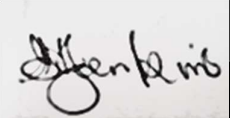


MANAGEMENT COMMITTEE POLICY

Date approved	27/6/22	Signature by Management representative	
Previous titles	N/A		Chairperson, Suzanne Jenkins
Previous versions	15/6/18		



MANAGEMENT COMMITTEE POLICY

Internal ECS References	
<i>In S:\0 CURRENT POLICY & PROCEDURES:</i>	<i>In S:\1 CURRENT FORMS:</i>
<i>ECS Constitution</i>	<i>ECS Membership Form</i>
<i>ECS Management Committee Code of Conduct</i>	<i>Team Agreement</i>
<i>Organisation Purpose Policy</i>	<i>Policy Sign Off</i>
<i>ECS Management Committee Nomination Form</i>	
<i>ECS Budget</i>	
<i>Lease Agreement, various funding agreements and contracts</i>	<i>Register of ECS Members in s:\0 current data base</i>
<i>Planning & Evaluation Policy</i>	<i>minutes & reports in M:\2018 GOVERNANCE, M:\Budgets & M:\Reports</i>
<i>Financial Management Policy</i>	<i>contracts & communications in M:\2018 CONTRACTS</i>
<i>Staff Recruitment Policy</i>	<i>ECS Annual Report in M:\2018 GOVERNANCE</i>
<i>Management Committee Appraisal Tool</i>	

External References	
<i>Child Safe Standards at https://ocq.nsw.gov.au/resources</i>	<i>Aged Care Quality Standards at https://www.agedcarequality.gov.au/providers/standards</i>
<i>Association Corporations Act 2009</i>	<i>NSW Department of Fair Trading</i>
<i>Work Health and Safety Act 2012</i>	

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MANAGEMENT COMMITTEE POLICY

1. POLICY STATEMENT

ECS is committed to governance via a Management Committee of interested and suitably qualified members of the community, who agree with the organisation's philosophy and agree to be bound by its rules.

1.1 Definitions

ECS workers = anyone who carries out work on behalf of ECS, including staff, volunteers [including management committee members], contractors and students on placement

1.2 Acronyms

ECS = Engadine Community Services

2. GENERAL POLICY

ECS is governed by a Management Committee, which derives its authority through the organisation's constitution (see *ECS Constitution*) and the *Association Corporations Act 2009*.

3. COMMITTEE MEMBERSHIP

The Management Committee is elected annually from the general ECS membership, which is open to individuals and organisations that accept the objects and rules of the Association. Prior to their election, committee members must complete and sign the *ECS Membership Form* and *ECS Management Committee Nomination Form*.

The organisation enables service users who are elected to the Management Committee by assisting them with transport or respite.

All management committee members agree to:

- Abide by the philosophy of ECS
- Observe all the rules of ECS, including those specified in the *ECS Constitution*, the *NSW Associations Incorporation Act 2009* and others set by the management committee or the membership of ECS
- Follow any policies and procedures set down by ECS
- Attend Committee meetings whenever possible, and if unable to attend, to send apologies
- Act on ECS matters only with the consent of the Committee, and recognise that responsibility for the day-to-day operations of the projects lies with the staff
- Act according to all the financial processes of ECS
- Represent ECS in a positive way
- Preserve confidentiality by not discussing confidential issues with people outside of ECS or with staff or members of the organisation without the consent of the committee
- Follow any grievance procedures described in the *ECS Policy Manual* to try to resolve any conflicts with staff or members of ECS or with other Management Committee members (see *ECS Constitution*)
- Respect and support staff

A member of the Committee who fails to abide by the above rules (detailed *ECS Management Committee Code of Conduct*) will be subject to disciplinary action. Each is treated the same as any other ECS volunteer (see Management Committee Induction, below).

4. COMMITTEE RESPONSIBILITIES

The Committee is responsible for managing the organisation within the approved *ECS Budget* and in accordance with ECS stated objectives, policies and procedures as specified in this *ECS Policy Manual*. The Management Committee ensures that it is fulfilling its role and responsibilities at all times and may, in agreed circumstances, be assisted by the paid staff. For instance, a mid-term vacancy in the roles of Treasurer or Secretary may be filled by a share arrangement between other committee members, with staff assistance, until the AGM.

The Management Committee is collectively responsible for:

- consulting with the membership

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- enhancing the organisation's public standing
- determining the organisation's vision and policies
- setting the strategic directions and ensuring appropriate planning for the organisation
- ensuring adequate resources and the effective management of the same
- identifying significant business risks and reviewing how they are managed
- selecting, appointing and reviewing the performance of the ECS Manager
- assessing the suitability of candidates for appointment to the Management Committee, providing appropriate learning and development, assessing Management Committee performance
- ensuring legal and ethical integrity and maintaining accountability

Committee members may claim reimbursement of out-of-pocket expenses only if they are approved by the Management Committee Executive prior to the event giving rise to the expense. Claims for payment must attach a tax invoice/receipt, and should be forwarded to the Chairperson for authorisation.

