



# POLICY 1

# Board of Management

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Registered Training Organisation (RTO) Number:	<b>3720</b>
Incorporated Identity Number:	<b>A0017261Y</b>
Charity Status:	<b>DGR</b>

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**Policy Number:** 1

**Policy Name:** Board of Management

**Purpose:**

This policy outlines the Management of the Centre and the duties of persons within the organisational structure of the Centre.

The Board is informed in its operations by relevant current legislation and the regulations presented by regulatory bodies such as the VRQA and Departments of Education.

**Scope:**

The policy applies to the Board of Management as overarching Managers of this Centre.

**Relevant Records/Documents**

- Minutes of Board meetings
- Reports presented to Board meetings
- Continuous improvement forms
- Board information forms
- Fit and Proper Persons forms
- Business, Strategic & Financial Plans
- Constitution
- Legislation documents
- AQTF Essential Standards & Conditions
- Current funding Contract

**Relationship with AQTF Standards and Conditions & Current Funding Contract:**

Condition 1 – Governance

- *Fit and proper person requirements*
- *Senior Management decision making informed by trainers and assessors*

Condition 2 – Interactions with registering body

- *By providing information about significant changes to its operations / ownership*

Condition 3 – Compliance with Legislation

- *Must comply with relevant Commonwealth, State or Territory legislation*

Condition 4 – Responsiveness

- *Management systems are responsive to the needs of clients, staff and stakeholders and the environment in which the RTO operates*

*Funding Contract*

- *The RTO must maintain registration, comply with laws, act ethically, be accountable.*
- *The RTO must provide high quality training services and robust administrative processes to support contract compliance, provide accurate reporting of training delivery.*
- *The RTO must permit and support any required audit onsite.*
- *The RTO must maintain full insurance until 7 years after the funding contract term.*
- *The RTO must comply with processes and requirements as set out in the Contract Schedule.*

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## Procedures

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### 1.1 Board information

- The Board should be knowledgeable of the rules and regulations of relevant regulatory, funding and Commonwealth or State Government bodies and any Commonwealth or State legislation that is relevant to Centre operations.
- The Board members are to be chosen from the local area and have the interests of this area and this Centre, as well as provision of life long, community and vocational education as its core focus.
- People wishing to join the Board can fill out an expression of interest form and can attend a Board meeting as a guest of the current Board. Board members should fill out the Board Information sheets, and give contact details, skills, qualifications, experience, and interests, with particular relevance to education provision and the interests of the Centre.
- They should also fill out Fit & Proper person forms and have current police checks on file.
- Board members undergo a short induction to the Centre. They are given the following:
  - Physical tour of the Centre
  - Quarterly brochure outlining all courses the Centre is currently running
  - Policies and procedures manual
  - Constitution
  - Business, strategic, and financial plan
  - Access to previous minutes including financial statements through minute book
  - Any other relevant documents
- Professional Development for Board members is offered when and where it becomes available. Also, on offer is the Learn Local produced workbook available in the Centre library:
  - Learn Local Board of Management Workbook. This provides an excellent guide to someone new to Boards in general and adult education specific governance.
- The Board is responsible and the ultimate authority for the planning, operation and future directions of the Centre. This includes the ratification and review of all-important documents by which the Centre operates – constitution, business plan, policies, and procedures etc.
- In reviewing the constitution, the Board takes the opportunity to review their own operations. This is undertaken at least every 4 years or as required.
- The Board and the Manager are responsible for the control and Management of this Centre, and must report any significant changes in this to our regulating body - the VRQA (Section 4.3.17 of the Education & Training Reform Act 2006) and relevant regulatory/government authorities. These changes may include:
  - Management / control / ownership
  - Financial viability/bankruptcy – including insurance policies
  - Fee assurance
  - RTO Status (manager to notify Victoria department within 24 hours)
  - Relocation of business to a new site (notification must be given in advance)
- No person should be eligible for Board – or senior staff position - if they are subject to any condition under Section 4.3.11(2) of The Act, as set out in the ‘fit and proper persons’ information

### 1.2 Board meetings

- Board meetings are held monthly, on the first Monday of each month or as advised.
- A quorum of 1/3 members is required for the meeting to begin.
- The Manager attends the meeting to present the administration report, assist and advise with Management and Centre issues.
- The Bookkeeper attends the meeting to present the financial report.
- The Board can establish sub Boards when and as the need arises.
- The Coordinator acts as a minute secretary. Other staff members are invited to visit meetings or provide comment through the staff report at any time.

