

## Board of Directors

### Information for Candidates

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#### STRATEGIC OVERVIEW

The Bass Coast Community Foundation (BCCF) was established in 2002 to improve the quality of life for those living in the Bass Coast region by building a long-term source of funds for community needs. Our vision is for Bass Coast to be an engaged, connected and successful community. The Board is a working Board that consists of skilled and committed local volunteers who live in Bass Coast Shire.

#### COMPOSITION OF THE BOARD:

The BCCF constitution states that the Board of Directors shall consist of no fewer than eight members and not more than thirteen (amended 2010). At least three quarters of the Directors must maintain a residence within the region, and all must be members of the company. The majority of Board members must be deemed “responsible persons” as defined by the ATO. Examples of ‘responsible persons’ are:

- school principals
- judges, solicitors, doctors and other professional people
- mayors, councillors, town clerks and members of parliament
- recipients of awards from government for services to the community such as an Order of Australia
- members of a professional body which has a professional code of ethics and rules of conduct.

#### BOARD PROFILE

- 11 Directors with 3 current general board positions vacant
- Meetings held every 3rd Monday evening of the month at the Bass Coast Community Foundation Office in Wonthaggi

## ELECTION OF DIRECTORS:

One third of the Directors shall retire annually but may be eligible for re-election. There is no limit to the period in which they can continue to hold office as Directors. If a Director retires prior to the expiration of his/her term of office, a new Director may, by ordinary resolution, be elected until the following AGM.

A Chairperson and Deputy Chairperson may be appointed but no appointment shall be for more than three years.

## THE ROLE OF DIRECTORS:

Broadly, the role of the Board and each Director is to:

- Carry out the objectives of the Company
- Set strategies and plans for carrying out the objectives
- Set policies for the Company
- Monitor performance of the Company, its staff and its volunteers
- Ensure compliance
- Ensure there are internal controls & reporting procedures
- Appoint an Executive Officer and ensure there are adequate staff & resources
- Ensure the Company is well regarded by potential beneficiaries and supporters and maintains community respect.

## REQUIREMENTS OF EACH BOARD MEMBER

Directors are expected to:

- Attend & actively participate in Board meetings.
- Contribute to the agenda and activities of the Foundation
- Contribution to Foundation functions and other fundraising activities
- Participate in at least 1 sub committee
- Avoid any conflict of interest with any personal interests or any conflicts in duty owed to another company or Trust. Directors must notify the Chairperson and Secretary as soon as he or she becomes aware of the possibility of conflict.
- Keep confidential information learnt as a result of being a Director. Disclosure of this information can only be made after consultation with the Board.

- Act in a manner to promote the public profile and integrity of the Foundation.