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## **BOARD DIRECTOR ROLES & RESPONSIBILITIES - POLICY & PROCEDURE**

### **INTRODUCTION**

A Board operates more effectively if the directors and office-bearers know their respective roles and responsibilities.

### **PURPOSE**

This policy seeks to ensure that Board directors and office-bearers know their respective roles and responsibilities.

### **POLICY**

Directors and Office-bearers of the Board shall have the roles and responsibilities as set out in relevant Appendix outlined below.

### **RESPONSIBILITIES**

The Administration Officer (AO) shall be responsible for including this policy in the Induction Package provided to new Board directors.

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

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

### **PROCEDURES**

This policy shall be included in the Induction Package provided to new Board directors.

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

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

### **RELATED DOCUMENTS**

- Board Attendance Policy
- Conflict of Interest Policy
- GA Induction Process

## GLASSER AUSTRALIA (GA) BOARD DIRECTOR ROLES & RESPONSIBILITIES - POLICY & PROCEDURE

### **APPENDIX A: POSITION STATEMENT - PRESIDENT**

<b>Governance</b>	Lead GA in a manner that reflects the principles of Choice Theory and Lead Management.
	Lead in collaboration with the Board adherence to and delivery of GA's purpose, Guiding Principles, Aspiration, Strategic Pillars as stated in the Statement of Strategic Intent.
	Lead in collaboration with the Board an organisation that operates ethically, environmentally, and in a socially responsible manner.
<b>Planning</b>	Develop in collaboration with the Board and staff GA's Statement of Strategic Intent within specified timeframes.
	Review in collaboration with Board and staff, the development of and implementation of the Operational Plan developed from the Strategic Plan.
	Prepare a marketing/promotional plan in collaboration with the Board and staff.
<b>Meetings</b>	Conduct Board meetings and the AGM adhering to standard meeting procedures aligned with the Constitution and the principles of Choice Theory and Lead Management.
	Participate in William Glasser International (WGI) Member Organisation meetings and act as the key contact for WGI regarding any GA related matters.
	Prepare the meeting Agenda in collaboration with the Secretary in advance of the meeting.
	Rule on issues of meetings procedure not covered in the standard meeting procedures.
	Prepare a Report for Board and AGM meetings.
	Chair Board meetings including the AGM aligned with standard meeting procedure.
<b>Administrative &amp; Management</b>	Manage the recruitment and performance management of staff in collaboration with other Board directors.
	Participate as an ex officio member of all committees and review committee materials.
	Oversee and delegate the implementation of publicity, promotional and other activities associated with the national conference and/or conventions held in Australia aligned with the Conference Policy.
	Assign in collaboration with the Board other role/administrative duties of Board directors.
	Carry out administrative duties as assigned.
	Manage the business of the Board.
	Manage the recruitment, induction, and training of Board directors in collaboration with Board directors.
	Lead in collaboration with Board directors the review, performance evaluation and renewal of the Board in a collaborative process to ensure director and staff self-evaluation and co verify to model Lead Management principles.

## GLASSER AUSTRALIA (GA) BOARD DIRECTOR ROLES & RESPONSIBILITIES - POLICY & PROCEDURE

	Manage the GA's grievance and dispute procedures.
	Ensure the harmony of Board deliberations aligned with the principles of Choice Theory and Lead Management.
	Manage in collaboration with Board directors the succession of the President position.
<b>Media</b>	Serve as spokesperson for GA adhering to the Communication Policy.
<b>Promotion</b>	Promote GA in the community in a positive manner.
<b>Negotiation</b>	Lead as nominated by the Board, negotiation with other organisations to develop and maintain links with GA where there is a cultural alignment with GA's purpose and guiding principles.
<b>Legal</b>	<p>Ensure that:</p> <ul style="list-style-type: none"> <li>• all legal requirements are specified in the procedures manual and monitored/checked off by the President.</li> <li>• the performance of all legal requirements is reported to the Board.</li> <li>• the performance of all legal requirements is fully documented.</li> </ul>
	Ensure that all legal requirements are met.
<b>Finance</b>	Ensure, [in partnership with the Treasurer] that the organisation's financial control procedures are adequate and that risk management strategies are in place.
	Co-sign with the Treasurer any relevant contracts undertaken for Glasser Australia aligned with Board approved budget.
<b>Other duties</b>	As for Ordinary Board directors.

