	Policy No: CWS02
	Version: A
cancer **wellness support** Complementary Therapies | Community Generosity	**Responsible person:** Chair of Board
	Scheduled review date: May 2023
	Approved by Board: 26th August 2021

GOVERNANCE POLICY

1. Introduction

Governance in the community sector is concerned with the systems and processes that ensure the overall direction, effectiveness, supervision and accountability of an organisation.

Board members take ultimate responsibility for the governance of their organisations. However, governance is not a role for Boards and Board members alone. Governance is also concerned with the way Boards work with chief executives and staff, volunteers, service users, members and other stakeholders to ensure the organisation is effectively and properly run and meets the needs for which the organisation was set up.

2. Purpose

The Governance Policy is intended to clarify the content of the organisation's constitution by making explicit the underlying principles of governance approved by the organisation.

This policy does not cover legal or ethical issues concerning the role of the Board or its members, which are addressed separately elsewhere.

3. Policy

The Board of Cancer Wellness Support (CWS) is an elective, representative, and collective body.

- It is elective, in that the determination of Board members is the prerogative of members through the election process.
- It is representative, in that no member can be mandated by their constituency to adopt a particular position if they do not believe it to be in the best interests of the organisation. Whatever the constituency of any member, all members are committed to acting selflessly and making decisions and voting on governance decisions solely in the best interests of the organisation.
- It is collective, in that while each member should put the point of view of their constituency, and each member has the right to argue for their own point of view and to vote for that position, once a collective decision has been taken Board members are required to support that decision.

The function of the Board of CWS is to collectively ensure the delivery of the organisation's objects, to set its strategic direction, and to uphold its values. The Board should collectively be responsible and accountable for ensuring and monitoring that the organisation is performing well, is solvent, and is complying with all its legal, financial, and ethical obligations.

We acknowledge use of ourcommunity.com template in development of this document

---

Policies can be established or altered only by the Board: Procedures may be altered by the CEO

The responsibilities of the Board that cannot be delegated to any other person or body include:

- Compliance monitoring – ensuring compliance with the objects, purposes and values of the organisation, and with its constitution

- Organisational governance – setting or approving policies, plans and budgets to achieve those objectives, and monitoring performance against them

- Strategic planning – reviewing and approving strategic direction and initiatives

- Regulatory monitoring – ensuring that the organisation complies with all relevant laws, regulations and regulatory requirements

- Financial monitoring – reviewing the organisation's budget, monitoring management and financial performance to ensure the solvency, financial strength and good performance of the organisation

- Financial reporting – considering and approving annual financial statements and required reports to government;

- Organisational structure – setting and maintaining a framework of delegation and internal control

- Leadership selection – selecting, evaluating the performance of, rewarding and, if necessary, dismissing the organisation's Chief Executive Officer (CEO)

- Succession and remuneration planning – planning for Board, CEO and executive succession, and determining senior management remuneration

- Risk management – reviewing and monitoring the effectiveness of risk management and compliance in the organisation; agreeing or ratifying all policies and decisions on matters which might create significant risk to the organisation, financial or otherwise

- Dispute management – dealing with and managing conflicts that may arise within the organisation, including conflicts arising between Board members, staff, the CEO, members, volunteers, or service users.

- Social responsibility – considering the social, ethical and environmental impact of all activities and operations and ensuring that these are acceptable

- Board performance and composition – evaluating and improving the performance of the Board.

4. Relationship with management

The Board should focus on the strategic direction and the core policies of the organisation, and avoid becoming involved in day-to-day operational decisions. Where individual Board members do need to become involved in operational matters, they should separate their strategic role (where they operate independently of any direction) from their operational role (where they act at the direction of management).

5. Code of Conduct

In carrying out all the above responsibilities, members must comply with the *CWS Code of Practice for Board and Committee Members* and the *ACNC Board member Statement of Compliance.*

We acknowledge use of ourcommunity.com template in development of this document

	Procedure No: CWS02
cancer **wellness support** Complementary Therapies | Community Generosity	**Version:** A
	Responsible person: Chair of Board
	Scheduled review date: June 2023
	Approved by Board: 26th August 2021

GOVERNANCE PROCEDURES

1. Responsibilities

It shall be the responsibility of the Board to establish and maintain, policies and procedures, and systems of financial control, internal control, and performance reporting.

It shall be the responsibility of the Board to clearly demarcate and delegate the functions of sub-committees, officers, the CEO, and other staff and agents.

It shall be the responsibility of the CEO to address key management and operational issues within the direction and the policies laid down by the Board, including:

1. Developing and implementing organisational strategies and making recommendations to the Board on significant strategic initiatives;

2. Making recommendations for the appointment of staff, determining terms of appointment, evaluating performance, and developing and maintaining succession plans for staff;

3. Developing the annual budget and managing day-to-day operations within the budget;

4. Maintaining an effective risk management framework;

5. Keeping the Board and regulators informed about any developments with a material impact on the organisation's performance; and

6. Managing day-to-day operations in accordance with agreed standards for social, ethical and environmental practices.

2. Procedures

Internal controls
The Board should set and maintain, policies and procedures, and systems of financial control, internal control, and performance reporting. The Board should ensure that there is a system for the regular review of the effectiveness of its financial control, internal control, performance reporting, and policies and procedures.

Managing risk
The Board should undertake a full risk assessment (either periodically or on a rolling basis) and take appropriate steps to manage the organisation's exposure to significant risks. The Board must regularly review the risks to which the organisation is subject, and take action to mitigate risks identified.

We acknowledge use of ourcommunity.com template in development of this document

Board review

The Board should ensure that there is a system for the regular review of its own effectiveness in meeting its responsibilities.

3. Related Documents

- [Code of Practice for Board and Committee Members](#)
- [Code of Ethics](#)
- [Conflict of Interest Policy](#)
- [CEO Recruitment Policy](#)
- Access and Equity Policy (when established)
- [Board Dispute Resolution Policy](#)
- [Board Grievance Policy](#)
- [Transparency and Accountability Policy](#)

We acknowledge use of ourcommunity.com template in development of this document