

**NATIONAL DISABILITY & DEVELOPMENT FORUM
(NDF) SHAHEED BENAZIR ABAD**



**Internal Management and Governing Policies
Administrative Policy**

***ALL POLICIES HAVE BEEN APPROVED IN THE GENERAL BI-ANNUAL BOARD OF
DIRECTORS MEETING HELD AT NDF OFFICE, NAWABSHAH ON DATED 31ST DECEMBER
2014***



Internal Management and Governing Policies

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GOVERNANCE AND MANAGEMENT

Introduction

NDF is a Non Governmental Non Religious developmental organization, registered under the Voluntary Social Welfare Ordinance of 1961. The Constitution list the objects of the Company, its legal powers, composition of the Board, office bearers, conduct of elections and general meetings, membership, and so on.

This section explains in more detail:

- The Role of the Board
- Board meetings and decision-making
- Committees of the Board, co-option of Board members, and orientation for new members
- Conflict of interest
- The role of the Coordinator/Executive Officer/Coordinator
- Planning processes
- Membership, membership fees and maintenance of the membership register
- The election of the Board, the Annual General Meeting, Annual
- Report, compliance with Voluntary Social Welfare Ordinance of 1961 requirements and public officer

The Role of the Board

The Role of the Board falls into three areas:

▪ **Organizational management and governance**

The roles of the Board in governance and management are:

- ▶ Setting organizational policies (the Coordinator/ etc is responsible for follow through and implementation); and
- ▶ Monitoring compliance with organizational policies and reporting against agreed performance standards.

Sub-committees of the Board have a role in compliance. To ensure Board responsibilities are met, the Sub-Committees will:

- ▶ Examine and monitor compliance with policies and procedures, and with legal requirements, in a more detailed way than the Board is able to do (e.g. in relation to staffing issues and (organization's role as an employer and in relation to financial responsibilities)
- ▶ Report to the Board on compliance issues. To guarantee that the Board picks up on issues, any important areas or issues will be listed separately on the agenda.

The Board recognizes that the management of the organization and implementation of organizational policies is the responsibility of the Coordinator.

In relation to funding submissions, the Coordinator in consultation with the President may approve applications or expressions of interest for projects of up to Rs200, 000. For larger

projects, Board approval should be sought. The Board will make decisions based on how the proposed new project fits with the Strategic Plan. In situations where time constraints do not allow this, the Coordinator will consult with the Executive.

▪ **Policy issues**

The role of the Board in relation to policy issues comprises:

- ▶ Setting annual priority policy areas around implementation of the Strategic Plan
- ▶ Identifying/deciding on NDF's involvement in new or emerging issues and in issues raised from the sector; and
- ▶ Making decisions where changes to our existing policy position are proposed to be changed.

Policy issues that are brought to the Board should fall into one of the following categories:

- ▶ Matters for decision making by the Board - i.e. issues which are considered strategic, important, and serious or where the Board has identified the need for ongoing involvement
- ▶ Issues for discussion are brought to the Board, in order to:
 - Canvass the issues
 - Provide ideas for future policy work by staff
 - Set the context of where we want to take an issue (for example, this could be in relation to emerging policy issues or issues with policy implications)
- ▶ Matters for information only – to inform the Board

In each instance, information should be presented to the Board in the agreed format for Board papers (see below – Reporting and Presentation of Materials).

Both staff and Board members can identify issues that should be brought to the Board. The Coordinator should be informed of any such issues, so that they can be incorporated into the agenda.

Where a Board member wishes to discuss an issue that has been placed on the agenda for information only, this should be raised at the beginning of the meeting, in the time allowed for re-ordering of the agenda.

Where a Board member wishes to propose that the Board change its position on a policy issue, notice of a recession motion should be provided.

Role of Board members outside board meetings

Staff can tap into the expertise of the Board members outside Board meetings. However, when this happens, it needs to be clear that the Board member is speaking in his /her personal capacity and not with the authority of the Board unless this authority has been given to the Board member by the Board. Where there is disagreement or major issues for resolution, matters should be referred to the Coordinator and, if necessary, brought to the Board.

