



Southern New England  
Landcare Ltd  
ABN 42 099 357 454

# Induction for New Board Members

Nick Reid

President

Southern New England Landcare Ltd

17 January 2025



# Induction overview

- Introducing Southern New England Landcare Ltd
  - Who we are
  - What we do
  - What we stand for
- Company – legalities
- Board members' roles and responsibilities
- Important documents
  - Constitution
  - Strategic Plan
  - Policy suite and most relevant policies
- Discussion, Q&A



# 1. Introducing Southern New England Landcare Ltd

- Southern New England Landcare Ltd (SNE Landcare) is a member-based, community-run, non-profit network based in Southern New England, NSW
  - Our members are individuals and groups, including rural and urban Landcare groups
- Our **vision** is for a vibrant, socially and economically healthy community thriving in healthy, productive environments
- Our **mission** is to lead, connect and enable our communities to achieve their sustainability goals in a changing environment



# Southern New England Landcare

- SNE Landcare Ltd was incorporated under the *Corporations Act 2001* (Cwth) in January 2002
  - Company limited by guarantee
    - a common company structure for not-for-profit and charitable organisations in Australia
  - Surplus (profit) is reinvested towards organisation's purposes
  - Companies limited by guarantee cannot pay dividends
  - Liability of members is limited to agreed amount if company is wound up
    - typically nominal amount set out in the company's constitution (\$20 per individual/group)
- Predecessor organisation was Southern New England Landcare Coordinating Committee
  - Established 1994 as an incorporated association



# SNE Landcare's goal

- Our goal is to connect, engage and enable our members through participatory leadership, facilitation and networking
- To help our members and clients:
  1. better manage natural resources and environment
  2. improve agricultural productivity and profitability
  3. achieve more sustainable lifestyles and livelihoods



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# Our four key objectives to support our vision

1. Build and service our networks.

2. Enable innovative, regenerative initiatives for natural resources, agriculture, environment and communities.

Our vision is for vibrant, socially and economically healthy communities, thriving in healthy, biodiverse, and productive environments.

3. Build and maintain staff and board capacity.

4. Provide financial security for our organisation.



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# How do we meet our objectives?

## 1. Build and service our networks

1. Support and strengthen Groups to harness the benefit of group processes in delivery mechanisms.
2. Encourage more individuals to access our network and groups by making ourselves accessible through a variety of channels.
3. Maintain current and foster new partnerships for the strategic delivery of initiatives.

## 2. Enable innovative regenerative initiatives for natural resources, agriculture, environment & communities

1. Develop community ownership and responsibility for NRM by maintaining currency of Regional Action Plan
2. Develop programs based on the RAP, current funding opportunities, partnerships, and member capacity.
3. Implement and promote programs/projects.
4. Monitor, evaluate and review programs & projects.
5. Capture and document outputs/outcomes.

## 3. Build and maintain staff and board capacity

1. Provide organisational continuity and corporate memory through documented policies and procedures.
2. Define staffing needs and ensure staff are supported in managing workload.
3. Determine infrastructure needs.
4. Provide training to enable Board and Staff to carry out their roles effectively.
5. Review performance.
6. Demonstrate good governance.

## 4. Provide financial security for our organisation

1. Broaden our funding base.
2. Ensure systems in place for financial control and accountability.



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## 4. Provide financial security for our organisation

- 1.Broaden our funding base. ✓
- 2.Ensure systems in place for financial control and accountability. ✓



# Our core values

- Our actions and decisions are guided by the following core values, attitudes and beliefs:
  - use of participatory leadership processes
  - respectful attitudes towards each other
  - strong, capable communities
  - strong relationships with our members, customers and stakeholders
  - regenerative practices that increase biodiversity, profitability and sustainability



# Services and equipment hire

- Most of our services are free for members and member groups – we help with:
  1. Mentoring, skills and capacity building
  2. Group meeting and event facilitation or coordination
  3. Project applications
  4. Agroforestry Peer Group Mentoring, which includes site visit, site report and up to 4 visits by trained mentor/s
  5. Development of individual and group projects from Expression of Interest stage to full project plan/application (desk-top or on-farm)
- We also have a range of tree planting and other equipment available for members to hire, ranging from field day equipment to planting equipment



