

Board Member Roles and Responsibilities Policy

Introduction

Albury-Wodonga Ethnic Communities Council Inc. is committed to operating and managing the organisation through good governance practices. A Board operates more effectively if the directors and office-bearers of the Board know their respective responsibilities, duties and obligations.

Purpose

This policy seeks to ensure that directors and office-bearers of the Board know their respective responsibilities, duties and obligations.

Policy

Board Directors and Office-bearers shall have the responsibilities, duties and obligations set out in the attached Position Statements.

Responsibilities

The Secretary, or delegated person, shall be responsible for including this policy in the induction package provided to new Board members.

The Secretary of the Board shall be responsible for ensuring that a copy of this policy is available for reference in Board meetings.

The Chairperson shall be responsible for making a ruling on any point in dispute in this policy.

Procedure

This policy complements the AWECC *Constitution* but shall not replace any of the responsibilities, duties and obligations as set out in the Constitution.

This policy shall be included in the induction package provided to new Board members.

A copy of this policy shall be available for reference in Board meetings.

Any point in dispute in this policy shall be resolved by the Chairperson.

Related Documents

- *Constitution of the Albury-Wodonga Ethnic Communities Council Inc.*
- Relevant policies of the organisation

APPENDIX A

POSITION STATEMENT: CHAIRPERSON

N.B.: The Deputy Chairperson will assume the duties, responsibilities and obligations of the Chairperson, in the absence of and/or inability of the Chairperson to carry out his or her duties.

Governance	Provide leadership to the organisation
	Ensure (in partnership with the Board) that the organisation operates in accordance with its objectives, goals and mission.
	Work with the manager (or equivalent) to ensure (in partnership with the Board) that the organisation develops and grows in the appropriate direction.
	Work with the manager (or equivalent) to ensure (in partnership with the Board) that the organisation operates in an ethically, environmentally, and socially responsible manner.
Planning	Oversee (in partnership with the Board) the production of a Strategic Plan for the organisation.
	Oversee (in partnership with the Board) the regular review and development of the Strategic Plan.
Meetings	Ensure that appropriate standing orders are in place.
	With the Secretary prepare the agenda in advance of the meeting.
	Chairperson to manage Board meetings according to Standing Orders.
	Rule on issues of meetings procedure not covered in the Standing Orders.
	Report to members at the Annual General Meeting (AGM) on the current situation and position of the organisation.
Administrative & Management	Chair the Executive Committee meetings (when required) between Board meetings.
	Serve on Board committees as required.
	Liaise with Board committee chairs and report to the Board where appropriate.
	Ensure that appropriate recruitment policies and procedures are in place for the recruitment of the manager, or equivalent.
	Oversee the recruitment of the manager, or equivalent.
	Ensure that appropriate personnel policies and procedures are in place for the manager, or equivalent.

	Oversee the annual performance review of the manager.
	Oversee the succession of the manager.
	Oversee the management of the business of the Board.
	Oversee the management of the recruitment, induction, and training of Board members (in partnership with the Board).
	Oversee the management (in partnership with the Board) of the assessment, review and renewal of the Board.
	Oversee the management of the organisation's grievance and dispute resolution procedures.
	Ensure the harmony of Board deliberations.
	Manage (in partnership with the Board) the succession of the position of Chairperson.
	Serve as liaison with the manager and, through them, to the employees of AWECC.
	In consultation with the manager, report to the Board on staff management issues.
	In consultation with the manager, draw up a manager succession policy.
Media	Under the organisation's Media Policy (if available), serve as the spokesperson for AWECC as appropriate.
Promotion	Actively promote the organisation in the community, as opportunities arise.
Negotiation	Work with the manager in negotiation with other organisations; report to the Board
Legal	Oversee staff (through the manager) to ensure that: <ul style="list-style-type: none"> • the modes of performance of all legal requirements are featured in the procedure manual; • the performance of all legal requirements is reported to the Board; and • the performance of all legal requirements is fully documented.
	Ensure that all legal requirements of AWECC are met.
Finance	With the Treasurer, oversee the manager to ensure that the organisation's financial control procedures are adequate and that risk management strategies are in place.
Other duties	As for Directors (below).

APPENDIX B

POSITION STATEMENT: TREASURER

Governance	Ensure that the Board maintains the degree of financial literacy necessary to conduct the business of the organisation.
	Advise the Board on matters of finance.
	Advise the Board on matters relating to fundraising.
	Oversee the production of appropriate fully documented financial policies and procedures.
Planning	With the manager, oversee (in partnership with the Board) the production of a Business Plan for the organisation.
	With the manager, oversee (in partnership with the Board) the regular review and development of the Business Plan.
Meetings	Report to the Board at each meeting on the financial situation of the organisation, including the preparation of financial reports.
	Report to the Board at each meeting on variances from the approved budget.
	With the Secretary, place any necessary financial items on the Board agenda in advance of the meeting.
	Report to members at the Annual General Meeting (AGM) on the financial situation of the organisation.
Administrative & Management	Serve on the Executive Committee between Board meetings (as required).
	Chair the Finance Committee.
	Serve on Board committees as required.
	Liaise with Board committee chairs on financial issues and report to the Board where appropriate.
	Oversee the organisation's bookkeeping functions.
	With the Chair, oversee the manager in ensuring that the organisation's financial records are adequate, protected, backed up, and accessible.
	Oversee the organisation's banking systems and protocols.
	Oversee the maintenance of the organisation's asset register.