Office bearers can speak to staff with the authority of the Board, but formal approaches to the office bearers by staff, or vice versa, should be via the Coordinator

Representing NDF

Representing NDF in the Media

The CEO and Coordinator shall negotiate their respective roles in relation to media comment, depending on their respective skills. In particular, it will often be strategic to use the CEO for



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media comment that is particularly critical of government. It is generally expected that the CEO would have some skills in dealing with the media.

Representing NDF on Committees & Meetings

There is a role for Board members to represent NDF on external committees and in various consultative forums. Representing NDF takes place in accordance with the following principles:

- Statutory and ministerial appointments are to come to the Board for a decision on who will represent NDF
- Cases where NDF has been invited to nominate a Board representative are to be brought to the Board for a decision; and,
- Other cases where NDF is asked to nominate a representative are at the discretion of the Coordinator.

Representing NDF in lobbying

Board members may also represent NDF in delegations to politicians as follows:

- where this is strategically useful;
- where Board members are available;
- Based on skills and expertise of Board members in relation to the topic of the delegation. Board members may also be involved in joint delegations, on the understanding that they participate in their capacity as NDF representatives.

Board members need the authority of the Board to represent NDF in delegations.

Participation in delegations should be used as an opportunity to train new Board members and develop skills of Board members.

CONFLICT OF INTEREST

From time to time NDF Board members may encounter conflicts of interest when participating in NDF decision-making processes, as other professional or personal roles intersect. Potential areas where a conflict of interest may arise include:

- ▶ Recruitment of staff or contractors
- ▶ Decisions to undertake projects or enter into partnerships
- ▶ Representing NDF in other forums.

In general, a conflict of interest can be said to arise if:

- It is likely that the performance of a person's duties as an NDF Board member could be prejudicially influenced by that person's other interests (private, personal or professional), or that a reasonable person would believe that the person could be so influenced; or
- If a person's participation in the NDF Board could be prejudicially influenced by the interests of the organization the person is representing, or that a reasonable person would believe that the person could be so influenced.

NDF expects that Board members will be mindful of potential conflicts of interest (or the likely perception of a conflict), and declare a conflict of interest before it arises. Appropriate action can then be taken in consultation with colleagues. For instance, a Board member will usually be expected to withdraw from a particular selection panel or lobbying delegation, or absent him/herself from discussion about particular issues if it presents a conflict of interest. Minutes of



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the meeting should note the conflict of interest, and the relevant minutes are not to be forwarded to the member who has absented him/herself.

Election of the Board

The process for the election of the Board and the appointment of office bearers is set out in detail in the Constitution and staff members seeking further information should consult this document. The process covers matters such as calling for nominations (board members must be fee paying members), eligibility for nomination, and the appointment of a Returning Officer, conduct of elections and announcement of results. Nominations must be called (six weeks) before the Annual General Meeting, and ballot papers should be posted out to members (four weeks prior to the meeting).

The Annual General Meeting

The Annual General Meeting (AGM) is a legal requirement. The AGM is usually held in (MONTH), once the audited statement is received from the auditors. Notice of the AGM is provided in the NDF newsletter and in a mailing to members.

The standard agenda for the AGM includes:

- ▶ minutes of the previous AGM
- ▶ presentation of the Annual Report and the President's report
- ▶ Treasurer's report
- ▶ election of the returning officer
- ▶ election of Board members
- ▶ appointment of the auditor
- ▶ Lists of resolutions made by the Board during the year.

A quorum for the AGM comprises (percentage) of NDF membership, as at the time the meeting is held.

Board Meetings

The Board has adopted the following strategies in order to ensure efficient and effective decision-making at board meetings. Board meetings are held bi-annual. A quorum for a Board meeting is:

Agenda planning

The Coordinator and President plan the agenda before each meeting in order to:

- Allocate issues to be included for decision making, discussion or
- information only (based on the input of staff and Board members);
- Ensure that the purpose for inclusion of issues is clear;
- Plan time allocation for different issues on the agenda.

