

1. PURPOSE OF POLICY

This policy outlines the duties, roles and responsibilities of the committee of management of Annie Dennis (**Committee**).

2. VALUES

Annie Dennis is committed to ensuring that there are appropriate systems and processes in place to enable:

- good governance and management of the organisation;
- accountability to its stakeholders;
- compliance with all regulatory and legislative requirements placed on the organisation;
- the provision of high quality education and care;
- an ongoing process of review and evaluation of all relevant information; and
- the organisation to remain solvent and comply with all its financial obligations.

3. SCOPE

This policy applies to Annie Dennis, the Committee and any subcommittees of the Committee (**Subcommittee**).

4. BACKGROUND

The governance of an organisation is concerned with the systems and processes that ensure the overall direction, effectiveness, supervision and accountability of the organisation.

Members of the Committee are responsible for:

- setting the directions for Annie Dennis;
- ensuring that its goals and objectives are met in line with the Annie Dennis Children's Centre Incorporated rules (**Rules**); and
- ensuring all legal and regulatory requirements governing the operation of the business are met.

Under the *Education and Care Services National Law Act 2010 (Act)* and the *Education and Care Services National Regulations 2011 (Regulations)*, early childhood services are required to have policies and procedures in place relating to the governance and management of the service, including confidentiality of records (refer to the Privacy and Confidentiality Policy).

5. DEFINITIONS

The terms defined in this section relate specifically to this policy. For commonly used terms eg Approved Provider, Regulatory Authority, etc refer to the 'General Definitions' section of the Annie Dennis Policy Manual.

Annie Dennis means Annie Dennis Children's Centre, being an Approved Provider.

Actual Conflict of Interest: Where there is a real conflict between a Committee member's responsibilities and their private interests.

Conflict of Interest: An interest that may affect, or may appear reasonably likely to affect, the judgement or conduct of a member (or members) of the Committee or Subcommittee, or may impair their independence or loyalty to the service. A Conflict of Interest can arise from avoiding personal losses as well as gaining personal advantage, whether financial or otherwise, and may not only involve the member of the Committee or Subcommittee, but also their relatives, friends or business associates.

Governance: The process by which organisations are directed, controlled and held to account. It encompasses authority, accountability, stewardship, leadership, directions and control exercised in the organisation (Australian National Audit Office, 1999).

Perceived Conflict of Interest: Arises where a third party could form the view that a Committee member's Private Interests could improperly influence the performance of their duties on the Committee, now or in the future.

Potential Conflict of Interest: Arises where a Committee member has Private Interests that could conflict with their responsibilities.

Private Interests: Includes not only a Committee member's own personal, professional or business interests, but also those of their relatives, friends or business associates.

6. PROCEDURES

Annie Dennis is responsible for ensuring that the service has appropriate systems and policies in place for the effective governance and management of the service.

7. CORE ELEMENTS OF THE GOVERNANCE MODEL

The following are the core elements of the Governance systems at Annie Dennis for which the Committee is responsible:

- **Stewardship/custodianship**

Ensuring:

- Annie Dennis pursues its stated purpose and remains viable;
- budget and financial accountability to enable ongoing viability and making best use of Annie Dennis resources; and
- Annie Dennis manages risks appropriately.

- **Leadership**, forward planning and guidance

Providing leadership, forward planning and guidance to Annie Dennis, particularly in relation to developing a strategic culture and directions.

- **Authority, accountability, and control**

- Monitoring and overseeing management including ensuring that good management practices and appropriate checks and balances are in place.
- Being accountable to members of the service.
- Maintaining focus, integrity and quality of service.
- Overseeing legal functions and responsibilities.
- Declaring any Actual Conflicts of Interest, Potential Conflicts of Interest or Perceived Conflicts of Interest (refer to the Attachment – Conflict of interest disclosure statement).

8. LEGAL LIABILITIES OF MEMBERS OF THE COMMITTEE

The Committee is responsible under the Rules for ensuring that the Annie Dennis Children's Centre Incorporated complies with the Associations Incorporation Reform Act 2012 and any regulations made under that Act. Individual members of the Committee must comply with the Rules.

Members of the Committee are responsible for ensuring that:

- adequate policies and procedures are in place to comply with the legislative and regulatory requirements placed on Annie Dennis;
- appropriate systems are in place to monitor compliance;
- reasonable care and skill is exercised in fulfilling their roles as part of the governing body of Annie Dennis;
- they act honestly, and with due care and diligence;
- they do not use information they have access to, by virtue of being on the Committee, improperly; and
- they do not use their position on the Committee for personal gain or put individual interests ahead of responsibilities.

