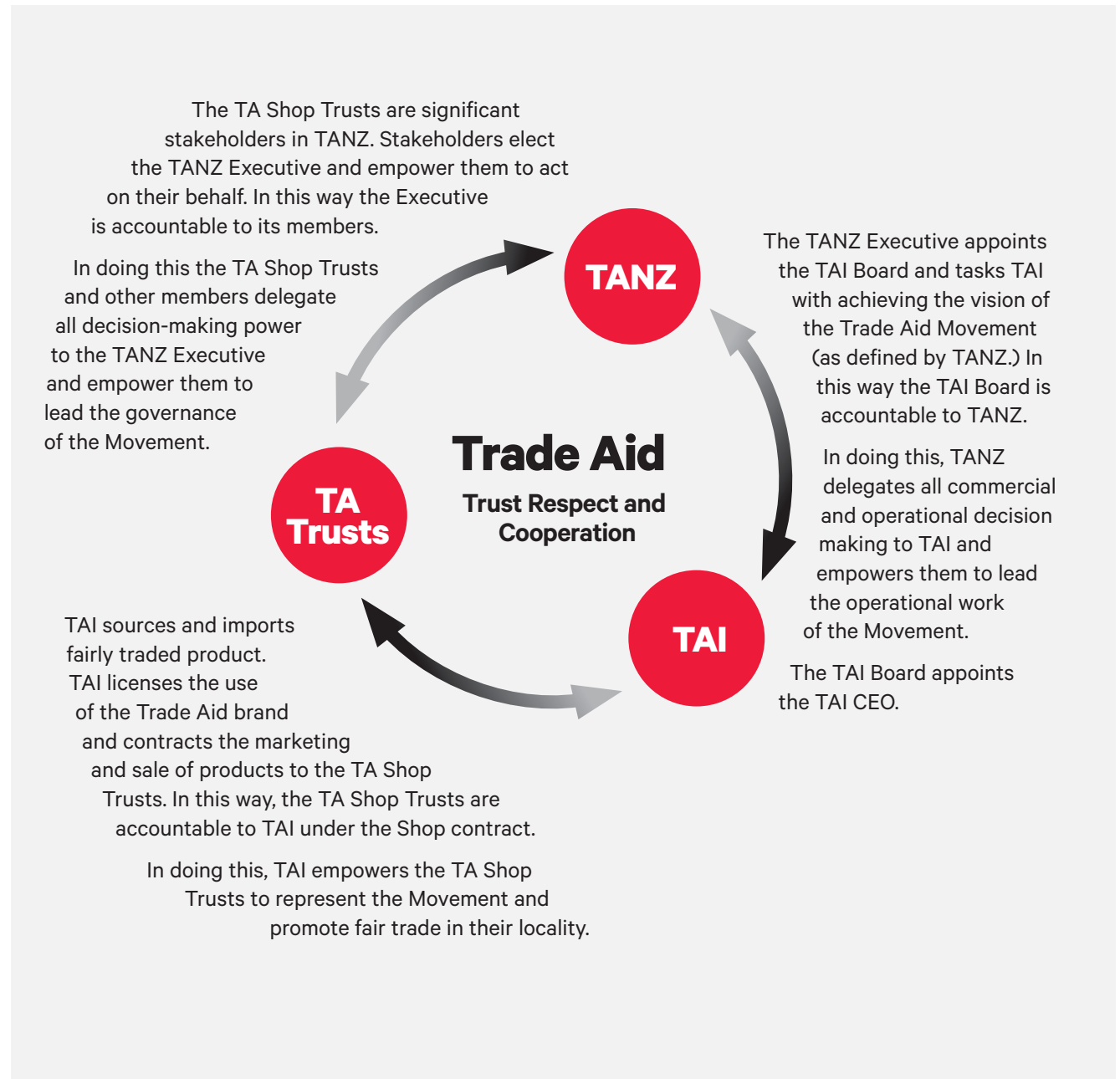
Hands of the young and old at ANEI, Colombia

A Circular and Connected Structure

To understand how governance works within the Trade Aid Movement, it is important to understand that there are three parts to this structure, and each part plays an integral role in keeping our Movement strong.

The three entities are:

- Trade Aid New Zealand Incorporated (TANZ)
- Trade Aid Importers Limited (TAI)
- Trade Aid Shop Trusts (collectively the TA Shop Trusts).



Structures, roles and responsibilities

The Trade Movement

There is no real definition of the TA Movement, although we refer to ourselves as the Trade Aid Movement throughout this document. Our New Zealand Trade Aid Movement is made up of the myriad of volunteers and paid staff who individually have a passion for creating “a world where trade is fair for all” and seeking “to improve producers’ lives through our trading relationships and to raise the level of knowledge of trade justice”. These individuals are connected to the Trade Aid Movement by membership or employment within one of three groupings organised and operated in a cooperative model which is described below.

