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# MISSION

**Share and Care's vision is to lead communities in  
Support, Education and Advisory Services**

## **Values:**

*Recognition of the communities rights to equitably access information and services;*

*Sensitive to the needs of those from cultural and linguistically diverse communities and special needs;*

*Recognition and appreciation of the diverse skills and values our employees bring to the services delivered;*

*Provision of philanthropic opportunities;*

*Development and maintenance of complimentary relationships across all sectors;*

*Recognition and appreciation of the skills brought by the Board of Management that ensures transparency, accountability, good governance and leadership for the Organisation;*

*Operate on the best practice models, ensuring delivery of services to the communities are always of the highest standards.*

**To acknowledge and encourage  
the continued passion  
from all who contribute to the Organisation**

<b>Policy</b>	<b>History Of Share &amp; Care</b>
<b>Date Effective</b>	<b>November 2005</b>
<b>Date Revised</b>	<b>December 2005</b>



On October 8<sup>th</sup>, 1975, a public meeting was organised and held by Mrs. Marlene Gazis. Under discussion was the possibility of setting up a community organisation staffed by volunteers. The meeting agreed there was a need in the community and approximately 50 people offered to provide various types of support services as members of the proposed organisation.

At a subsequent meeting on October 30<sup>th</sup> 1975 a foundation committee comprised of President, Vice-President, Secretary and Treasurer, along with seven committee members was formed. Marlene Garzis was foundation President and held the role for 19 years. Rose Briggs was foundation Treasurer also retaining the position until 1994. Ruth Krieg was the foundation Secretary for 2 years. Joan Mclver became secretary in 1979 and Edna Turner, a businesswoman, became Vice-President in 1979 until 1994. The name chosen was Northam Share and Care. Approximately 8 months later a formal constitution was drawn up.

The range of services provided by Share & Care grew as community needs were recognised. Rapidly expanding demand for service delivery placed enormous amounts of pressure on volunteers and in January 1979 Government assistance was sought and obtained.

This funding allowed the opening of the Emergency Accommodation for those in crisis. In 1980 funding was obtained from Department of Community Development for the establishment of a Neighbourhood Centre.

In 1981 from Lotterywest funding was made available to purchase a bus. The bus was staffed completely by volunteers initially. In 1985 HACC (Home and Community Care) funding allowed for a paid driver.

In 1989 Sue Taplin was briefed to investigate the feasibility of a Family Day Care operation in rural WA. In July the Family Day Care Scheme commenced. In 1982 the Social Security Department funded a part time handyman/bus driver position. A small bus was obtained with Lotteries fund assistance. In 1986 Health Department funding (HACC) was obtained for the formation of a Regional HACC 'Service was incorporating the York, Toodyay, Goomalling town areas as well as Wundowie.

In 1994, subject to a management consultant examination, the HACC funds were redistributed to the local Shires for single operation outside the Northam Shire area. At the same time the State Government began privatizing services from the Department of Community Development and Northam Share and Care won the Financial Counsellor's Position.

From this time on, Share & Care continued to grow to supply the demand in the communities.

It could be said that the success of Share & Care in achieving their original goals came from the passion and efforts of all those involved as volunteers. Today we have passionate volunteers and employees.

Mrs. Gazis noted that the receipt of Government funding, whilst not changing the ideologies of Share & Care most certainly brought about greater responsibilities in Governance and accountability and a shift in the community perceptions.

## PROGRAM SERVICE DETAILS

**Financial Counsellor Program:** This program offers assistance to persons on low incomes who have a current health care card or on a government pension wishing to take control of their financial management.

The Financial Counsellor offers:

- Assistance with developing budgets that cater to individuals needs.
- Centrepay payments to essential service providers and fines enforcement registry direct from your pensions.
- Negotiation with creditors including debt collection agencies
- Bankruptcy issues, information and assistance with referral.
- WA No Interest Loans Scheme for assistance to obtain new white good appliances to the value of \$1000.00 with minimal repayments over 18 months

**Supported Assisted Accommodation Program:** This program assists persons who are at risk or who are homeless it offers:

- Short term crisis hostel accommodation to the homeless.
- Information and referral to other services to assist in meeting the ongoing needs of homeless persons.

**Families Assistance Program:** This program offers assistance to families who are the recipients of a current health care card who are in crisis with :

- Assistance to families experiencing difficulty with back to school or education costs.
- Assistance for families who are at risk of disconnection from essential service supply
- Assistance to families for assistance with food by either voucher or referral to other service outlets.
- Assistance or referral to other services for clothing or bedding for families in crisis.

**Emergency Relief Program:** This program assists persons in crisis who hold a current health care card. The program offers:

- Assistance up to \$50.00 to assist with medical equipment
- Assistance with gas for persons with medical conditions.
- Assistance with food vouchers or referral to other services.
- Assistance with emergency travel.
- Assistance up to \$50.00 towards power or telecommunication bills.
- Other crisis assistance such as clothing Manchester and household necessities can be arranged through referral to other service providers

## PROGRAM SERVICE DETAILS

**Home and Community Care:** The Home and Community Care (HACC) provides community care services to frail aged and younger people with disabilities, and their Carers.

The aims of the HACC Program are:

- to provide a comprehensive, coordinated and integrated range of basic maintenance and support services for frail aged people, people with a disability and their Carers; and
- to support these people to be more independent at home and in the community, thereby enhancing their quality of life and/or preventing their inappropriate admission to long term residential care.

The type of services funded through the HACC Program managed by Share & Care are as follows:

- meals;
- domestic assistance;
- personal care;
- home modification and maintenance;
- transport;
- respite care;
- support, information and advocacy; and
- assessment.

**Veterans Home Care:** Veterans' Home Care is a program of the Department of Veterans' Affairs to help veterans and war widows/widowers enjoy a healthier lifestyle and remain living at home longer.

The services through Veterans' Home Care are similar to HACC services, and include help in the home, personal care, home maintenance and respite care.

**Community Aged Care Packages:** If a client's care needs are more complex, or they need a range of services like help with bathing, meals, shopping and getting around, there's a specially designed service which can help: a Community Aged Care Package (CACP).