9. RESPONSIBILITIES OF THE COMMITTEE

The Committee is responsible for:

- developing coherent aims and goals that reflect the interests, values and beliefs of the members educators, staff and the stated aims of Annie Dennis, and have a clear and agreed philosophy which guides business decisions and the work of the Committee, educators and staff;
- ensuring there is a sound framework of policies and procedures that complies with all legislative and regulatory requirements, and that enables the daily operation of Annie Dennis to be geared towards the achievement of the Centre's vision and mission;
- establishing clearly defined roles and responsibilities for the members of the Committee, individually and as a collective, management, educators and staff, and clearly articulate the relationship between the Committee, educators, staff and members of Annie Dennis;
- developing ethical standards and a code of conduct (refer to the Code of Conduct Policy) which guide actions and decisions in a way that is transparent and consistent with the goals, values and beliefs of Annie Dennis;
- undertaking strategic planning and risk assessment on a regular basis and having appropriate risk management strategies in place to manage risks faced by Annie Dennis;
- ensuring that the actions of and decisions made by the Committee are transparent and will help build confidence among members and stakeholders;
- reviewing the service's budget and monitoring financial performance and management to ensure the service is solvent at all times and has good financial strength;
- approving annual financial statements and providing required reports to government ;
- setting and maintaining appropriate delegations and internal controls;
- appointing senior staff ,eg a director of Annie Dennis (**Director**), and monitoring their performance;
- evaluating and improving the performance of the Committee; and
- focusing on the strategic directions of the organisation and avoiding involvement in day-to-day operational decisions, particularly where the authority is delegated to senior management within the service.

10. RESPONSIBILTIES OF THE DIRECTOR

The Director is responsible for the day to day management of the service, addressing key management and operational issues.

The Director under the direction of the Committee will:

- develop and implement organisational strategies, policies and procedures and make recommendations to the Committee on significant strategic initiatives;
- in consultation with a representatives of the Committee appoint educators, determining terms of appointment, evaluating performance, and developing and maintaining succession plans for educators;
- develop the annual budget and manage day-to-day operations within the budget;
- maintain and implement an effective risk management framework;
- keep the Committee and Regulatory Authorities informed about any developments that may impact on the service's performance;
- lead a culture of continuous improvement and respectful and responsive engagement within the organisation; and
- ensure the development and review of operational and human resource policies and procedures and other internal controls to direct and guide operational decisions, actions, practices and behaviours and ensure legislative compliance.

The Director may delegate specific responsibilities to an assistant director or to program leaders, or both.

The Director or the assistant director will participate in an ex officio capacity during Committee meetings. A report will be provided on different aspects of the service to assist the Committee in its decision making.

11. EMPLOYEE AWARDS AND AGREEMENTS

The services workplace arrangements for educators, staff and kindergarten teachers are covered by a number of industrial instruments, including the:

- Professional Childcare Standard 2015 (**PCS**);
- Memorandum of Understanding 2015 (**MOU**); and
- Victorian Early Childhood Teachers and Educators Agreement 2016 (VECTEA).

Recognising the value and professionalism of the service's employees, the MOU provides conditions in addition, or above, the PCS. The MOU was established and agreed between the Committee and the service's employees whose employment conditions are outlined by the PCS.

12. CONFIDENTIALITY

All members of the Committee and any Subcommittee who gain access to confidential, commercially-sensitive and other information of a similar nature, whether in the course of their work or otherwise, must not disclose that information to anyone unless the disclosure of such information is required by law, or otherwise in accordance with the Privacy and Confidentiality Policy.

Members of the Committee and Subcommittees will respect the confidentiality of those documents and deliberations at Committee or Subcommittee meetings, and must not:

- disclose to anyone the confidential information acquired by virtue of their position on the Committee or Subcommittee;
- use any information acquired for their personal or financial benefit, or for the benefit of any other person; or
- permit any unauthorised person to inspect, or have access to, any confidential documents or other information.

The obligations under this policy, placed on a member of the Committee or Subcommittee, continue even after the individual has completed their term and is no longer on the Committee or Subcommittee.

The obligation to maintain confidentiality also applies to any person who is invited to any meetings of the Committee or Subcommittee as an observer or in any other capacity.

13. ETHICAL PRACTICE

The following principles will provide the ethical framework to guide the delivery of services at Annie Dennis:

- treating colleagues, educators, staff, parents/guardians, children, suppliers, public and other stakeholders respectfully and professionally at all times;
- dealing courteously with those who hold differing opinions;
- respecting cultural differences and diversity within Annie Dennis, and making every effort to encourage and include all children and families in the community;
- having an open and transparent relationship with government, supporters and other funders;
- operating with honesty and integrity in all work;
- being open and transparent in making decisions and undertaking activities, and if that is not possible, explaining why;
- working to the standards set under the *National Quality Framework* and all applicable legislation as a minimum, and striving to continually improve the quality of the services delivered to the community;

- disclosing Conflicts of Interest as soon as they arise and effectively managing them (refer to Attachment – Conflict of interest disclosure statement);
- recognising the support and operational contributions of others in an appropriate manner; and
- assessing and minimising the adverse impacts of decisions and activities on the natural environment.

