



## BEECHWORTH COMMUNITY CHILDCARE CENTRE

### GOVERNANCE, MANAGEMENT and THE ASSOCIATION POLICY

#### **Associated Policies:**

Management of the Service Policy  
Confidentiality / Privacy and Record Management Policy  
Financial Management Policy  
Policy Development, Review and Endorsement Policy  
Staff Recruitment Policy  
Code of Conduct for Committee Members

**Original:** Oct 2012  
**Ratified:** 19/03/2014  
**Review:** 4/03/2014  
**Revised:**  
**Next Review Date:**  
**March 2016**

#### **Legislation:**

Victorian Associations Incorporation Reform Act 2012  
Associations Incorporation Reform Regulations 2012

#### Education and Care Services National Regulations

Regulation 167 - Record of service's compliance  
Regulation 168 (2) (l) - Governance and management of the service including confidentiality of records  
Regulation 173 - Prescribed information to be displayed  
Regulation 174 - Time to notify certain circumstances to Regulatory Authority  
Regulation 175 - Prescribed information to be notified to Regulatory Authority  
Regulation 176 - Time to notify certain information to Regulatory Authority  
Regulation 185 - Law and regulations available

#### National Quality Standards

Standard 7.1 - Effective leadership promotes a positive organisational culture and builds a professional learning community. - (Element 7.1.1 Appropriate governance arrangements are in place to manage the service)

Standard 7.2 - There is a commitment to continuous improvement. - (Element 7.2.1 A statement of philosophy is developed and guides all aspects of the service's operations; Element 7.2.3 An effective self-assessment and quality improvement process is in place)

Standard 7.3 - Administrative systems enable the effective management of a quality service

**Location/Ownership:** POLICY MANUAL - Committee of Management"

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## **POLICY STATEMENT:**

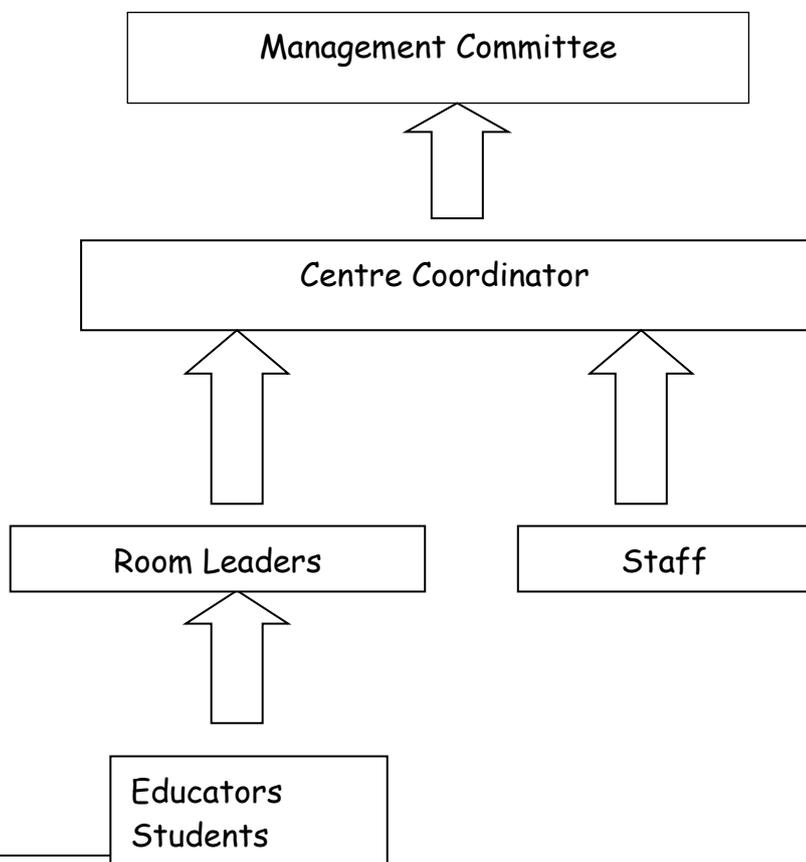
Good governance structures provide vision and united efforts to ensure the overall viability of the service. It should always be clear that good governance supports the purpose of the service, which is to provide quality outcomes for the children and families. This should underpin the thinking of the board/committee and educators in their decision making. The Management Committee tasks should be conducted in consultation with the Co-ordinator who has the on-site responsibility to implement policies and procedures and of daily operational matters (from <http://www.cscentral.org.au><sup>1</sup>).