A CACP is an individually tailored package of care services which helps people with lots of different care needs to stay living at home by coordinating the different services they need.

There is an assessment first by an Aged Care Assessment Team. Then if a CACP is appropriate for the client's needs, they will be referred to our Home Support Services Program within Share & Care.

## PROGRAM SERVICE DETAILS

**WAMINDA HOUSE WOMEN'S REFUGE:** The refuge can accommodate 2 single women and a large family, in separate fully equipped unit style accommodation. The refuge operates 24 hours 7 days per week, the support staff are contactable on 1800 353 122 this is a free and confidential service. This number can be use for telephone support and counselling, to obtain transport to get to safe accommodation or information packages on family and domestic violence.

If crisis accommodation is required and the refuge is full, the worker may be able to obtain alternative accommodation. The refuge is monitored daily with a duress alarm system and safety gates to ensure safe supported accommodation.

The worker may be able to be of assistance in regards to court appearances for violence restraining order or family court issues. The worker can provide basic counselling and outreach support if accommodation is not required.

The refuge provide programs for women on budgeting, goal setting, safety plans, the effects family and domestic violence has on children, self esteem and the cycle of violence.

Transport is available for appointments and safety issues, support staff are advocates for clients and offer referrals when required.

**CHILD SUPPORT PROGRAM (NORTHAM):** A trained child support worker is on site for 22.5 hours per week. The Child support worker can relieve the parent of care if she needs to attend court or appointments. A program of activities which include an orientation on entering the refuge, to explain rules, show the child/children where all toys and equipment are, how to use equipment safely.

The worker is able to take child/children on outings with the parents permission, these outings can include movies, picnics or trips to the zoo etc. The worker can liaise with pre-primary and schools for enrolments and obtain out of school work. The child support worker uses Play Therapy techniques and music to help children settle at the refuge. The child support worker supports child/children attending the refuge with their mothers.

**CHILD SUPPORT PROGRAM (NARROGIN):** A trained child support worker is on-site for 22.5 hours per week. The child support worker can assist the parent of care if she needs to attend court or appointments. A program of activities which include an orientation on entering the refuge, to explain the rules, show child/children where all toys and equipment are, how to use equipment safely.

The worker is able to take child/children on outings or off site activities with the parents permission, these outings can include picnics, shopping, outings to the park or sporting premises etc. The refuge has a fully equipped brightly decorated playroom, a safe and secure outdoor play area with playground equipment. The worker can liaise with schools for out of school work or enrolments.

## PROGRAM SERVICE DETAILS

**Narrogin Women's Refuge (Djookanka):** Provides safe accommodation for women & children escaping domestic violence. Referrals for financial assistance, medical issues, legal matters and transport to safe accommodation

Consumers can access the refuge 24 hours, 7 days a week on the freecall crisis line 1800 007 570, this line is answered by fully trained support workers.

The refuge can accommodate up to three families in a communal style living arrangement. The families have their own bedrooms for privacy, the refuge is fully equipped and set up for either privacy or interaction with other clients. We have a monitored duress alarm system and fire alarm system which is monitored daily.

On admission every client is shown the fire exits and equipment. On exiting the refuge clients are offered an outreach service, which may include programs and emotional or physical support and referrals to other agencies. Financial support for emergency food is available on a limited situation, while residing at the refuge.

Support workers provide clients with programs which include safety plans, goal setting, budgeting, the cycle of violence, self esteem and the effects of family and domestic violence has on children. Limited transport is available for access to safe accommodation or appointments etc.

If the refuge is full the support worker may be able to obtain alternative accommodation.

**Narrogin Refuge (Djookanka House) Outreach Counselling Service:** This program works in conjunction with the support workers at the refuge, the outreach counsellor has an office on site at the refuge and works 4 days per week during business hours.

The counsellor gets referrals from agencies or self referrals, or clients residing at the refuge. The counsellor is trained in counselling with families or individuals experiencing family and domestic violence.

The counsellor has transport to attend outlying towns for appointments, and can be contacted on the refuge numbers.

**Mental Health Program:** Provides non-clinical support to people with severe and/or persistent psychiatric illness to develop/maintain living & social skills. To increase participation in community life and activities & decrease the burden of care for the Carers.

**Family Day Care Scheme:** Provides accredited home based licensed child care, catering for small groups of children in a safe nurturing environment. Carer numbers average 30.

**Child Care Centre:** Quality care provided by qualified staff in a friendly safe homely environment. Staff are a mix of Qualified, Trainees and untrained. Premises are shared with the Family Day Care Scheme.

## PROGRAM COVERAGE

PROGRAM NAME	ONSITE OR OFFSITE	AREA COVERED
Djookanka Women's Refuge Narrogin	offsite	Any area
Children's Support Program Narrogin Refuge ( Djookanka)	offsite	Any area
Children's Support Program Northam Refuge (Waminda)	offsite	Any area
Waminda House Women's Refuge Northam	offsite	Any area
Outreach Counselling Service	offsite	Narrogin & surrounding districts
Long Day Care Centre	offsite	Northam & surrounding districts
Family Day Care Scheme	offsite	Midlands & Central Wheatbelt
Families Assistance	onsite	Central Wheatbelt
Financial Counsellor	onsite	Wheatbelt
Emergency Relief	onsite	Wheatbelt & surrounding districts
Supported Accommodation Assistance Program	onsite	Central Wheatbelt
Meals on Wheels	offsite	Town of Northam Bakers Hill & Wundowie
Home and Community Care	offsite	Town & Shire of Northam Bakers Hill & Wundowie
Community Care Packages	offsite	Northam & Surrounding districts by ACAT referral
Mental Health	offsite	Referrals from Wheatbelt Mental Health Service
Veterans Program	offsite	Northam & surrounding districts



# **Board Members**

**October 2005- October 2006**

Chairperson

Pamela I'Anson

Vice Chairperson

David Gorham

Treasurer

Cliff Norgate

Secretary

Roslyn Huege de Serville

Board Member

Carolyn Smart

Board Member

Carol Nicholas

Board Advisor

Max Trenorden

Board Advisor

Richard Rees-Webbe

<b>Policy</b>	<b>Induction &amp; Orientation of New Board Members</b>
<b>Date Effective</b>	<b>November 2005</b>
<b>Date Reviewed</b>	<b>December 2005</b>



All Board members are expected to contribute to Board meetings to the best of their ability. To facilitate this, the Board will guarantee a thorough induction into the affairs of the Board and the Association at large, its issues, current concerns, staff, its financial position and its liabilities and assets.

