

1.16 Governance (Management Committee Procedures)

INTRODUCTION

Governance is concerned with the systems and processes that ensure the overall direction, effectiveness, supervision and accountability of HAAG.

Committee members take ultimate responsibility for the governance of the organisation. Governance is also concerned with the way the Committee works with the Senior Management, staff, volunteers, service users, members and other stakeholders, to ensure the organisation is effectively and properly run and meets the needs for which the organisation was set up.

PURPOSE

The Governance Policy is intended to clarify the content of the organisation's Constitution by making explicit the underlying principles of governance approved by the organisation. This policy does not cover legal or ethical issues concerning the role of the Committee or its members, which are addressed separately elsewhere.

DEFINITIONS

Governance is the framework of systems and processes by which the Committee of Management fulfil its role (and the expectations of that role) to ensure accountability, transparency and effectiveness in HAAG's operations, and compliance with legal, ethical and regulatory requirements.

PRINCIPLES

- The Committee of Management of HAAG is an elective, representative and collective body whose focus is on the strategic direction and the core policies of the organisation, rather than day-to-day operational decisions;
- It is the responsibility of the Committee to establish and maintain standing orders, policies and procedures, and systems of financial control, internal control, and performance reporting
- It is the responsibility of the Committee to clearly demarcate and delegate the functions of sub-committees, officers, management and other staff and agents.

5.0 SCOPE

- all organisational staff
- al Committee of Management

POLICY

Management Committee

The Committee of Management has responsibility for the affairs of the organisation. The Committee is elected according to the Constitution.

Election of the Committee

- Elections are held once a year at the Annual General Meeting
- Nominations can be received from financial members
- Nominations should include a short biography. This biography helps members decide who to elect, and may be included on the Housing for the Aged Action Group website if successfully elected onto the management committee

Roles of the Committee

Committee meetings are held once a month for approximately two hours. There are additional sub-committee and working group meetings. There is an expectation that committee members participate fully in committee meetings, and are encouraged to be involved in working groups that are of interest to them.

- 1. Chairperson:** The role of the Chairperson is to provide the principle leadership and responsibility for the organisation and the Committee.

Desirable Attributes:

The Chairperson should:

- Have the time to commit to the role
- be well informed of all organisation activities and able to provide oversight
- be a person who can develop good relationships internally and externally
- be forward thinking and committed to meeting the overall goals of the organisation
- have a good working knowledge of the Committee Constitution, rules and duties of office bearers
- be able to work collaboratively with other Committee Members
- be a good listener and attuned to the interests of members and other interest groups
- be a good role model and a positive image for the organisation in representing the Committee in other forums
- be a competent public speaker

Specific duties include but are not limited to:

- Chair Committee meetings ensuring that they are run efficiently and effectively
- Act as a signatory for the organisation in all legal purposes and financial purposes
- Regularly focus the Committee's attention on matters of governance that relate to its own structure, role and relationship to any employees, volunteers and stakeholders.
- Periodically consult with Committee members on their role, to see how they are going and help them to optimize their contribution
- Work with the Committee to ensure:
 - The necessary skills are represented on the Committee and that a succession plan is in place to help find new Committee members when required
 - Goals and relevant strategic and business plans are developed in order to achieve the goals of the organisation
- Work with co-managers to manage any paid employees of the Housing for the Aged Action Group including recruitment, retention, salary and performance reviews, etc.
- Serve as a spokesperson for the organisation when required

- Assist in the development of partnerships with sponsors, funding agencies, local and state government, and organisations that are relevant to the goals of the organisation
- 2. Deputy Chairperson:** The role of the Deputy Chairperson is to shadow the Chairperson in providing leadership and responsibility for the organisation and the Committee and to step into the Chairperson's roles where needed. It is often considered that the Deputy Chairperson will succeed the Chairperson and that this role is in preparation.

Desirable Attributes:

The Deputy Chairperson should:

- be well informed of all organisation activities and able to provide oversight be a person who can develop good relationships internally and externally
- be willing to step in for the Chairperson where needed including chairing meetings
- be forward thinking and committed to meeting the overall goals of the organisation
- have a good working knowledge of the Committee Constitution, rules and duties of office bearers be able to work collaboratively with other Committee Members
- be a good listener and attuned to the interests of members and other interest groups
- be a good role model and a positive image for the organisation in representing the Committee in other forums
- be a competent public speaker
- be able to raise concerns with the Chairperson where they arise

Specific duties include but are not limited to:

- In the event of the Chairperson being unable to fulfil his/her duties to step into that role
- In the absence of the Chairperson, chair Committee meetings ensuring that they are run efficiently and effectively
- Assist the Chairperson in deciding which matters are dealt with by the Executive, the full Committee and delegated to Committees
- Coordinate organisation planning to ensure appropriate plans are developed, presented to and reviewed by the Committee, and enacted as required
- Represent the organisation at meetings and forums as agreed with by the Chairperson
- Other duties as nominated by the Chairperson and / or Committee

3. Secretary

Note : the former term of Public Officer has been replaced with the term Secretary. The Secretary will work with staff to ensure all requirements are completed (see below)

Desirable Attributes:

The Secretary should:

- be organized
- have computer skills
- be a good communicator

- be able to keep confidential matters confidential.

