



know where you stand

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Association Governance

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AUSAE Compliance Symposium

5 November 2019

Association Governance

Introduction

- Know your role
- It's all about good leadership
- NFP's are important!
- Governance vs Management

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Challenges

- Statutory and regulatory
- Funding
- Help! I need somebody!

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What is governance?

- Who governs?
- Policies and Procedures
- Not to be taken lightly

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Be familiar with:

- Constitution
- Property and records
- Limitations — what can't you do?
- Strategic plan and vision
- Purposes of the association

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Officers' Duties

- Good faith, best interests of association
- Exercise powers for a proper purpose
- Comply with Act and Constitution
- Exercise reasonable care and diligence

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Officer's Duties (continued)

- Duties owed to the Association
 - Who is an officer?
 - Breach of duties
 - Protection from liability

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Conflicts of Interest

- Personal interests or loyalties
- When is someone “interested”?
- When do they conflict?
- Duty to disclose
- Consequences of being interested

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Managing conflicts of interest

- Process
- Identification
- Recording
- Prevention

Name	
Position within organisation	
Date	
Employment	Details of all my employees in the last 12 months
Business	Details of all businesses in which I am a partner or sole proprietor
Company directorships	Details of all companies of which I am a director
Trusteeships	Details of all charities of which I am a trustee
Members of organisations, public bodies, etc.	Details of all organisations of which I am a member AND have a position of general control or management

Declaration of interests of immediate family:	Details of business interests, company directorships, and trusteeships of immediate family (to include spouse/partner, siblings, children, and parents):				
Date conflict identified:	Details of possible conflict:	How and date conflict notified:	Any action taken?	Is a follow up required? (Y/N)	Date conflict resolved:

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Disputes

- Inevitable
- Who?

Resolution

- Process
- Complaints, grievances
- Natural justice
- Fair, efficient, effective

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Accountability

- Member access to information
- Information presented at AGM
- Member access to financial statements, minutes

Incorporated Societies Bill

- Standard provisions – clause 24
- “Officer”
- Conflicts
- Financial Reporting
- Grievances and Complaints