New Board members will receive a “New Board Member Pack”, including a copy of all Board-level policies, together with a copy of the previous year’s annual report and an up-to-date copy of year-to-date financial statements and the Association’s Constitution.

New Board members will meet with the Chair after being given The “New Board Member Pack” and preferably before their first general meeting. The meeting with the Chair may be held as a group session or with individual new Board members. Its purpose is to answer any questions the new Board member/s may have and to help familiarise them with the Board’s governance role.

New Board members will also meet with the Chief Executive Officer. The purpose of this meeting is to familiarise the new member/s with the staff’s operational role, the diversity of the Programs operated, explanation of funding and financials and how they are managed, dates of all meetings to be held and to tour the facility and to meet staff.

New Board members will sign a Board Contract indicating that they are fully aware of their role and its implications and accept this position along with a Confidentiality Agreement.

New Board Members are made aware that only single Board Membership is available to each family. There can be no joint Husband & wife membership, no joint parent & sibling membership.

## New Board Member Contract



I, \_\_\_\_\_ understand that as a member of the Board of Management of Share & Care Community Services Group Inc, I have a legal and ethical responsibility to ensure that the organization does the best work possible in pursuit of its goals. I believe in the purpose and the mission of the organization, and I will act responsibly and prudently as its steward.

### **As a part of my responsibilities as a Board Member:**

1. I will interpret the organization's work and values to the community, represent the organization, and act as a positive spokesperson where and when it is required.
2. I will attend at least 75% of board meetings, committee meetings, and special events.
3. Each year I am involved with Share & Care I will renew my Membership by paying the Membership Fee.
4. I will actively participate in two or more activities.
5. I will act in the best interests of the organization, and declare and excuse myself from discussions and votes if I have a conflict of interest.
6. I will stay informed about what's going on in the organization. I will ask questions and request information and will participate in and take responsibility for making decisions on issues, policies and other board matters.
7. I will work in good faith with the CEO and other board members as partners towards achievement of our goals.
8. If I don't fulfill these commitments to the organization, I will expect the Chairperson to call me and discuss my responsibilities with me.
9. I will sign and adhere to the Confidentiality agreement at all times.
10. Should any staff approach me with operational questions I shall refer them to the CEO

## New Board Member Contract Page 2



### ***In turn, the organization will be responsible to me in several ways:***

1. I will be sent, without request, bi-monthly reports, and an update of organizational activities that allow me to meet the “prudent person” standards of the law.
2. Opportunities will be offered to me to discuss with the CEO and the Board Chairperson the organization’s programs, goals, activities, and status; additionally, I can request such opportunities at any time.
3. The organization will help me perform my duties by keeping me informed about issues in the industry and field in which we are working, and by offering me opportunities for professional development as a board member when the budget allows.
4. Board members and the CEO will respond in a straightforward fashion to questions that I feel are necessary to carry out my fiscal, legal, and moral responsibilities to this organization. Board members and the CEO will work in good faith with me towards achievement of our goals.
5. If the organization does not fulfill its commitments to me, I can call on the Board Chair person to discuss the organization’s responsibilities to me.

Signed:

Name \_\_\_\_\_

\_\_\_\_\_  
Signature of New Member

Date: \_\_\_\_\_

\_\_\_\_\_  
Chairperson

Date: \_\_\_\_\_

**Policy**                      **Confidentiality Agreement**

**Date Effective**            **November 2005**

**Date Reviewed**          **December 2005**



I \_\_\_\_\_ of \_\_\_\_\_

Shall not at any time during the continuance or after the determination of my employment with Share & Care Community Services Group Inc. (hereinafter "the Association") except by the express direction of the Association divulge either directly or indirectly to any person or Organisation whether a Company Incorporated Association or otherwise any knowledge or information which I may acquire during or incidental to my employment with the Association concerning the affairs business staff or clients of the Association or any of its Associated Programs or any business property or transaction in which the Association or any of its Associated Program may be or may have been concerned or interested.

I shall also use my best endeavours to prevent the publication or disclosure of any information concerning the affairs business staff or clients of the Association or any of its Associated Programs.

I understand and acknowledge that in the event of my having breached the provisions of this Agreement I shall be subject to such disciplinary action being taken including but not limited to instant dismissal as may be deemed appropriate by the Board of Management of the Association.

DATED this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_\_

Signed by \_\_\_\_\_)

In the presence of \_\_\_\_\_)

Witness \_\_\_\_\_

Address \_\_\_\_\_

Occupation \_\_\_\_\_

**Policy**                      **Role of the  
Board Of Management**

**Date Effective**            **November 2005**

**Date Reviewed**          **December 2005**



The Board upholds the constitution of the Association. This is a legally binding document that governs the scope of the activities of the Association. It is a contract between members, the directors and the Association itself to conduct themselves according to the terms of the constitution and the relevant laws.

**The Board will regularly review the Constitution to ensure it remains relevant to the Association.**

Each Board Member is responsible for the proper governance of the association, and is held accountable for the various duties and responsibilities imposed by law.

The Board is responsible to various regulatory bodies under the relevant legislation and regulations.

There should be a written record of proactive involvement at the Board level in Policies and Procedures, shown by review on an annual or sooner if need be basis.

The Board should at all times keep themselves informed of the affairs of the Association via the CEO and other sources deemed relevant.

The Board is accountable for the overall performance of the Association. The Board must ensure via the CEO that deadlines are met, Policies & Procedures are being observed, objects achieved and standards of performance are being reached.

The Board approve and monitors the Code of Ethics and Code of Conduct.

The Board is responsible for the employment of the Chief Executive Officer.

