

# GOV-Gov-1.1 Board Governance Policy



## Policy

### Overall role

The Eastern Victoria GP Training (EV) Board has governing responsibility for the organisation.

The Board will act at all times in a manner which is intended to facilitate and promote the objectives of the organisation and will do so in a manner that minimises risk to the organisation, its members, officers and staff.

### Principles

The Board will:

1. Utilise its Governance Charter as the base document to guide strategic direction.
2. Remain focused on the vision and strategic objectives.
3. Cultivate a sense of group responsibility with attention to achieving a high level of governance excellence. The Board will speak as one voice on critical issues and core values.
4. Govern the organisation through well designed and regularly reviewed written policies.
5. Establish a Code of Ethics and Proper Practice that is binding on all Directors.
6. Be accountable to members for its actions and decisions.
7. Provide formal induction training for new Directors and provide ongoing training/development to ensure positive support for their work on the Board.
8. Carry out regular reviews to assess performance and Board effectiveness.
9. Establish committees of the Board, as appropriate, to progress and monitor strategic directions and regulatory obligations.
10. Establish and maintain a culture underpinned by the mission and values statements of the organisation.
11. Establish a clear delegation of authority.
12. Adopt formal processes for the selection of new Directors.
13. Remain up to date with relevant industry related matters.

### Planning and monitoring

The Board will:

1. Develop Strategic Directions at least every 3 years.
2. Establish an annual process for formulating, reviewing and where appropriate revising the Strategic Directions.
3. Regularly monitor performance against strategic and business plan objectives.
4. Review governance policies.
5. At each board meeting receive reports from the CEO that, where appropriate, describe activities undertaken in relation to objectives and priorities contained in the strategic plan.
6. Monitor CEO progress and performance against the strategic objectives and annual work plan.

### Financial, legal and risk management obligations

The Board will:

1. Approve financial plans and budgets, and monitor results on a regular basis.
2. Monitor the EV financial position and its ability to meet its debts and other obligations as they arise.
3. Adopt an integrated approach to risk management, compliance, safety and quality.
4. Ensure that legal, financial, contractual and ethical obligations are met.
5. Appoint auditors to audit the accounts presented to members at Annual General Meetings.
6. Ensure the organisation's accounts comply with the Australian Accounting Standards.
7. As per section 173 of the *Corporations Act 2001 (Cth)*, upon written request to the CEO, ensure individuals are given access to the register of members.

### Programs and services

1. EV programs and services will align with Board Strategic objectives and contractual obligations.

### Relationship with the CEO

1. The Board will appoint a CEO to manage the day to day operations of EV, implement the Strategy Directions approved by the Board and ensure that EV's structure and operations meet its strategic and cultural needs
2. The Board will delegate authority to the CEO to manage the day to day operations of EV.

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3. The Board will establish annual and ongoing performance expectations for the CEO and they will regularly monitor achievements against these, including an annual performance review.

## Board meetings

Board meetings will be held in accordance with the EV Constitution. All Board members should:

1. Attend at least 80% of Board and Board Committee meetings and participate in discussion and decision making.
2. Attend and participate in nominated committees and working groups, as required.

## **Definitions**

Nil

## **Additional Information**

- Australian Institute of Company Directors. 2013. Good Governance Principles and Guidance for Not for Profit Organisations.

## **Relevant Legislation**

- Corporations Act 2001
- Corporations Regulations 2001
- A New Tax System (Pay As you Go) Act 1999
- Fringe Benefits Tax Act 1986
- Fringe Benefits Tax Assessment Act 1986
- Income Tax Assessment Act 1997
- Superannuation Guarantee (Administration) Act 1992
- Copyright Act 1968

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