

Dunoon and District  
Sports & Recreation Club  
Limited

# Directors Handbook



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# Dunoon and District Sports & Recreation Club Limited



## 1. Introduction

The Board of Directors is responsible for the good governance of the Dunoon & District Sports and Recreation Club (the Club). The purpose of this Directors Handbook is to specify how the Club is governed.

This Handbook sets out the roles and responsibilities of the Board and management, which responsibilities are delegated to Committees of the Board or to management, and provides guidance relating to the membership and the operation of the Board.

A Director must fully acquaint themselves and keep themselves up to date with this Directors Handbook and the Constitution of the Club.

The Directors Handbook will be adopted by resolution of the Board. Any changes to this Handbook must be approved by a Board resolution before taking effect.

### 1.1 Strategic Direction

Dunoon Sports Club has a Strategic Plan for 2020-23, approved by the Board in July 2020. The plan defines a vision for the Club as ***“The Community Hub”***, supported by the mission statement ***“To provide a safe, inclusive place to connect the community”***.

The Strategic Plan 2020-23 defines where the Club want to be in 2023, and most importantly details how the Board plan on getting there. The plan contains three strategic objectives:

- **Successful and Sustainable**
- **Community Engagement**
- **Club Operations and Facilities**

The Strategic Plan 2020-23 will guide the current Committee and management team as they carry out their governance and operational responsibilities.

### 1.2 Corporate structure

Dunoon & District Sports and Recreation Club Limited is a not-for-profit Australian public company registered at 15 Cowley Road Dunoon NSW 2480. The Club is a registered company subject to both the Registered Clubs Act and the Corporations Act.

The primary objects of the Club are detailed in Article 2.1 of the Constitution.

#### 1.2.1 Relevant legislation

Listed below are the main Acts that apply to this Club.

Note: this is not an exhaustive list and Acts are not presented in alphabetical order.

#### **NSW State Legislation**

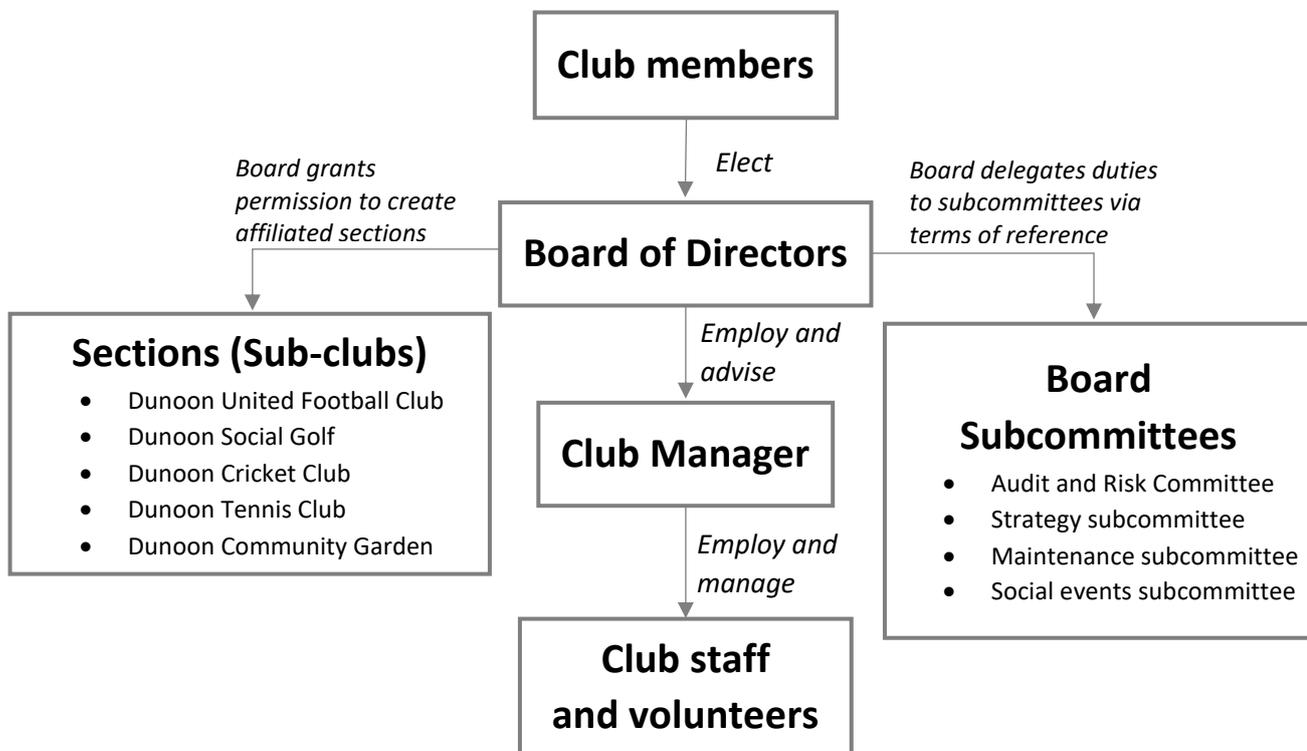
1. Registered Clubs Act 1976
2. Gaming Machines Act 2001
3. Gaming Machines Tax Act 2001
4. Liquor Act 2007
5. Charitable Fundraising Act 1991
6. Fair Trading Act 1987
7. Industrial Relations Act 1996
9. Work Health and Safety Act 2011
10. Smoke-free Environment Act 2000
11. Food Act 2003