The Board approves and monitors through the Treasurer the financial plans of the Association.

The Board approves the budget and monitors its consequences.

The Board ensures that Members are kept informed and involved in the activities of the Association.

Board Members represent the Association at appropriate functions and meetings.

The Board approves public relations Policies for the Association and establishes the image the Association wishes to project.

**Policy**                      **Role of the Board Member**

**Date Effective**            **November 2005**

**Date Reviewed**          **December 2005**



The first order of business for the board member is to learn as much as possible about the community. Here are some of the things that you will need to do:

- Familiarize yourself with Share & Care's bylaws, rules and regulations, and the established policies that are currently in place.
- Review the past year's management report. This will familiarize you with the status of various projects and any particular issues the board is currently facing or has faced in the past.
- Review the current funding agreements that are in place, including their specifications by way of the Program Reports.
- Review the current, most recent year-end review, and the last year's monthly financial statements. This will give you an overall financial picture of Share & Care and its needs and requirements and assist you in participating in the preparation of realistic budgets and reserve schedules.
- Find out what if any committees are in place, and what the project/s are

Learn not to make decisions on your own, but to make them only when a majority of the board is present at duly called meetings. This demonstrates to the membership that the board is united when deliberating issues and making decisions and that decisions are made as a whole and not by individuals.

**Effective board members:**

- Attend all board meetings.
- Are well prepared for meetings.
- Recognize that serving the community interest is the top priority.
- Recognize that the board must operate in an open and public manner.
- Are knowledgeable about the legislative process and issues affecting the board.
- Examine all available evidence before making a judgment.
- Communicate well and actively participate in group discussions.
- Are aware that authority to act is granted to the board as a whole, not to individual members.
- Possess a willingness to work with the group in making decisions.
- Recognize that compromise may be necessary in order to reach group consensus.
- Do not let personal feelings toward other board members or staff interfere with their judgment.

**Policy**                      **Code of Behaviour for  
Board of Management Members**

**Date Effective**            **November 2005**

**Date Reviewed**          **December 2005**



**The Board of Management members agree to:**

Support the aims of the Association

Observe all the Rules of the Association including those set out in the Constitution, Incorporations Act, and any others set by the Board of Management or the Membership of the Association.

Follow all Policies and Procedures as set down in the Board Policy and Procedure Manuals

Agree to support the Association's Policies and Procedures.

Attend Board meetings whenever possible and if unable to attend, send apologies

Not exert undue influence on other Members, CEO or staff

Not act on matters without the consent of the Board, including not interfering in the daily operations of the Association.

Adhere to all accounting procedures of the Association.

Represent the Association in a positive manner.

Support Board decisions of the Board of Management.

Not discuss confidential issues with people outside the Association or with staff or members of the Association.

Follow any grievance procedure set down in the Board and General Policies and Procedures Manuals.

No Board Member shall abuse, physically or verbally, intimidate or denigrate consumers, staff, funders, suppliers or members of the Association.

The Name and/or association with Share & Care cannot be used by Members for personal gain. It must ONLY be used to promote the services of Share & Care.

If a Member of the Board fails to abide by the above Code of Behavior, they may be liable to expulsion from the Board.



<b>Policy</b>	<b>Code of Ethics</b>
<b>Date Effective</b>	<b>November 2005</b>
<b>Date Reviewed</b>	<b>December 2005</b>



The Board of Management and staff of Share & Care have a legal and moral responsibility to manage the organisation in the best interests of the community it serves. Board and staff will demonstrate professional ethical behaviour at all times – in their responsibilities to the organisation, in their professional relationships with each other, and in their professional service to the community – and will be required to adhere to this code of ethics.

**The Board shall:**

Be diligent, attend Board meetings and devote sufficient time to preparation for meetings to allow for full and appropriate participation in the Board's decision-making.

Observe confidentiality relating to non-public information acquired by them in their role as Board Members and not disclose such information to any other person.

Meet regularly to monitor the performance of management and the organisation as a whole. To do this the Board will ensure that appropriate monitoring and reporting systems are in place and that these are maintained and utilised to provide accurate and timely information to the Board.

Ensure there is an appropriate separation of duties and responsibilities between itself and senior management and that no individual has unlimited powers of decision-making.

Ensure that the independent views of Board members are given due consideration and weight.

Ensure that stakeholders are provided with an accurate and balanced view of the organisation's performance, including both financial and service provision.

Regularly review its own performance as the basis for its own development and quality assurance. Individual Board Members should also review their own performance with a view to ensuring a suitable contribution to Board deliberations and decision-making and, if found lacking, should either pursue training or assistance to improve their performance, or resign.

Carry out its meetings in such a manner as to ensure fair and full participation of all Board members.

Ensure that the organisation's assets are protected via a suitable risk management strategy.

Ensure that personal and financial interests do not conflict with the duty to the organisation.

[Refer to **Conflict of Interest** for more information.]

<b>Policy</b>	<b>Rules of Board Meetings</b>
<b>Date Effective</b>	<b>November 2005</b>
<b>Date Reviewed</b>	<b>December 2005</b>



Members of the Board of Management shall be addressed at all times with respect, with address by first name or formally.

Meetings have set agendas and time frames. These are to be adhered to in all but exceptional circumstances.

Permission to speak on an issue is by request to the Chairperson.

Members called to order by the Chairperson shall resume their seats and stop speaking.

Should any member refuse to obey, such member may be directed by the Chairperson to withdraw from the meeting. Upon such direction, any such member shall withdraw and shall not be permitted to return during the meeting, or any period thereof of that meeting that the Chairperson may determine

No member of the Board shall at any meeting, be disrespectful in speech, tone or use offensive or malicious language including in reference to individual members, individual employees or individual clients, nor shall they be intimidating or slur another Members character with innuendo or unsubstantiated accusations.

**Policy**                      **Meeting Attendance**

**Date Effective**            **November 2005**

**Date Reviewed**           **December 2005**



## **Purpose**

This policy is intended to support full contribution of all Board Members. All Board Members receive a copy of this official policy. The policy is reviewed annually and maintained in each member's Board Manual. The policy is reviewed and authorised by the Board.