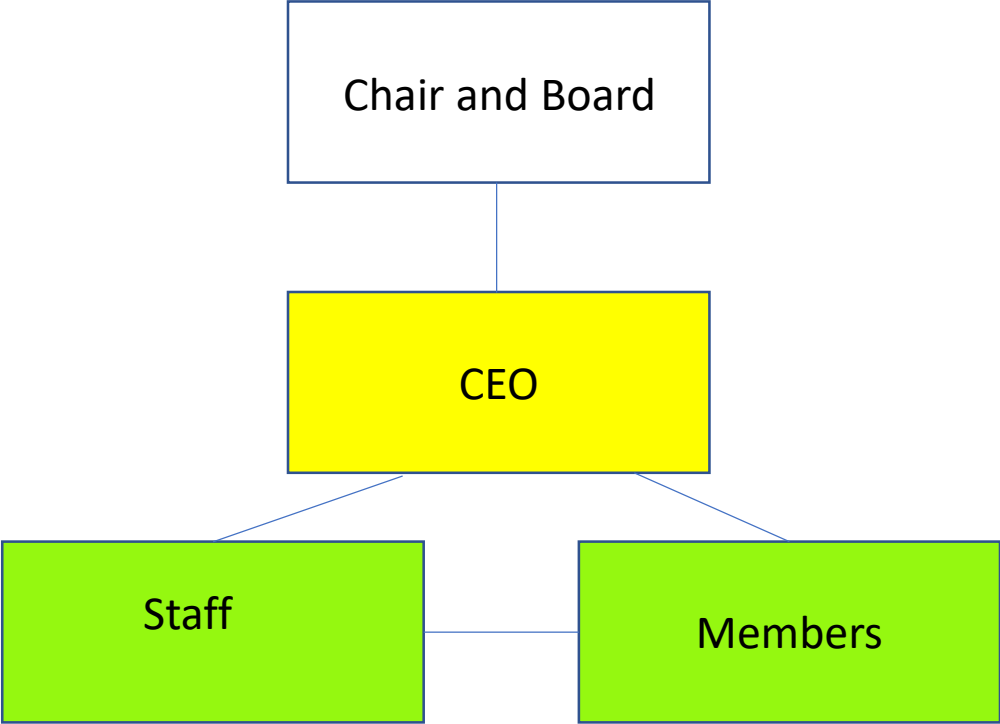
## 2. The company – legalities

(<https://asic.gov.au/for-business/running-a-company/company-officeholder-duties/your-company-and-the-law/>)  
(<https://www.acnc.gov.au/tools/factsheets/responsible-people-board-or-committee-members>)

- Southern New England Landcare Ltd is a company limited by guarantee (CLG) under [Corporations Act 2021](#) (Cwth)
  - date established January 2002 (ACN 099 357 454, ABN 42 099 357 454)
- Also a registered medium-size charity with [Australian Charities and Not-for-profits Commission](#)
  - since 3 Dec 2012
  - see our ACNC [profile](#), most recent [Annual Information Statement 2024](#), and [Financial Report 2024](#)
- SNE Landcare is endorsed for following tax concessions:
  - GST Concession from 1 Jul 2005 (gifts, raffles and fund-raisers are GST-free)
  - FBT Rebate from 1 Jul 2005 (applies only to first \$30,000 of grossed-up value of FBs provided to an employee)
  - Income Tax Exemption from 1 Jan 2002
- Not entitled to receive tax deductible gifts but can receive them via Landcare NSW



# Company structure





# Regulatory obligations to ACNC

(<https://www.acnc.gov.au/for-charities/manage-your-charity/other-regulators/companies-limited-guarantee/>)

- A charity that is a CLG, like SNE Landcare, must contact:
  - ACNC for anything relating to its charitable status
  - ASIC for anything relating to its corporate status
- Ongoing obligations to ACNC include:
  - [maintaining charity status](#) (remaining not-for-profit and pursuing charitable purposes)
  - submitting an [Annual Information Statement](#) each year
  - complying with the [ACNC Governance Standards](#) (and External Conduct Standards if o.s.)
  - notifying of changes to (1) company name, (2) official address, (3) directors or (4) constitution



# Regulatory obligations to ASIC

(<https://www.acnc.gov.au/for-charities/manage-your-charity/other-regulators/companies-limited-guarantee/>)

- Only need to report to ASIC if:
  - we want to change our name
  - our auditor resigns or is changed
  - an external administrator is appointed, or
  - we wind up or deregister company
- See [ASIC's guidance for charities registered with the ACNC](#) for more information



# ACNC governance standards

(<https://www.acnc.gov.au/for-charities/manage-your-charity/other-regulators/companies-limited-guarantee/>)

- Governance = processes, activities and relationships that ensure entity is effectively and properly run
- Good governance = practices and procedures in place that help entity work effectively and openly + roles and responsibilities of all are clearly understood
- Charities registered with ACNC are bound by [ACNC Governance Standards](#)
  - set of six core, minimum standards for how charities are run:
    - Standard 1: Purposes and not-for-profit nature
    - Standard 2: Accountability to members
    - Standard 3: Compliance with Australian laws
    - Standard 4: Suitability of Responsible People
    - Standard 5: Duties of Responsible People
    - Standard 6: Maintaining and enhancing public trust and confidence in the Australian not-for-profit sector



# ACNC governance standards 1–3

(<https://www.acnc.gov.au/for-charities/manage-your-charity/other-regulators/companies-limited-guarantee/>)

- Standard 1 – Purposes and not-for-profit nature
  - charity must only be not-for-profit and work towards its charitable purpose
  - must be able to demonstrate this, and provide information about its purposes to public
- Standard 2 – Accountability to members
  - must take reasonable steps to be accountable to members
  - allow members adequate opportunities to raise concerns about how charity is run
- Standard 3 – Compliance with Australian laws
  - must act in a lawful way
  - comply with Australian laws



# ACNC governance standards 4 and 5

(<https://www.acnc.gov.au/for-charities/manage-your-charity/other-regulators/companies-limited-guarantee/>)

- Standard 4 – Suitability of **responsible people** (i.e. **directors**)
  - must ensure charity is not controlled by people who pose a risk to financial position or pursuit of charitable purpose
- Standard 5 – Duties of **responsible people**
  1. to act with reasonable care and diligence
  2. to act honestly and fairly in best interests of charity and for its charitable purposes
  3. not to misuse position or information gained as a **Responsible Person**
  4. to disclose conflicts of interest
  5. to ensure that financial affairs of charity are managed responsibly, and
  6. not to allow charity to operate while insolvent



# ACNC governance standard 6

(<https://www.acnc.gov.au/for-charities/manage-your-charity/other-regulators/companies-limited-guarantee/>)