## GLASSER AUSTRALIA (GA) BOARD DIRECTOR ROLES & RESPONSIBILITIES - POLICY & PROCEDURE

### **APPENDIX B: POSITION STATEMENT – IMMEDIATE PAST PRESIDENT**

<b>Governance</b>	Support and where necessary take on the President's governance duties as specified in the President Position Statement.
	Support the President in leading the GA Board.
<b>Planning</b>	Support and where necessary take on the President's planning duties as specified in the President Position Statement.
<b>Meetings</b>	Conduct Board meetings and AGM in accordance with the Constitution and adhering to standard meeting procedure aligned with GA's purpose, guiding principles and aspiration in the absence of or nominated by the President.
	Participate in relevant stakeholder and/or funder meetings as required and act as the key contact for GA in the absence of or nominated by the President.
	Take on all other President meeting duties in the absence of the President as specified in the President Position Statement.
<b>Administrative &amp; Management</b>	Support and where necessary take on the President's administrative and management duties as specified in the President Position Statement.
	Support the President in the management of the recruitment, induction, and training of Board directors' directors in collaboration with the Board.
	Support the President with the Board the review, performance evaluation and renewal of the Board in a respectful and meaningful process.
	Support the President in the management of the succession of the President position.
<b>Media</b>	Serve as spokesperson for GA adhering to the Communication Policy in the absence or nominated by the President.
<b>Promotion</b>	Promote GA in the community where appropriate and in a positive manner.
<b>Negotiation</b>	Support and where necessary take on the President's negotiation duties as specified in the President Position Statement.
<b>Legal</b>	Support and where necessary take on the President's legal duties as specified in the President Position Statement.
<b>Finance</b>	Support and where necessary take on the President's finance duties as specified in the President Position Statement.
<b>Other duties</b>	As for Ordinary Board director.

# GLASSER AUSTRALIA (GA) BOARD DIRECTOR ROLES & RESPONSIBILITIES - POLICY & PROCEDURE

## **APPENDIX C: POSITION STATEMENT - TREASURER**

<b>Governance</b>	Ensure that the Board maintains the degree of financial literacy necessary to conduct GA's business.
	Act in the role of Nominated Public Officer for GA regarding all legislative and reporting processes e.g., Australia Securities and Investments Commission (ACNC).
	Advise the Board on matters of finance.
	Advise the Board on fundraising and revenue opportunities and outcomes.
	Ensure that appropriate financial policies and procedures are in place and fully documented.
<b>Planning</b>	Produce in collaboration with the Board a Financial Management Plan.
	Ensure the regular review and development of the Financial Plan.
<b>Meetings</b>	Report to the Board at each meeting on the GA's financial situation.
	Report to the Board at each meeting on variances from the approved budget.
	Place in consultation with the Secretary any necessary financial items on the Board meeting agenda in advance of the meeting.
	Report to the Annual General Meeting on the financial situation of the organisation.
	Work with the GA Auditor to deliver an AGM Financial Audit Report.
<b>Administrative &amp; Management</b>	Carry out financial duties as assigned.
	Prepare Audit materials in consultation with the Administrative Officer in preparation for financial Audit process.
	Oversee the GA bookkeeping duties as carried by the Administration Officer.
	Collaborate with the Conference Convenor to maintain and update the conference budget and make final payments of all debts in relation to the conference.
	Ensure the organisation's financial records are adequate, protected, backed up, and accessible.
	Manage the organisation's banking.
	Maintain the organisation's asset register.
<b>Finance</b>	Ensure the organisation'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.
	Co-sign with the President any relevant contracts undertaken for Glasser Australia aligned with Board approved budget.
	Collect and receive all monies due to GA and make all payments authorised by the organisation.
	Chair the scholarship committee to manage budget commitments.