## **Definition of a Board Attendance Problem**

A Board attendance problem occurs if any of the following conditions exist in regard to a Board Member's attendance to Board meetings:

- ◆ the member has three (3) un-notified absences in a row.  
*Definition: "Un-Notified" means the Member did not call ahead to a reasonable contact in the organisation before the upcoming meeting to indicate they would not be available.*
- ◆ The Member has three (3) notified absences in a row.
- ◆ The Member misses one third of the total number of Board Meetings in a twelve-month period.
- ◆ The Board Member is not on an Board authorised Leave of Absence

## **Response to a Board-Attendance Problem**

If a Board attendance problem exists regarding a Member, the Board Chair will promptly contact the Member to discuss the problem. The Chair will promptly share the Member's response with the entire Board at the next Board Meeting. In that meeting, the Board will decide what actions to take regarding the Board Member's membership, termination will be conducted per this policy. If required the Board will promptly initiate a process to begin recruiting a new Board Member.

The termination process will include the Board chair calling the member with the Board attendance problem and notify him or her of the Board's intention to cancel the Member's membership per the terms of the Board Attendance Policy.

The Chair will request a letter of resignation from the member to be received within the next two weeks. The Chair will also request the Member to return their Board Manual back to the agency by dropping it off at a specified location over the next two weeks. The Board will vote regarding acceptance of the Member's resignation letter in the next Board meeting.

<b>Policy</b>	<b>Board Grievance Policy</b>
<b>Date Effective</b>	<b>November 2005</b>
<b>Date Reviewed</b>	<b>December 2005</b>



In the instance that a Board Member (“the Complainant”) has a grievance against another Board Member (“The Respondent”):

The Complainant will bring the complaint to the Chairperson or to the Executive Committee.

The Chairperson or the Executive Committee will attempt to resolve the matter informally by holding a meeting between the parties.

If the informal process is not successful, both parties will be asked to present their respective positions and the Executive Committee will then attempt a reconciliation.

If the matter is still not resolved, the matter will be presented to the full Board and the Board will be asked to deliberate and arrive at a mutually acceptable outcome. The full Board’s decision will be final.

NOTES



NOTES



**Policy**                      **Chairperson-Role Description**

**Date Effective**            **November 2005**

**Date Reviewed**          **December 2005**



**Status:**                    The Chairperson shall be elected from the Membership of Association or may be a Board appointment drawn from the Board representatives and holds a position on the Board.

**Term:**                     2 years, after which time the Chairperson must stand down, this does not however prevent the person from being re-elected for a further term.

**Role:**                     To be responsible for the integrity of Board process, including effectiveness of meetings and the Board's adherence to its own rules.

The Chairperson from time to time will make decisions of an urgent nature in consultation with the Chief Executive Officer and report actions to the next Board of management or Executive meeting.

- Objectives:**
- 1            To ensure proper co-ordination of the Boards tasks.
  - 2            To ensure the diverse views of the Association are represented at National Meetings.
  - 3            To ensure the views of the Board are communicated to the Executive Manager.

**Functions:**

- Monitor the communications between divisions.
- Inform of overall direction, strategies and policies of the Board.
- Set agenda for the meetings.

**Policy**                      **Vice Chairperson-Role Description**  
**Date Effective**            **June 2005**  
**Date Reviewed**          **December 2005**



**Status:**                    The Vice-Chairperson shall be elected from the Membership of Association or may be a Board appointment drawn from the Board representatives and holds a position on the Board.

**Term:**                      2 years, after which time the Vice-Chairperson must stand down, this does not however prevent the person from being re-elected for a further term.

**Objective:**                To substitute for the Chairperson if they are unavailable for formal duties or for Chairing the Board Meeting.

**Functions:**                - To act as advisor to the Chief Executive Officer on relevant matters.  
                                      - To assist the Chairperson in all matters as requested.

The Vice-Chairperson has no formal reporting requirements to the Board other than in the role as advisor to the Chairperson.



**Policy**                      **Treasurer-Role Description**

**Date Effective**            **November 2005**

**Date Reviewed**          **December 2005**



**Status:**                    The Treasurer shall be elected from the Membership of Association or may be a Board appointment drawn from the Board representatives and holds a position on the Board.

**Term:**                     2 years, after which time the Treasurer must stand down, this does not however prevent the person from being re-elected for a further term.

- Objectives:**
- 1            To ensure via the Chief Executive Officer and Financial Controller that each programs active ties are in accordance with financial policies.
  - 2            To ensure appropriate internal controls are in place and operating efficiently via the Chief Executive Officer and Financial Controller.
  - 3            To ensure relevant data is available for the preparation of the Treasurers report to the Board.
  - 4            To ensure financial management reports are provided in a timely Manner and are in accordance with directives of the Board.

- Functions:**
- Monitor revenue generation and expenditure via program reports.
  - Ensure sufficient funds are available for operations.
  - Investigate with the Chief Executive Officer and Financial Controller any significant variances between actual and budget financial performance and report to Board.
  - Review annual profit and loss statements by auditor.
  - Develop and regularly report as Board directs with overview of program financials.

The Treasurer will report to the Board.

The Chief Executive Officer has a functional responsibility to the Treasurer.

**Policy**                      **Secretary-Role Description**

**Date Effective**            **November 2005**

**Date Reviewed**          **December 2005**



**Status:**                    The Secretary shall be elected from the Membership of Association or may be a Board appointment drawn from the Board representatives and holds a position on the Board.

**Term:**                     2 years, after which time the Secretary must stand down, this does not however prevent the person from being re-elected for a further term.

- Objectives:**
- 1            Direct the Chief Executive Officer to ensure the transfer of information between Board Members, Association Members and the general public.
  - 2            To ensure accurate record of meeting minutes and circulated to Board Members
  - 3            To ensure a register of minutes is kept up-to-date.
  - 4            Manage Board correspondence.