### Commonwealth Legislation

1. National Gambling Reform Act
2. Corporations Act 2001
3. Privacy Act 1988
4. Trade Practices Act 1974
5. Income Tax Assessment Act 1997
6. A New Tax System (Goods and Services Tax) Act 1999
10. Registered and Licensed Clubs Award 2010

### 1.3 Governance Framework

The diagram shows the governance structure of the Dunoon & District Sports and Recreation Club, including aligned sub-clubs. As sections of the Club, sub-clubs will regularly provide minutes for inspection by the board. Sub-clubs will be offered the opportunity add items for discussion to Board meeting agendas.



# Dunoon and District Sports & Recreation Club Limited



## 2. Directorship

The Board of Directors is responsible for overseeing the proper management of the business of the Club.

### 2.1 Role of Directors

Directors may exercise all the powers of the Club as are not, by the Corporations Act, the Registered Clubs Act or by the Constitution, required to be exercised by the Club in general meeting or through a ballot of Voting Members.

The objectives of the Board are to advance the Club's strategic direction in all of its day to day activities in a way that:

- a) provides clear accountability;
- b) protects the rights and interests of all stakeholders;
- c) provides for proper management of the assets of the Club;
- d) supports the achievement of the Club's fiduciary, environmental, health, safety, social and other obligations;
- e) supports the achievement of the Club's obligations under the Registered Clubs Act and any related by-laws, rules and regulations; and
- f) preserves and enhances the Club's reputation and standing in the community.

Article 11.5 of the Constitution provides for the election of a President, Vice President and Treasurer from the Board of Directors. Position descriptions for the President, Vice President and Treasurer roles are attached in Schedule 3 of this Handbook in addition to a Board Secretary role.

#### 2.1.1 Directors act through the Board

The Board as a whole is responsible for the overall strategic direction and affairs of the Club. No Director has any right to participate in the management of the business and affairs of the Club except in acting with the authority of the Board.

A Director may not give instructions to management, consultants, contractors or employees of the Club except through making decisions of the Board.

#### 2.1.2 Confidentiality of Club information

Board agendas, business papers, minutes and discussions are confidential to the Club and are the property of the Club. A Director must take great care with any Board papers or other documents that come to the Director and ensure they are kept confidential and protect them from loss or accidental or other disclosure.

Directors will maintain the confidentiality of matters discussed at Board meetings so that there is confidence that commercially sensitive and potentially controversial issues can be fully and frankly canvassed.

If so requested by the Club Manager a Director must deliver up all Board papers or other documents in their possession or control. This obligation continues to apply after a Director's resignation or retirement but is subject to the terms of any Deed of Access, Indemnity and Insurance.

### 2.1.3 Induction of new Directors

New appointments to the Board will receive an induction from the President and/or Club Manager before they attend their first Directors meeting. The induction will include the following:

- Meeting the Board and the Club Manager
- A discussion on the structure and purpose of sub-committees
- Distribution of key governance and strategy documents including:
  - Constitution
  - Directors Handbook
  - Strategic Plan 2020-23
  - Past meeting minutes
  - Next meeting agenda
- An introduction to the Club's financial reporting
- An allocation to a sub-committee based on skills, experience and qualifications
- Details of all major projects
- Presentation of the corporate governance framework
- Workplace Health and Safety Induction

An induction checklist is attached in Schedule 5 of this handbook.