The New Zealand Trade Aid Movement has a hybrid culture that combines development, education and commercial activities. We believe that the principles of fair trade and commerce play an important role in making positive change in the world. At the same time we believe in the power of volunteering and community service. To make this culture work we have developed a hybrid structure that includes both charitable and commercial entities.



Attendees of the 2015 Trade Aid National Conference in Ōtautahi



1. Trade Aid New Zealand Incorporated (TANZ)

Structure:

TANZ is a membership-based incorporated society with charitable status.

Each Shop Trust is a member of TANZ. Membership is also open to individuals, the majority of whom are members through their employment by TAI or their association with a TA Shop.

The TANZ Executive is a Trustee Committee made up of six representatives of Shop Trusts, two TAI employee members and two independent members. They are elected as Trustees of the Trade Aid Movement at the TANZ AGM.

The TANZ Executive is accountable to the members of TANZ.

Role:

TANZ is the governing body over the New Zealand Trade Aid Movement.

TANZ is the owner (i.e. holds the shares) of TAI.

Responsibilities:

The TANZ Executive is responsible for ensuring that the Trade Aid Movement meets the vision, aims and objectives of the Trade Aid Movement Charter.

As the governing body over the Trade Aid Movement, TANZ is responsible for the Trade Aid Movement Charter, Policies, Education programmes and Culture.

The TANZ Executive is responsible for establishing and maintaining the membership of the Trade Aid Movement and bringing the Trade Aid Movement together.

The TANZ Executive appoints or confirms the appointment of a commercial board (TAI Board),

and delegates the commercial and operational matters of the Trade Aid Movement to TAI. The TANZ Executive is not, and should not be, involved in the day-to-day running of TAI or the TA Shop Trusts.

The TANZ Executive is accountable to its members and is responsible for holding an AGM and producing an annual report.

Asset ownership and governance authority:

- The TA Movement Charter: version 2017.
- TANZ policies: Te Tiriti o Waitangi, Environment, Equity, Fundraising, Volunteers, Education.
- The intellectual property, including the Trade Aid brand.
- The shares of TAI, the limited liability company.
- The Trade Aid Importers building, warehouse and land at 174 Gayhurst Rd, Dallington, Christchurch.
- Financial assets e.g. rent, insurance money, profits from Shop Trusts to fund Education programmes.

The granting of authority for:

- TAI to oversee the commercial and operational work of the Trade Aid Movement required to meet The Trade Aid Movement Charter.

Appointment:

- The TANZ membership nominates and elects members of the Executive at its AGM.



Stuart working in the TAI warehouse in Ōtautahi

2. Trade Aid Importers Limited (TAI)

Structure:

TAI is a New Zealand registered limited liability company that is 100% owned by TANZ.

The TAI Board is appointed or confirmed by TANZ. Board members have a wide range of appropriate governance skills and experience. The TAI Board has governance over TAI and appoints the Chief Executive Officer (CEO) to run the operational and management aspects of TAI.

Role:

The TAI Board has governance oversight of the commercial and operational work of TAI, contributing to the achievement of the vision of TANZ.

The education and development activities of TAI are overseen by a sub-committee of the TAI Board, which includes TAI staff and independent development and education practitioners.

Responsibilities:

- Creation of a strategic and operational plan to meet the objectives of TAI.
- Management of the commercial use of the Trade Aid brand
- Maintaining and developing trading relationships
- The Shop Contract
- Purchase, supply and manufacture of products
- Communications
- Management of the company, its operations and finance
- Implementation of education programmes
- Implementation of TANZ policies

- Marketing and Digital media
- Producing a quarterly formal report for TANZ
- Organising Conference as per agreement with TANZ

Asset ownership:

- Sole shareholder of wholly owned subsidiary, Sweet Justice Ltd – a chocolate manufacturing company
- Food and handcraft stock
- Warehouse equipment and office equipment
- Sales vehicles
- Financial assets – e.g. cash, debtors, stock pre-payments

The granting of authority for:

- The Trade Aid Shop Trusts to use the Trade Aid brand and marketing plans to sell Trade Aid product through a contract called 'The Shop Contract'

Appointment:

- TANZ appoints the TAI Board. The TAI Board appoints a CEO.

3. The Trade Aid Shop Trusts (TA Trusts)

Structure:

The TA Shop Trusts are charitable trading trusts with Trustees elected from the shop trust membership.

Each Shop Trust is the owner of one or more Trade Aid Shops and is the legal employer of paid staff. A shop contract between TAI and each TA Shop Trust governs the work of the shop trust, which is accountable to TAI under this contract.

Role:

The TA Shop Trusts' role is to provide good governance of the TA Shops and to enhance the Trade Aid brand and reputation.

Responsibilities:

- Management of TA shop(s)
- Employment of TA shop staff
- Community engagement
- Implementation of TANZ Education Programmes
- Financial contribution to TANZ Education Programmes
- Contribution to the creation and implementation of TANZ policies
- Implementation of national marketing initiatives
- Representing the TA brand and values
- Purchase and sales of TA product

Asset ownership:

- The store leases, stock and shop fittings.

