## G1: BOARD OF MANAGEMENT FUNCTIONS AND DUTIES

**OBLIGATIONS AND DUTIES OF A BOARD MEMBER**

All Board members need to be made aware of their responsibilities and how Community Gateway will ensure they have the information to be able to meet them. This outline of the obligations and duties of Community Gateway Board Members will assist in the process.

**THE FUNCTIONS OR TASKS OF A BOARD**

* 1. It is the expertise, “the professionalism” and the goodwill of the Board members and staff which will determine the outcomes of Community Gateway. Nevertheless, the structures and “rules” under which the Board fulfils its governance role are critical, especially during a period of significant challenges and change. Clarity of the “rules” by which an organisation is governed is particularly relevant when seeking to minimise the risk to both the organisation and to its stakeholders. Transparency and accountability, as expressed in the legal structure, constitution and governance policies, are also very important when a not-for-profit organisation is seeking to raise its profile in the community. This is especially true when seeking potential donors, establishing support from the private sector and developing alliances and similar relationships with other not-for-profit organisations.
	2. The Board of Management, with the advice of the Chief Executive Officer, should undertake the following.
* Approve and monitor compliance with a Mission Statement that identifies the sense of purpose of the organisation and acts as a reference point for evaluating all its decisions and the outcome of these decisions.
* Approve a Values Statement (or Statements) that identifies the principles of behaviour within which the Board and Staff will work.
* Set a Vision Statement that will identify the intent of the Board for the general way forward – or how the Mission will be advanced.
* Establish clear rules which are termed policies for the management of the Board and how it will govern the organisation.
* Set and monitor financial management policies and guidelines.
* Set and monitor policies that govern the actions of staff in relation to clients.
* Set and monitor policies that govern how the staff members are managed.
* Set, monitor and work within a Strategic Plan that establishes clear goals for the service that can be monitored by the Board on a regular basis.
* Ensure Community Gateway meets its legal and other compliance issues so the future of the organisation is secure through effective governance.
* Ensure the conditions are present for the sustainability of the Mission and the flame is kept burning.
	1. The critical actions to achieve the objectives of the Board include the following:

**BOARD DUTY STATEMENT**

* Determine the duties, appoint, monitor and review the Chief Executive Officer.
* Identify and agree to appropriate delegations of Board responsibility and duties to the Chief Executive Officer, **but not its accountability**.
* Approve appropriate governance policies to manage the Board.
* Approve policies for staff and Community Gateway’s dealings with clients.
* Meet monthly to review the progress of Community Gateway based on the report of the Chief Executive Officer and additional information as required by the members.
* Establish a strategic plan once every three years, monitor progress against the plan every quarter and update the goals of the plan yearly.
* Agree to and monitor the progress of the yearly budget – finance plan.
* Agree to and monitor the yearly Business Plan.
* Ensure there are appropriate checks and balances in the system of management to prevent illegality or a failure to comply with the directions and policies of the Board, including an audit and reporting system.
* Identify and manage risks, including the failure to meet legal compliance requirements.
* Identify the Board’s role and maintain and follow it.

**THE DUTIES OF A COMMUNITY GATEWAY INC. BOARD MEMBER**

**Board Members’ Statement of Duties**

Scope: To provide input into Board discussion about finance, client and other organisational activities and to make independent decisions about Board motions in the best interests of those affected by the decisions.

* Attend the monthly Board meetings and additional meetings as mutually agreed.
* Assist in setting the direction and monitoring the outcomes of Community Gateway.
* Keep up to date with Board papers and information provided.
* Agree to and follow the Constitution, Board Governance rules and Board protocols.
* Declare any conflict of interest before any relevant matters are put before Board members.
* Adhere to the policies and procedures of the organisation.
* The duties of a Community Gateway Board Member must be exercised with a duty of care and in good faith in the interests of all stakeholders.
	1. In addition, there should be statements of duties for the Board Chairperson, Vice Chairperson, Secretary and Treasurer.

**Treasurer - Role & Responsibilities**

All roles and responsibilities relating to the Board of Management apply to the Treasurer.

Scope of the Treasurer: To oversee the financial management and risk management of Community Gateway.

In addition to the Board of Management duties, it is the duty of the Treasurer to ensure that:

* The Board is informed of the current financial situation of Community Gateway and any future financial liabilities or risk. ­
* All monies due to the organisation are collected and received and all liabilities are met or are being capable of being met.
* Correct books and accounts are kept showing the financial affairs of Community Gateway including full details of all receipts and expenditure connected with the activities of Community Gateway.
* To ensure that funds are expended according to the guidelines of funding bodies and there is adequate record keeping for the audit trail.
* **Fundraising money is raised in accordance with the relevant laws and regulations.**

* 1. The Chair is first amongst equals and has no greater or lesser power than the other members unless specifically delegated by a vote of the Board. There should be a clear statement of duties of the Chairperson.

**Statement of Duties for the Chairperson**

Scope: The chairperson will be delegated to liaise with the Chief Executive Officer in between Board meetings but not make decisions that are Board decisions without reference to the Board or outside the delegations given.

* The Chairperson will manage the Board meetings within the standard rules of Meeting Management.
* The Chairperson shall meet with the Chief Executive Officer prior to the Board meeting to finalise the agenda and other relevant matters.

#### MEASUREMENT

* Analysis of client and carer surveys
* Financial audit
* Referral and service information

#### RESPONSIBILITIES

* Board of Management
* Chief Executive Officer
* Directors

#### STANDARDS and COMPLIANCE

*Community Care Common Standard 1.1: Corporate Governance*

*Community Care Common Standard 1.2: Regulatory Compliance*

*Community Care Common Standard 1.3: Information Management Systems*

*Community Care Common Standard 1.4: Community Understanding and Engagement*

*Community Care Common Standard 1.5: Continuous Improvement*

*Community Care Common Standard 1.6: Risk Management*

*Community Care Common Standard 1.7: Human Resource Management*

*Community Care Common Standard 1.8: Physical Resources*

*Disability Service Standard 6: Service Management*