## 2.2 Obligations of Directors

Directors must at all times act in accordance with all legal and statutory requirements, and devote sufficient time to discharge their duties as Directors of the Club. Directors must:

- a) discharge their duties in good faith and in the best interests of the Club;
- b) act with care and diligence and demonstrate commercial reasonableness in their decision making;
- c) notify other Directors of their material personal interests and take reasonable steps to avoid actual, potential or perceived conflicts of interest (except as permitted by the Corporations Act or the Registered Clubs Act);
- d) not make improper use of information gained through their position as a Director;
- e) not take improper advantage of their position as a Director;
- f) not perform any management, executive or employee function in connection with the business of the Club without the approval of the Board;
- g) not solicit or accept any bribe, secret commission or illegal inducement;
- h) make reasonable enquiries if relying on information or advice provided by others;
- i) give the Club all the information required by the Corporations Act;
- j) not allow the Club to engage in insolvent trading; and
- k) consult the President if considering an invitation to become a director of any other club or company.

In addition, to avoid any appearance of inducement or improper conduct, a Director:

- a) must not accept any gifts or promotional items from a third party which has a relationship with the Club unless the items are of a negligible value;

- b) may not seek preferential treatment over members of the public in relation to the activities of the Club except with the prior informed consent of a resolution of the Board;
- c) may accept a meal or a drink or entertainment only if such courtesies are modest and reasonable in the circumstances and fully disclosed where required;
- d) must not commit Club funds, services or resources for any political cause, party or candidate except with the prior informed consent of a resolution of the Board;
- e) must not bind the Club, or seek to bind the Club, to any contractual obligation or other commitment without the specific approval of the Board;
- f) must use all reasonable endeavours to protect Club assets and to ensure their efficient use and that they are not misused; and
- g) must ensure that they deal fairly with Club management, consultants, contractors and employees.

A breach of the Director Obligations in this section will be a breach of this Directors Handbook leading to the potential consequences set out in Article 9.8 of the Constitution.

### 2.2.1 Director Code of Conduct

In agreeing to be part of the Board or management team, candidates should also agree to adhere to standards of behaviour expected of their position of leadership in the club. The Director Code of Conduct in Schedule 2 of this document forms part of the Election Requirements.

A breach of the Director Code of Conduct will be a breach of this Directors Handbook leading to the potential consequences set out in Article 9.8 of the Constitution.

### 2.2.2 Performance review

The Board recognises the importance of regular reviews of its effectiveness and performance. Annually the Board will review and evaluate:

- a) its own performance, including against the requirements of this Directors Handbook;
- b) the performance of its subcommittees;
- c) the performance of individual Directors; and
- d) the performance of the Club Manager,

against both measurable and qualitative indicators. Aspects of Board performance suggested for review include:

- Is the Strategic Plan being implemented;
- Are club policies and objectives being adapted to current needs and compliance;
- Are actions adequately communicated to members;
- Are responsibilities clearly understood;
- Are meetings well attended, carried out in an efficient and professional manner and are they inclusive and welcoming of diverse views;
- Have they kept their involvement to policy, except for operational matters in their charter;
- Contains a sufficient range of expertise to be an effective governing group;
- Approved risk management strategies;
- Appraised the Club Manager;
- Conducted an induction of new Committee;
- Contributed to Committee succession planning; and
- Set an example by abiding by all Club rules and policies.

The performance of the Club Manager will be formally reviewed annually. Only those elements of the Club Manager's objectives that have been identified and agreed upon by both parties in advance will be evaluated.

The President and Treasurer will convene, with the Club Manager, in order to complete the following:

- Review the Club Manager's position specification;
- Review the Club Manager's performance for the previous financial year;
- Highlight areas of success and areas for improvement;
- Plot key performance indicators (financial and non-financial) for the new performance reporting period;
- Identify ongoing education opportunities;
- Discuss remuneration; and
- Discuss succession planning

Before completing the annual performance review, the President should solicit feedback from all Board members and also covertly from the membership.