- Standard 6 – Maintaining and enhancing public trust and confidence in Australian not-for-profit sector
  - must take reasonable steps to become a participating non-government institution in National Redress Scheme if likely to be identified as involved in institutional sexual abuse of a child
  - about being accountable for past conduct relating to institutional sexual abuse of children
  - NRS was set up to improve how we serve survivors of institutional child sexual abuse
  - offers of redress can include:
    - a payment
    - counselling
    - an apology or other direct personal response from institution

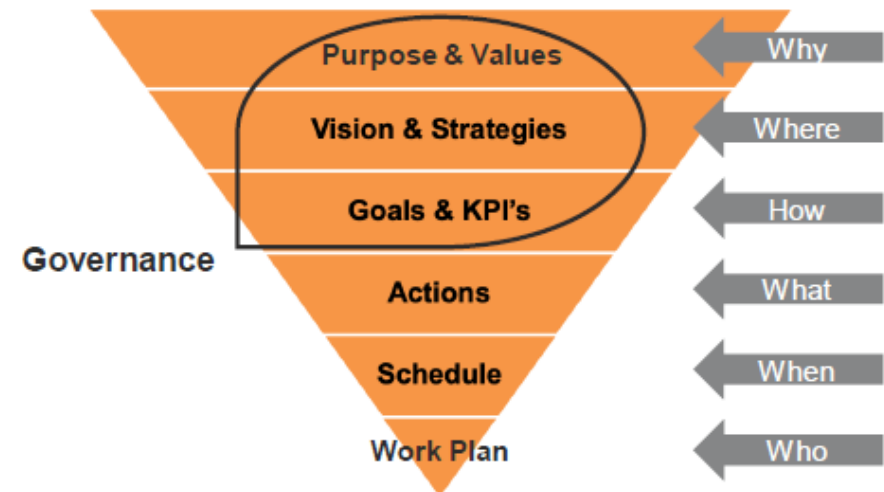


# 3. Board members' roles and responsibilities

(<https://asic.gov.au/for-business/running-a-company/company-officeholder-duties/your-company-and-the-law/>)  
(<https://www.acnc.gov.au/tools/factsheets/responsible-people-board-or-committee-members>)

- Wealth of advice and [free online training](#) about this
- SNE Landcare even has a [policy](#) setting out **director** roles and responsibilities
  - historic governance issues
- Govern, don't manage
  - be sure you understand difference
  - 'noses in hands out'

What is the difference between governance and management?



(c) iClick2Learn.com.au



# Board members' key duties

(<https://asic.gov.au/for-business/running-a-company/company-officeholder-duties/your-company-and-the-law/>)

- Be honest and careful in all your dealings
- Understand what company is doing and what is being discussed in **Board** meetings
- Make sure Southern New England Landcare can pay its debts on time
- Ensure we keep proper financial records
- Act in company's best interests, even if this conflicts with your personal interests
  - if you have personal interests that conflict with your duties as **director**, disclose these at relevant **Board** meeting(s)
- Use any information only for good of company, members and creditors
  - using information to gain an unfair advantage for yourself or others could be a crime



# Know what company is doing at all times

(<https://asic.gov.au/for-business/running-a-company/company-officeholder-duties/your-company-and-the-law/>)

- Keep informed by checking Southern New England Landcare [website](#) frequently, subscribing to weekly eNews, and reading board papers prior to meetings
- Find out how proposed actions will affect us, especially if it involves large amounts of money
- Question managers and staff about any aspects of business if you need to (start with Kàren, who is CEO and Company Secretary)
- Be active and engaged in **directors'** meetings – raise issues and ask questions
- Get independent professional advice if you need more information to make an informed decision



# Record keeping

(<https://asic.gov.au/for-business/running-a-company/company-officeholder-duties/your-company-and-the-law/>)

(<https://www.acnc.gov.au/charity/charities/df06d743-39af-e811-a962-000d3ad24a0d/documents/>)

- **Directors** must make sure we keep up-to-date financial records that:
  - correctly record and explain company's transactions
  - outline company's financial position and performance
  - ensure accurate financial statements can be audited (if necessary)
- Examples of records that company has to keep
  - financial statements (e.g. profit and loss statements, balance sheets, depreciation schedules)
  - cash records (e.g. bank deposits, petty cash books, cheque butts)
  - bank statements and loan documents
  - sales and debtor records
  - invoices and statements received and paid (including wages and superannuation records)
  - any unpaid invoices
  - minutes of members and **directors** meetings (with minuted resolutions)
  - any relevant registers (e.g. members, assets, other relevant items)
  - deeds (e.g. deeds of trust, contracts, agreements)



# Roles and Responsibilities Policy

([https://snelandcare.org.au/images/PDF/Policy\\_Documents/Policy - Roles and Responsibilities v4.pdf](https://snelandcare.org.au/images/PDF/Policy_Documents/Policy_-_Roles_and_Responsibilities_v4.pdf))

- Our [Roles and Responsibilities Policy](#) ensures **directors** are clear about their roles and responsibilities

## Directors

1. Develop, be aware of and act in accordance with SNE Landcare's policies and procedures
  - a) **Board's** role is to make policy decisions
  - b) Chief Executive Officer's role is to develop procedures
  - c) Staff role is to implement policies and procedures
2. Be aware of where SNE Landcare fits within regional NRM frameworks and participate in dialogue between LLS and Landcare
3. Be an advocate for Landcare and represent Landcare group members and network views – set strategies, targets and outcomes
4. Bring important issues to chair and **directors'** attention – use email if appropriate
5. Be conversant with and ensure that correct administration procedures are followed (e.g. ACNC requirements)
6. Have input into business papers and agendas of meetings
7. Ensure financial accountability (e.g. invite Auditor or Accountant to address the Executive annually)
8. Discuss and decide on direction of organisation (regional Landcare)
9. Facilitate effective **Board** and general meetings, ensuring participation of all
10. Canvass ideas from others – use 'think tank' and group approach to generate ideas or solutions to problems
11. Act as figureheads for Landcare in region (e.g. at functions, events and in media) – use media effectively in projects
12. Ensure elected State and Federal Government representatives and Local Government are aware of organisation's needs and interests
13. Address contentious or difficult issues that are beyond role and capacity of staff to deal with on their own
14. Be a responsible employer
15. Report on current and proposed projects and our commitment to projects to relevant funding body or other relevant organisation
16. Be aware of signatory and delegation of authority protocols (e.g. level that cheques, project applications and contracts are signed off)