Structure of meetings

The following strategies will be used to ensure productive Board meetings:

- The agenda will be structured to clearly identify non-discussion items, items for decision, items for discussion and items for information only. Time will be allocated at the beginning of each meeting for reordering and prioritization of the agenda.
- Board meetings will regularly include time for major discussion on key or emerging issues. These topics will be planned in advance.
- Items for the next agenda will be identified at the end of each meeting.



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- The meeting is chaired by the President, or his/her absence, one of the two Vice presidents.

Decision-making in Board meetings

To be clear about decisions made by the Board and capture decisions:

- Areas for decisions to be made will be clearly indicated on the agenda, with recommendations from staff included in the papers.

As a decision is made the chair will clarify to the meeting what the decision is.

- The minute taker may also request that the meeting clarify and confirm a decision (e.g. before the meeting progresses, to seek clarification and read back the decision to ensure it has been captured correctly).
- A register to be established recording all decisions made by the Board (cross referenced by topic) – to ensure all decisions are captured and available for reference.
- Details of Board decisions will be captured and included in this policy and procedure manual, where appropriate.

Reporting and presentation of materials

- The Board papers will ordinarily include:
- Minutes of the previous Board meeting
- Minutes of sub-committee meetings
- Financial Reports
- Report on new and lapsed memberships
- Papers provided for discussion, including the staff report
- Papers provided for information, including the calendar of events.

Papers should be provided on all issues so that the Board members can make informed decisions. Papers should indicate whether they are being provided for decision-making, for information only or for discussion. Minutes from the Sub committees are to be circulated with the Board papers, so as to allow Board members time to read them in advance. Major items or issues that need discussion or decisions from the Board should be separately listed on the agenda.

- The Staff Report should identify:
- Progress and outcomes against the Operational Plan
- Major developments in ongoing policy issues
- Emerging policy issues that may need to be addressed in policy work in future.
- The Staff Report should not be seen as a report of activities undertaken in the previous month – these are more appropriately reported in the Calendar of Events.

Procedure

The (FINANCE/ADMINISTRATION/ADMINISTRATION OFFICER), who sends out reminders to staff to submit their contributions, and then prepares the papers, compiles board papers each month, Papers are mailed out to Board members to arrive at least three working days prior to a meeting.

Role of staff in Board meetings

Staff members have the right to attend Board meetings if they wish.



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The Board would normally expect staff to attend for discussion of issues in their area, where these have been placed on the agenda for decision or discussion. The Board does not otherwise expect staff to attend (excepting the Coordinator and minute taker) once present at Board meetings, staff are free to participate in discussions and debate.

Records of Board meetings

Minutes are taken at each Board meeting, usually by a staff member delegated this task. When typed up, a section is included for signing. Once ratified, the President signs the minutes. Copies are stored in the relevant file and can be made available on request. Hard copies of Board minutes are maintained by the Administrative Officer. Usually the minutes from current and previous year are held in the office, and older records are archived. NDF is required to maintain records for seven years.

Committees of the Board

The NDF Board delegates management and governance powers to its subcommittee(s).

The Role of the Coordinator

The Board delegates day-to-day management of the Organization to the Coordinator. Within guidelines set by the Board, the Coordinator has responsibility for management of the Organization, including: ! Implementation of the Strategic Plan, including development of and reporting against the Operational Plan

- Recruitment, management and supervision of staff
- Liaison with stakeholders
- Overseeing financial management of the Organization, including approving expenditure within delegation and budget
- Reporting to the Board
- Acting as the public spokesperson for the Organization, as agreed with the President.

The Coordinator is accountable to the NDF Board.

Strategic Planning

The Strategic Plan is developed on a tri-annual basis. It is developed after a process of consultations with the Board, staff, members, and other stakeholders. Production of the Strategic Plan is the responsibility of the Coordinator and the Board formally adopts the final document. The Strategic Plan outlines the key goals and objectives of NDF, as well as broad strategies to meet these objectives. As a key document of the Organization, the Strategic Plan is available to be distributed to all members and to the public. Copies of the current Strategic Plan are available from the office and the Plan is also posted on the NDF website.

