



Mount Alexander Women's Sports Club

Committee Charter

1. Purpose of Charter

- 1.1. The Committee Charter sets out the role, composition and responsibilities of the Committee of Directors ("the Committee") of the Mount Alexander Women's Sports Club
- 1.2. The conduct of the Committee is also governed by the Constitution of the Mount Alexander Women's Sports Club, a copy of which is located at on the club website

A number of operational matters relating to the Committee such as number of meetings per year, notification of interests, and election of directors are governed by the Constitution and are not reproduced here.

2. Purpose of the Committee

- 2.1. The Committee has two overarching purposes, performance and compliance:

PERFORMANCE: assist the organisation to perform to its best potential

Strategy and policy

- approve Vision/mission and ensure it is embedded into the organisation's operations
- approve strategic plan and policies and monitor regularly

Accountability

- overall performance of the organisation
- committee evaluation, succession planning
- report outcomes to stakeholders

Public Relations

- represent and participate
- keep stakeholders informed
- project a strong and positive image
- promote the vision
- facilitate cohesion
- protect the interests of stakeholders
- speak with one voice regarding Committee decisions

Risk management

- Ensure up-to-date and effective risk profile and management strategy
- monitor critical risks

COMPLIANCE: conform with or exceed all legal requirements

Legal

- monitor constitution
- comply with directors' responsibilities
- comply with laws
- monitor insurance requirements

Accountability

- monitor financials
 - compliance audits
- 2.2. The Committee, while meeting its responsibilities, is mindful of the organisations mission and the objects of the organisation as embodied in its Constitution.

3. Roles and Responsibilities

3.1. The functions of the Committee are to:

3.1.1. Provide effective leadership and collaborate with the Executive management team in:

- articulating the organisation's values, vision, mission and strategies
- developing strategic (direction) plans and ordering strategic priorities
- maintaining open lines of communication and promulgating through the organisation and with external stakeholders the values, vision, mission and strategies
- developing and maintaining an organisation structure to support the achievement of agreed strategic objectives

3.1.2. Review and agree the business (action) plans and annual budget proposed by the Executive management team

3.1.3. Monitor the achievement of the strategic and business plans and annual budget outcomes

3.1.4. Establish such committees, policies and procedures as will facilitate the more effective discharge of the Committee's roles and responsibilities

- 3.1.5. Ensure, through the Committee committees and others as appropriate, compliance obligations and functions are effectively discharged
 - 3.1.6. Initiate a Committee self-evaluation program and follow-up action to deal with issues arising and arrange for directors to attend courses, seminars and participate in development programs as the Committee judges appropriate
 - 3.1.7. Ensure that all significant systems and procedures are in place for the organisation to run effectively, efficiently, and meet all legal and contractual requirements
 - 3.1.8. Ensure that all significant risks are adequately considered and accounted for by the Executive management team.
 - 3.1.9. Ensure that organisation has appropriate corporate governance structures in place including standards of ethical behaviour and promoting a culture of corporate and social responsibility.
- 3.2. The Committee has no operational involvement in the conduct of organisation's business activities and delivery of services. Its role is confined to setting and reviewing policy.

4. Membership and Term

- 4.1. The Constitution states that quorum for a committee meeting is the presence (in person or via technology) of a majority of the committee members holding office.
- 4.2. The Committee consists only of non-executive directors, the majority of whom are independent. That is, no member of the Committee may be a member of the paid staff of the organisation.
- 4.3. Directors are free from any interest and any business or other relationship which could, or could reasonably be perceived to, materially interfere with the director's ability to act in the best interests of the organisation.
- 4.4. Membership of the Committee shall be disclosed in the annual report including whether a director is independent or not independent.
- 4.5. The Committee has not adopted a tenure policy, but according to the Constitution, each director must be re-elected by the membership after years on the Committee.

5. Committee Culture

- 5.1. The Committee actively seeks to have an 'engaged culture' which is characterised by candour and a willingness to challenge.
 - 5.1.1. Agendas
 - The agendas of the Committee limit presentation time and maximise discussion time.
 - There are lots of opportunities for informal interactions among Committee members.
 - 5.1.2. Norms
 - Committee members are honest yet constructive.

- Members are ready to ask questions and willing to challenge leadership.
- Members actively seek out other members' views and contributions.
- Members spend appropriate time on important issues.

5.1.3. Beliefs

- "If I don't come prepared, I will be embarrassed."
- "If I don't actively participate, I won't be fulfilling my responsibility."
- "I'll earn the respect of fellow Committee members by making valuable contributions and taking responsibility for what I do."
- "If I can't carry my load, or if I can't agree with what's going on, I should resign."

5.1.4. Values

- The Committee serves the community by actively participating in governance.
- The Committee is responsible to various stakeholders.
- Committee members are personally accountable for what goes on at the organisation.
- the Committee is responsible for maintaining the organisation's stature in the sector.
- Committee members respect each other.

6. Reporting

- 6.1. Proceedings of all meetings are minuted and signed by the President or the chairperson of the meeting.
- 6.2. Minutes of all Committee meetings are circulated to directors and approved by the Committee at the subsequent meeting.
- 6.3. Resolutions are first put to the Committee in draft form (as a "Committee Paper") and, once passed, are recorded in a Resolutions Register.

7. Review of Charter

- 7.1. The Committee will review this charter annually to ensure it remains consistent with the Committee's objectives and responsibilities.

8. Publication of the Charter

- 8.1. Key features of the charter are to be outlined in the organisation Annual Report.
- 8.2. A copy of the charter is available on the club website.