# Roles and Responsibilities specifically in relation to staff

([https://snelandcare.org.au/images/PDF/Policy\\_Documents/Policy - Roles and Responsibilities v4.pdf](https://snelandcare.org.au/images/PDF/Policy_Documents/Policy_-_Roles_and_Responsibilities_v4.pdf))

17. Facilitate a long-term, stable and secure work environment for staff
18. Be involved in staff recruitment and selection panels except where otherwise outlined in Employment Policy
19. Be aware of roles of staff and expected outcomes of those staff as outlined in their contracts and work plans/duty statements and assist to review work plans at appropriate times
20. Assist with negotiations of project contracts so that outcomes reflect organisation's needs when appropriate
21. Encourage staff to have initiative, to work effectively as a team, to contribute their valuable ideas and input, and to provide positive feedback to others
22. Allow experienced staff to guide implementation procedures or methods used to produce outcomes required by **Board** or their projects
23. Understand that directives to staff need to have approval of full **Board** (preferably minuted at a meeting) and should come through appropriate channels
- 24. Directors** are encouraged to pop in at office for discussions about new ideas, news and information
25. Discourage use of staff as conduits between **Board** members on potentially contentious issues
26. Be aware of organisation's Grievance Policy and be involved in conflict resolution as outlined there



## 4. Important documents

- Constitution of Southern New England Landcare Ltd (2024)

(see [https://acncpubfilesprodstorage.blob.core.windows.net/public/df06d743-39af-e811-a962-000d3ad24a0d-0aed3f71-cf29-4442-bec8-e401f49f5bc8-Governing%20Document-895dca8c-885e-ef11-bfe3-00224894df96-Constitution\\_Southern\\_New\\_England\\_Landcare\\_Ltd\\_Adopted\\_14\\_August\\_2024.pdf](https://acncpubfilesprodstorage.blob.core.windows.net/public/df06d743-39af-e811-a962-000d3ad24a0d-0aed3f71-cf29-4442-bec8-e401f49f5bc8-Governing%20Document-895dca8c-885e-ef11-bfe3-00224894df96-Constitution_Southern_New_England_Landcare_Ltd_Adopted_14_August_2024.pdf))

- Constitution

1. Preliminary
2. Charitable purposes and powers
3. Members
4. Dispute resolution and disciplinary procedures
5. General meetings of members
6. Members' resolutions and statements
7. Voting at general meetings
- 8. Directors**
9. Powers of **directors**
10. Duties of **directors**
- 11. Directors' meetings**
12. Secretary
13. Minutes and records
14. Notice
15. Financial matters
16. Indemnity, insurance and access
17. Winding up
18. Definitions and interpretation



# Constitution

## Clause 4 – Object [of company]

Company's object is to pursue following charitable purposes:

- a) Protect and enhance natural environment of farms, water catchments, urban zones, other significant places, and landscapes and ecosystems in Southern New England region
- b) Assist members and community in Southern New England Landcare region with planning, resourcing, practice changes, and undertaking of on-ground works to prevent and remediate environmental degradation
- c) Promote sustainable use of land and water that has beneficial consequences for environmental, economic, and social vitality of urban and rural sectors in Southern New England region



# Objects of Company, contd

- d) Provide education, extension, and engagement with stakeholders and community of Southern New England region on matters relating to these objects
- e) Commission and support research on matters relating to these objects
- f) Cooperate with other organisations to achieve these objects, and
- g) Resource execution of these objects by sourcing and managing funding, donations, and other resources and contributions.



# Constitution, Clause 5, Powers

Subject to clause 6, the company has all the powers of a company limited by guarantee under the Corporations Act and which may only be used to carry out its purpose(s) set out in clause 4.



# Clause 3, Liability of members limited by guarantee

1. Each member must contribute an amount not more than \$20.00 (the guarantee) to the property of the company if company is wound up:
  - a) while member is a member, or within 12 months after they stop being a member, and
  - b) at the time of winding up, the debts and liabilities of company, including costs of winding up, incurred before the member stopped being a member exceed the company's assets.
2. The liability of each member is limited to amount of guarantee.



# Constitution, Members

## 9. Who can be a member

- 1) A person who supports purposes of company is eligible to apply to be a member of company under clause 10.
- 2) In this clause, 'person' means an individual or incorporated or unincorporated body.