The specific responsibilities of the Committee, as a group, are:

4.1	Legal
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To ensure that ECS operates in line with obligations described in:

- Relevant federal, state and local government laws and regulations, including the *NSW Associations Incorporation Act, 2009*
- Staff employment agreements, legislative requirements of employment and taxation
- *Work Health and Safety Act 2012* requirements to provide a safe workplace for staff and visitors
- Legislative requirements of employment and incorporation relating to insurances
- Agreements and guidelines from Sutherland Shire Council (see *Lease Agreement*) and any other funding bodies (see funding agreements and contracts)

Where a contract requires approvals by the Management Committee, as a matter of policy the Management Committee will usually delegate the signing of contracts to any two of the Chairperson, Vice Chairperson, Treasurer or ECS Manager, unless circumstances prevent such an arrangement.

The Chairperson should be careful not to commit the organisation to any arrangements or contractual obligations without the authority of the full Committee.

4.2	Policy & Planning
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To ensure that:

- ECS and its projects have core aims and objectives, and collective goals and strategies are developed at the annual planning day (see ***Planning & Evaluation Policy***)
- There are clear lines of delegation to all advisory committees and internal sub-committees and working parties (below)
- Project work plans are developed and evaluated
- High quality and effective services are delivered
- This Manual is kept up to date and is put into practice
- ECS has a clear vision and strategy for achieving the above (see ***Organisation Purpose Policy***)

4.3	Financial
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To ensure that:

- ECS and individual services have approved budgets for the year, that expenditure occurs within those budgets and ECS has sufficient income to meet budget requirements (see ***Financial Management Policy***)
- The conditions of the agreements and contracts with any funding bodies and business partners are followed
- Funds are properly accounted for and an audit is completed every year (see ***Financial Management Policy***)
- All expenditure is in accordance with the appropriate delegated authority (see ***Financial Management Policy***)

The ECS Manager and Finance Officer are responsible for day-to-day expenditure within the *ECS Budget*. All other items of expenditure require Management Committee approval.

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4.4 Staff

To ensure:

- The recruitment of the best possible staff in accordance with ECS's EEO policy (see **Staff Recruitment Policy**)
- Formal appraisal of staff and provision of support, training, direction and supervision, as appropriate

4.5 Premises & Equipment

To ensure office premises and facilities are adequate and maintained so that:

- staff can complete their required work efficiently, effectively and to professional standards
- services can be provided properly and safely, as required by the *Work Health and Safety Act, 2012*

4.6 Community Relations & Accountability

The committee, as a group:

- Deal with service delivery issues and problems as they arise and provide the necessary support and assistance
- Raise awareness of, and publicise the activities of, ECS to the service target group/s and the community in general
- Ensure that ECS has a strong membership and strong community support and remains a viable organisation

4.7 Conflict of Interests

Members have a responsibility to:

- Disclose a potential Conflict of Interest as soon as it may be perceived to exist. This could include financial, political or personal benefits from:
 - Other business or professional activities
 - Employment or accountability to another person or organisation
 - Membership of other organisations
 - Ownership of property or other assets
- Where there is a Conflict of Interest, to remove themselves from relevant discussions, decisions or votes or, if necessary, resign from the Management Committee

5. INDIVIDUAL ROLES & RESPONSIBILITIES

5.1 Chairperson

The Chairperson exercises overall accountability and in undertaking this role the incumbent is responsible to ensure that s/he complies with their legal duties when discharging their responsibilities as Chairperson. Broadly, these duties are:

- to act in good faith and in the best interests of the organisation
- to act with care and diligence
- to act for proper purposes
- to avoid a conflict of interest or duty
- to refrain from making improper use of information gained through the position of Chairperson or taking improper advantage of the position
- accountability of the organisation is transparent at all times
- promotion of the aims and objectives of ECS within the community
- the encouragement of commercial and community support for ECS initiatives and activities

Chairing Management Committee meetings requires:

- an effective liaison exists with the ECS Manager to promote teamwork and mutual understanding of aims and objectives, issues, client concerns and a joint approach to conflict resolution
- preparation of agenda with the ECS Manager
- encouraging all Management Committee members to attend meetings regularly and to contribute to all aspects of ECS activities
- lead the meeting through the agenda, keeping discussion relevant, encouraging participation and decision outcomes clear and recorded

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The Chairperson must keep Management Committee information, discussions, deliberations and decisions that are not publicly known, confidential.

