

## Role Description: Committee Member Aurora Community Association



In essence the role of a committee member, whether an executive or ordinary member, is to govern the Aurora Community Association i.e. directing and controlling the organisation through collective decision making. This is a mandatory requirement of everyone on the committee.

### The Governance role

Together the committee members must fulfil the **5 core governance functions**:

1. Determine goals/ targets and strategy – setting the organisation's direction and determining how it will get there.
2. Accountability – being held to account for the actions of the organisation and holding those who carry out the work (staff and/or volunteers) to account.
3. Look after the committee – ensuring committee renewal (recruitment, induction and retirement), effective decision making and information sharing processes, positive group dynamics, and reflection, learning and development for the committee as necessary.
4. Safeguard assets - acting as custodian of the assets, tangible (money, property etc) and intangible (organisation's reputation and name), ensuring that assets are used appropriately and constitutionally. Ensuring that there are sufficient assets for the organisations survival.
5. Act as 'boundary-spanner' – linking the organisation to its stakeholders, such as members, the community, funders etc.

In order to fulfil these governance functions, committee members should:

- Be active – you cannot be a dormant or 'sleeping' management committee member, *you are still liable for the decisions the others make in your absence*.
- Act jointly – an individual has no powers on their own unless they have been specifically given them by the committee (minuted at a proper meeting).
- Act constitutionally (and within the law) – make sure that you act within the powers and objects (remit) set out in the rules, including following the constitution on how meetings are run and how the committee is recruited.
- Act in the interests of the beneficiaries – put yourself in the beneficiaries' position and make decisions that are best for them.
- Act reasonably and honestly – remembering to minute discussions and debates so that your reasonableness can be demonstrated.
- Exercise their duty of care- act prudently and reasonably

### Conduct (legal)

The rules of the Aurora Community Association set out the powers of the committee of management, quorum and procedure at committee meetings, election and terms of office of committee members, and grounds on which an office of a committee member becomes vacant. According to the Aurora Community Association rules, general committee members:

1. Must become familiar with the ACA Rules and the Association's responsibilities under the Associations Incorporation Reform Act 2012 (the Act) as soon as practicable after being elected or appointed.
2. Are collectively responsible for ensuring that the Association complies with the Act and that individual members of the Committee comply with these Rules.
3. Must exercise their powers and discharge their duties with reasonable care and diligence; in good faith in the best interests of the Association; and for a proper purpose.
4. Must not make improper use of their position or information acquired by virtue of holding their position so as to gain an advantage for themselves or any other person or to cause detriment to the Association.
5. Must avoid conflict of interest, so if they have a material personal interest in a matter being considered at a committee meeting, disclose the nature and extent of that interest to the Committee.

6. Hold office until either: the positions of the Committee are declared vacant at the next annual general meeting (where they may be re-elected); they resign (by written notice addressed to the Committee); they cease to be a member of the Association; or they fail to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without leave of absence under rule 67.
7. Must meet *at least* 4 times in each year at the dates, times and places determined by the Committee.
8. Must ensure that minutes are taken and kept of each committee meeting.
9. Must perform any other duties imposed from time to time by resolution at a general meeting.

In addition to the above points, the **statutory responsibilities** of committee members include:

1. Ensure the Registrar (the Director of Consumer Affairs Victoria) is notified of a change of the Association's registered address within 14 days of the change by lodging a Change of Association Details form.
2. Ensure an annual general meeting is held within five months after the end of the association's financial year and submit a financial statement to members at the meeting.
3. Ensure that the requirements under the Act relating to the financial statements of the Association are met, including
  - the preparation of the financial statements;
  - if required, the review or auditing of the financial statements;
  - the certification of the financial statements by the Committee;
  - the submission of the financial statements to the annual general meeting of the Association;
4. Ensure the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee (in an Annual Statement) within one month after the annual general meeting.

More detailed information about the legal duties of not-for-profit committees can be found in the 2012 PilchConnect publication: "[Guide to the Legal Duties of not-for-profit Committee members and office holders in Victoria](#)" & 2012 PilchConnect Information sheet "[Financial powers and reporting obligations](#)".

### **Conduct (practical)**

Committee Members should:

- Strive to attend all meetings, sending apologies to the chair for necessary absences.
- Prepare for the meeting by reading the agenda, papers and emails before the meeting.
- Talk to the chair before the meeting if you need to clarify anything.
- Arrive on time. Stay to the end.
- Participate fully in the meeting;
  - Listen to what others have to say and keep an open mind.
  - Contribute positively to the discussions.
  - Try to be concise and avoid soliloquies/speeches.
- Help others concentrate on the meeting. Discourage side conversations.
- Have the best interests of the organisation/beneficiaries in mind at all times.
- Draw attention to any potential conflicts of interest that may arise in the meeting.
- Fulfil any responsibilities assigned to you at the meeting and be prepared to report back on your progress at the next meeting.

### **Ideal Qualities**

Committee Members should:

- Have a commitment to the organisation and its aims.
- Have a willingness to devote the necessary time and effort.
- Possess good judgement and independence of mind.
- Show a willingness to work collectively as part of a group.
- Seek constructive debate and dialogue over confrontation.