Operational Planning

The Operational Plan is an internal document that is designed to support the implementation of the Strategic Plan. It includes key strategies, actions, and areas of responsibility for staff members.

The Operational Plan is developed and reviewed annually. The Coordinator reviews the Plan quarterly, to evaluate progress against targets and consider emerging priorities.

Membership

NDF has two types of membership:

- **Full membership** - open to non-government, not-for-profit Organizations involved in social welfare and based in NSW, and to consumer Organizations that advocate for



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social welfare. Corporate members are entitled to send two delegates to general meetings each entitled to speak and vote.

- **Associate membership** - is open to individuals interested in social welfare. They are entitled to one vote at general meetings.

Affiliation

Organizations that are not part of the non-profit non-government social and community services industry may apply for affiliate status. This includes:

- ▶ Non-profit non-government Organizations interested in social welfare but not actively engaged in it
- ▶ Private businesses engaged in or interested in social welfare
- ▶ State and federal government agencies involved in social welfare
- ▶ Local government agencies.

Affiliates may attend and speak but not vote at NDF general meetings.

Membership benefits

As well as supporting NDF's activities, the membership or affiliation fee provides:

- ▶ An automatic subscription to *NDF News*, our newsletter published and distributed 11 times a year
- ▶ A discounted price on most NDF print-publications (books, reports, etc.)
- ▶ Discounted registration fees for conferences and seminars, where fees are charged
- ▶ Discounts on fees for placing an advertisement in *NDF*
- ▶ Receipt of direct mail-outs of information about NDF activities and other events of relevance to the social and community services sector, on an occasional basis.

Membership fees

Membership fees are determined by the Board and revised from time to time according to changes in costs.

Membership fees for full members are charged on a sliding scale according to the size of an Organization (based on its annual funding). Organizations experiencing financial hardship can request a reduction in fees, with the minimum fee being equivalent to that of unwaged individuals.

Membership fees for individuals are charged at different rates according to whether the member is waged or unwaged. A lower rate also applies for employed members living outside major metropolitan areas.

Affiliation fees for consumer and customer advisory committees to NSW Government agencies and government-owned businesses, such as health councils, are lower than those of other affiliates.

Finance/Administration of memberships and membership renewal is managed by the Administrative Officer, who sends out reminder letters and receives payments.

Three reminder letters are sent out; if no payment is received the memberships will be lapsed.

Membership Register

A register of *NDF* members is kept in the office, and is updated regularly. The list of Organizational members is published each year in the Annual Report. Membership information relating to individuals is subject to privacy legislation and is not made public.



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The Annual Report

The Annual Report is published each year for the AGM. Typically, the Annual Report will include:

- ▶ A report from the Treasurer audited financial statements
- ▶ Responsibility for producing the Annual Report and organizing the AGM resides with the Coordinator. The Coordinator will liaise with the auditors and coordinate contributions from relevant staff, and coordinate production of the report by the Administrative Officer.
- ▶ The Annual Report will be on the *NDF* website.

Compliance with Office of Fair Trading requirements

NDF is committed to meeting all Office of Fair Trading requirements in a timely and efficient manner. Standard reporting requirements include:

- ▶ Advising of any changes to the *NDF* Board Members
- ▶ Proper conduct of the AGM and any General Meetings
- ▶ Advising of any changes to the Organization's Constitution
- ▶ Lodging annual returns
- ▶ Maintaining the register of members

Generally the Coordinator is responsible for coordinating compliance with ASIC requirements, and delegates' tasks to other staff members as necessary.

Stakeholder Relationships and Services

Introduction

This section outlines NDF policies and procedures relating to its functions and relationships with stakeholders with whom it works.

Included in this section is:

- ▶ **Funding agreements**
- ▶ **Project management**
- ▶ **Consultation**
- ▶ **Conferences**
- ▶ **Publications**
- ▶ **Complaints handling**

Funding Agreements

NDF is committed to maintaining positive working relationships with stakeholders and meets all funding agreement requirements in a timely and efficient manner. Liaison with funding agencies is the responsibility of the Coordinator in the first instance, while the Finance/Administration Manager manages compliance issues.