# Membership categories

Are set out in our [Members Policy](#)

## 2. Membership Classes

Class Name	Membership Conditions	Guarantee
GUARANTEE	(a) GROUP – An incorporated or unincorporated body that has been ratified by Southern New England Landcare Ltd, and who support the purposes of the company.	Yes \$20
	(b) INDIVIDUAL – An individual that has been ratified by Southern New England Landcare Ltd, who is a resident or has strong affiliation with the Southern New England Landcare region, and who supports the purposes of the company.	Yes \$20
ASSOCIATE	(a) CORPORATE – A company, organisation or group who support the purposes of the company.	No
	(b) INDIVIDUAL – An individual who supports the purposes of the company.	No



## Members Policy, 5. Representatives of Members

Class Name	Representative Conditions	Voting Rights
GUARANTEE	<p>(a) GROUP – The member group may appoint as a representative one individual to represent the member at meetings and to sign resolutions.</p> <p>The member group may appoint the same individual or another individual for the purposes of being appointed or elected as a director. Note that the member group is only entitled to one vote at a general meeting.</p>	One vote
	<p>(b) INDIVIDUAL – The individual member shall be the appointed representative at meetings, may sign resolutions, and may be appointed or elected as director.</p> <p>An individual guarantee member may not appoint another individual to be their representative.</p>	One vote
ASSOCIATE	<p>(a) CORPORATE – A company, organisation, or group who support the purposes of the company.</p>	No
	<p>(b) INDIVIDUAL – An individual who supports the purposes of the company.</p>	No



# Clause 37 et seq., Directors

## 37. Number of **directors**

1. The company must have at least three and no more than ten directors.

## 38. Election and appointment of **directors**

1. The initial directors are people who have agreed to act as directors and who are named as proposed directors in application for registration of company.
2. Members may elect a director by a resolution passed in a general meeting.
3. Each of directors must be appointed by a separate resolution, unless:
  - a) members present have first passed a resolution that appointments may be voted on together, and
  - b) no votes were cast against that resolution.



# Clause 47 et seq., Duties of directors

## 47. Duties of **directors**

The directors must comply with their duties:

- a) to exercise their powers and discharge their duties with the degree of care and diligence that a reasonable individual would exercise if they were a director of the company
- b) to act in good faith in the best interests of the company and to further the charitable purposes of the company set out in clause 4
- c) not to misuse their position as a director
- d) not to misuse information they gain in their role as a director



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## Directors' duties, contd

- e) to disclose any perceived or actual material conflicts of interest in the manner set out in clause 48
- f) to ensure that the financial affairs of the company are managed responsibly, and
- g) not to allow the company to operate while it is insolvent.



# Board of Directors Membership

The company must have at least three (3) and no more than 10 directors. As such:

Set out in [Members Policy](#)

- (a) the number of directors appointed from the 'Guarantee Group' membership class shall be not less than 60% and up to 100% of the total number of director positions appointed,
- (b) there shall be a maximum of four (4) directors appointed from the 'Guarantee Individual' membership class,
- (c) the election and appointment of directors in clause 37 of the Constitution shall be subject to (a) and (b) above, as per the following table:

Total board members	10	8-9	5-7	3-4
Maximum 'Guarantee Individual' class representatives	4	3	2	1



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# Constitution, Clause 57, Minutes and records

1. The company must, within one month, make and keep the following records:
  - a) minutes of proceedings and resolutions of general meetings
  - b) minutes of any other resolutions of members
  - c) a copy of a notice of each general meeting, and
  - d) a copy of a members' statement distributed to members under clause 29.



# Constitution, Clause 57, Minutes and records

2. The company must, within one month, make and keep following records:
  - (a) minutes of proceedings and resolutions of directors' meetings (including meet of any committees), and
  - (b) minutes of any other resolutions of directors.
3. To allow members to inspect the company's records:
  - (a) company must give a member access to the records set out in clause 57.1, and
  - (b) the directors may authorise a member to inspect other records of company, including records referred to in clause 57.2 and clause 58.1.



# Clause 18 et seq., General meetings of members

## 18. Calling a general meeting

- 1) The **directors** may call a general meeting, including an annual general meeting.
- 2) If members with at least 5% of the votes that may be cast at a general meeting make a written request to the company for a general meeting to be held for a proper purpose, the directors must:
  - (a) within 21 days of the members' request, give all members notice of a general meeting, and
  - (b) hold the general meeting within 2 months of the members' request.



# Other Important Documents

(<https://snelandcare.org.au/resources/publications.html>)

- Southern New England Landcare [Strategic Plan](#) (2023)
  - Vision
  - Mission
  - Goal
  - Objectives
  - Core values
- Southern New England Landcare [Regional Action Plan](#) (2003)
  - Focuses on same region – some overlap, some potentially useful strategies and actions
  - Board and staff will review our strategy and planning documents in 2025



# Policy documents

(<https://snelandcare.org.au/resources/publications/629-policy-documents.html>)

- [Board Member Induction Policy](#) ✓
- [Code of Conduct Policy](#) ✓
- [Communications Policy](#) ✓
- [Complaints Handling Policy](#) ✓
- [Conflict of Interest Policy](#) ✓
- [Consensus Decision Making Policy](#) ✓
- [Delegation of Authority Policy](#)
- [Employment Policy](#) ✓
- [Epidemic/Pandemic Policy](#)
- [Events Policy](#)
- [Executive Ethics Policy](#)
- [Grievance Policy](#) ✓
- [Misconduct Policy](#) ✓
- [Privacy Policy](#)
- [Probity in Procurement Policy](#)
- [Reallocation of Project Funds Policy](#)
- [Records Management Policy](#)
- [Risk Management Policy](#) ✓
- [Roles and Responsibilities Policy](#)
- [Social Media Policy](#) ✓
- [Staff Performance Reviews Policy](#) ✓
- [Steering Committees Policy](#)
- [Vehicle Use Policy](#)
- [Workplace Discrimination & Harassment Policy](#)
- [Workplace Health and Safety Incident & Injury Reporting](#)
- [Work Health and Safety Policy](#) ✓



# Consensus Decision Making Policy

([https://snelandcare.org.au/images/PDF/Policy\\_Documents/Policy - Consensus Decision Making v4.pdf](https://snelandcare.org.au/images/PDF/Policy_Documents/Policy_-_Consensus_Decision_Making_v4.pdf))

- Members, **Board** and Staff of Southern New England Landcare Ltd use consensus decision making where groups of people need to make a decision, whether it be for policy, procedure or other matters
- Where an issue is controversial or formal situations, we use following process:
  - Consensus Ladder – members of a group who are required to make a decision identify where they sit on the ladder with regard to the particular issue –
    1. Enthusiastic support
    2. Not perfect but acceptable
    3. Concerns, but can live with it
    4. Strong reservations, but won't block
    5. Must oppose – In this case, we then ask 'What would it take for you to move from 5 to 4?'



