

## GOVERNANCE

### *Background*

Code 1.2 of the CBAA Codes of Practice requires community radio stations to have written governance policies and procedures that support management, financial, and technical operations to meet all legal requirements.

The Committee of Management (CoM) is accountable for the governance of Alpine FM, however it should also be the concern of volunteers, members and other stakeholders to ensure the organisation is effectively and properly operated.

Committee members take ultimate responsibility for the financial and legislative governance of the organisation; however, governance is also concerned with the way the CoM works with volunteers, members and other stakeholders to ensure the organisation is effectively and properly run and meets the needs for which it was originally created.

### *Purpose*

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

This policy is intended to clarify the content of Kiewa Valley Community Radio Inc.'s (Alpine FM's) constitution (also referred to as 'rules') by making explicit the underlying principles of governance as approved by the organisation.

### *Guiding Principles*

Alpine FM's CoM is an elective, representative, and collective body.

It is elective, in that the persons serving on the CoM are determined by the members of Alpine FM through an election process.

It is representative, in that each person serving on the CoM will act in the best interests of the whole organisation and all members are committed to act selflessly and make decisions and vote on governance decisions solely in the best interests of Alpine FM.

It is collective, in that while each member of the CoM has the right to argue for their own point of view and to vote for that position, once a collective decision has been taken CoM members are required **to support that decision**.

### *Policy*

The function of Alpine FM's CoM is to collectively ensure the delivery of the organisation's objects, to set its strategic direction, and to uphold its values. The

CoM 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.

1. The responsibilities of the CoM that cannot be delegated to any other person or body include:
  - a. Compliance monitoring – ensuring compliance with the objects, purposes and values of the organisation, and with the constitution.
  - b. Organisational governance – setting or approving policies, plans and budgets to achieve those objectives, and monitoring performance against them.
  - c. Strategic planning – reviewing and approving strategic direction and initiatives.
  - d. Regulatory monitoring – ensuring that the organisation complies with all relevant laws, regulations and regulatory requirements.
  - e. Financial monitoring – reviewing the organisation’s budget, monitoring management and financial performance to ensure the solvency, financial strength and good performance of the organisation.
  - f. Financial reporting – considering and approving annual financial statements and required reports.
  - g. Organisational structure – setting and maintaining a framework of delegation and internal control.
  - h. Leadership selection – selecting, evaluating the performance of, rewarding and, if necessary, dismissing the organisation’s paid staff and leadership volunteers.
  - i. Succession and remuneration planning – planning for executive and ordinary committee member succession, paid staff and leadership volunteers (e.g. technical officers, grants officer, policy officer, production and programming officers, IT officer).
  - j. 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.
  - k. Dispute management – dealing with and managing conflicts that may arise within the organisation, including conflicts arising between CoM members, volunteers and paid staff.
  - l. Social responsibility – considering the social, ethical and environmental impact of all activities and operations and ensuring that these are acceptable.

- m. CoM performance and composition – evaluating and improving the performance of the committee.

### *CoM members with operational roles*

The CoM 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 CoM 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 the CoM).

### *Model Rule Changes in Victoria 18 November 2023*

Alpine FM's Strategic Plan requires us to review the Constitution every two years and ensure CoM approval and promulgation to members is undertaken (typically at an AGM).

New rules were introduced in both ACT and Victoria in November 2023 and has required a review of our policies relating to:

- remote meeting attendance
- email and e-signature
- dispute resolution procedures
- conflict of interest policy and procedures
- drafting of a COI management plan
- drafting of a dispute plan
- setting up processes for independent mediation


Alpine FM adopted its own rules in 2018 consistent with the Model Rules under the Associated Incorporations Reform Act 2012. Where the new rules have identified a change in our policies, these are being updated progressively by the CoM.

*Note:* For the association's financial year ending on or after 1 July 2024, Alpine FM falls into Tier 1 – less than \$500,000 for its financial reporting according to its total revenue.

### *Related documents*

- CBAA Codes of Practice
- Alpine FM Constitution
- Alpine FM policies and procedures

*Policy updates*

<b>Version Control</b>	<b>Date Amended</b>	<b>Author</b>
Version 2.0	17 August 2024	Linda Parkinson
Version 1.1	15 August 2024	Henry Ziemnicki Linda Parkinson
Version 1.0 Approver Nick Brown	19 February 2019	Linda Parkinson
<b>Approver name and position:</b> Linda Parkinson, President	Signature 	
<b>Date of approval</b> 19 August 2024		
<b>Next Review date</b> 19 August 2025		