



GLASSER
AUSTRALIA
IGNITE THE POWER OF CHOICE

GLASSER AUSTRALIA (GA) GOVERNANCE - POLICY & PROCEDURE

INTRODUCTION

Governance in the For-Purpose Sector is concerned with the systems and processes that ensure the overall direction, effectiveness, supervision, and accountability of an organisation.

Board Directors take ultimate responsibility for the governance of the organisation. However, governance is not a role for Boards and Board Directors alone. Governance is also concerned with the way Boards work with staff, volunteers, people who use services, members, and other stakeholders to ensure the organisation is effectively and properly run and meets the needs for which the organisation was established.

PURPOSE

The Governance Policy is intended to clarify the content of the organisation's constitution by making explicit the underlying principles of governance approved by the organisation.

This policy does not cover legal or ethical issues concerning the role of the Board or its members, which are addressed separately elsewhere.

POLICY

The Board of Glasser Australia (GA) is an elective, representative, and collective body.

- It is **elective**, in that the determination of Board Directors is the prerogative of Directors through the election process. Skill Based Board Directors may also be appointed by the Board via a due process of recruitment and appointment.
- It is **representative**, in that no member can be mandated by their constituency to adopt a particular position if they do not believe it to be in the best interests of the organisation. Whatever the constituency of any member, all Directors are committed to acting **selflessly** and making decisions and voting on governance decisions solely in the best interests of the organisation.
- It is **collective**, in that while each Director should put the point of view of their constituency, each Director has the right to argue for their own point of view and to vote for that position, if it is in the best interest of the organisation, and once a collective decision has been taken Board Directors are required to support that decision. Unilateral decisions are not valid unless authorised.

The function of the GA Board is to collectively ensure the delivery of the organisation's objects, to set its strategic direction, and to uphold its values: The Board should collectively be responsible and accountable for ensuring and monitoring that the organisation is performing well, is solvent, and is complying with all its legal, financial, and ethical obligations.

The responsibilities of the Board that cannot be delegated to any other person or body include:

- Compliance monitoring – ensuring compliance with the objects, purposes, and values of the organisation, and with its constitution.
- Organisational governance – setting or approving policies, plans and budgets to achieve those objectives, and monitoring performance against the aforementioned.
- Strategic planning – reviewing and approving strategic directions and initiatives.
- Regulatory monitoring – ensuring that the organisation complies with all relevant laws, regulations, and regulatory requirements.

Communication

The Board of GA has included Communications in this Governance Policy to ensure organisational credibility, accuracy of messaging and to prevent reputational risk. This involves communication between Board Directors, members, staff, and relevant stakeholders.

- Financial monitoring – reviewing the organisation’s budget, monitoring management and financial performance to ensure the solvency, financial strength, and good performance of the organisation.
- Financial reporting – considering and approving annual financial statements and required reports to relevant government agencies.
- Organisational structure – setting and maintaining a framework of delegation and internal control.
- Leadership selection – selecting, evaluating the performance of, rewarding and, if necessary, dismissing the organisation’s staff.
- Succession and remuneration planning – planning for Board and staff succession and determining staff.
- Risk management – reviewing and monitoring the effectiveness of risk management and compliance in the organisation; agreeing or ratifying all policies and decisions on matters, which might create significant risk to the organisation, financial or otherwise.
- Dispute management – dealing with and managing conflicts that may arise within the organisation, including conflicts arising between Board members, staff, members, volunteers, or people who use GA services.
- Social responsibility – considering the social, ethical, and environmental impact of all activities and operations and ensuring that these are acceptable and aligned with the principles of Choice Theory Reality Therapy and Lead Management.

BOARD PERFORMANCE AND COMPOSITION – EVALUATING & IMPROVING THE PERFORMANCE OF THE BOARD

Relationship with Staff

The Board should focus on the strategic direction and the core policies of the organisation and avoid becoming involved in day-to-day operational decisions. Where individual Board Directors do need to become involved in operational matters, they should separate their strategic role (where they operate independently of any direction) from their operational role (where they act at the direction of management).

RESPONSIBILITIES

It shall be the responsibility of the Board to establish and maintain standing orders, policies and procedures, and systems of financial control, internal control, and performance reporting.

It shall be the responsibility of the Board to clearly demarcate and delegate the functions of sub-committees, officers, staff, and other agents.

It shall be the responsibility of the President in collaboration with the Board executive to address key management and operational issues within the direction and the policies laid down by the Board with staff, including:

- Developing and implementing organisational strategies and making recommendations to the Board on significant strategic initiatives.
- Making recommendations for the appointment of staff, determining terms of appointment, evaluating performance, and developing and maintaining succession plans for staff.
- Developing the annual budget and managing day-to-day operations within the budget.
- Maintaining an effective risk management framework.
- Keeping the Board and regulators informed about any developments with a material impact on the organisation’s performance.
- Managing day-to-day operations in accordance with agreed standards for social, ethical, and environmental practices aligned with the principles of Choice Theory and Lead Management.

PROCEDURES

Communications

For the purpose of this policy, “communication” refers to:

- Email
- Letters/Cards
- Notifications

In order to ensure that GA communications are appropriate and recorded Board Directors are required to:

- Use approved letterhead for all written communications where appropriate.
- Use GA email address (not personal email addresses) including approved signature block.
- CC the Admin Officer into all communications regardless of type.
- Ensure that all communications where necessary and appropriate are approved by the Board.
- Ensure that appropriate signatures are on external communications.

Internal Controls

The Board should set and maintain standing orders, policies and procedures, and systems of financial control, internal control, and performance reporting. The Board should ensure that there is a system for the regular review of the effectiveness of its financial control, internal control, performance reporting, and policies and procedures.

Managing Risk

The Board should undertake a full risk assessment (either periodically or on a rolling basis) and take appropriate steps to manage the organisation’s exposure to significant risks. The Board must regularly review the risks to which the organisation is subject to and take action to mitigate risks identified.

Board Review

The Board should ensure that there is a system for the regular review and evaluation of its own effectiveness in meeting its responsibilities.

RELATED DOCUMENTS

- [Code of Ethics](#)
- [Conflict of Interest Policy](#)
- [Grievance and Dispute Resolution Policy](#)
- [Transparency and Accountability Policy](#)

REVIEW

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| Developed by | Cathy O’Toole | | |
| Adopted by | Glasser Australia Board | | |
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