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## **CONSIDERATIONS:**

- Philosophy - The Centre will be governed using a strategic approach with an emphasis on continuous improvement to ensure a quality service is delivered to the children.
- Children's needs - the Centre will be governed effectively and within legislation to ensure a safe and nurturing place to play grow and develop.
- Parent's needs - the Centre will provide a service that ensures children's health safety and wellbeing
- Educators /staff needs -to be assured that Governance structures are clear, and that processes are developed to adhere to the Regulations and Law, providing a consistent work environment for educators and staff.
- Management needs - to operate efficiently and within the Regulations and Law, operating with clear work priorities and tasks, and with a long-term strategic view.

### **Organisational Structure**



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<sup>1</sup> Children's Services Central is the Professional Support Co-ordinator in NSW and is an initiative funded by the Australian Government under the Inclusion and Professional Support Program

## **Incorporated Association**

Beechworth Community Childcare Centre is an incorporated association. Parents can apply to become a member of the Association on the Centre enrolment form. For an annual fee, membership entitles the member to vote at Annual General Meetings and/or Special General Meetings, and to be elected onto the Committee of Management. Applications for membership will be considered at the next Committee of Management meeting. The Association must have at least 5 members.

## **New membership to the Association**

If an application for membership is approved by the Committee—

- a) the resolution to accept the membership must be recorded in the minutes of the committee meeting; and
- b) the Secretary must, as soon as practicable, enter the name and address of the new member, and the date of becoming a member, in the register of members.
- c) A person becomes a member of the Association and, subject to rule 13(2), is entitled to exercise his or her rights of membership from the date, whichever is the later, on which—
  - the Committee approves the person's membership;
  - or the person pays the joining fee.

## **General rights of members**

- (1) A member of the Association who is entitled to vote has the right—
  - (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
  - (b) to submit items of business for consideration at a general meeting; and
  - (c) to attend and be heard at general meetings; and
  - (d) to vote at a general meeting; and
  - (e) to have access to the minutes of general meetings and other documents of the Association as provided under rule 75; and
  - (f) to inspect the register of members.

A member may resign by notice in writing given to the Association.

The Secretary must keep and maintain a register of members that includes—

- (a) for each current member—
  - (i) the member's name;
  - (ii) the address for notice last given by the member;
  - (iii) the date of becoming a member;
  - (iv) if the member is an associate member, a note to that effect;

- (v) any other information determined by the Committee; and
- (b) for each former member, the date of ceasing to be a member.

### **Annual general meetings**

- The Committee of Management must convene an annual general meeting of the Association to be held within 5 months after the end of each financial year.
- The Committee may determine the date, time and place of the annual general meeting.
- The ordinary business of the annual general meeting is as follows—
  - (a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then;
  - (b) to receive and consider—
    - (i) the annual report of the Committee on the activities of the Association during the preceding financial year; and
    - (ii) the financial statements of the Association for the preceding financial year submitted by the Committee in accordance with Part 7 of the Act;
  - (c) to elect the members of the Committee;
  - (d) to confirm or vary the amounts (if any) of the annual subscription and joining fee.

### **Special general meetings**

- (1) Any general meeting of the Association, other than an annual general meeting or a disciplinary appeal meeting, is a special general meeting.
- (2) The Committee may convene a special general meeting whenever it thinks fit.
- (3) No business other than that set out in the notice under rule 33 may be conducted at the meeting.

A member may appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting other than at a disciplinary appeal meeting.

The AIR Act makes it an offence for an organisation to hold an SGM unless notice has been given to every member eligible to vote at that meeting (section 6).

### **Custody and inspection of books and records**

Members may on request inspect free of charge—

- (a) the register of members;
- (b) the minutes of general meetings;
- (c) subject to subrule (2), the financial records, books, securities and any other relevant document of the Association, including minutes of Committee meetings.

- The Committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.
- The Committee must on request make copies of these rules available to members and applicants for membership free of charge.

As specified in the Victorian Associations Incorporation Reform Act 2012 and the Associations Incorporation Reform Regulations 2012, as soon as possible after being elected or appointed to the Committee, each Committee Member must become familiar with the rules and regulations of these pieces of legislation. **The Committee is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Committee comply with these rules.** The legislation can be found at:

<http://www.legislation.vic.gov.au/>

### **Committee of Management**

The overall functions of the Management Committee include:

- Deciding and guiding the strategic direction of the service
- Providing leadership and direction
- Monitoring financial performance
- Ensuring legal compliance
- Managing human resources

### **MANAGEMENT COMMITTEE RESPONSIBILITIES**

**The Executive** - The members of the Executive are the President, the Vice-President, the Secretary and the Treasurer. The role of the Executive is to:

- Deal with issues which may arise between meetings;
- Make interim decisions between meeting;
- Make decisions on behalf of the Committee in an emergency.

Any decisions or actions taken by the Executive should then be discussed, reviewed or ratified by the next meeting of the Committee of Management (decision based on a majority).