Finance	Oversee the manager to ensure that the organisation's financial control procedures are adequate and that appropriate safeguards against fraud are in place.
	Oversee the manager to ensure that risk management strategies (including appropriate insurances) are in place.
	Oversee the collection and receipt of all money due to the organisation and the making of all payments authorised by the organisation are in order.
	With the manager, oversee the organisation's investment strategy and report to the Board.
	Oversee the preparation of the Budget for the coming year.
	Oversee the review of income and expenditure against the budget on a continuous basis.
Legal	With the manager, ensure the organisation's compliance with all applicable tax arrangements.
Other duties	As for Directors (below).

APPENDIX C

POSITION STATEMENT: SECRETARY

Governance	Ensure the preparation and adoption of appropriate Board policies.
Planning	Produce (in partnership with the Board and manager) a Marketing Plan for the organisation.
	Ensure (in partnership with the Board and manager) the regular review and development of the Marketing Plan.
	Ensure that appropriate standing orders are in place.
Meetings	Organise the venue for Board meetings.
	With the Chairperson, prepare the agenda in advance of each Board meeting.
	Organise meeting papers for timely distribution before the meeting.
	Take minutes at each Board meeting and circulate to Board members in an appropriately timely manner following the meeting.
	Take minutes at each General Meeting and Annual General Meeting and circulate to all members of the organisation.
Administrative & Management	Maintain a register of members.
	Handle the procedures for the admission of new members.
	Handle the procedures for the resignation of members.
	Handle the procedures for the discipline, suspension and expulsion of members.
	Organise General Meetings and Annual General Meetings and notify members in advance.
	Receive nominations for positions on the Board (when required).
	Keep in their custody all books, documents and securities, and make them available to members as requested.
	Carry out other administrative duties as assigned by the Chairperson.
Promotion	<p>Promote the organisation in the community as opportunities arise; this may include:</p> <ul style="list-style-type: none"> • participating or attending community events and forums • representing as a Board or committee member of other organisations.

Legal & Compliance	Keep the Common Seal of the organisation.
	Prepare and submit annual reports and compliance documentation as required by the Australian Charities and Not-for-profits Commission (ACNC), Consumer Affairs Victoria (CAV), Australian Securities and Investments Commission (ASIC), and other relevant bodies.
Other duties	Other duties for Directors (below).

APPENDIX D

POSITION STATEMENT: DIRECTOR

N.B.: All Board members will assume the duties, responsibilities and obligations of the Director.

General	On being elected to the Board, undertake induction and training procedures as provided by the Board.
Governance	Consider, debate, and vote on issues before the Board based on the best interests of the organisation only.
	Govern as a representative of AWECC and the collective needs and interests of AWECC and its members.
	Comply with the rules, policies, and standing orders of AWECC.
Planning	Review and approve the organisation's Strategic Plan, and other consequential arrangements (Business Plan, Marketing Plan, etc.) as required.
Meetings	Attend all meetings, or, if unavoidable, offer an apology in advance for absence.
	Where Board papers are circulated in advance of the Board meeting, read papers and consider issues before attending the meeting.
	Contribute actively to the discussion and resolution of issues at meetings and otherwise, as appropriate.
Administrative & Management	Approach employees of the organisation (paid or voluntary) through the manager (wherever possible).
	Serve on Board committees as required
	Review and approve the organisation's systems for financial control and risk management.
	Understand the organisation's finances (including solvency) and seek clarification when unsure.
	Read and respond in a timely and professional manner to all mail and email correspondence and delegate follow up tasks to the manager or other Board members, as required.
	Manage email account on a regular and continuous basis.
Media	Make comments to the media only when authorised by the Chairperson, or as provided in the organisation's Media Policy (if relevant).
Promotion	Promote the organisation in the community as opportunities arise.

Fundraising & Community	Participate enthusiastically in any fundraising activity approved by the Board.
	Participate and attend community forums and events when available.
Legal & Ethical	Avoid making any improper use of their position in the organisation to gain any material advantage for themselves, or for any other person, or to the detriment of the organisation.
	Avoid making any improper use of any information acquired by virtue of their position in the organisation so as to gain any material advantage for themselves, or for any other person, or to the detriment of the organisation.
	If they have any direct or indirect material personal interest in any decision or contract with the organisation, inform the Board immediately.
	If they have any direct or indirect material personal interest in any decision or contract with the organisation, abstain from voting in the Board on that issue.
	If they have any non-material personal conflict of interest in any matter before the Board or believe that the perception of such a conflict might arise, inform the Board immediately and follow the Board's rulings as to proper procedure.
	At all times conduct Board business politely and with consideration for others, without ill feeling, improper bias, or personal hostility.