### 2.2.3 Conflict of Interest

A conflict of interest may arise if a Director or the Club Manager has a personal interest in a business decision involving the Club.

The Board and the Club Manager have an obligation to disclose any personal interests or relationships, which can in any way impact the decision they make on a specific issue or matter that is before the Committee for resolution.

Directors may at any time declare a conflict of interest in relation to a matter by notification to the President in writing, who shall notify the other representatives of the Board of the conflict as soon as practicable.

The Board shall have and maintain a conflict of interest register, disclosing the nature and extent of their interests. The conflicts of interests register, and any amendments or additions to it, shall be tabled at each Board meeting, and any changes recorded in the minutes of that meeting.

If it is found subsequently a Director or the Club Manager held a conflict of interest with respect to an item that was before the Board for resolution, and no disclosure was made, it will be treated as a material breach of Director obligations leading to the potential consequences set out in Article 9.8 of the Constitution.

Where a Director has made a disclosure they shall continue to receive Board papers and be present during discussion relating in any way to the matter or issue, which is the subject of the conflict of interest. The President can, however, determine that he or she does not receive any or all of those documents or be present.

A Director shall not vote on a matter or issue which is the subject of the conflict of interest. If a Director is concerned a disclosure should be made, and one hasn't been made, then those concerns should be referred to the President.

### 2.3 Eligibility to be a Director

All Directors must meet the Eligibility Criteria in Article 9.3 of the Club's Constitution. Additionally, any candidate for election as a Director must agree to such restrictions and protocols concerning the

election process as may be specified by the Board on advice of the Club Manager (“Election Requirements”).

At nomination, candidates must provide the Club Manager with a signed copy of the Election Requirements statutory declaration in Schedule 1 of this Directors’ Handbook.

A breach of the Election Requirements will be a breach of this Directors Handbook leading to the potential consequences set out in Article 9.8 of the Constitution.

### 2.3.1 Electioneering

Each candidate for appointment as a Director must sign the Election Requirements agreement in Schedule 1 of this Handbook. If a candidate refuses to be bound by the Election Requirements or breaches the Election Requirements the Club Manager shall provide advice regarding the candidate’s refusal to be bound by, or breach of, the Election Requirements to the Board on a confidential basis.

Areas that may be dealt with in the Election Requirements may include (but are not limited to):

- methods and format of written and electronic contact with members (including by social media);
- prior review of and approval of written and electronic material to be provided to members and the public;
- use of Club premises for electioneering;
- presentation of information in the notice of ballot for the election.

# Dunoon and District Sports & Recreation Club Limited



## 3. Club Manager

The Club Manager acts as a point of contact between the Board and management, in addition to responsibilities under the Corporations Act, the Registered Clubs Act, the Constitution, and other matters specifically delegated. The Club Manager's responsibilities include:

- a) Monitoring that policies and procedures of the Board are followed;
- b) Performing the functions provided for in the Registered Clubs Act, including the power to carry out such investigations and inquiries as are provided for in the Registered Clubs Act; and
- c) Seeking to ensure that the Company complies with its requirements under the Corporations Act regarding its registered office, annual returns and notices to be lodged with the Australian Securities and Investments Commission.

### 3.1 Board and Club Manager roles and accountabilities

The matrix below identifies where responsibilities lie regarding major activities within governance and operations.

Area	Board of Directors	Club Manager
Long-term goals (1+ years)	Develops and approves	Provides input
Short-term goals	Monitors	Establishes and executes
Day-to-day operations	No role	Makes all management decisions
Budget	Treasurer Develops Board Approves	Develops with Treasurer/Recommends
Capital Purchases	Approves	Prepares requests
Decisions on Renovations/Expansions	Approves	Provides input/Signs contracts
Supply Purchases	Sets Policy	Purchases/maintains audit trail
Major Repairs	Approves	Quotes/Prepares recommendations
Minor Repairs	Sets Policy/Spending limit	Authorises repairs within spending limit
Emergency Repairs	Works with Club Manager	Notifies President
Cleaning and Maintenance	Delegated to Maintenance Subcommittee	Sets up Schedule
Band & Entertainment booking	Delegated to Social Subcommittee	Provides input/Signs contracts
Pricing	Sets Policy	Develops pricing schedule