# Employment Policy

([https://snelandcare.org.au/images/PDF/Policy\\_Documents/Policy\\_-\\_Employment\\_v4.pdf](https://snelandcare.org.au/images/PDF/Policy_Documents/Policy_-_Employment_v4.pdf))

**Board** members normally sit on selection panels with CEO

- We endeavour to have open and transparent decision-making process when recruiting new staff
- An openly advertised recruitment process is generally preferred for filling Permanent Fixed Term Positions
- However, in some cases, it is fairer and more practical to fill positions internally – in case of recruiting staff for a short period of casual work, it may be appropriate to recruit new staff from our database of casual employees without advertising position
- All staff selection is made on merit and based on Equal Employment Opportunity (EEO) principles
- A position may be filled by appointing, transferring or promoting an existing employee, and/or advertising externally, or engaging an individual as a contractor or temporary staff
- A clear position description must be prepared for each position to be filled, and provided to applicants
- A position will be classed as a Permanent Fixed Term Position if:
  1. It is a major position under a contract where advertising is required, or
  2. Employment is more than 25 days (e.g. 1 day per week for 6 months)
- All other positions will be classed as casual



# Grievance Policy

([https://snelandcare.org.au/images/PDF/Policy\\_Documents/Policy - Grievance v4.pdf](https://snelandcare.org.au/images/PDF/Policy_Documents/Policy_-_Grievance_v4.pdf))

- Resolution of grievances between members is best resolved directly between those members
- ‘Indeed, a person who has a grievance must take some responsibility for solving the grievance’
- If grievance cannot be resolved between parties themselves, need to use Grievance Procedure
- If grievance involves legal issues, such as sexual harassment, or occupational health and safety, **Board** should seek legal advice
- Three members of **Board** are Grievance Contacts for staff or members to contact if they have a grievance:
  - a. President
  - b. Vice President
  - c. Chief Executive Officer
- During grievance process, person with grievance may consult whom they choose; they may also have a person of their choice in meetings to resolve grievance, if person is not their legal representative
- Our process involves formal procedure, documentation, and review within 3 months of process concluding



# Grievance Procedure summary

## GRIEVANCES COVERED

Grievances within Southern New England Landcare Ltd relate to:

- the workplace
- relations between members/staff.

## MEMBERS/STAFF ARE REQUIRED TO:

- Be responsible to attempt to resolve inter-personal grievances directly with the other member/staff.
- Share some of the responsibility of solving their grievance.
- Maintain confidentiality of grievance issues.
- Be aware of the grievance procedures.

## RESPONSIBILITIES OF SOUTHERN NEW ENGLAND LANDCARE LTD EXECUTIVE OFFICER:

- Resolve problems and grievances among staff about their employment within the Southern New England Landcare Ltd workplace.
- **Resolve problems and grievances between individual staff members.**
- In the first instance, officers of the company are responsible for detecting and addressing grievances. Where possible the Executive Officer will act to address grievances when detected early.

## Risks

- Members/staff not aware of the grievance process.

- Executive Officer unaware of grievance process.
- Lack of communication of staff with Executive Officer.
- Lack of mediation skills by Executive Officer.



# Grievance Procedure, contd

## RESPONSIBILITIES OF SOUTHERN NEW ENGLAND LANDCARE LTD

### CHAIR/PRESIDENT:

- Resolve problems and grievances between Directors of Southern New England Landcare Ltd.
- Resolve problems and grievances between Staff and the Executive Officer.
- Resolve problems and grievances between Staff and Directors.
- In the first instance, officers of the company are responsible for detecting and addressing grievances. Where possible the Chair/President will act to address grievances when detected early.

### The Grievance Process

- Attempt to resolve problems and grievances directly with the other party.
- Raise the issue formally with a Grievance Contact.
- Form a Grievance Panel.
- Appoint an independent third party to hear grievance.
- Refer the grievance to a community justice centre.

## Risks

- Chair/President unaware of grievance process.
- Chair/President not approachable to Directors or Members/Staff.
- Chair/President demonstrates bias in dealing with grievances.

- Members/staff not aware of or having read grievance procedures.



# Grievance Procedure, final points

## Risks

### **Documentation Requirements:**

- The aggrieved must submit their grievance in writing.
- All meetings associated with the grievance must be fully documented.
- Review of grievance.

### **Grievance Review Process**

After three months of the grievance being satisfactorily resolved, a review of the grievance must be undertaken.

- Notes on meetings and agreements made during the grievance process not taken.
- Documents not held in a secure location.
- Review process not undertaken within 3 months and information becomes unreliable.
- Review outcomes are not incorporated into Southern New England Landcare Ltd grievance procedure.