### **The President**

The role of the President is to:

- Understand the organisation's governing rules;
- Developing the committee meeting agenda in consultation with the director/ co-ordinator and other committee members;
- Chairing meetings including working through the agenda, prioritising items if time is limited;
- Determine if a quorum is present at meetings;
- Ensuring discussion remains relevant and within time constraints;
- Ensure decisions are made in a constructive manner, action is taken and workload is shared;
- Acting as final decision-maker when voting is tied;

- Signing the minutes after they have been confirmed;
- Preparing and delivering a report at the organisation' Annual General Meeting as well as any other reports as required;
- Communicating regularly with other members of the committee and Co-ordinator;
- Keeping on-track tasks that have been allocated;
- Speaking on behalf of and representing the service within the broader community.

### **The Vice-President**

The role of the Vice President is to:

- Chair meetings in the absence of the Chairperson;
- Perform other roles as listed above, in the absence of the President.

### **The Secretary must:**

- maintain the register of members of the Association in accordance with rule 18 of the Associations Incorporated Reform Regulations 2012;
- provide members with access to the register of members, the minutes of general meetings and other books and documents;
- perform any other duty or function imposed on the Secretary by the Regulations;
- Distribute Committee Meeting minutes to Committee Members, post minutes on noticeboard for staff and parents to access, and to securely store hard copy of minutes;
- Read and table for the meeting, all incoming and outgoing correspondence of relevance to the Management Committee;
- Write any correspondence as decided at the Committee meeting;
- Work closely with other executive members;
- Keep records of all business to do with the Committee.

The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

### **Minute Taking**

Minute taking may be rotated between general members each meeting or be taken by the Secretary every meeting. The person to take minutes at the next meeting will be noted in the previous meeting's minutes. Responsibilities include:

- Take minutes during meetings, ensuring that decisions and any action taken is clearly documented;
- Following each meeting, type minutes, and provide to the Secretary within 7 days of the meeting. The Secretary is responsible for distribution to members of the Management Committee, educators, staff and Association members.

### **The Treasurer**

The Treasurer is responsible for:

- Monitoring the financial situation and budget;

- Ensuring that true and proper financial records are kept;
- Regularly informing the Committee about the centre's financial position through the provision of the monthly Financial Report;
- Preparing and ensuring an annual audit is carried out;
- Drawing up the budget with the Co-ordinator and Chairperson;
- Ensuring provisions for Annual Leave, Sick Leave, Long Service Leave, equipment replacement and building maintenance have been made;
- Ensuring that all Payroll responsibilities are met including Workers Compensation Insurance, Superannuation, PAYG and Award/Industrial Agreement entitlements;
- Work closely with other executive members.

### **General Committee Members**

The role of general committee members is to:

- Support executive committee members by participating actively and constructively in committee meetings;
- Participate in discussions and decisions of the management committee;
- Volunteer to support organisational activities as time allows;
- Represent the organisation at significant community events.

### **The Coordinator of the Centre**

The Coordinator is responsible to the Management Committee for the day to day operation of the service including:

- Reporting to the Management Committee on the previous month's activities and identifying current and future needs or areas of concern for the service;
- Suggesting policy and providing feedback on policy implementation;
- Passing on relevant information to the committee;
- Liaising with staff or the staff representative about issues raised or needing to be raised at committee meetings;
- Encouraging parent participation on the committee and sub-committees;
- Liaising with other agencies and organisations on a day to day basis and representing the service where required.

### **Relationship of the Management Committee to the Centre Coordinator**

The Coordinator has a central role in the managing the service (see Management of Centre policy for more details). The Management Committee will delegate many of its responsibilities directly to the Coordinator who has the required skills, knowledge and professionalism to carry out the day to day business of the service. The Management Committee and the Coordinator can support each other in the fulfilment of their roles.

The Management Committee will assist the Co-ordinator by:

- clearly identifying the agreed roles and responsibilities of both the Coordinator and the Committee and evaluating and updating these from time to time;
- providing the Coordinator with the appropriate level of authority to make the decisions required in the day to day operation of the service;

- recognising the Coordinators skills, knowledge and professionalism and giving her/him autonomy to manage a quality child care service;
- supporting the Coordinator by providing clear policies and guidelines for the operation of the service.

In turn the Co-ordinator can assist the Management Committee by:

- being accountable to the Committee for her/his performance as the Centre leader;
- advising the Committee of relevant information so that informed decisions can be made;
- ensuring that policies and procedures are adhered to by the Centre, and advising the Committee of any discrepancies;
- making decisions about the operation of the service in an informed and professional manner;
- seeking Committee advice and approval where appropriate.

### **Sub-Committees**

Sub-committees are usually made up of a Director, staff representative and other members of the cooperative. They should ensure that:

- the workload is shared;
- a wide range of membership is given;
- they prepare recommendations to the committee, however they do not make decisions.