<b>Area</b>	<b>Board of Directors</b>	<b>Club Manager</b>
Gaming Nominee	Approves	Acts
Liquor Nominee	Approves	Acts
Hiring of Staff	No Role	Approves all hiring
Selection of Restaurant contractors	Approves	Interviews/makes recommendation
Staff Development	No role	Establishes
Staff Grievances	No role	Grievances resolved with Club Manager
Club Manager Grievances	With President	Prepares any requests
Members Grievances	Final point of resolution	First point of resolution
Members disciplinary proceedings	Approves	Approves temporary suspension
Staff Salaries	Allocates line item in budget	Approves salaries
Staff Performance Evaluation	Evaluates Club Manager	Evaluates other staff
Board and Committee meeting administration	Board Secretary coordinates	Provides input and support
Board and Committee meeting papers	Board Secretary coordinates	Provides input and support

# Dunoon and District Sports & Recreation Club Limited



## 4. Meeting Practice

### 4.1 General meetings

General meetings of the Club are to be held in accordance with the Constitution Articles 6-8. Annual general meetings will additionally be held in accordance with the Corporations Act.

### 4.2 Directors' meetings

All Board meetings will be conducted in accordance with Part 11 of the Constitution, the Registered Clubs Act and the Corporations Act. Directors must deal with resolving Board issues at Board meetings and not in separate discussions.

Regular Directors' meetings will take place on the second Wednesday of each calendar month. Additionally, a Director may at any time, convene a meeting of the Directors in accordance with Article 11.2 of the Constitution.

Directors are expected to prepare adequately for, attend and participate in Board meetings.

The Club Manager will be required to make the following information available prior to a regular Directors' meeting:

- Minutes of previous Board meeting
- Agenda
- Reports from sub-committee meetings held since last Board meeting
- Current month and YTD Profit/Loss
- Balance Sheet
- New Member Report
- Total Membership Report
- Facilities Report
- Workplace Health and Safety Report
- Correspondence

# Dunoon and District Sports & Recreation Club Limited



## 5. Sub-committees of the Board

Section 10.6 of the Constitution makes allowance for the Board to delegate their powers to Committees. The Board have currently approved terms of reference for four subcommittees.

### 5.1 Audit, Risk and Compliance committee

The role and functions of the Audit, Risk and Compliance committee are defined by sections 10.6 and 10.7 of the Constitution.

### 5.2 Strategic subcommittee

The role of the Strategic subcommittee is to develop a revised Strategic Plan & Directors Handbook for consideration of the Board.

The current terms of reference for the Strategic subcommittee is attached at Schedule 4.

### 5.3 Maintenance subcommittee

The role of the Maintenance subcommittee is to provide support to the management and Board of the Club in relation to the maintenance, improvements, and ongoing upkeep of Club assets.

The current terms of reference for the Maintenance subcommittee is attached at Schedule 4.

### 5.4 Social Events subcommittee

The current role of the Social Events subcommittee is to provide support to the management and Board of the Club in scheduling and delivering regular and occasional events.

The current terms of reference for the Social Events subcommittee is attached at Schedule 4.

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## **Schedule 1 – Election Requirements**

# Dunoon and District Sports & Recreation Club Limited



## Election Requirements

Candidates for election as Director must read and agree to the Election Requirements detailed below.

In accordance with Section 9.1 of the Club Constitution, the number of Directors elected may be up to twelve (12) and must not be less than four.

The closing date for receipt of nominations is as determined by the Board.

### Eligibility for election

By signing these Election Requirements, candidates confirm that they meet all of the requirements specified in Section 9.3 of the Club Constitution.

### Electioneering

By signing these Election Requirements, candidates confirm that:

- I have attached a summary of their background and experience, for inclusion in the notice of ballot.
- I agree to submit any written election material (including social media posts and replies) to the Club Manager for review and approval before publication;
- I will not use Club premises for electioneering and will not display electioneering material on Club premises

### Director Obligations

By signing these Election Requirements, candidates confirm that they have read, and if elected will abide by the Obligations of Directors detailed in Section 2.2 of the Directors Handbook.

### Director Code of Conduct

By signing these Election Requirements, candidates confirm that they have read, and if elected will abide by the Director Code of Conduct in Schedule 2 of the Directors Handbook.