14. MANAGING CONFLICTS OF INTEREST

Conflicts of Interest, whether an Actual Conflict of Interest, Potential Conflict of Interest or Perceived Conflict of Interest, must be declared by all members of the Committee or Subcommittee, and managed effectively to ensure integrity and transparency (refer to the Attachment – Conflict of interest disclosure statement).

Every member of the Committee or Subcommittee has a continuing responsibility to scrutinise their transactions, external business interests and relationships for potential conflicts and to make such disclosures in a timely manner as they arise.

The following process will be followed to manage any Conflicts of Interest:

- whenever there is a Conflict of Interest, the member concerned must notify the president of the Committee of such conflict, as soon as possible after identifying the conflict;
- the member who is conflicted must not be present during the meeting of the Committee or Subcommittee where the matter is being discussed, or participate in any decisions made on that matter. The member concerned must provide the Committee with any and all relevant information they possess on the particular matter; and
- the minutes of the meeting must reflect that the Conflict of Interest was disclosed and appropriate processes followed to manage the conflict.

A 'Conflict of interest disclosure statement' (refer to the Attachment) must be completed by each member of the Committee and Subcommittee on his or her appointment and annually. If the information in this statement changes during the year, the member must disclose the change to the president of the Committee and revise the disclosure statement accordingly.

Any violation of the requirement to disclose and manage conflicts must be dealt with in accordance with the Rules.

15. EVALUATION

In order to assess whether the values and purposes of the policy have been achieved, the Committee will:

- regularly seek feedback from everyone affected by the policy regarding its effectiveness;
- monitor the implementation, compliance, complaints and incidents in relation to this policy;
- keep the policy up to date with current legislation, research, policy and best practice;
- revise the policy and procedures as part of the service's policy review cycle, or as required; and
- notify parents/guardians at least 14 days before making any changes to this policy or its procedures.

16. RELATED POLICIES

- Complaints and Grievances Policy
- Privacy and Confidentiality Policy
- Payment of Fees Policy

17. RELEVANT LEGISLATION

- Associations Incorporation Reform Act 2012 (Vic), as applicable to the service
- Corporations Act 2001, as applicable to the service

- Education and Care Services National Law Act 2010
- Education and Care Services National Regulations 2011 (regulation 168(2)(l))

The most current amendments to listed legislation can be found at:

- Victorian Legislation – Victorian Law Today: <http://www.legislation.vic.gov.au/>
- Commonwealth Legislation – ComLaw: <http://www.comlaw.gov.au/>

18. LINK TO NATIONAL QUALITY STANDARDS

This policy is linked to:

Quality Area 7: Leadership and Service Management

- *Standard 7.3*: Administrative systems enable the effective management of a quality service

19. SOURCES

- *ELAA Early Childhood Management Manual, Version 2 2013*
- Our Community: www.ourcommunity.com.au
- Justice Connect: <http://www.justiceconnect.org.au/>

20. ATTACHMENTS

- Attachment: Conflict of interest disclosure statement

21. AUTHORISATION

This policy was adopted by Annie Dennis on 1 May 2017. Date for next review - May 2020.

**Attachment - Conflict of Interest disclosure statement
Annie Dennis Children’s Centre**

Name (in full):	
Postal address:	
Position on Committee of Management or subcommittee of Annie Dennis Children’s Centre	

Declaration:

I hereby declare the following Conflict of Interest: (Note: tick **all** applicable boxes)

- Actual Conflict of Interest
- Potential Conflict of Interest
- Perceived Conflict of Interests

Please provide a brief outline of the nature of the conflict (details may be included in a separate confidential envelope, if appropriate).

Please detail the arrangements proposed to resolve and manage the conflict (details may be included in a separate confidential envelope, if appropriate).

I, **(insert name in full)** _____ agree to:

- update this disclosure throughout the period of my tenure on the Committee of Management or subcommittee of Annie Dennis Children’s Centre;
- co-operate in the formulation of a management plan to resolve and manage the Conflict of Interest, as required; and
- comply with any conditions or restrictions imposed by the Committee of Management or subcommittee of Annie Dennis Children’s Centre to manage, mitigate or eliminate any Conflict of Interest.

Signed _____

Date _____