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- The staff report is presented at monthly meetings. It is the report from the trainers and assessor staff to the Board presenting information and requests.
- Stakeholder report is given by Board members who are also members of Centre partners or give a written report to be presented by Administration staff.
- Minutes are recorded at each meeting and kept in the minute book stored in a secure place. The minute book is accessible to all Board members.

### 1.3 Diversification

- In order to ensure its business viability, BCAL recognises the need to apply diversification practices to income sources. State Government is however our major funding provider through education department funding.
- Course fees are a major source of revenue. Market research, surveys, networking and the principles of continuous improvement are used to ensure the viability of these courses.
- Other funding is sourced from Adult Multicultural Funding and Learn Local ACFE Funding.
- BCAL undertakes to continue to:
  - Respond to market needs.
  - Seek out new programs, projects, and partnerships with the aim of expanding its services and therefore guaranteeing financial viability.
  - Seek funding from philanthropic sources or grants where practicable and applicable.
  - Explore new markets for service provision.
  - Provide a 'widest possible' variety of services and courses.
  - Support diversification of services with the best possible infrastructure.
  - Explore issues that limit diversification and seek solutions to these.
  - Consider the risks and returns of any move towards diversification.

### 1.4 Fraud

#### *Definition*

- Wrongful or criminal deception intended to result in financial or personal gain; a person or thing intended to deceive others, typically by unjustifiably claiming or being credited with accomplishments or qualities.

#### *Financial & Regulatory Matters*

- All payments are made by cheque. These are double signed by two of the registered signatories of Bass Coast Adult Learning Inc. Signatories are drawn from Senior Management and are kept on file at the ANZ Bank.
- The Delegation of Authority document (Addendum 1) covers the treatment of all expenses related to Bass Coast Adult Learning Inc.
- Petty Cash is to be kept to a \$200 limit per month.
- COM undertake a review of financial matters each month at Board meetings.
- Annual audits are undertaken, as follows:
  - Financial - by an independent auditor/accountant.
  - Risk assessment - by Bass Coast Adult Learning Inc. Board and staff.
  - Regulatory - by governing bodies.
- All Bass Coast Adult Learning Inc. documents are reviewed by Board and regulatory bodies and are subject to version control.

#### *Investigation of Fraud Complaints*

- These will be undertaken by Board of Management with assistance from the correct authority: legal, financial or regulatory investigations will make every effort to be fair and reasonable and protect innocent persons.
- Disciplinary action resulting from fraud investigation is at the discretion of the Board of Management.

## *Reporting of Fraud*

- Compulsory fraud reporting will be conducted under Section 14 and voluntary reporting under Section 16 of the Ant-Corruption Commission Act 1988. Reporting should be made to the President of the Board of Management.
- All fraud reporting must be held in the strictest confidence. Any breaches of confidentiality will be dealt with by the correct procedures.
- Fraud Incident Reports should be made in writing to the Board of Management President and should include the following:
  - Location of the incident.
  - Key persons involved.
  - Nature of the alleged incident.
  - Time period over which the alleged incident has occurred.
  - Value associated with the alleged incident.
  - Documentary evidence in support of the alleged incident.
- Where a member of the Board of Management is involved, reporting should be made to the executive members not involved OR to an independent body: legal, financial or regulatory.

## *Staffing*

- Bass Coast Adult Learning ensures all staff are responsible for, aware of and subject to fraud rules, regulations, policies, Management practices, detection, control and reporting.
- All staff must present original qualifications to the Centre for verification by admin. All staff should present a current, signed resume or curriculum vitae listing referees and experience. All staff must undergo a police check and hold a working with children check card where necessary.

## *Training*

- The Centre must not offer incentives or payment to students to attend training at this Centre.
- The Centre must ensure that all training material and marketing of training is accurate, authentic, and ethical.