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NDF funding agreements are filed in the Finance/Administration Manager's office and access to the funding agreements is by permission of the Coordinator. Staff or board members may take a copy of the original for their own records.

Funding Agreement Terms and Conditions

The terms of funding agreements commonly include some or all of the following:

- Performance monitoring and evaluation arrangements
- Specific function and performance indicators
- Service specifications outlining goals and targets for the current funding period
- Compliance with relevant service standards and statutory requirements
- Reporting requirements
- Management arrangements
- Staffing and volunteer arrangements
- Confidentiality
- Asset management, insurance and indemnity
- Procedures in the event of a dispute or termination of the funding agreement

NDF is fully committed to meeting the performance targets specified in the agreement, and complying with reporting requirements.

PROJECT MANAGEMENT

Specific projects are an important part of NDF's work, and the Organization is usually involved in several discrete projects at any given time. In deciding whether or not to pursue a particular project, NDF will consider:

Policy Priorities: This involves an assessment of the project in terms of NDF's policy priorities and strategic plan, the likely outcomes and impact of the project, the urgency of the issue, and possible benefits for the Organizations' client base

Appropriateness of NDF involvement: It is important to consider whether NDF can add value to the project or whether another agency may be more

Appropriate, and what participation offers to NDF in terms of staff development, resources, Organizational profile. Any potential risks to NDF should also be considered.

Effectiveness of our involvement: It is also necessary to consider whether NDF has the networks, resources, capacity necessary to support the project and ensure that our participation is effective, as well as any opportunity costs that may arise from participation.

Project Development

Staff members proposing a project should discuss the idea with their supervisor and the Coordinator in the first instance. If it is agreed to investigate the project further, the staff member will usually prepare a short options and issues paper to inform internal considerations. If it is decided to pursue the project, the staff member will develop a project submission. When developing a submission, the impact on other parts of the organization needs to be considered. These include:



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- Impact on other staff,
- Impact on Finance/Administration, including conferences, and
- Impact on communications, including publications and website

These impacts should be reflected in the submission, particularly within costing, and timing of activities. In developing a budget for the project, advice should be sought from the Finance/Administration Manager. All new projects require approval from the Coordinator and in some instances from the Board. Staff members need to factor in the time necessary to gain approval when developing new projects.

Project Management

The following policies and procedures apply to projects that have been successful in obtaining funding.

Project Manager

Every project is to have a project manager. The project manager is the central contact person for the project.

The project manager is responsible for, and will liaise closely with the Coordinator to ensure:

- That the project is completed on time, within budget and to a high standard.
- Appropriate supervision to project staff (if any) and providing appropriate oversight and support to consultants (if any).
- That the relevant financial and performance requirements are met.
- Assistance from the Coordinator is sought if they are facing any difficulties.

Project Plan

At the commencement of the project the project manager is to submit a project plan. This plan is to list project milestones and funding and performance requirements. The project manager is to maintain an up-to-date report on the status of the project against this plan.

Central Project File

The project manager will provide the Finance/Administration Manager with a file containing the following information:

- The original submission, including the budget submitted to the funding agency;
- The budget developed by NDF (using the NDF categories of expenditure);
- The funding and performance agreement;
- Consultancy agreements (if any); and,
- Any other relevant correspondence.

The project manager will ensure that copies of any correspondence with the funding agency and any consultants are added to this file as the project progresses.

The Finance/Administration Manager will ensure that all correspondence received by them in relation to the project is copied to the project manager.

Keeping Staff Informed

The project manager will ensure that all relevant parts of the Organization are kept informed about their role in the project, including timing of their work. This includes publications, conferences, financial reports, mail-outs, and other tasks.



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Reporting Progress

The project manager will report regularly to the Coordinator on the progress of the project. A standard project reporting framework document is available.

Finalizing the Project

The project manager will ensure that all obligations under the funding and performance agreement have been met and that all reports and publications have been finalized. They are to prepare a short evaluation of the project.