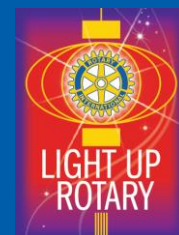


DISTRICT ASSEMBLY

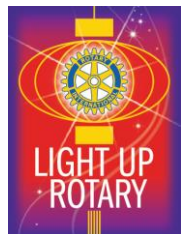
2014

Some things to think about with Governance
and Director's Responsibilities



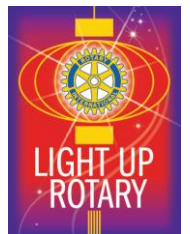
Incorporated Associations

- Associations Incorporation Act 2009
- Associations Incorporation Regulation 2010
- Guidance from Corporations Act 2001 and ASIC, ACCC
- RI by-laws, Manual of Procedure & Code of Policies
- Club Constitution and By-Laws
- But Associations have a lot less obligations than Proprietary Companies



Some Statutory Obligations

- Proper use of name
- Not act contrary to objects or rules
- Public Officer
- AGM within 6 months of end of FY
- Financial Statements to Fair Trading



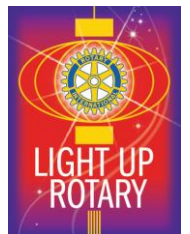
Some Statutory Obligations

- Keep proper books and minutes
- Remain solvent - don't incur debts you can not pay
- Ensure official documents are brought to committee attention promptly
- Transparency and disclosure

Common Law

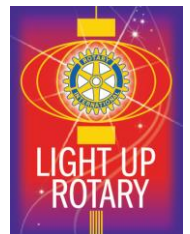
Committee members should:

- be aware of the duties of the public officer and ensure they are properly carried out
- use reasonable care and skill in the performance of their duties
- act in good faith, and
- advise the committee of any conflict that may arise between their own interests and the interests of the association



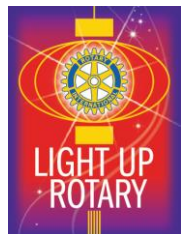
Put another way...All Board members must ensure that they:

- Are aware of their responsibilities under the relevant incorporating legislation and common law
- Put the interests of the organisation above all else
- Act in all instances with due care
- Are always honest



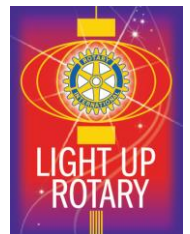
Put another way (continued)...

- Avoid any conflict of interest
- Do not gain in a personal way from being a Board member
- Do not divulge any confidential information outside of the appropriate forum



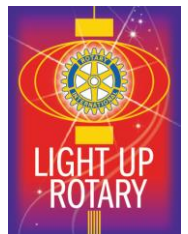
The Role of the Board

- Strategic direction
- Committee/Team selection for Activities
- Monitor Performance
- Oversee Compliance
- Oversee Risk
- Accountability to members & stakeholders
- Communication both internal and external
- Crisis Management



Stakeholders

- RI and District 9685
- The local community
- Alumni
- Family of Rotary
- Customers
- Society and Government
- International community



Compliance Systems

- Child Protection
- Fair Trading
- WH&S
- Anti-discrimination
- Equal Opportunity
- Food Handling regs
- Charities Act
- Taxation
- Privacy
- Superannuation
- Intellectual property

Free Resources

- www.fairtrading.nsw.gov.au
- www.rotary.org/myrotary/en/governance-documents
- www.ourcommunity.com.au
(info for community organisations)
- www.managementhelp.org/boards/boards.htm
(management info)