### **Nominations to Management Committee**

- (1) Prior to the election of each position, the Chairperson of the meeting must call for nominations to fill that position.
- (2) An eligible member of the Association may—
  - (a) nominate himself or herself; or
  - (b) with the member's consent, be nominated by another member.
- (3) A member who is nominated for a position and fails to be elected to that position may be nominated for any other position for which an election is yet to be held.

### **52 Election of Office Bearer Positions**

- (1) At the annual general meeting, separate elections must be held for each of the following positions—
  - (a) President;
  - (b) Vice-President;
  - (c) Secretary;
  - (d) Treasurer.
- (2) If only one member is nominated for the position, the Chairperson of the meeting must declare the member elected to the position.
- (3) If more than one member is nominated, a ballot must be held in accordance with rule 54.

- (4) On his or her election, the new President may take over as Chairperson of the meeting.

### **Term of office**

- (1) Subject to subrule (3) and rule 56, a committee member holds office until the positions of the Committee are declared vacant at the next annual general meeting.
- (2) A committee member may be re-elected.
- (3) A general meeting of the Association may—
  - (a) by special resolution remove a committee member from office; and
  - (b) elect an eligible member of the Association to fill the vacant position in accordance with this Division.

A committee member may resign from the Committee by written notice addressed to the committee.

A person ceases to be a committee member if he or she—

- (a) ceases to be a member of the Association; or
- (b) fails to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without leave of absence under rule 67; or
- (c) otherwise ceases to be a committee member by operation of section 78 of the Act.

### **Recruitment to the Management Committee**

From time to time the Committee may seek to recruit new members who can provide specific skills to the Committee. Recruitment should be conducted with a considered approach, and may be sourced from the local community outside the Centre.

### **Management Committee Meetings**

Incorporated associations must comply with the *Associations Incorporation Reform Act 2012* (Vic). There are a number of legal requirements to follow when notifying members of meetings, running meetings and voting at a meeting. Associations must also follow their rules (so long as they are consistent with the law). (from <http://www.pilch.org.au/> accessed 04/03/2014)

- The Committee will vote on how often meetings will occur. It is recommended that meetings occur at least every 2 months.
- At times, a 'special meeting' may be held.
- A quorum of 4 will be required for the meeting to go ahead. A majority of the Office Holders should be included in the quorum. The Chairperson of a general meeting at which a quorum is present may, with the consent of a majority of members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- Giving notice of a meeting - according to regulations, 7 days minimum notice should be given of the next meeting. Content of the notice should include:
  - o the name and registration number of the organisation
  - o type of meeting (that is committee meeting)
  - o date, time and place of meeting
  - o if necessary, nature of business to be discussed at meeting (for example, if it is a "special" meeting, why meeting is being held)

- date of notice
- directions to the meeting venue and disability access (optional)
- secretary's contact details (optional)
- notice "authorised by xx" (optional)
- Time for giving notice

The notice should attach relevant background information and documents, such as:

- minutes of the last committee meeting
- reports from staff, subcommittees or volunteers
- financial reports

### **Leave of absence**

- The Committee may grant a committee member leave of absence from committee meetings for a period not exceeding 3 months.

### **Minutes of Meetings**

#### *Committee Meetings:*

The Committee must ensure that minutes are taken and kept of each committee meeting. The minutes must record the following—

- (a) the names of the members in attendance at the meeting;
- (b) the business considered at the meeting;
- (c) any resolution on which a vote is taken and the result of the vote;
- (d) any material personal interest disclosed under rule 65.

#### *General Meetings:*

The Committee must ensure that minutes are taken and kept of each general meeting. The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.

#### *Annual General Meetings:*

The minutes of each annual general meeting must include—

- (a) the names of the members attending the meeting; and
- (b) proxy forms given to the Chairperson of the meeting under rule 34(6); and
- (c) the financial statements submitted to the members in accordance with rule 30(4)(b)(ii); and
- (d) the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
- (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

Under section 23 of the Act, the name of the association and its registration number must appear on all its business documents.

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### **Sourcing Acknowledgements**

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*This Policy incorporates the requirements reflected in the Education and Care Services National Regulations and Law Act*

<http://www.cscentral.org.au> Children's Services Central is the Professional Support Co-ordinator in NSW and is an initiative funded by the Australian Government under the Inclusion and Professional Support Program (accessed 28/02/2014)

<http://www.ecms.org.au> - Early Learning Service Provider website (accessed 28/02/2014)

<http://www.pilch.org.au> - Justice Connect website (accessed 04/03/2014)

[http://www.austlii.edu.au/au/legis/vic/num\\_act/](http://www.austlii.edu.au/au/legis/vic/num_act/) - database of Victorian Acts (accessed 4/03/2014)

<http://www.legislation.vic.gov.au/> (for Associations Incorporation Reform Regulations 2012 Vic, accessed 4/03/2014)