# Dunoon and District Sports & Recreation Club Limited



## Nomination for election as a Director

I hereby nominate for election as a 20XX Director of the Dunoon and District Sports and Recreation Club.

I confirm that my nomination meets the eligibility requirements for election specified in Section 9.3 of the Club Constitution.

I have read and agree to abide by the Election Requirements. I have read and agree that if elected I will abide by the Director Obligations and Director Code of Conduct.

I have attached a summary of my background and experience for inclusion in the notice of ballot.

### Director Nominee:

Name: \_\_\_\_\_

Membership Number: \_\_\_\_\_

Consecutive years of membership: \_\_\_\_\_

Signature: \_\_\_\_\_

### Proposed by:

Name: \_\_\_\_\_

Membership Number: \_\_\_\_\_

Signature: \_\_\_\_\_

### Seconded by:

Name: \_\_\_\_\_

Membership Number: \_\_\_\_\_

Signature: \_\_\_\_\_

Nominations close at 7pm on XX/XX/20XX and must be submitted to the Club Manager by that date. The Annual General Meeting will be held at the Club on XX/XX/20XX commencing at HH:MMpm.



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## **Schedule 2 – Director Code of Conduct**

# Dunoon and District Sports & Recreation Club Limited



## Director Code of Conduct

The Board of Directors of Dunoon and District Sports & Recreation Club agree to:

- Act honestly and in good faith at all times;
- Attend assigned meetings or forward their apology prior to the meeting;
- Follow up diligently on commitments made at meetings;
- Remain loyal to Board decisions once they are made, even if he or she didn't agree with the decision;
- Maintain confidentiality of sensitive information as and when required;
- Treat all people associated with the club with respect, including members, management and staff, volunteers, contractors, partners, external stakeholders, and the Board;
- Be supportive of management and staff;
- Consider the welfare of the club's members at all times;
- Not take advantage of their positions on the Board in any way;
- Understand and attend to the fiduciary responsibilities of being on the Board;
- Make decisions based on what is best for the club, not for individual interest or the interests of a few;
- Declare any 'conflicts of interest' as they arrive and act to ensure that these conflicts do not pose a risk to the club;
- Be open to feedback from members and respond appropriately;
- Act as a positive role model with respect to good club behaviour;
- Adhere to the policies and procedures established by the club;
- Adhere to the legislative requirements of the club;
- Not receive gifts that result in personal financial benefit;
- Always represent the club in a professional manner

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## **Schedule 3 – Executive role descriptions**

# Dunoon and District Sports & Recreation Club Limited



## Role Description - President

### President

The President is a Director appointed by the Board. The President helps the Board prioritise its goals and keeps the Board on track by working within the Club's framework. At an operational level, the major function of the President is to facilitate effective committee meetings.

The President is an ex-officio member of all subcommittees of the Board.

### Responsibilities

The President is responsible for:

- chairing Board and member meetings, setting the Board's agenda and seeking to ensure that adequate time is available for discussion of all agenda items, in particular strategic issues;
- seeking to ensure that Directors are briefed on Board matters and leading the Board in reviewing and discussing Board matters;
- seeking to facilitate effective contribution by all Directors and monitoring Board performance;
- seeking to promote constructive and respectful relations between Board members and between the Board and management;
- seeking to achieve the objective that membership of the Board is skilled and appropriate for the Club's needs; and
- monitoring the role of the Club Manager.

### Skills and Experience

The President is expected to have the following qualities:

- Able to chair Board and general meetings
- Well informed of all Club activities
- Understands opportunities for change
- Understands the strategic context and has the ability to review, question and suggest outcomes and activities that can positively assist in strategic formulation
- A good working knowledge of the Club's constitution, Directors Handbook, Club by-laws and policies and the duties of both Directors and management
- Well informed about the purpose of any meeting and items to be covered and able to avoid repetition, arguments, interruptions and deviation from the matter under discussion
- Able to liaise with other stakeholders including liquor and gaming regulators, banks, government authorities and other clubs as required.
- Ability to work constructively with the Club Manager

# Dunoon and District Sports & Recreation Club Limited



## Role Description – Vice-President

### Vice-President

The Vice-President is a Director appointed by the Board. The primary objective of the Vice-President is to act in the President's absence and to assist the President in the day-to-day operation of the Club.

