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12.1 THE BOARD

Policy

- It is the Board's responsibility, in conjunction with the Membership, to ensure the recruitment of suitably skilled people to the Board, and the appropriate orientation of those people as Members of the Board. The Board also makes provision for the recognition of the service of those who retire from the Board.

Procedure

Recruitment

- At least three months before a scheduled Annual General Meeting of the Association, the Board will give consideration to which members are due to stand down, which will be seeking re-election, and which will need to be replaced.
- If a new Board Member is needed, the Board shall determine what area of skill and experience should be sought for the position, and publicise the fact among the membership of the Association.
- Nominations should be received from both Board Members and members of the Association.
- The names of nominees will be circulated to Members of the Association in accordance with provisions in the Constitution for the election of Board Members.
- The Board may admit interested prospective Board Members to its meetings as observers.
- When a casual vacancy needs to be filled, the Board will approach recruitment in the manner described above except that the nominee's name need not be submitted to the Membership for election.

Orientation

- All new members of the Board will be properly introduced to other Board Members and the staff and volunteers (so far as possible), will be assigned to another Board Member who will act as their Coach, will receive a New Board Members Kit, and will be given an opportunity to provide feedback about their orientation.
- The New Board Members Kit will contain:
 - Board Member Duty Statement
 - Copies of Senior Management Team members' duty statements.
 - Copy of the Constitution of Good News Broadcasters Incorporated.
 - Copy of the last Annual Report of the Association.
 - Copies of the previous four bi-monthly newsletters, "Good News".
 - Copy of the current Annual Budget as approved by the Board.
 - Copies of the previous three monthly financial reports to the Board.
 - An example of the Minutes.
 - A copy of the Board's Policies and Procedures handbook.
 - A copy of the Board's Code of Conduct to sign.

Retirement

- The Board recognises that even though Members serve out of a commitment to the Mission and Vision of Sonshine, tangible expressions of appreciation of that service when a member retires are most appropriate.
- When such an occasion arises, the Board shall determine the most appropriate kind of event or function at which to recognise the retiring Board Member.
- Where a Board Member has served for less than five years, other Members are invited to make a small personal contribution for the purchase of a gift.
- Where a Board Member has served for five years or more, Sonshine will contribute a maximum of \$20 per year of service towards a gift for the retiring Board Member.
- This money may be used to actually purchase a gift, or be included in a general collection of money organised for that purpose.

12.2 RESPONSIBILITIES

Policy

- The primary focus of Board activity is the general direction of Sonshine as distinct from the hands-on management of it.
- The Board shall work in partnership with the Senior Management Team to provide leadership for Sonshine.
- The Responsibilities outlined below are recognised as the major but not necessarily the only Responsibilities of the Board.

Procedure

Planning & Leading

- A major responsibility of the Board is to set the future direction of Sonshine through strategic planning.
- Prior to developing the Budget each year, the Board shall set aside a significant block of time to design and update the strategic plan.
- The primary focus of the Board in the Strategic Planning is the establishment of the Vision and Goals for Sonshine. The development of Strategies and Action Plans to achieve those goals shall be the responsibility of Staff.

Policy Development

- The Board shall determine from time to time which aspects of the operation of Sonshine and the Board need major Policy documents.
- The Board may choose to develop the Policies and Procedures document itself, or may delegate a staff member to develop some Procedures that would enable the implementation of an approved Policy statement.
- All Policies and Procedures documents need the approval of the Board.
- Notwithstanding *ad hoc* reviews of sections of the Policies and Procedures Handbook, the Board shall systematically review all Policies and Procedures from time to time, to ensure that they reflect the current needs of Sonshine.

Financial Resources

- The Board shall make provision for the long term financial management and stability of Sonshine.
- The Board shall approve and monitor the annual Budget for Sonshine.
- The Board shall require the Senior Management Team to manage and monitor the finances within the Budget and Policies established by the Board.
- The Board shall make short and long term plans for the management of other resources.
- The Board shall ensure that accurate records are kept of income, expenditure, investments and policy decisions.

Human Resources

- The Board shall ensure that the Policies and Procedures related to the recruitment, conditions of employment, appraisal, discipline and dismissal of all staff meet all statutory obligations.
- The Board shall monitor and review the performance of the members of the Senior Management Team to ensure that they are performing their duties in the desired manner.

Public Relations & Networking

- Any public statements about the business and corporate affairs of Sonshine shall be made only by the Chairman of the Board and then only after consultation with the Board.
- Statements by other Board Members about more general matters concerning Sonshine shall only be made in the best interests of Sonshine.
- Board Members will endeavour to use their spheres of influence to enhance the profile and wellbeing of Sonshine.

Service Quality

- The Board shall monitor the standard of services delivered by Sonshine to both its audience and its sponsors to ensure the highest level of customer satisfaction possible.
- The Board shall ensure that staff follow the CBAA procedure for responding to audience or sponsor grievance. A record of all complaints and the results of any investigation shall be presented to the Board twice a year.