## **1.5 Incorporation and DGR Charity Registration**

- BCAL is incorporated; ISO number A0017231Y. Incorporation certificates should always be displayed.
- The Board needs to appoint an incorporation secretary to attend to incorporation duties, which include filling in the yearly statement, ensuring the annual fee is paid, and providing annual audited financial statements to the Incorporation body – The Department of Business.
- Duties also include ensuring the Constitution or Model Rules are in line with the latest legislation.
- As from 2103 BCAL is a registered Charity with DGR Taxation status. This means philanthropic groups can claim tax on any grant we may succeed in obtaining.
- Both registrations require an annual report.

## **1.6 Management**

- BCAL is administered by a Board of Management. All planning and decisions are made with due consultation with relevant parties including all paid staff members, Management, training staff, administrative staff.
- The Board should be representational of both BCAL and the wider community which it serves. Any person who resides in the Bass Coast Shire and supports the purposes of BCAL is eligible for membership of the Board.
- Any eligible person may seek membership of the Board by applying to the existing Board of Management.
- Recruitment to the Board can be by word of mouth or advertising for Board members.
- New membership applications should be considered at the next Board meeting.
- The AGM is held in the first week in April, and all members are to step down and stand for election/re-election at that time.

- Board members are, always, required to uphold the policies of BCAL, conditions and standards of the AQTF, provisions of the current funding contract and requirements of relevant legislation, and act in the best interests of the Centre.
- All Board members should be willing to sign conflict of interest, fit and proper persons and current police check forms \* *see Board Information book for details of these.*
- Conduct of the Board of Management proceeds as per the constitution of BCAL.
- The Board of Management meets a minimum of once a month.
- Day to day Management of the Centre is by the Manager, assisted by the Coordinator, Bookkeeper, and all other staff.

## 1.7 Conflict of Interest

- The Board of Management of Bass Coast Adult Learning is committed to high standards of ethical conduct and accordingly places great importance on making clear any existing or potential conflict of interest.
- All conflicts of interest shall be declared by the member concerned and documented in the Board meeting minutes. A Board member who believes another Board member has an undeclared conflict of interest should specify in writing the basis of this potential conflict.
- Members shall declare any conflicts of interest either at the start of the Board meeting concerned or when a relevant issue arises. The nature of the conflict of interest should be entered in the meeting minutes. The interest should also be documented on the Conflict of Interest form and kept in the minutes.
- Where a conflict of interest or potential conflict of interest is identified and /or registered, the Board member concerned shall leave the room as soon as that item comes up for discussion. The concerned Board member shall not vote on that issue, not initiate or take part in any Board discussion on that topic (either in the meeting or with other Board members before or after the Board meetings), unless expressly invited to do so by unanimous agreement by all other members present.
- If a person declares themselves to have existing or potential conflict of interest, confidentiality will be respected. If a person alleges that another person has a conflict of interest, whether existing or potential, and if the Board cannot resolve this allegation to the satisfaction of both parties the matter shall be referred to an Ethics SubBoard. This subBoard will make a recommendation to the board as to what action shall be taken.

## 1.8 Membership of other groups

- Other groups are welcome to become part of BCAL either by Board membership or by basing their operations at the Centre.
- Other groups may include not for profit, government funded, charity or private business groups. Groups should have an educational focus.
- Other groups are welcome to use BCAL's facilities. However, this may incur a cost unless other arrangements are made.
- A representative from any of the other groups is welcome to join BCAL's Board by following the Board membership procedure. However, should this cause a conflict of interest at certain times in meetings, the member may be asked to 'step aside' during that time and/or sign a conflict of interest form.
- Other groups using BCAL are encouraged to hold their own address. They are not entitled to the support of Centre admin staff, Centre facilities, or Centre rooms outside their given areas.

## 1.9 Organisational structure

- These are the realm of the Board of Management in consultation with staff as required and include BCAL's organisational structure and job descriptions as set in the business plan.
- Board make all decisions regarding organisation responsibilities. Changes to these, as needed, are made at meetings; a special purpose meeting could be called if required.
- Staff are answerable to the Board, and all persons are answerable to the public.

- The organisational structure diagram:  
*Community>Board>Manager>Coordinator>Teaching>Staff>Clients>Students>Community*: forms part of the business plan for the Centre
- Duty statements for all staff members outline their responsibilities, and staff should be aware of these as part of their induction.

