

Dicky Beach Supporters Club Management Committee Charter

1. PURPOSE OF CHARTER

- 1.1. The Management Committee Charter sets out the role, composition and responsibilities of the Directors of Dicky Beach Supporters Club Inc.
- 1.2. The conduct of the Management Committee is also governed by the Constitution of Dicky Beach Supporters Club Inc., a copy of which is located at <https://dickybeachsurfclub.com.au>, and the Incorporations Act.

A number of operational matters relating to the Management 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 MANAGEMENT COMMITTEE

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

COMPLIANCE: conform with or exceed all legal requirements

2.1.1 Legal

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

2.1.2 Accountability

- monitor financials
- compliance audits

PERFORMANCE: assist the organisation to perform to its best potential

2.1.3 Strategy and policy

- approve Vision/mission and ensure it is embedded into the organisations operations
- approve Strategic plan and policies and monitor regularly

2.1.4 Accountability

- overall performance of the organisation
- Management Committee evaluation, succession planning
- report outcomes to stakeholders
- manage paid employees

2.1.5 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 Management Committee decisions

Dicky Beach Supporters Club Management Committee Charter

2.1.6 Risk Management

- Ensure up-to-date and effective risk profile and management strategy
 - monitor critical risks
- 2.2. The Management 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 Management Committee has delegated authority for the management and operation of the organisation to the General Manager.
- 3.2. The functions of the Management Committee are to:
- 3.2.1. Provide effective leadership and collaborate with staff 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
 - 3.2.2. Monitor the performance of staff against agreed performance indicators
 - 3.2.3. Review and agree the business (action) plans and annual budget proposed by responsible directors and officers
 - 3.2.4. Monitor the achievement of the strategic and business plans and annual budget outcomes
 - 3.2.5. Establish such committees, policies and procedures as will facilitate the more effective discharge of the Management Committee's roles and responsibilities
 - 3.2.6. Provide delegation to committees and others as appropriate, so that their compliance obligations and functions are effectively discharged
 - 3.2.7. Initiate a Management 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 Management Committee deems appropriate
 - 3.2.8. Ensure that all significant systems and procedures are in place for the organisation to run effectively, efficiently, and meet all legal and contractual requirements
 - 3.2.9. Ensure that all significant risks are adequately considered and accounted for by the Management Committee and staff.
 - 3.2.10. Ensure that the organisation has appropriate corporate governance structures in place including standards of ethical behaviour and promoting a culture of corporate and social responsibility.

Dicky Beach Supporters Club Management Committee Charter

3.3 The Management Committee has no operational involvement in the conduct of the organisation's business activities and delivery of services. Its role is confined to:

- Legal and Financial Accountability
- Strategic Vision and Objectives
- Managing Risk
- Accountability

4. MEMBERSHIP AND TERM

- 4.1. The Constitution provides for a maximum of seven (7) directors and a minimum of half maximum plus one director: four (4) (so that a quorum can be formed to transact business at meetings).
- 4.2. The Management Committee consists only of non-executive directors, all of whom are independent. That is, no member of the Management 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 Management Committee shall be disclosed in the annual report including whether a director is independent or not independent.
- 4.5. The Management Committee has not adopted a tenure policy, but according to the Constitution, each director must be re-elected by the membership after two (2) years on the Management Committee.

5. MANAGEMENT COMMITTEE/STAFF relationship

- 5.1. The roles of the President and General Manager are strictly separated.
 - 5.1.1. The General Manager is responsible for:
 - policy direction of the operations of the organisation
 - the efficient and effective operation of the organisation
 - bringing material and other relevant matters to the attention of the Management Committee in an accurate and timely manner.

6. MANAGEMENT COMMITTEE CULTURE

- 6.1. The Management Committee actively seeks to have an 'engaged culture' which is characterised by candour and a willingness to challenge the status quo.

ASIC provides guidance to assist individuals and responsible entities to comply with their obligations, make good decisions and act in the best interests of stakeholders: <https://asic.gov.au/regulatory-resources/corporate-governance/>

6.1.1. Agendas

- The agendas of the Management Committee limit presentation time and maximise discussion time.
- There are many opportunities for informal interactions among Management Committee members.

Dicky Beach Supporters Club Management Committee Charter

6.1.2. Norms

- Management Committee members are honest and constructive.
- Management Committee members are ready to ask questions and willing to challenge the status quo.
- Management Committee members actively seek out other members' views and contributions.
- Management Committee members spend appropriate time on important issues.

6.1.3. Duties

- Duty to Act for a Proper Purpose. Directors must not use their powers for an improper purpose.
- Duty to Act in Good Faith.
- Duty to Act with Care and Diligence.
- Duty to Avoid Conflicts of Interest.
- Duty to Prevent Insolvent trading.
- Administrative duties.

6.1.4. Values

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

7. REPORTING

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

8. REVIEW OF CHARTER

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

9. PUBLICATION OF THE CHARTER

- 9.1. Key features of the charter are to be outlined in the organisation Annual Report.
- 9.2. A copy of the charter is available at <https://dickybeachsurfclub.com.au>