



# **Governance Manual**

## **SUTHERLAND SHIRE COMMUNITY CARE NETWORK (SSCCN)**

auspicing:

- **Sutherland Shire Carer Support Service Inc  
(SSCSS)**
- **Sutherland Community Care Development Inc.  
(SCCD)**

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## INTRODUCTION

### **What is a Governance Manual?**

The aim of maintaining a Governance Manual is to ensure a consistent and high quality service. The governance manual explains and defines its existence, responsibilities and relationships.

The Manual is to be readily available to all people involved in the SSCCN Board and the management committee of the services it auspices.

The manual is reviewed annually by members of the SSCCN Board.

The Appendix to this Manual lists relevant documents and web pages.

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# Sutherland Shire Community Care Network (SSCCN)

## SECTION 1 : SERVICE RESPONSIBILITY

### Purpose & Philosophy

#### POLICY 1.1 – PURPOSE & PHILOSOPHY

THE AFFAIRS OF SSCCN ARE CONDUCTED ACCORDING TO A SET OF PURPOSES & PHILOSOPHY.

#### **Organisation Purpose & History**

SSCCN is an incorporated non-government, community-based organisation, managed by a Board elected annually from the membership.

SSCCN was formed and incorporated in June 1998 to work towards improving co-ordination and quality of care for people in the following groups:

- People with disabilities;
- Frail older people; and
- Carers.

In 2009, it evolved into a budget-holder only in order to achieve the best possible management of Projects it had previously managed and delivered directly. SSCCN continues to be the organisation which enters into funding agreements with Ageing, Disability and Home Care in the NSW Department of Human Services for the current projects the Sutherland Shire HACC Development Project, the Sutherland Shire Carer Support Project, Sutherland Shire Carers and Consumers Forum and other smaller associated Projects. It is envisaged that other Projects could also be auspiced in this way.

These Projects work with, and for, service providers and service users of community care services for people in the following groups defined by the *Home and Community Care Act, 1985* (may be viewed at [www.comlaw.gov.au](http://www.comlaw.gov.au) )

People with disabilities who are at risk of premature or inappropriate institutionalisation.  
Frail older people who are at risk of premature or inappropriate institutionalisation; and  
The carers of both groups.

**Each Project has a specific client group within the larger HACC population which is described in their individual *Policy and Practice Manuals*.**

SSCCN primarily covers the local government area of Sutherland Shire, but from time to time may act as budget-holder for projects beyond that area, with the co-operation of the community development organisations in those other areas.

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# **Sutherland Shire Community Care Network (SSCCN)**

## **Organisational Structure**

### **POLICY 1.2 – ORGANISATIONAL STRUCTURE**

SSCCN'S ORGANISATIONAL STRUCTURE AND ACTIVITIES REFLECT ITS PRUPOSE AND PHILOSOPHY

#### **Board Membership**

The Board of Directors of SSCCN Inc is made up of three members of each of the incorporated Management Committees of its auspiced projects, currently Sutherland Shire Carer Support Service Inc (SSCSS) and Southern Community Care Development Inc (SCCD). The three members are the Chairperson, Treasurer and one other office bearer of each Management Committee.

#### **Meetings**

- The Board of SSCCN meets at least four times each year.
- The board of SSCCN appoints a Treasurer and Secretary each year. The chair rotates at each meeting
- At its meetings the Board will be presented with a summary of the accounts of each Project and a Project update from the relevant project representatives on the Board.
- An Annual General Meeting (AGM) will be held on the same day as one of the ausciping services alternatively each year.

#### **Responsibility to other organisations**

- SSCCN ensures that all funds received from NSW Department of Human Services are transferred to the projects.
- A small reserve may be maintained by SSCCN to allow it to fulfil its functions, which will be negotiated at the start of the financial year to assist the Projects' budgeting processes.
- SSCCN may also directly negotiate insurance cover and any other relevant matters, on behalf of itself and the Projects where it is the best interests of SSCCN and the Projects to do so. Any costs incurred would be met by each of the organisations according to its proportional contribution to those overall costs.

#### **Delegations to other organisations**

- The individual Projects are managed by separate incorporated management committees. These management committees have responsibility for the day to day operation of the projects

- o developing budgets,
- o managing funds within those budgets,
- o employing staff in order to fulfil the requirements of the funding agreements.
- All activities will be carried out in accordance with the constitutions of both SSCCN and the relevant Management Committee and *Policy and Practice Manuals*, which reflect best practice and are carefully developed and regularly reviewed.
- If the individual Projects receive funding from sources other than NSW Department of Human Services, they will be directly responsible for its management but will keep SSCCN advised of it.

## Activities

SSCCN is the body that will maintain a relationship with NSW Department of Human Services, our major funding body, to which funds will be paid. The Board of SSCCN will require administrative assistance in fulfilling its financial and governance responsibilities. Administrative assistance may be sourced from staff of either SCCD or SSCSS.

The staff of SCCD and SSCSS are employed by their respective incorporated Management Committees and report to those Management Committees through their Managers, the HACC Development Officer and the Carer Support Manager. The Board of SSCCN does not employ any staff.