## GLASSER AUSTRALIA (GA) BOARD DIRECTOR ROLES & RESPONSIBILITIES - POLICY & PROCEDURE

	Oversee the GA's investment strategy and report to the Board.
	Prepare the Annual Budget.
	Review income and expenditure against the budget on a continuous basis.
<b>Legal</b>	Ensure the GA's compliance with all applicable tax arrangements and ACNC requirements.
	Organises Auditor's Report for the Secretary and submission to the ACNC following the AGM.
<b>Other duties</b>	As for Ordinary Board directors.

## GLASSER AUSTRALIA (GA) BOARD DIRECTOR ROLES & RESPONSIBILITIES - POLICY & PROCEDURE

### **APPENDIX D: POSITION STATEMENT - SECRETARY**

<b>Governance</b>	Ensure the preparation and adoption of appropriate Board policies and procedures.
<b>Planning</b>	Produce in collaboration with the relevant Board Director a Marketing Plan for GA.
	Ensure in collaboration with the Board the regular review and development of the Marketing Plan.
	Ensure that appropriate meeting procedures are in place.
<b>Meetings</b>	Organise the venue for Board meetings including Zoom meetings.
	Prepare in consultation with the President the agenda in advance of each Board meeting.
	Organise meeting papers for distribution before the meeting.
	Take minutes at each Board meeting and circulate to Board directors within two weeks of the meeting.
	Take minutes at each Annual General Meeting and circulate to directors of the organisation.
	Maintain a register of Board meeting motions.
<b>Administrative &amp; Management</b>	Serve on Board subcommittees as required.
	Oversee the maintenance of the register of directors carried out by Administration Officer as per ACNC specifications.
	Handle the procedures for the admission of new directors.
	Oversee the compilation of the Annual Report in consultation with the President and Administration Officer.
	Handle the procedures for the resignation of directors.
	Handle the procedures for the discipline, suspension, and expulsion of directors.
	Prepare the Secretary Report for the Annual General Meeting.
	Organise Annual General Meetings and notify directors in advance, call for nominations for Board Directors and Office Bearers at least three weeks prior to the AGM and call for Proxies when necessary.
	Receive nominations for vacant Board positions.
	Keep all books, documents, and securities, and make them available to directors as requested, with Board consent where and when necessary.
	Liaise with relevant regulators.
	Carry out administrative duties as assigned by the President.
	Collaboration with the relevant Board directors to assist Regional Coordinators and networks to prepare and distribute information regarding GA local conferences/workshops.
<b>Media</b>	Ensure preparation and adoption of a Communication Policy.

## **GLASSER AUSTRALIA (GA) BOARD DIRECTOR ROLES & RESPONSIBILITIES - POLICY & PROCEDURE**

<b>Promotion</b>	Promote the organisation in the community as opportunities arise in a positive manner.
<b>Negotiation</b>	Support President, in negotiations with other organisations to develop and maintain links with GA where there is a cultural alignment with GA's purpose and guiding principles.
<b>Legal</b>	Keep the Common Seal of the organisation.
<b>Other duties</b>	As for Ordinary Board directors.