# Misconduct Policy

([https://snelandcare.org.au/images/PDF/Policy\\_Documents/Policy - Misconduct Policy v2.pdf](https://snelandcare.org.au/images/PDF/Policy_Documents/Policy_-_Misconduct_Policy_v2.pdf))

- SNE Landcare expects employees to observe acceptable standards of behaviour
- Policy applies to all employees
- Misconduct includes:
  1. failing to obey lawful and reasonable instructions of Southern New England Landcare Ltd
  2. failing to follow defined policies, procedures, and rules
  3. failing to share relevant information with Southern New England Landcare Ltd
  4. unacceptable disruptive behaviour
  5. unauthorised absence from the workplace
  6. repeatedly being late for work without lawful excuse
- Serious misconduct includes:
  1. wilful or deliberate behaviour that is inconsistent with the employee's contract of employment
  2. theft
  3. fraud
  4. assault
  5. intoxication at work
  6. use of derogatory, violent, or abusive language
  7. fighting
  8. failure to observe safety rules
  9. concealment of a material fact on engagement
  10. obscenity
  11. dishonesty in the course of the employment; and
  12. criminal conduct including conduct that, if proven, renders the employee completely unfit for work



# Misconduct Procedures

- Employees are responsible for ensuring that they report instances or allegations of misconduct to relevant manager, or CEO, as appropriate
- Investigations into instances or allegations of misconduct will be conducted in accordance with principles of procedural fairness
- Employees accused of misconduct will be given opportunity to respond to allegations
- They may have a support person present at any disciplinary meetings with SNE Landcare
- Two members of **Board** will conduct meetings relating to instances or allegations of misconduct or serious misconduct
- If employee is dismissed for misconduct, employee will be provided with full reasons for decision



# Records Management Policy

([https://snelandcare.org.au/images/PDF/Policy\\_Documents/Policy - Records Management v4.pdf](https://snelandcare.org.au/images/PDF/Policy_Documents/Policy_-_Records_Management_v4.pdf))

- Decision to archive or retain a document is based on criteria decided by **Board**, including:
  - uniqueness of document
  - needs of group against storage space and cost limitations
  - budgetary and personnel constraints in terms of ongoing archiving activities
- CEO delegated with task of maintaining key documents in a safe secure environment with access restricted to relevant parties
- Records must be stored in a way that they are sufficiently accessible and protected from environmental damage, such as likelihood of theft, fire, water or storm damage
- Electronic documents must be held in a secure drive with restricted password access



# Record retention periods

Suggested schedule of record retention period is shown below (Source: NSW DPI Corporate Governance Handbook)

Key Document Type	Retention Period
General office correspondence	5 Years
Statutory accounts	Permanent
Auditor's reports	Permanent
Financial records and transactions	7 Years
Bank statements	7 Years
ATO statement by a Supplier (NAT 3346)	5 years
Tax invoices and GST records	5 years
Major contracts and agreements	Permanent
Indemnity and guarantees	6 years after expiry
Customer and supplier agreements	6 years after expiry
Constitution	Permanent
Incorporation documents	Permanent
Insurance policies	10 years

Investment records	10 years
Trust deeds	Permanent
Proxy authorisations	2 years
Powers of attorney	Permanent
Personnel files	10 years after leaving
Employee training records	10 years
Payroll records	7 years
Property titles and purchases	Permanent
Property leases	12 years after completion
Superannuation fund application	Life of person
Superannuation contribution record	5 years
Superannuation standard choice form	5 years
Workers' compensation records	Permanent



# Roles and Responsibilities Policy

([https://snelandcare.org.au/images/PDF/Policy\\_Documents/Policy - Roles and Responsibilities v4.pdf](https://snelandcare.org.au/images/PDF/Policy_Documents/Policy_-_Roles_and_Responsibilities_v4.pdf))

## Staff roles and responsibilities

- Southern New England Landcare Ltd has several employees and contractors with various roles
- Staff members must first and foremost undertake role outlined in their contract and work plan
- In addition, staff members are required to:
  1. Be aware of and implement Southern New England Landcare's policies and procedures and be responsible employee
  2. Be an advocate for Landcare
  3. Be courteous in all dealings with other Staff, **Directors**, Members and public
  4. Bring important issues to attention of President
  5. Have input or assist with facilitation at **Board** and Southern New England Landcare meetings at appropriate times or when asked
  6. Be aware of signatory and delegation of authority protocols. For example, at what level cheques, project applications and contracts are signed off
  7. Be involved in staff recruitment and selection panels in accordance with Employment Policy



# Staff roles and responsibilities

8. Be aware of roles of fellow staff
9. Be a team player and understand that all ideas and input are valued
10. Assist with negotiations of project contracts so that outcomes reflect organisation's needs when appropriate
11. Understand that directives to staff need to have approval of full **Board** (preferably minuted at a meeting) and should come through appropriate channels
12. Welcome input about new ideas, news, and information from **Directors**
13. Discourage use of **Directors** as conduits between **Board** or other Staff members on potentially contentious issues
14. Be cognisant of own training and professional development needs and bring these to attention of board so that appropriate training may be sought if appropriate to role



# Social Media Policy

([https://snelandcare.org.au/images/PDF/Policy\\_Documents/Policy - Social Media v4.pdf](https://snelandcare.org.au/images/PDF/Policy_Documents/Policy_-_Social_Media_v4.pdf))

- Applies to all staff, contractors and **Board members** of SNE Landcare
- Staff and volunteers participating officially on third party or SNE Landcare hosted social media platforms must:
  - Have prior consent of CEO to act as an authorised social media user
  - Not mix personal views with official comments
  - Follow and comply with requirements of existing policies
  - Avoid conflicts of interest
- Staff and **directors** participating in social media in private capacity are expected to:
  - Exercise sound judgement and behave in accordance with our policy, values and Code of Conduct
  - Not allow use of social media to undermine their effectiveness at work
  - Use private social media account, established with private email address (not use a SNE Landcare social media account or email address for private use)