The duties regarding Consumer Affairs Victoria (previously Public Officer) include:

- Notify Consumer Affairs of the Secretary appointment or a change of the Secretary's details
- Notify Consumer Affairs of a change of the association's registered address by lodging a Change of Association Details form. No fee is required.
- Within 1 month after the annual general meeting, lodge an Annual Statement and other required financial documents with the prescribed fee.
 - Obtain from Treasurer Annual Income and Expenditure Statement and Assets and Liability Statement
- Apply to Consumer Affairs for approval to alter your rules within 28 days after the alteration was passed by special resolution. An Application for Alteration of Rules or Purpose must be lodged with the prescribed fee.
- Apply to the Registrar for approval of a name change within 1 month after passing a special resolution. An Application for Change of Association Name must be lodged with the prescribed fee.
- Notify the Consumer Affairs of a special resolution in relation to wind up and distribution of the assets of the association.
- See www.consumer.vic.gov.au for forms and details of fees

Administrative roles include:

- Maintain committee records
- Manage Minutes of Committee meetings, including either recording the Minutes or ensuring the Minutes Secretary does so
- Develop meeting agendas in consultation with other Committee members and distribute prior to the meeting
- Be familiar with all current organisation documents
- Be responsible for ensuring that accurate and sufficient documentation exists to meet legal requirements
- Enable and authorise people to help with the Committee's business. This includes signing a copy of the final approved Minutes and ensuring that the signed copy is maintained
- Ensure that the records of the organisation are maintained as required by law and made available when required by authorised persons. These records may include founding documents, lists of Committee members, Committee meeting Minutes, financial reports, and other official records
- Ensure that official records are maintained of members of the organisation and Committee. Ensure that these records are available when required for reports, elections, referenda, other votes, etc.
- Provide an up-to-date copy of the Constitution and bylaws at all meetings.

4. Treasurer

The role of the treasurer is to be responsible for the financial oversight of the organisation to allow the Committee to provide good governance. The Treasurer is responsible to regularly report on the

organisation's financial status to both the Committee and the members. The Treasurer should work closely with the organisations finance worker, and seek advice on financial matters when needed.

Desirable attributes:

- Good organisational skills
- Some financial expertise
- Ability to maintain or interpret accurate records
- Honest and trustworthy
- Good communication skills
- Computer skills

Specific duties include:

- Organise the Finance sub-committee
- Work with the organisations bookkeeper to administer the financial affairs of the organisation, including
 - Accurate receipting and banking of money
 - Timely payment of accounts
 - Maintain accurate records of income and expenditure
 - Ensuring that all receipts and payments concur with bank deposits and withdrawals
 - Present monthly financial reports at committee meetings
 - Arrange and despatch invoices for periodic payment
- Provide advice, or seek advice externally, to the Committee in their management of the organisations finances
- Work with the bookkeeper to lead the annual budget process and ensure an appropriate annual budget is provided to the Committee for approval
- Ensure development and Committee review of financial policies and procedures
- Support any auditing processes
- Keep accurate records of all membership payments
- Regularly report on the organisations financial status to both the Committee and the members

5. Ordinary members

The Constitution allows for up to 8 ordinary members to sit on the Committee. Ordinary members must have renewed their membership and agree to the aims and objectives of the organisation.

All members of the Committee are expected to attend and participate fully in Committee meetings, including reading meeting materials and any skills development or training arranged for the Committee. The Committee of Management are encouraged to join sub-committees and working groups. New membership is encouraged.

New members will be inducted into the Committee and provided with an induction pack.

Meeting procedures

The Committee of management meets on the fourth Thursday of the month at 11.00am. Meetings generally run for two hours and lunch is provided. Members can be reimbursed for their travel to attend meetings, at a rate of \$10/meeting for metropolitan and \$20/person for regional or rural members.

A yearly calendar of meeting dates is sent to all members by Co-managers at the beginning of the year. Reminder emails and letters with staff reports and an agenda are sent seven days before the meeting takes place.

Co-managers will:

- Ensure that proper notification is given of Committee meetings as specified in the rules
- Manage the general correspondence of the Committee except for such correspondence assigned to others
- Help and lead the Committee in providing systematic communication from the Committee to members and other relevant stakeholders
- Provide a summary of Committee Minutes for distribution to all members via website/email

Sub-committees and working groups

Committee members and other members of the organisation are encouraged to participate in sub-committees and working groups, in the areas that interest them.

The sub-committees and working groups can make recommendations to the Committee of Management, which can then be put forward as motions for decision at the monthly Committee of Management meetings. The sub-committees themselves do not have decision-making power for the organisation, even if a quorum exists.

The exception to this is the Finance sub-committee, which may, on occasion need to make quick decisions regarding financial governance of the organisation. These decisions can only be made if a quorum of the Committee exists and all decisions made should be tabled at the Committee of Management meetings.

Every sub-committee and working group should report back on their activities at monthly Committee meetings and the relevant staff supporting these groups should include information on the working groups within their staff reports.

A list of current sub-committees and working groups is available as part of induction and on request.