- Functions:**
- Ensure Constitution is current and registration is monitored.
  - attend meetings of Members
  - Direct the Chief Executive Officer to organise and send out notices, prepare agendas
  - take minutes at the Executive and Board meetings and ensure correct procedures followed in meetings.
  - Understanding of meeting protocols.
  - Direct the Chief Executive Officer to ensure a registry of Members and Board.

**Policy**                      **Chief Executive Officer**

**Role Description**

**Date Effective**            **November 2005**

**Date Reviewed**          **December 2005**



The Chief Executive Officer has the challenging task of implementing the Boards policies, listening to and acting upon Members wishes, managing a large number of staff, managing volunteer resources, and managing the scarce resources of the Organisation.

Objectives:

- 1 To support the Board.
- 2 Keep the Board at all times informed of the outcomes of various action plans relevant to the Strategic Plan.
- 3 Report any potential major developments likely to affect the Association or the Board itself.
- 4 Assist new Board Members through the induction process via information and resources.
- 5 Develop a good working relationship with the Chairperson and Board Members, with the objective of "NO surprises"!
- 6 Train the Board in any areas they need to fulfill their responsibilities.
- 7 Develop the agenda in consultation with the Chairperson for meetings.
- 8 Assist the Chairperson by briefing before meetings and providing relevant support material required to all Board Members.
- 9 Develop and recommend Policies and Procedural documents to the Board.

The Chief Executive Officer is responsible to the Board, not to any individual Member of the Board. The Board derives its authority due to its composition as a Board.

The Chief Executive Officer is charged with the responsibility of ensuring that the direction, strategies and policies set by the Board are understood and implemented, and reports back to the Board on the outcomes.

The Chief Executive Officer is responsible for job descriptions and performance of staff. Management of all operational issues is the role of the Chief Executive Officer, the direction taken set out by the Board in its role of Governance.

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<b>Policy</b>	<b>Board Fiduciary Duty</b>
<b>Date Effective</b>	<b>June 2005</b>
<b>Date Reviewed</b>	<b>December 2005</b>



A "fiduciary" duty has been defined by the High Court of Australia as the duty to act with fidelity and trust to another. That is, the director must act honestly, in good faith, and to the best of his or her ability in the interests of the company/organisation. The director must not allow conflicting interests or personal advantage to override the interests of the company. The company must always come first.

In the handling of every aspect of Share & Care, there is a fiduciary responsibility owed to the principal party (The community). It is defined as a relationship imposed by law where someone has voluntarily agreed to act in the capacity of a "caretaker" of another's rights, assets and/or well being. The fiduciary owes an obligation to carry out the responsibilities with the utmost degree of "good faith, honesty, integrity, loyalty and undivided service of the beneficiaries interest." The good faith has been interpreted to impose an obligation to act reasonably in order to avoid negligent handling of the beneficiary's interests as well the duty not to favour ANYONE ELSE'S INTEREST (INCLUDING THE TRUSTEES OWN INTEREST) over that of the beneficiary.

Further, if the Board Member should find him/herself in a position of conflicting interests, the agent must disclose the dual agency (acting for two parties at the same time) or risk being accused of constructive fraud in regards to both or either principals

Once fiduciaries are identified, they must be educated about exactly what their role entails.

**The general rule is this: fiduciaries are expected to meet the prudent-man standard in the execution of their duties, which must always be conducted for exclusive benefit of the community.**

It is permissible and a community capacity building process to appoint someone who does not have expertise and background in being a Board Member, but does have extensive community knowledge, however you must make available to that person the resources and people who can help them. If you don't do that, it's an imprudent appointment.

<b>Policy</b>	<b>Board Fiduciary Duty cont 2</b>
<b>Date Effective</b>	<b>November 2005</b>
<b>Date Reviewed</b>	<b>December 2005</b>



## **INCORPORATED ASSOCIATION**

If you are a member appointed or elected to a management committee of an incorporated body you are bound by the Rules of the association and the provisions of the Associations Incorporation Act 1981.

An association may only trade with the public provided it is ancillary to the association's purpose.

The Associations Incorporation Act provides protection for members against the possibility of being personally responsible for the association's debts and liabilities.

However, for management committee members this protection is not absolute.

The common law imposes fiduciary duties on committee members and, therefore, incorporation will only offer protection to management committee members who carry out their responsibilities in good faith, with care and diligence and with skill.

## **COMMON LAW**

The Australian courts interpret the laws and ensure that the people responsible for incorporated associations and companies limited by guarantee comply with the law and adhere to acceptable standards.

The common law relating to the duties and responsibilities of management committee members and board directors has developed on the basis that these people are in a 'fiduciary' relationship to the corporation. This means that there is a close relationship between a management committee member/director because they are in a position of trust.

## **DUTIES AND RESPONSIBILITIES**

You have a legal responsibility if you take part in, or are concerned with, the direction or management of a corporation or an association. This includes any person who has the ability to enter into binding commitments on behalf of the entity or to exercise control over the disposition of its resources such as executive officers, administrators, and people employed in technical, financial, and marketing roles.

<b>Policy</b>	<b>Board Fiduciary Duty cont 3</b>
<b>Date Effective</b>	<b>November 2005</b>
<b>Date Reviewed</b>	<b>December 2005</b>



### **Care and Diligence**

You are under a duty to exercise the degree of care and diligence that a reasonable person in a similar position would make. The court will consider your background, qualifications, and management responsibilities to determine whether you have met the required level of care and diligence.

### **Skill**

You must exhibit an acceptable level of skill. If you do not have a requisite level of skill then you must take steps to attain it. You must have an understanding of the entity's business and you are under a continuing obligation to keep informed of the entity's activities.

You must maintain a familiarity with the financial status of the entity by a regular review of the financial statements and inquire as to what is disclosed or not disclosed in those statements.

### **Improper Use of Information or Position**

You must not cause detriment to the entity or make improper use of information gained by virtue of your position so as to gain an advantage, either directly or indirectly, for yourself or any other person.

### **Disclosure of Interests**

You must avoid actual or potential conflicts between your interests and those of the entity and not exploit business opportunities for yourself at the expense of the entity. It is not up to you to determine whether you do or do not have a conflict of interest.