## 1.10 Planning and evaluation - Business plan, strategic plan, financial plan

- BCAL's Board of Management is responsible for all planning, review and evaluation of the Centre's plans.
- Boards' major planning documents will be in the form of a Business Plan, Strategic Plan and Financial Plan. Review, evaluation and updating of plans is to take place annually.
- Both planning for and evaluation of the short- and long-term objectives of BCAL should be integrated into regular meeting schedules.
- Special planning meetings may be held when issues arise.

### *Business / Strategic Plans*

- The Centre's business/strategic plan encompasses information about the business, the market, the future and the finances of the Centre. It should clearly state its core business process as providing educational opportunities for all.
- The business/strategic plan are available to the general public at all times, are shown on the Centre website and are part of this document.
- These plans are developed by Board and Management for the whole Centre community.
- The plans shall be for at least a three (3) year period. Changes to plans are to be ratified by Board.
- Strategic planning may be incorporated into the Business Plan, as can the financial plan.

### *Financial Plan*

- The Centre includes a limited term financial plan in the Business Plan, which includes the following information:
  - Financial controllers – Staff, Board, Auditor
  - Deed of delegation
  - Where to locate financial indicators, e.g. cash flow charts
  - Processes to monitor performance, budgeting etc.
  - Thoughts on predicting enrolments / student numbers
- The financial plan may be incorporated into the Business Plan.

## 1.11 Policy and policy review

- The policies of BCAL reflect the views of management and staff and aim to support all Centre stakeholders.
- Policies are set so there are rules and regulations to govern operations.
- Policy review occurs annually or as the need arises. This is at times directed by changes in government policy/legislation.
- Policy review is the responsibility of the Manager and ratified by the Board of Management.

## 1.12 Child Safety and Welfare

With respect to Child Safety and Wellbeing BCAL Board adheres to the defined standards:

- **Standard 1:** Establishment of a culturally safe environment in which the diverse and unique identities and experiences of Aboriginal children and young people are respected and valued
- **Standard 2:** Child safety and wellbeing is embedded in organisational leadership, governance and culture
- **Standard 3:** Children and young people are empowered about their rights, participate in decisions affecting them and are taken seriously
- **Standard 4:** Families and communities are informed and involved in promoting child safety and wellbeing

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- **Standard 5:** Equity is upheld and diverse needs respected in policy and practice
- **Standard 6:** People working with children and young people are suitable and supported to reflect child safety and wellbeing values in practice
- **Standard 7:** Processes for complaints and concerns are child-focused
- **Standard 8:** Staff and volunteers are equipped with the knowledge, skills and awareness to keep children and young people safe through ongoing education and training
- **Standard 9:** Physical and online environments promote safety and wellbeing while minimising the opportunity for children and young people to be harmed
- **Standard 10:** Implementation of the Child Safe Standards is regularly reviewed and improved
- **Standard 11:** Policies and procedures document how the organisation is safe for children and young people

### 1.13 Reporting to Board

- Reports are recognised as one of BCAL’s most important communication tools. Regular reports are required for performance assessment, review and planning and quality control across all Centre operations.
- Reports should be relevant and accurate. Reports to Board should be recorded in meeting minutes. These minutes are distributed to all Board members and pasted in the Centre minute book.
- The coordinator, bookkeeper and manager are to facilitate the preparation and distribution of all reports as appropriate.
- Reports may be of a financial, administrative, regulatory, or general in nature.
- Persons who may require reports can include Board members, staff, clients, stakeholders, funding bodies, Bass Coast Shire, and user groups. Only appropriate persons will be able to obtain report material, as relevant.

### 1.13 Version control

- All documents relevant to policies, management, training and all BCAL’s operations shall be version controlled to ensure currency and relevance.
- A list of documents that require version control is kept in the manager’s office and on the manager’s computer. This list includes version information and may include the following documents:
  - Business plan (inc. Strategic, Financial plans)
  - Quality Manual
  - Code of Practice
  - Delivery and Assessment plans
  - Position descriptions
  - Policies and procedures
  - Constitution
- Version control may take the form of a footer at the bottom of each page of the document, or a version control index. This shall have the Version No. and the date that version was created.
- Previous versions of the documents will be kept electronically for a short period of time. These electronic files must be dated in their name to distinguish them from the latest version.
- Where any document is in use, the most current version must be available to all relevant staff members.
- Revisions and new versions of documents must be passed by Board where relevant.
- Document versions, currency and relevance should be reviewed annually, while conducting internal audits.