

Role of *Tasmanian Writers Centre* Board

The prime focus of a board is to provide purpose, leadership, direction and strategy to an organisation, including the approval of a strategic plan. Board members are not required to be involved in the day-to-day operations but should be aware of the activities, services and programs the *Tasmanian Writers Centre* runs.

Board members must ensure that they act for the organisation as a whole, rather than a particular section of the membership. To avoid conflicts of interest, members can refer to the organisation's statement of purpose/mission. Board members have to be accountable for all decisions and be transparent in all processes. Board members have legal obligations to act in the best interests of the organisation.

Responsibilities of the board

In brief, the TWC board is responsible for:

- Approving the budget, organisational values and strategic direction
- Maintaining strategic vision and goals
- Aligning activities with objectives
- Appointing the TWC Director
- Risk management
- Maintaining financial accountability
- Ensuring legal accountability
- Implementing strategic plans

Financial responsibilities

A board is responsible for the preparation and fair presentation of financial statements and the annual financial report. All board members must be aware of the organisation's financial position – not just the treasurer. When board members make decisions, it's important to think about whether the organisation can afford the costs.

All members must ensure that payments on debt can be paid on time. If board members have reasonable grounds for suspecting that the organisation will be unable to pay its debts when they are due, members must not allow the organisation to incur further debts.

Legal responsibilities

Under both the *Associations Incorporation Act 1981* and *Corporations Act 2001*, committee/board members are prohibited from improperly using their position, or information gained from their position, to gain advantage (financially or other) or cause detriment to the organisation.

A conflict of interest arises when a person, who has a duty to act in the best interests of another, is presented with the opportunity or potential to 'use' that position in some

way for their own personal benefit (or for the benefit of friends, relatives or another organisation).

Conflicts of interest are common, particularly in small communities or specialised sectors where everyone knows each other and people wear several 'hats' in different committees. Conflicts of interest are **not** illegal. But you do have a legal duty to disclose and manage conflicts of interest.

In the event of a conflict of interest, committee/board members must:

- Declare any conflict of interest – if in doubt, treat as a potential conflict
- Leave the discussion or room
- Refrain from voting
- Ensure that the declaration of conflict and removal from discussion and voting was marked in the minutes

Occupational Health and Safety (OH&S)

A safe workplace is important for staff and volunteer morale and is also a legal obligation. Paid board/committee members have a legal responsibility under individual liability. Board members who volunteer (are unpaid) don't have a legal responsibility under individual liability but can be charged under negligence laws.

Proper induction and training introduces new members to their roles and responsibilities, especially financial, legal and OH&S responsibilities. Training in how to read financial statements can also remove legal risks.

Responsibilities of individuals

Good governance means board members are informed and involved in making decisions, have a good understanding of the programs and activities run by the organisation and are not afraid to ask for clarification or more information. It's important for board members to stay active and interested in the organisation and to contribute to board meetings.

A board member's commitment to being on the board does not start at the beginning of a board meeting and end when the meeting finishes. As a representative of the organisation, it is an ongoing position that requires board members to think about what is in the best interests of the organisation.

All board members have the following responsibilities:

- To attend board meetings
- To actively engage in the board's activities
- To report to the meeting on any task that have been assigned
- To ask questions and seek outside information or help if required to make informed decision
- To make decisions with honesty and integrity and reflect on the organisation's rules and purposes

- To declare any conflicts of interest
- To ensure the organisation can pay bills and doesn't go into debt

Key duties of individuals

The four key duties for TWC board members are:

- Duty to act in good faith and for a proper purpose
- Duty to act with care, skill and diligence
- Duty not to misuse position or information
- Duty to manage conflicts of interest

If these duties are undertaken, board members will avoid legal issues. Individuals must take their position on the board seriously. They are accountable for the organisation.

Additional information

Boards and Committees of Management function in organisations as governors, steering the organisation in the direction outlined in its mission statement. The ordinary members of the organisation generally cannot find the time or the application to make all the decisions, and certain functions that organisations have to fulfil require time, consistency (in who deals with the issue) and expertise.

Board members look at the big picture and with that in mind attempt to guide an organisation towards a prosperous future.

Their roles and responsibilities include:

- Ensuring information is communicated from the Board to members, and vice versa.
- Ensuring relevant stakeholders are informed and consulted on various issues and decisions.
- Understanding relevant local/state/federal laws and making sure the organisation operates within them.
- Acting with the utmost integrity and putting the organisation ahead of personal interests.
- Reviewing company procedures/programs/training and reviewing executive positions
- Setting long-term goals that are consistent with the organisation's mission
- Appointing a TWC Director appointing new Board members and selecting committee members.
- Managing the organisation's committees
- Building the organisation's public profile
- Setting budgets and securing the organisation's financial security.
- Providing leadership and direction