The granting of authority for:

- The TANZ Executive to make decisions for the benefit of the Trade Aid Movement.

Appointment:

- TA Trustees are elected from the shop trust membership. The trustees hire a Shop Manager and other retail staff to manage the TA Shop(s).



Mid winter Christmas shop display in Trade Aid Timaru



Our High Trust Model in Practice

Most problems and issues that arise within the entities that make up the Trade Aid Movement can be solved through good communication at the time the problem arises or becomes evident, especially when we embody the values of cooperation, respect, and trust. Our 'circular connected structure' means that:

- Each operational entity has a Manager or CEO to refer problems or questions to
- Each governance entity has a Chairperson for members to refer problems or questions to.

When problems and issues arise between the governance bodies that make up the Trade Aid Movement, the following guiding principles should apply:

TANZ

1. If TANZ is dissatisfied with one of its members, the TANZ executive (or their nominee) will meet with the member to discuss the issue.
2. If the problem between the TANZ Executive and the member cannot be resolved TANZ may ultimately determine to revoke membership.

The TANZ Executive appoints the TAI Board and empowers this group to oversee all the commercial and operational work required to achieve the Trade Aid vision.

1. If the TANZ Executive is dissatisfied with the strategy or performance of the TAI Board, the first action is for the Chair of TANZ to arrange a formal meeting with the Chair of the TAI Board to discuss the problem and identify solutions.
2. Members of the TANZ Executive and the TAI Board work together to find appropriate solutions.

If the issue between the TANZ Executive and the TAI Board cannot be resolved, TANZ is able to effect change in the TAI Board through its constitutional powers.

Member voting at the ASOBAGRI AGM, Guatemala

TAI

TAI licenses TA Shop Trusts to use the Trade Aid brand and sell Trade Aid products.

1. If TAI is dissatisfied with the use of the TA Brand by a TA Shop Trust under the Shop Contract, the first action is for TAI through its CEO to arrange a formal meeting with the Chair of the relevant TA Shop Trust to discuss the problem and identify solutions.
2. The CEO along with members of the TAI Board and the relevant TA Shop Trusts work together in good faith to find an appropriate solution.
3. If the problem cannot be resolved, TAI may use contractual remedies available to it under the TA Shop Contract (of which, cancellation may be the ultimate power).

TA Shop Trusts

TA Shop Trusts are members of TANZ and contribute to electing and empowering the TANZ Executive.

1. If a Shop Trust is dissatisfied with its representation on the TANZ Executive, the first action is for the Chair of the relevant TA Shop Trust to arrange a formal meeting with the Chair of the TANZ Executive to discuss the problem and identify solutions.
2. Members of the relevant TA Shop Trusts and the TANZ Executive work together to find appropriate solutions.
3. If the problem between the TANZ Executive and the TA Shop Trust cannot be resolved, the TA Shop Trust can raise the issue at a TANZ AGM under the provisions of the TANZ constitution.

Accountabilities under the Shop contract:

1. If a TA Shop Trust is dissatisfied with the performance of TAI, the TA Shop Trust Chair can raise the issue with the CEO of TAI in the first instance and identify solutions.
2. The results of these discussions should be shared with the TA Shop Trust and the TAI Board so they can work together to find appropriate solutions.
3. If the problem between the TA Shop Trust and TAI cannot be resolved, the TAI decision made pursuant to its powers under the Shop Contract will determine the matter.



Election of members of the Board of Directors and Commission of Women of Café Femenino, ASOBAGRI AGM, Guatemala

Our Commitment

On behalf of the entities that make up the Trade Aid Movement we commit to upholding this high trust model, working according to the values of cooperation, respect and trust, and following the rules described in this document.



Justin Purser, TAI, learning from Green Net rice producers, Thailand

Understanding Who We Are

This document ‘Understanding Who We Are’ (The Trade Aid Movement Organisational Structure) records the high trust model to assist the parties that make up the New Zealand Trade Aid Movement to understand their roles and responsibilities. This document records the mutual intent and principles by which the parties will work together in good faith based on the values of cooperation, respect and trust.

For the avoidance of doubt, this document does not create legal obligations and is not enforceable at law, and does not supersede the constitutional foundations of the entities that make up the New Zealand Trade Aid Movement. Where there is conflict between the terms of this document and the formal constitutional foundations of the parties, the constitutional foundations shall prevail.

The parties record that the terms of this document may be updated and amended from time to time by mutual agreement.

Reference Documents:

- The TA Movement Charter: version 2017.
- TANZ policies: Te Tiriti o Waitangi, Environment, Equity, Fundraising, Volunteers, Education.
- The Trade Aid Shop Contract.
- Constitutions: TANZ, TAI, TA Shop Trusts.
- MoU between TANZ and TAI for organising conference



**Mā te huruhuru
ka rere te manu**

**Adorn the bird
with feathers
so it will soar**

Dasleema, artisan with Zanana Dastkari Production Markaz, India