# Staff Performance Reviews Policy

([https://snelandcare.org.au/images/PDF/Policy\\_Documents/Policy - Staff Performance Reviews v4.pdf](https://snelandcare.org.au/images/PDF/Policy_Documents/Policy_-_Staff_Performance_Reviews_v4.pdf))

- Sets out procedures for regular, documented staff performance reviews for all employees
- All staff are required to participate in job performance reviews
- Part-time or project officer staff must participate in 'exit interviews' on completion of contract
- Staff performance reviews will be carried out by any two **Directors**, but to ensure consistency of procedures, Directors should remain same for any one year
- A short formal statement will be prepared after review and signed by all parties to provide ongoing record for staff and organisation
- Review will be in the form of a meeting and will cover areas such as:
  - a) Performance against work plan
  - b) Attitude and staff relations
  - c) Development
  - d) Future objectives
  - e) Areas requiring improvement for both the subject and the organisation
- Any follow up as a result of interviews with staff should be undertaken wherever possible



# Workplace Health and Safety Policy

([https://snelandcare.org.au/images/PDF/Policy\\_Documents/Policy - Staff Performance Reviews v4.pdf](https://snelandcare.org.au/images/PDF/Policy_Documents/Policy_-_Staff_Performance_Reviews_v4.pdf))

- SNE Landcare has duty of care to provide healthy and safe workplace for staff, volunteers, members, contractors, visitors and guests
- Applies to all staff, volunteers, members, contractors, visitors and guests
- Staff are responsible for participating in ongoing development of management systems and procedures with CEO to:
  - identify, assess and control workplace hazards
  - reduce the incidence and cost of occupational injury and illness
  - provide a rehabilitation system for those affected by occupational injury or illness
- We are committed to reducing bullying and occupational violence in workplace
- Breaches of this policy may result in counselling and/or disciplinary action
  - In case of employees, this may lead to dismissal
  - In case of volunteers, may lead to cessation of their engagement
  - In case of contractors, may result in cancellation of services provided by contractor
- CEO fulfils role of Workplace Health and Safety Coordinator and is accountable for coordinating management of health and safety on behalf of Board



# Incident and injury reporting

([https://snelandcare.org.au/images/PDF/Policy\\_Documents/Policy - Workplace HS Incident Injury Reporting v3.pdf](https://snelandcare.org.au/images/PDF/Policy_Documents/Policy_-_Workplace_HS_Incident_Injury_Reporting_v3.pdf))

- This 'Workplace Health and Safety Policy: Incident and Injury Reporting' recognises that health, safety and welfare of our people, clients and public are a priority
  - If accidents or incidents occur, they must be reported and possibility of recurrence minimised
- Policy requires us to:
  1. Provide a mechanism for reporting accidents, incidents, work-related illness, and dangerous occurrences
  2. Investigate accidents to determine the root cause with the objective of preventing a recurrence
  3. Obtain statistical information about the accident or incidents
  4. Meet legislative requirements for reporting accidents and incidents
- All accidents or incidents that result in a work-related injury or illness must immediately be reported to CEO
- Any incident which has potential to result in injury or damage to property must be reported in same manner
- In event of a dangerous occurrence or accident, [SafeWork NSW](#) must be notified and full investigation undertaken to determine root cause
- Most appropriate corrective action will be taken to ensure incident does not recur



# Workplace Discrimination and Harassment Policy

([https://snelandcare.org.au/images/PDF/Policy\\_Documents/Policy - Workplace Discrimination Harassment v3.pdf](https://snelandcare.org.au/images/PDF/Policy_Documents/Policy_-_Workplace_Discrimination_Harassment_v3.pdf))

- Applies to **board members**, staff (full-time, part-time, casual, temporary or permanent), job candidates, student placements, apprentices, contractors, subcontractors and volunteers
- Applies to how we provide services to clients and how we interact with public
- We are committed to providing safe, flexible and respectful environment for staff and clients free from all forms of discrimination, bullying and sexual harassment
- All staff must:
  - follow the standards of behaviour outlined in this policy
  - offer support to people who experience discrimination, bullying or sexual harassment, and provide information about how to make a complaint
  - avoid gossip and respect confidentiality of complaint resolution procedures
  - treat everyone with dignity, courtesy and respect
- Managers and supervisors must model appropriate standards of behaviour, take steps to educate and make staff aware of their obligations under this policy and the law, and intervene quickly and appropriately when they become aware of inappropriate behaviour
- We encourage any staff member who believes they have been discriminated against, bullied, sexually harassed, or victimised to take appropriate action by contacting CEO
- Staff who do not feel safe or confident to take such action may seek assistance from the President, Vice President or any **board member** for advice and support or action their behalf



# Review

- That's enough for now!
- Want more?
  - enrol in ACNC's free [Governing Charities](#) online learning program
  - designed to support leadership and accountability in charity sector
  - do just a few steps of a course, one course, or as many as you need; each takes 1–2 hours to complete
- Want to check what you understand to be your role?
  - see ACNC's [Checklist for New Responsible People](#)
    - outlines steps you should take to ensure Southern New England Landcare's details are up to date
    - check that you understand Southern New England Landcare's obligations to ACNC
  - take ACNC's [Self-evaluation](#) to assess whether we are meeting our obligations and whether there are any issues



# Questions and Discussion