The Vice-President may also hold accountability on assigned subcommittees of the Board.

### Responsibilities

The Vice-President is responsible for:

- chairing Board and member meetings when the President is unavailable

### Skills and Experience

The Vice-President is expected to have the following qualities:

- Able to chair Board and general meetings
- Well informed of all Club activities
- Understands opportunities for change
- Understands the strategic context and has the ability to review, question and suggest outcomes and activities that can positively assist in strategic formulation
- A good working knowledge of the Club's constitution, Directors Handbook, Club by-laws and policies and the duties of both Directors and management
- Ability to work constructively with the Club Manager

# Dunoon and District Sports & Recreation Club Limited



## Role Description - Treasurer

### Treasurer

The Treasurer is a Director appointed by the Board. The Treasurer is the primary advisor to the Board on all financial matters.

### Responsibilities

The Treasurer ensures that Board members are provided with financial and other advice regarding their responsibilities. Additionally, the Treasurer acts as the primary advisor to the Club Manager on Club financial matters.

In conjunction with the Club Manager, the Treasurer provides the Board with annual budgets as needed to match the Club's annual business planning cycle. The Treasurer also:

- Advises the Board on the appropriateness of taking on or paying down debt.
- Oversees the performance of the external auditor
- Ensures regularity requirements for financial reporting are met

The Treasurer provides financial statements to each regular meeting of the Board, detailing

- The financial performance of the club against expected and reasons for variations;
- Any aspect of the trading position of the club that should be brought to the Boards attention;
- Any business risks they perceive as present or emerging.

The Treasurer will immediately bring to the Boards attention any concerns regarding the accuracy of the club's accounts, suspicion of illegal activity or methods that are inappropriate for the proper financial matters of the club.

### Skills and Experience

The Treasurer is expected to have the following qualities:

- Ability to read and interpret company accounts
- Strong understanding of financial reporting obligations
- Able to identify risk exposure and make recommendations to mitigate or remove risks
- Understands opportunities for change
- Understands the strategic context and has the ability to review, question and suggest outcomes and activities that can positively assist in strategic formulation
- Ability to work constructively with the Club Manager

# Dunoon and District Sports & Recreation Club Limited



## Role Description – Board Secretary

### Board Secretary

The Board secretary is a Director appointed by the Board. The Board Secretary is accountable for matters to do with the proper functioning of the Board.

### Responsibilities

The Board Secretary is responsible for:

- Organising Board and Committee meetings;
- Drafting notices of meetings and resolutions for approval;
- Coordinating the despatch of Board and Committee meeting papers;
- Capturing the business of Board and Committee meetings in the minutes;
- Circulating minutes from Committee meetings to the Board.

### Skills and Experience

The Board Secretary is expected to have the following qualities:

- Ability to effectively collate, store and distribute Board meeting documents
- Administrative ability
- Organisational skills
- Effective minute-taking
- Clear and concise written communication skills
- Ability to work constructively with the Club Manager

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## **Schedule 4 – Subcommittee terms of reference**

# Strategic Plan Sub Committee

## Terms of Reference

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### Purpose

The role of the Strategic Plan Sub Committee is to develop a revised Dunoon and District Sports and Recreation Club Strategic Plan & Directors Handbook for consideration of the Board.

### Deliverables

- Process plan for the Strategic Plan development (including any consultation plan)
- Draft Strategic Plan for Board consideration
- Draft Directors Handbook for Board consideration

### Term

This Terms of Reference is effective from date of board approval

The target dates for delivery of the above are:

- |  |            |
|--|------------|
| ○ Strategic Plan process plan                      | TBA        |
| ○ Development / consultation                       | April 2020 |
| ○ Draft Strategic Plan for Board consideration     | May 2020   |
| ○ Draft Directors Handbook for Board consideration | AGM        |

### Membership

1. Gareth Herman (Chair)
2. Rob Gatt
3. Trent Scanlon
4. Mal McClenaghan
5. Helen McNeil

### Budget

The approved budget for this activity is: ZERO

### Meetings/Working Arrangements

The Sub Committee Chairperson will convene a kick off meeting with all members to plan the activity and tasks of the Sub Committee. This could include:

- Expectations of the committee
- Authorities
- Form of the documents and draft Table of Contents
- Approach to the Task
- Engagement with other parties (external to the committee and/or external to DDSRC)

- Ongoing meetings
- Tasks assignments
- Schedule
- Internal Working Group reviews

## Reporting

The Sub Committee Chairperson shall prepare a (brief) written progress report for each Board Meeting that falls during the active portion of the Sub Committee tenure. The Report shall include:

- Brief Narrative on Progress
- Narrative on holding/delivering in accordance with the identified dates
- Risks to completion and mitigations if relevant
- Support required (from other Board members or externals)
- Cost performance/information to the approved budget as applicable (Actuals, Estimate to Complete and Estimate at Completion etc v approved Budget)
- Any other relevant matters.