## GLASSER AUSTRALIA (GA) BOARD DIRECTOR ROLES & RESPONSIBILITIES - POLICY & PROCEDURE

### **APPENDIX E: POSITION STATEMENT – TRAINING OFFICER**

<b>Governance</b>	Provide leadership to the organisation reflecting the principles of Choice Theory, Reality Therapy and Lead Management in relation to GA Training Programs and activities.
	Monitor training policies and procedures.
	Ensure in collaboration with Board directors, that the organisation's purpose, guiding principles, aspiration and strategic pillars are reflected in training programs and activities.
	Ensure in collaboration with Board directors, an organisation that operates ethically, environmentally, and in a socially responsible manner.
	Inform other stakeholder/partners of their responsibilities and review activities to ensure that responsibilities are achieved in manner that is culturally aligned with Choice Theory and Lead Management.
<b>Planning</b>	Prepare projected budget and training schedule for board approval.
	Ensure in collaboration with the Board a regular review and implementation of the training outcomes as stated in the Operational Plan developed from the Statement of Strategic Intent.
<b>Meetings</b>	Chair the Accreditation Committee.
	Prepare an Annual Training Report for the Annual General Meeting.
	Participate as a member of Scholarships Committee.
<b>Administrative &amp; Management</b>	Offer Certification and Faculty Training to Faculty directors on an equitable basis.
	Approve Intensive Training programs.
	Ensure participants have achieved all relevant prerequisites prior to participation in training programs.
	Liaise with Instructors.
	Monitor and evaluate training evaluation provided via participant Feedback Forms provided in Intensive training programs and practicums.
	Ensure the evaluation processes are in place to maintain continuous improvement and training quality.
	Approve and provide training dates to the GA Administration Officer for inclusion on the GA website.
	Liaise with the President and the National Conference Convenor in relation to training programs associated with the National Conference.
	Oversee the implementation priorities in the Strategic Plan relevant to planned training objectives and outcomes.
<b>Media</b>	As for Ordinary Board directors.
<b>Promotion</b>	As for Ordinary Board directors
<b>Fundraising</b>	As for Ordinary Board directors
<b>Legal &amp; Ethical</b>	As for Ordinary Board directors
<b>Other duties</b>	As for Ordinary Board directors.

## GLASSER AUSTRALIA (GA) BOARD DIRECTOR ROLES & RESPONSIBILITIES - POLICY & PROCEDURE

### **APPENDIX F: POSITION STATEMENT - BOARD MEMBER**

<b>General</b>	Undertake induction and training procedures as provided by the Board.
<b>Governance</b>	Consider, debate, and vote on issues before the Board based on the best interests of GA only.
	Comply with GA's constitution, policies, and standing orders.
<b>Planning</b>	Review and approve GA's Statement of Strategic Intent, Operational Plan, and other consequential documents (Financial Plan, Marketing Plan, etc).
<b>Meetings</b>	Attend all meetings, as outlined in the Board Attendance Policy.
	Read Board papers as circulated in advance of the meetings and consider issues before the meeting.
	Contribute to the discussion and resolution of issues at meetings and otherwise as appropriate adhering to the principles of Choice Theory and Lead Management.
<b>Administrative &amp; Management</b>	Serve on Board Subcommittees as required.
	Review and approve GA's systems for financial control and risk management.
	Undertake administrative duties associated with Board Role as required.
	Understand GA's finances (including solvency).
<b>Media</b>	Make comments to the media only as specified in GA's Communication policy.
<b>Promotion</b>	Promote GA in the community as opportunities arise in a positive manner.
<b>Fundraising</b>	Participate enthusiastically in any fundraising approved by the Board
<b>Legal &amp; Ethical</b>	Avoid making any improper use of their position in the organisation to gain any material advantage for themselves, or for any other person, or to the detriment of the organisation.
	Avoid making any improper use of any information acquired by virtue of their position in the organisation to gain any material advantage for themselves, or for any other person, or to the detriment of the organisation.
	Inform the Board immediately, of any direct or indirect conflict or material personal interest that may impact GA.
	Do not vote on any issue where any direct or indirect material personal interest may apply.
	Inform the Board immediately and follow the Board's rulings as to proper procedure where any non-material personal conflict of interest in any matter before the Board or believe that the perception of such a conflict might arise.
	Conduct Board business politely and with consideration for others, without ill feeling, improper bias, or personal animus as reflected in Choice Theory and Lead Management.
<b>Other duties</b>	Carry out portfolio responsibilities and other tasks as determined by the Statement of Strategic Intent and Operational Plan as negotiated with Board.

## GLASSER AUSTRALIA (GA) BOARD DIRECTOR ROLES & RESPONSIBILITIES - POLICY & PROCEDURE

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### **RELATED DOCUMENTS**

- Constitution

### **REVIEW**

<b>Policy Title</b>	Board Director Roles and Responsibilities Policy and Procedure		
<b>Developed by</b>	Cathy O'Toole		
<b>Adopted by</b>	Glasser Australia Board		
<b>Adoption Date</b>		<b>Scheduled Review Date</b>	June 2023
<b>Version</b>	1.0		