Self management

- Members of the Board shall be provided with an Agenda, supporting information, financial reports and minutes at least two days prior to all meetings of the Board,
- Minutes of all meetings shall be kept permanently electronically and in hard copy and shall record all decisions taken and summaries of any reports made to the Board.
- The Secretary of the Board shall permit Members of the Association to examine the Minutes at any mutually agreeable time.

Conflicts of Interest

- Where a Board Member has an interest in a company which enters into a contractual arrangement with Sonshine, that interest shall be declared to the Board and recorded in the Minutes.
- Where a Board Member discloses an interest in a matter to be decided by the Board, they shall refrain from voting on the matter, and should normally leave the room while the matter is discussed to avoid the possibility of exerting undue influence.
- Where a Board Member represents another group and is appointed by that group to the Board, they may be requested by other Board Members to withdraw from the meeting during discussions about the group they represent.
- The first legal duty of all Board Members is to the Board on which they sit.
- Representative Board Members may not vote to instructions from an outside body. Their nominators may have their views presented to the Board, but the Nominee must vote in the interests of Sonshine.
- Representative Board Members must abide by the normal rules of confidentiality and may not report on the deliberations of the Board to their nominees. Decisions of the Board, as distinct from the deliberations of the Board, may be communicated to nominees.

Public Disclosure

- The Board shall ensure that all financial statements concerning Sonshine are prepared, audited and published to conform to the Australian Accounting Standards and ACNC guidelines.
- Board Members shall take all reasonable steps to ensure that scandalous and unethical practices do not occur within the organisation, and that should they occur they are dealt with in an appropriate and open manner.
- Upon becoming aware of any illegal activity by any Board Member or member of staff, the Board shall notify the police so that the matter can be properly investigated.

General Expectations

- In addition to the above responsibilities there are a number of general expectations of Board Members that are outlined here.
- Board Members are valued for the beneficial connections they can facilitate for Sonshine. Personal networks within spheres of industry that are relevant to the work of Sonshine can be valuable resources for both the Board and staff.
- Board Members are valued for their commitment to prayer for the work of Sonshine. Regular prayer meetings are scheduled and Board Members should make every effort to attend.
- Board Members are valued for their willingness to contribute generously to the work that needs to be done by the Board on committees, at special events and in the general running of the Board's affairs.
- Board Members are valued for their diligent attendance at Board Meetings.

12.3 BOARD COMMITTEES

Policy

- The Board shall be free to establish standing or ad hoc committees to attend to any aspect of its affairs, and these committees may comprise any mix of Board and non-Board members.

Procedure

Appointment

- Committees may be established for fixed periods of time as determined by the Board.
- All Committees shall lapse at each AGM and any Committees with on-going work shall be reappointed at the first Board Meeting after the AGM.

Membership

- At the time of establishing a Committee, the Board shall determine the membership of that committee.
- Committees may have as members' ex-officio members of the Board, other Board members, Staff of Sunshine, and any other non-Board members whose expertise is considered of value to the work of the Committee.

Terms of Reference

- At the time of establishing a Committee, the Board shall clearly articulate the purpose for which the Committee shall meet its objectives and its expected outcomes.

Authority

- At the time of establishing a Committee, the Board shall determine what authority it shall be given.
- If the Committee is empowered to make decisions concerning Board or management actions, the Board shall outline clearly the process by which those decisions are reported to and ratified by the Board.

Reporting Procedure

- All Committees shall maintain minutes of the deliberations of meetings and copies of these shall be provided to all Board Members prior to the next Board Meeting after the Committee meeting.
- Where a Committee is required to produce a report of its activities or enquiries, this report shall be incorporated into the public record of the Association, either in the Minutes of the Board, or as a report to the next AGM.

12.4 BOARD/STAFF RELATIONS

Policy

- 1 The Board shall seek to maintain a proper working relationship with members of staff at all times, ensuring that it has opportunity to receive feedback from staff about the activities of the organisation.
- 2 The Board shall maintain a clear procedure for staff to follow when matters need to be reported to it or where grievances need to be addressed.

Procedure

Reporting Relationship

- 3 In normal circumstances, the Chairman of the Board shall be the contact point for staff who want to raise matters with the Board.
- 4 Where circumstances make it impractical or inappropriate for the Chairman to be that point of contact, the Secretary of the Board shall be contacted.
- 5 Where Board members want to gain specific information about how things happen within the organisation, they should direct their enquiries through the Senior Management Team.

Grievance Procedures

- 6 Where grievances exist between staff members of any level within the Organisation, these should be resolved according to the procedures outlined in section 6 of the Chapter on *Conditions of Service* in this Handbook.
- 7 Any grievance may be referred to the Chairman of the Board for consideration, provided the avenues outlined above are exhausted and either party to the grievance is not satisfied with the proposed resolution.
- 8 The Chairman of the Board shall inquire into the grievance and either facilitate an agreement between the parties, or make a recommendation to the parties which shall be the final position in the matter.