

## Lake Macquarie Sustainable Neighbourhood Alliance

# Board Roles and Responsibilities

Updated October 2019



## Introduction

The Board of the Alliance plays an important role to lead and support the Sustainable Neighbourhood network. We seek conscientious volunteer Board members to contribute their expertise and skills to make the Sustainable Neighbourhood network all that it can be.

Board members play an integral role in providing leadership, oversight and practical support to Alliance members, and in ensuring that the Alliance fulfils its objectives and takes a strategic approach.

This document sets out to clarify the role of Board members, and to give potential Board members an understanding of what is expected and legally required of these roles in an incorporated association.

While it may look like a daunting list, keep in mind that in practice, the Alliance Secretariat handles many of the administrative tasks. Ultimately, the Board is responsible for decision making, and overseeing that essential tasks are completed.

## The Lake Macquarie Sustainable Neighbourhood Alliance - Structure

The Lake Macquarie Sustainable Neighbourhood Alliance (the Alliance) is an incorporated, not-for-profit association under the *Associations Incorporation Act 2009*.

The NSW Department of Fair Trading is responsible for administering the Act. Their website, [www.fairtrading.nsw.gov.au](http://www.fairtrading.nsw.gov.au) contains fact sheets and other information about the laws and procedures relating to incorporated associations.

The Constitution of the Alliance, including details about the Alliance's objectives, membership, governance and formal procedures, is available at [www.sustainableneighbourhoods.org.au/alliance-board](http://www.sustainableneighbourhoods.org.au/alliance-board).

## **Role of the Alliance**

The main purpose of the Alliance is to support and represent Sustainable Neighbourhood groups across Lake Macquarie. The Alliance assists Sustainable Neighbourhood Groups to operate and implement their SNAPs, including to:

- Develop and manage relevant policies, procedures, and resources. For example, assisting groups to implement risk management strategies.
- Sponsor funding applications, and otherwise raise funds where appropriate, and administrate funding on behalf of local groups.
- Encourage and facilitate cooperation and sharing of resources and information amongst local groups and other organisations
- Develop, coordinate and implement projects that address issues and aspirations common to all member groups
- Present a united voice on Sustainable Neighbourhood issues

Further information about the Alliance, along with previous meeting minutes are available at: [www.sustainableneighbourhoods.org.au/the-alliance.html](http://www.sustainableneighbourhoods.org.au/the-alliance.html).

## **The Alliance Board**

The Alliance is governed by a Board of up to twelve representatives, elected from the membership. Board members represent the collective interests of the Lake Macquarie Sustainable Neighbourhood network, rather than the interest of their local group or neighbourhood area.

The Board's primary responsibility is to ensure the Alliance is able to effectively operate and achieve its objectives. The Sustainable Neighbourhoods Strategic Plan 2018-2023 details the Alliance's direction and key Strategic Objectives, [www.sustainableneighbourhoods.org.au/strategic-plan](http://www.sustainableneighbourhoods.org.au/strategic-plan).

## **General governance resources**

The Institute of Community Directors has a wealth of information for potential Board members, and managing the Board of a community group, [www.communitydirectors.com.au](http://www.communitydirectors.com.au).

## **Duty statement – All Board Members**

### **General**

- Conduct yourself in a professional manner giving due deference to the views of others, without ill feeling, or improper bias.
- Be committed to and actively involved in implementing the objectives of the Alliance, and be genuinely supportive of the initiatives, and objectives of the Sustainable Neighbourhoods Program.
- Represent the interests of the Sustainable Neighbourhoods network as a whole, rather than just your local Sustainable Neighbourhood group or neighbourhood area.
- On being elected to the Board, undertake induction and training procedures as provided by the Board.
- Actively participate in the day-to-day business of the Board, including regularly attending Board meetings, responding to email correspondence, and participating in considered discussion, and decision-making.
- Alert the Board if expecting to be unavailable for a considerable time (eg more than two weeks), or is otherwise unable to participate in Board business as expected.

### **Governance**

- Ensure reports and proposals and recommendations put to the board are considered with due diligence and adequate research.
- Consider, debate, and vote on issues before the Board on the basis of the best interests of the Alliance and the Sustainable Neighbourhood network only.
- Comply with the rules, policies, and procedures of the Alliance.
- Understand and regularly review the Alliance's financial position.
- Make comments to the media only as authorised by the Board.

### **Meetings**

- Attend all board meetings, or, if unavoidable, apologise in advance for absence.
- Where Board papers are circulated in advance of the Board meeting, read papers and consider issues before the meeting.
- Contribute to the discussion and resolution of issues at meetings and otherwise as appropriate
- Undertake administrative duties as required

### **Legal & Ethical**

- Avoid making any improper use of your position on the board, or information acquired by virtue of your position, to gain any material advantage for yourself, or for any other person or organisation, or to the detriment of the Alliance and/or the Sustainable Neighbourhood network
- Immediately declare any:
  - direct or indirect pecuniary interest, or
  - any non-pecuniary conflict of interest, or
  - potential perception of a conflict of interestin any matter before the Board.