## Amendment, Modification or Variation

This Terms of Reference may be amended, varied or modified in writing after submission to the DDSRC Board via the DDSRC Chairman for approval.

# Maintenance Sub-Committee

## Terms of Reference

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### Purpose

The role of the Maintenance Sub-Committee is to provide support to the management and Board of the Dunoon and District Sports and Recreation Club (DDSRC) in relation to the maintenance, improvements, and ongoing upkeep of DDSRC assets. The sub-committee will also provide advice to the Board in relation to physical and structural change to the club that will facilitate the strategic direction of the DDSRC Board.

### Deliverables

- Repair DDSRC club assets
- Maintenance of DDSRC club assets
- General beautification / decoration of the club
- Recognition and reduction of hazards to staff and patrons
- Maintenance of gardens
- Coordination of volunteers for the above deliverables
- With the assistance of management prioritise expenditure
- Seek and coordinate sponsorship by way of product or labour.

### Term

This Terms of Reference is effective from date of board approval

This will be a standing sub-committee of the DDSRC Board.

### Membership

6. Andrew McColl (Chair)
7. Scott McNeil
8. Lydia McColl
9. Trevor Black
10. Lyn Black

### Budget

The sub-committee will work within the approved maintenance budget and will liaise with club management prior to expenditure of the budget.

The sub-committee will provide guidance to management and the Treasurer in relation to ongoing budgetary requirements.

No expenditure beyond the approved budgets will be available without prior approval of the DDSRC Board.

## Meetings/Working Arrangements

The sub-committee Chairperson will convene the meetings with all members to plan the activity and tasks of the Sub Committee. A quorum of the meetings will be as per the DDSRC Constitution.

- The sub-committee will meet on a regular basis as determined by the committee and at each meeting will review outstanding requirements

## Reporting

The Sub Committee Chairperson shall prepare a brief progress report for each Board Meeting. The Report shall include:

- Brief Narrative on Progress
- Narrative on holding/delivering in accordance with the identified dates
- Risks to completion and mitigations if relevant
- Support required (from other Board members or externals)
- Cost performance/information to the approved budget as applicable (Actuals, Estimate to Complete and Estimate at Completion etc v approved Budget)
- Any other relevant matters.

## Amendment, Modification or Variation

This Terms of Reference may be amended, varied or modified in writing after submission to the DDSRC Board via the DDSRC Chairman for approval.

Social Events Sub Committee  
Terms of Reference

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*To be added when approved by the Board*

Dunoon and District  
Sports & Recreation Club  
Limited



## **Schedule 5 – Director Induction Checklist**

# Dunoon and District Sports & Recreation Club Limited



## Director Induction Checklist

New appointments to the Board will receive an induction from the President and/or Club Manager before they attend their first Directors meeting.

Directors are to sign below once they have received all of the following induction items:

Checklist item	Received (please tick)
I have met the Board and the Club Manager	
We have discussed the structure and purpose of sub-committees	
I have been allocated to a sub-committee	
I have received the following key governance and strategy documents:	
• Constitution	
• Directors Handbook	
• Strategic Plan 2020-23	
• Past meeting minutes	
• Next meeting agenda	
I have read and agree to abide by the <i>Director Code of Conduct</i>	
I have read and agree to abide by the <i>Director Obligations</i>	
I have been introduced to the Club's financial reporting	
We have discussed details of current major projects	
We have discussed the corporate governance framework	
I have completed a Workplace Health and Safety Induction	

I acknowledge that as an incoming Director of the Dunoon Sports & Recreation Club Limited I have been provided with all of the information above about my role.

Signed: \_\_\_\_\_

Name: \_\_\_\_\_