



BOARD MEMBER DUTY STATEMENT

PURPOSE

To optimise the board performance and ensure compliance with legal requirements by clarifying the board members' role.

RESPONSIBILITIES

PLANNING

- > Approve the organisation's mission and values
- > Direct and support the CEO and staff in preparing the strategic plan
- > Review and approve the organisation's strategic plan
- > Annually review and approve the organisation's marketing and fundraising plans
- > Annually review and approve the organisation's budget
- > Approve major policies

ORGANISATIONAL

- > Appoint, monitor, appraise, advise, support and, when necessary, change top management
- > Be assured that management succession is properly provided for
- > Be assured that the status of organisational strength and manpower planning is equal to the requirements of the long-range goals
- > Approve appropriate compensation and benefit policies and practices
- > Annually implement the performance review of the CEO and establish his/her compensation based on recommendations of the Personnel Committee and Chair of the board
- > Contribute to effective board recruitment and succession planning
- > Contribute to an annual review of the performance of the board and take steps to improve its performance

OPERATIONS

- > Review the results achieved by management as compared with the organisation's philosophy, annual and long-range goals, and the performance of similar organisations
- > Be certain that the financial structure of the organisation is adequate for its current needs and its long-range strategy
- > Provide candid and constructive criticism, advice and comments
- > Provide active support in implementation of the fundraising plans
- > Approve major actions of the organisation, such as capital expenditure and major program and service changes

AUDIT

- > Be assured that the board and its committees are adequately and currently informed – through reports and other methods – of the condition of the organisation and its operations
- > Be assured that published reports properly reflect the operating results and financial condition of the organisation
- > Ascertain that management has established appropriate policies to define and identify conflicts of interest throughout the organisation, and is diligently administering and enforcing those policies

- > Appoint independent auditors subject to approval by members
- > Review compliance with relevant material laws affecting the organisation
- > Ensure appropriate risk management procedures are in place

REQUIREMENTS

- > High level of commitment to the work of the organisation
- > Knowledge and skills in one or more areas of board governance: policy, finance, programs and/or personnel
- > Willingness to serve on at least one sub-committee and actively participate
- > Attendance at up to ten board meetings per year
- > A time commitment of eight hours per month (includes board preparation, meeting and committee meeting time)
- > Preparation for and participation in the discussions and the deliberations of the board
- > Being informed of the organisation's services and publicly supporting them
- > Being alert to and avoiding any conflict of interest

TERM

- > Two years, renewable for two further terms (a maximum of six years)

REFERENCES

- > Fishel, D, The Book of the Board, Federation Press, Sydney, NSW (2003; 3rd edn. 2014)

ABOUT POSITIVE SOLUTIONS

[Positive Solutions](#) offers a range of services to non-profit boards throughout Australia. [Board development workshops](#) and detailed board reviews can be tailored to the needs of each organisation. To find out more about how Positive Solutions can help you, contact: info@positive-solutions.com.au or call 07 3891 3872.

THE BOOK OF THE BOARD

[The Book of the Board](#) is Australia's standard reference book for board and committee members of non-profit organisations. Authored by Positive Solutions Director, David Fishel, and currently in its third edition, The Book of the Board provides clear guidance on the role of the non-profit board, formal and legal responsibilities, and the ways in which the board can maximise its effectiveness for the organisation.

- > RRP \$59.95
- > Positive Solutions Price \$55 Inc. GST