## **Specific duties - Duty Statement - Chairperson**

### **Governance**

- Provide leadership to the Board, the Alliance and the Sustainable Neighbourhoods network as a whole
- Ensure, in partnership with the Board, that the Alliance's Strategic Plan is being implemented and regularly reviewed.
- Ensure, in partnership with the Board, that the Alliance operates in an ethically, environmentally, and socially responsible fashion
- Serve as the primary spokesperson for the Alliance
- Ensure that all legal requirements are met
- With the Treasurer, ensure the Alliance's financial control procedures are adequate and that risk management strategies are in place

### **Meetings**

- Ensure that appropriate operating procedures are in place
- With the Secretariat, prepare the agenda in advance of each Board meeting
- Chair Board meetings according to accepted procedures
- Rule on issues of meetings procedure as they arise
- Deliver a report on the situation of the Alliance to the Annual General Meeting and for the Annual Report

### **Administrative & Management**

- Assign (in partnership with the Board) administrative duties to Board members and volunteers
- Manage the recruitment, induction, and training of Board members (in partnership with the Board)
- Manage (in partnership with the Board) the assessment, review and renewal of the Board
- Manage the grievance procedures
- Ensure the harmony of Board deliberations
- Manage (in partnership with the Board) the succession of the position of Chair

## **Specific Duties – Duty Statement - Secretary**

### **Governance**

- Ensure the preparation and adoption of appropriate Board policies and procedures

### **Meetings**

- Organise the venue for Board meetings
- With the Chair, prepare the agenda in advance of each Board meeting
- Email Board members to confirm meeting time and place. Attach last meeting minutes and draft agenda, and request confirmation of member's attendance and any other agenda items.
- Organise meeting papers for distribution before the meeting
- Take minutes at each Board meeting and circulate to Board members via email, within 7 days.
- Take minutes at each General Meeting and circulate to members of the Alliance via email within 7 days

### **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 notify members in advance
- Receive nominations for positions on the Board
- Maintain official records of the Alliance (eg meeting minutes, correspondence), and make them available to members as requested
- Upload most recent meeting minutes onto website, along with next meeting date.
- Produce (in partnership with the Board) a Marketing Plan for the organisation
- Ensure (in partnership with the Board) the regular review and development of the Marketing Plan
- Ensure preparation and adoption of a Media policy

## **Specific Duties – Duty Statement - Treasurer**

### **Governance**

- Ensure that the Board maintains the degree of financial literacy necessary to conduct the business of the Alliance
- Advise the Board on matters of finance
- Advise the Board on fundraising
- Ensure that appropriate financial policies and procedures are in place and fully documented
- Ensure the Alliance's financial control procedures are adequate and that appropriate safeguards against fraud are in place
- Ensure that risk management strategies (including appropriate insurances) are in place
- Collect and receive all money due to the Alliance and make all payments authorised by the Alliance
- Oversee the Alliance's investment strategy and report to the Board
- Prepare the budget for the coming year
- Review income and expenditure against the budget on a continuous basis
- Ensure the Alliance's compliance with all applicable tax arrangements

### **Meetings**

- Report to the Board at each meeting on the financial situation of the Alliance
- 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 the Annual General Meeting on the financial situation of the Alliance

### **Administrative & Management**

- Personally carry out financial duties as assigned
- Keep the books of the Alliance
- Ensure the Alliance's financial records are adequate, protected, backed up, and accessible.
- Manage the Alliance's banking
- Maintain the Alliance's asset register
- Produce (in partnership with the Board) a Business Plan for the Alliance
- Ensure (in partnership with the Board) the regular review and development of the Business Plan

## **Specific Duties – Duty Statement – Public Officer**

A public officer is the official point of contact of an incorporated association and one of the authorised signatories.

The responsibilities of a public officer are set out through the Associations Incorporation Act 2009. The public officer is responsible for:

- notifying NSW Fair Trading of any change in the association's official address within 28 days
- collecting all association documents from former committee members and delivering the documents to the new committee member
- returning all association documents to a committee member within 14 days, upon vacating office
- acting as the official contact for the association, including taking delivery of documents served on the association and bringing them to the attention of the committee as soon as possible,
- custody of any documents as required by the constitution.

In addition, the public officer for the Alliance is also responsible for monitoring and managing the email account: [publicofficer@sustainableneighbourhoods.org.au](mailto:publicofficer@sustainableneighbourhoods.org.au).