5.2 Vice Chairperson

The Vice Chairperson's role includes responsibility to ensure that meetings are presided over in the absence of the Chairperson [as above] and induction of new Management Committee members.

5.3 Secretary

The Secretary's role includes duties that may be delegated to appropriate ECS staff, but the elected Management Committee maintains responsibility to ensure that:

- all procedures for the taking, recording and maintenance of accurate minutes are consistently followed [see Meetings, below]
- a correspondence list is compiled of letters received and sent and to bring to the attention of management
- correspondence is properly filed and up-to-date and is available for any member to examine
- copies of the minutes are distributed to Management Committee members before the next meeting

5.4 Treasurer

The Treasurer's role includes duties that may be delegated to appropriate ECS staff, but the elected Management Committee maintains responsibility to ensure that:

- the appropriate books of account are accurately maintained and safely kept
- monthly and quarterly financial reports are produced and presented at Management Committee meetings
- the financial requirements of all funding bodies are complied with
- all Management Committee members understand the financial reports and clarify information if necessary
- An audit of the books of account of ECS is prepared each year and that the accounts of the service, showing the financial position at the end of the preceding financial year, are submitted to members at the Annual General Meeting
- ECS funds are not mismanaged

5.5 Other Management Committee Members

The role of the non-executive members of the Committee, individually and collectively, includes responsibility for providing:

- assistance to the Chairperson, Secretary and Treasurer in pursuance of ECS projects and initiatives
- information and guidance as a spokesperson for ECS when requested by the Management Committee
- assistance, when requested by Management Committee decision, to staff members and volunteers in carrying out specific ECS activities
- participation as the Chair or member of a sub-committee or task group created for a specific purpose
- assistance in undertaking other tasks which arise in the general course of daily activities
- promotion throughout the community of the work of ECS and encouragement of membership participation

5.6 Public Officer

The ECS Public Officer can be a Management Committee member or the ECS Manager. The responsibilities of the role are to:

- maintain a *Register of ECS Members*
- sign and authenticate documents or proceedings of ECS for the NSW Department of Fair Trading
- receive formal notices from the NSW Department of Fair Trading
- ensure any other responsibilities of the Public Officer are met, as specified in the *NSW Associations Incorporation Act, 2012*, including signature of correspondence to the NSW Department of Fair Trading

6. COMMITTEE RELATIONSHIP WITH ECS MANAGER & WORKERS

The Management Committee selects and appoints the ECS Manager, who is responsible for the operational management of the organisation. The Management Committee is primarily responsible for strategic leadership, whilst the ECS Manager and staff members are responsible for internal management and day-to-day service delivery.

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The ECS Manager is also appointed Public Officer to ensure ECS fulfils its compliance requirements with the *Associations Incorporation Act 2009* in a proper and timely manner, including:

- The nominated representative of ECS for all formal communications between the parties
- Responsible for all constitutional reporting requirements with emphasis on timeframe and financial obligations

The ECS Manager is also responsible for the communication of Management Committee decisions to management and staff. Staff are encouraged to communicate their views regarding matters before the Management Committee to the ECS Manager, or through the Staff Liaison [described below] on the Management Committee. The Finance Officer also communicates with the Committee via the Treasurer.

The ECS Manager may be required to absent themselves from matters before the Management Committee that concern their personal employment or the instruments governing their employment. The Management Committee delegates responsibility for operational and staff matters to the ECS Manager, subject to the relevant delegations and policies.

Generally, the Management Committee has delegated to the ECS Manager all its powers in relation to the operation of the organisation other than:

- approvals above or beyond delegated authorities
- approval of major elements of strategy, including any significant change in direction
- adoption of the *ECS Budget*
- approval of the interim and final accounts
- institution or defence of major litigation which may materially affect the reputation or finances of the organisation

Management Committee members should not approach staff, contractors and volunteers directly to seek information or perform any task or function. Likewise, staff, contractors and volunteers should not approach Committee members, unless the matter directly concerns the ECS Manager.

7. SUB-COMMITTEES & WORKING GROUPS

The Management Committee may delegate any of their powers to sub-committees consisting of the Committee Members or other persons as it thinks fit to act. A sub-committee formed by the Management Committee must conform to the directions of the Management Committee and any regulations imposed by the Management Committee.

The Management Committee may establish working groups to advise on policy and strategic development work. Some working groups may not be members of the Management Committee, and are not in the general course established with any delegated authority or power. The working groups are responsible for ensuring the work of the working group is completed and regular reports are made to the Management Committee.