If you have a material personal interest in a matter that is being considered at a meeting of the board or management committee you must IMMEDIATELY declare a conflict of interest, you may not vote on the matter or be present when the matter is being considered.

### **Prevention of Insolvent Trading**

You have a duty to prevent the entity from incurring debts if it is unable to pay them as and when they become due and payable. You can be personally liable for the debts if you do allow continued trading despite debts.

**Policy**                      **Legal Considerations 1**  
**Date Effective**        **November 2005**  
**Date Reviewed**       **December 2005**



## Some Legal Considerations for Board Members

Assembled by Carter McNamara, PhD

**When considering legal protection for directors and the organization, the following should be considered:**

- Directors cannot abdicate their responsibility to be in charge and to direct
- Directors must make certain the organization is operating within a legal framework
- Directors have a legal responsibility for the protection of all assets
- Directors must validate all major contracts by giving and recording formal approval
- Directors must attend most board meetings, not just on occasion.

**Absence from a board meeting does not release the director from responsibility for decisions made.**

A pattern of absence may indeed be presumed to *increase* an individual's liability because she/he cannot demonstrate a serious dedication to the obligations of the position.

There is no absolute protection against someone suing you.

**Conscientious performance is the standard.** The best defense is a good offence: strive hard to do everything right and be able to show that you tried hard, and then you are much more likely to be OK.

**Remember: The assumption in the law is not necessarily that you must make the correct decision, but that you must make the decision correctly.** (It helps greatly to be able to show that the board made serious consideration of an action before the action was taken. Board minutes should reflect this care taken.)

It is not a crime to be wrong, but did you ask the right questions and respond as another reasonable individual would in that situation? - Board members are more at risk for taking no action than for taking the wrong action for the right reasons.

**While you have the right to rely on information supplied to you** in due form, and on the accuracy and integrity of others (particularly in areas of special competence) **you must use reasonable judgment in this area, too.**

**- If it smells fishy, find out where it has been swimming -- and how long it has been dead.**



<b>Policy</b>	<b>Legal Considerations 2</b>
<b>Date Effective</b>	<b>November 2005</b>
<b>Date Reviewed</b>	<b>December 2005</b>



**Some key suggestions:**

**Attend meetings**

**Read minutes and make sure they are correct**

**Record objections** and ensure a debate on controversial or difficult issues.

It is your duty to review plans and policies and how they are carried out, not to be accommodating to people because they have been around for a long time in the organization and are doing their best.

**Always have comprehensive and up-to-date personnel policies** that are reviewed by and authorized by the board and well understood by management.

If a manager's actions are not in accordance with a policy, courts will usually assume the manager's acts to be the official stance of the organization and to have superseded the policies.

**Ensure that all employment and taxes are paid.**

**Schedule a presentation from an insurance agent** who is well versed in board liability matters.

Have him or her explain: general liability, professional liability, workers compensation, asset protection, and directors and officers insurance.

If you get directors and officers insurance, be sure the policy covers employee suits against the organization.

**Review financial statements and insist on *understanding* them.**

Most boards probably should have two levels of reporting: in detail for a sophisticated finance committee, and in a simplified form for monthly reports to the rest of the board, supplying data which has been reviewed by the finance committee.

<b>Policy</b>	<b>Conflict of Interest</b>
<b>Date Effective</b>	<b>November 2005</b>
<b>Date Reviewed</b>	<b>December 2005</b>



The Board places great importance on making clear any existing or potential conflicts of interest. All such conflicts of interest shall be declared by the member concerned and documented in the Board Conflicts of Interest Register. A Board member who believes another Board member has an undeclared conflict of interest should specify in writing the basis of this potential conflict.

**Procedure:**

Members shall declare any conflicts of interest either at the start of the Board meeting concerned or when a relevant issue arises. The nature of this conflict of interest should be entered into the meeting minutes. The interest should also be documented in the **Conflict of Interest: Checklist for the Chair**.

Where a conflict of interest or potential conflict of interest is identified and/or registered, the Board member concerned shall leave the room as soon as that item comes up for discussion. The concerned Board member shall not vote on that issue, nor initiate or take part in any Board discussion on that topic (either in the meeting or with other Board members before or after the Board meetings).

If a person declares themselves to have existing or potential conflict of interest confidentiality will be respected. If a person alleges that another person has a conflict of interest, whether existing or potential, and if the Board cannot resolve this allegation to the satisfaction of both parties the matter shall be referred to the Ethics Sub-Committee. This Sub-Committee will make a recommendation to the Board as to what action shall be taken.

**Examples of conflict of interest could be (but are not limited to):**

When a Board member or his/her immediate family or business interests stands to gain financially from any business dealings, programs or services of the organisation.

When a Board member him or herself offers a professional service to the organisation.

When a Board member stands to gain personally or professionally from any insider knowledge if that knowledge is used to personal advantage.

Where a Board member or the ex/officio member of the Board has a role on the governing body of another organisation, where the activities of that other body may be in direct conflict or competition with the activities of Share & Care.

**Policy**                      **Conflict of Interest Register**  
**Date Effective**            **November 2005**  
**Date Reviewed**          **December 2005**



Following the opening of Board Meetings, Members are asked to declare if there exists any potential conflict of interest items

Should there be any items notified, the registry below will be completed.

**Date of Meeting:**            /        / 20\_\_\_\_

**Name of Member** \_\_\_\_\_

**Issue of Conflict** \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Board decision on how this conflict will be managed.**

**Record Response** \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Ensure that the minutes record the declaration of interests declared at this meeting**

**Dated the** \_\_\_\_\_ **day of** \_\_\_\_\_ **20** \_\_\_\_\_

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**Policy**                      **Board Responsibility in Signing  
Financial Documents**

**Date Effective**            **November 2005**

**Date Reviewed**          **December 2005**



It is the Board's responsibility to be equipped for the signing of financial documents.

The Chief Executive Officer, Auditor and Treasurer will provide Board members with information to explain the financial statements of the organisation.