8. RECRUITMENT OF COMMITTEE MEMBERS

In terms of the strategic direction of the organisation, the ECS Management Committee requires a wide range of knowledge, skills and experience in order to fulfil its role. These areas include:

- finance
- promotions and marketing
- community relations and networking
- sponsorship and funds development
- health and aged care
- children and families

The Committee will endeavour to ensure a balance of genders, and a mix of ages, cultural and professional backgrounds to reflect ECS membership and client demography. From time-to-time, in order to fill vacancies, they will approach individuals who will fill the gap on the Committee and/or put a call out to members for nominations.

The ECS Manager and a member of the Management Committee will interview any individual who is interested in nominating for the Management Committee and report to the next committee meeting with a recommendation to either invite the person to attend the next meeting or decline based on their knowledge, skills and experience. Appointment then occurs per the *ECS Constitution*.

8. INDUCTION OF COMMITTEE MEMBERS

The Vice Chairperson will ensure each new Management Committee member is provided with appropriate induction into their role and the organisation’s operations within three months of appointment; however, like any other ECS volunteer, they are required to:

- complete a Criminal Check
- complete a Working with Children Check
- provide information for the personnel files
- sign the *ECS Team Member Agreement*

The induction will be co-ordinated by the Chairperson and ECS Manager, and include the following:

- the duties to be performed by the Chairperson
- working knowledge of the *Associations Incorporations Act* and other relevant legislation
- information about risk management
- information about WHS

In addition each new Committee Member will receive the following:

- a copy of the *ECS Constitution*
- a copy of the *ECS Management Committee Code of Conduct*
- list of contents of *ECS Policy Manual*
- a list of Management Committee members and staff
- the latest *ECS Budget* and strategic plans
- the latest *ECS Annual Report*

10. MANAGEMENT COMMITTEE PERFORMANCE

The ECS Management Committee is committed to continuous improvement. It regularly reviews its performance through the following processes:

10.1 Appraisal of the Management Committee

The Management Committee will assess its overall performance every two years, using a tool specifically approved by the Management Committee for that purpose (see *Management Committee Appraisal Tool*) covering the following domains:

- roles and responsibilities
- meetings and Management Committee information
- monitoring activities of the Management Committee
- setting strategy and policy
- Management Committee composition

They will also consider the individual performance of the Chairperson and the Management Committee as a whole in order to determine education needs, improve Management Committee processes and succession planning.

10.2 Supervision of individual Committee members

The Chairperson meets at least annually with each Member to discuss their satisfaction with being a member of the Management Committee, their personal goals and any individual learning and development needs.

11. MANAGEMENT COMMITTEE MEETINGS

11.1 Meeting Arrangements

Full ECS Management Committee meetings are held on a day and time mutually agreed to by the incumbent Committee at least bi-monthly in a meeting room near to the ECS office. ECS staff assist with booking and set-up of meeting times and venues.

The committee may arrange other meetings as required. A Committee meeting may be called or held per the *ECS Constitution*, using any technology consented to by members.

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Notices and meeting papers for Management Committee meetings will be issued by the ECS Manager three calendar days prior to the scheduled meeting time, allowing a weekend for review.

11.2 Attendance

All Committee members and the ECS Manager attend Committee meetings. Other staff members are invited to attend meetings as specific issues arise. Guests may be invited to attend meetings for a specific purpose.

When necessary, a closed session may be held with only Management Committee members and relevant staff present. Only decisions of closed sessions are minuted.

11.3 Agenda

Meetings are conducted in accordance with the *ECS Constitution*. The agenda for the meetings includes:

- Present and apologies
- Acceptance of minutes from previous meeting
- Business arising from minutes of previous meeting
- Finance Report
- Correspondence
- [approval of] ECS Membership Applications
- Manager's Report [incorporating organisation, office and service delivery issues]
- Work Health & Safety and Child Safe issues
- Risk Management
- General business
- Close

The agenda is drafted by the ECS Manager, in consultation with the Chairperson.

11.4 Minutes

Minutes of all meetings are recorded. In the absence of the Secretary, a delegated member of the Committee or ECS staff is responsible for taking minutes. Minutes are typed as soon as possible after the meeting and emailed to the ECS Manager to forward to each member of the Management Committee prior to the next scheduled Management Committee meeting, along with the agenda and related handouts.

A copy of the minutes is filed and presented at the next meeting to be signed by the Chairperson. The Secretary is responsible for making sure that procedures for minutes are followed.

- Formatting and distribution of meeting agendas on behalf of the Chairperson, including notices of special meeting or changed arrangements
- Formatting and distribution of minutes on behalf of the Secretary

11.5 Annual General Meeting

The ECS Annual General Meeting (AGM) will be conducted in accordance with the *ECS Constitution* and the above procedures.