All Board members need to have an understanding of financial aspects of the organisation in order to sign off statements as true and correct. The aspects include:

- > understand what each category of assets and liabilities represents.
- > confidence that the current assets exist and are valued correctly.
- > know that all liabilities have been included in the audit (accrual).
- > know that the program can meet its future debts as they fall due.
- > know that the financial statements have been prepared in accordance with funding body requirements and the Australian Accounting Standards.
- > know that all relevant laws and regulations have been considered and complied with areas of concern from the audited statements have been clarified.
- > misleading or partial information that may be contained in financial statements is clarified.

<b>Policy</b>	<b>Budget Preparations</b>
<b>Date Effective</b>	<b>November 2005</b>
<b>Date Reviewed</b>	<b>December 2005</b>



The Board of Share & Care is responsible for overseeing the budget of the organisation and for ensuring that the organisation operates within a responsible, sustainable financial framework.

In line with this responsibility, the Board of Share & Care conducts a budget planning process each year as part of its annual business planning.

The organisation operates under a budget that must be flexible in responding to unforeseen events, including possible reductions in cash flow. The annual operating budget must therefore be regularly monitored and reviewed.

The Board of Share & Care has ultimate responsibility for overseeing the budget of the organisation and for ensuring that the organisation operates within a responsible, sustainable financial framework.

It is the responsibility of the Treasurer to prepare all budgets and review budgets in consultation with the Board of Management.

In March each year, the Program Managers prepare the budget estimates as part of the Business Plan for the Program they operate in for the financial year. The proposed budget is then passed onto the Chief Executive Officer who will overview and address any concerns or queries with the staff for clarification purposes.

The budget is then passed onto the Treasurer for overview and discussion with the Board of Management.

Proposed budgets that are agreed to by the Board will be signed off and returned for entry into the accounting system. Those that are not agreed to will be further discussed and suitable changes made after full consultation, then, and only then will they be signed off.

Financial reports will be prepared each month showing the year-to-date expenditure and its variation from the budget estimates, and indicating any increases or decreases in funding. A detailed commentary should be attached to Board reports detailing reasons for variations and recommendations for corrective action should that be required

Once adopted by the Board, the Amended Budget will become the new operating budget for the remainder of that financial year.

<b>Policy</b>	<b>Authority to Sign Cheques</b>
<b>Date Effective</b>	<b>November 2005</b>
<b>Date Reviewed</b>	<b>December 2005</b>



All cheques must contain two eligible signatories and can only be issued when relevant invoices or receipts for reimbursement have been sighted.

Eligible signatories are Executive Board members or Staff who have been previously nominated and endorsed by the Board.

At present in the signatories rest with:

**Program Accounts-**

Program Manager, Financial Controller, Administration Manager, Chief Executive Officer

**Contingency Account**

Any Executive Board Member

Chief Executive Officer with an Executive Member only when 2 Executive Members are not available at the same time.

Any two of the above have the authority to sign cheques.

Signatories cannot sign a cheque made payable to themselves.

A list of all cheques issued each month will be provided to the Treasurer via the Program monthly financial reports.



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**Policy**                      **Board and Staff  
Communications Policy**

**Date Effective**            **November 2005**

**Date Reviewed**          **December 2005**



**The Board is responsible for:**

- > Ensuring the Association's inheritance lives on;
- > Approving and monitoring Vision, Mission and the Strategic Plan
- > Setting a clear sense of direction;
- > Accommodating and reflecting the interest of the constituents in the present and future direction and activities of the Association;
- > Progressive refinement of policies, priorities, funding arrangements and Board processes; and
- > Monitoring and review.

**The Chief Executive Officer is responsible for:**

- > Observance of the direction set by the Board;
- > Prompt implementation of Board policies and decisions;
- > Achievement and intended outcomes;
- > The organisational structure and the effectiveness of each part of it;
- > Staff, their appointment, management, directions, efficiency and discipline;
- > Reporting in accordance with Board requirements;
- > Timely advice to the Board on matters affecting it, whether or not specifically requested; and
- > Full accountability to the Board on all these issues.

The Board (and each Board Member) relates to and communicates with the administration through the Chief Executive Officer, who may however, a matter of mutual convenience, delegate another staff member to deal with or assist the Board, its committees, or individual Board Members, either generally or on particular matters.

Notwithstanding any such delegation, the Chief Executive Officer remains responsible for the actions and performances of the staff member.

**Policy**                      **Board and Staff  
Communications Policy Cont.**

**Date Effective**            **November 2005**

**Date Reviewed**          **December 2005**



The Board acts as a corporate body only. No committee of the Board or Board Member may therefore give directions to the Chief Executive Officer or any staff member, except to the extent that:

The Board has expressly delegated its power in a specified area to that Committee or Board Member; or  
In the case of a staff members, the Chief Executive Officer has expressly delegated responsibility to a specified staff member to deal with that Committee or Board Member in that area.

Mutual respect should at all times exist between Board Members and staff, and recognition be given of the complementary roles of each.

Any Board or Board Member complaint regarding any staff member must be directed through the Chief Executive Officer and should remain confidential unless and until the Board for good and sufficient reason otherwise decide.

The Board may lay down such reporting requirements as it deem desirable via the Chief Executive officer.

The Board should also progressively refine its own processes, policies and protocols (including this statement) as need is shown to:

- ◆ Maximise efficiency and effectiveness;
- ◆ Remove doubts or difficulties
- ◆ Clarify respective roles and responsibilities; and
- ◆ Let all parties know where they stand.

Adherence to these principles will assist to maximise the effectiveness both of the Board and the administration and increase the sense of teamwork between the two.

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**Policy**                      **Member use of Organisational Resources.**

**Date Effective**            **December 2005**

**Date Reviewed**          **December 2005**



Members of Share & Care (Board Members, General Members, Associate Members or other) must remember that the funding for our programs is bound by contractual terms in all areas of its use.

Program resources can ONLY be used for program and client related purposes or we are in breach of contract.

Share & Care resources are scant. The budget is very tight and does not take into account any outside usage of vehicles or other items.

Should a Member require the use of any resource, application must be made to a full Board of Management Meeting, allowing input from the Chief Executive Officer in relation to budgetary concerns, contractual obligations, program requirements etc.