When the Board requires assistance from administrative or other staff, it will request such assistance via the relevant Manager for the Manager to arrange. The Manager will also be advised which member of the Board can provide further information or clarification to the staff member concerned. In this way the lines of responsibility will remain unchanged, but adequate support and information will be available from the Board. It will also be the responsibility of the Managers to ensure that records are kept of the time taken to complete these tasks so that adequate remuneration can be provided to the relevant project to compensate for additional hours worked.

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# Sutherland Shire Community Care Network (SSCCN)

## Insurance

### Policy 1.3

SSCCN WILL COMPLY WITH ALL LEGAL REQUIREMENTS WITH RESPECT TO INSURANCE.

### **Insurance Policy**

SSCCN will be the primary holder of the Public Liability, Directors, Officers and Volunteer insurance cover with an appropriate brokerage agency. This insurance policy will cover SSCCN, SSCSS & SCCD.

Public liability to the value of at least \$20 million.

Insurance cover will include as a minimum:

- Workers' compensation;
- Contents (fire, theft and burglary, personal accident and public liability);
- Directors and Officers insurance;
- Professional indemnity;
- Volunteer insurance.

SSCCN Board will review the insurance annually prior to renewal to verify the risk management of the organization

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# **Sutherland Shire Community Care Network (SSCCN)**

## **Financial Management**

### **Policy 1.4**

THE FINANCIAL MANAGEMENT OF SSCCN WILL BE MANAGED BY THE SSCCN BOARD

#### **SSCCN BANK ACCOUNTS**

SSCCN bank accounts are held at the banking institution approved by the Board at any given time.

There is:

- One cheque account for daily operation expenses of the organisation;
- Term deposits as approved by management at monthly meetings.

A current list of accounts will be maintained. Permission to expend funds must be agreed by majority of SSCCN board either at regular meetings or by electronic communication.

#### **CHART OF ACCOUNTS**

A current *Chart of Accounts* is held on file.

Complete details of financial reports are to be presented to SSCCN meetings each quarter by the relevant Treasurer of SCCD and SSCSS.

#### **PROCEDURES FOR MANAGEMENT OF FUNDS**

**All actions below are currently to be performed by the Office Administrator of SSCSS.**

SSCCN accounts must be maintained in the MYOB system.

Financial Reports are to be completed at the end of every quarter. These should include, as a minimum, a Profit & Loss report and a Bank register. These should then be sent (preferably by email) to the current Treasurer of SSCCN.

All movements of money in and out of the SSCCN bank account must be documented, and these documents must be countersigned by the Treasurer of SSCCN.

When funding is received each quarter, the Office Administrator must email the Treasurer advising her/him that the funding has been received, and that transfers of the money require counter-signatures.

Each quarter, when the funding is received, it must be disbursed to the relevant accounts as soon as is practically possible, with a Transfer form for each project completed. This is to be signed when possible by the Treasurer. These accounts are currently: Sutherland Shire Carer Support Service, Respite project, and Southern Community Care Development.

The transfers should reflect exactly those amounts listed on the ADHC Recipient Created Tax Invoice to each project. If there is any variation to those amounts, the Treasurer must counter-sign each transfer form BEFORE the transfer from the account is made. The transfer form should have a full explanation of the variation.

The BAS must be completed quarterly, and countersigned by the Treasurer.

Public Liability insurance and Auditor's fees should be paid annually by SSCCN, as these cover both SSCSS and SCCD. These amounts are to come out of the SSCCN bank account, if sufficient funds are available.

If funds are not sufficient, transfers must be made from SCCD and SSCSS accounts to SSCCN before payment is made.

SSCCN Website to be maintained.

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# Sutherland Shire Community Care Network (SSCCN)

## Occupational Health & Safety

### Policy 1.5

SSCCN IS COMMITTED TO PROVIDING A SAFE AND POSITIVE WORKING ENVIRONMENT.

### **The Occupational Health and Safety Act**

As reflected in the Occupational Health and Safety Act the responsibility for OH&S is shared by all staff, Management Committees and Board. Any issue which may affect the liability of SSCCN must be notified as soon as possible to the Board Members of SSCCN.

OH&S issues will be reported by SCCD and SSCSS.

**The responsibilities of the OH&S to be upheld by SCCD & SSCSS Management Committees. They will include:**

- Internal and external risk assessments
- Internal and external OH&S ongoing requirements
- Staff & client OH&S responsibilities

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**Sutherland Shire Carer Support Service (SSCCN)**  
**SECTION 2: SSCCN BOARD**

**Board Constitution**

**Policy 2.1**

ALL MEMBERS WILL ABIDE BY THE CONSTITUTION OF SSCCN

All members will abide by the Constitution of SSCCN and ensure that all aspects of SSCCN services and activities comply with:

- The Constitution
- The Associations Incorporation Act
- Funding Agreements and contracts
- The Occupational Health and Safety Act 2002
- All relevant State, Federal and Local Governments laws and regulations.

Members of the Board should be aware that, notwithstanding protections afforded by incorporation and organisation insurances, they may be held personally liable for losses and or damages incurred through demonstrable mismanagement or negligence.

SSCCN is the body that will maintain a relationship with NSW Department of Human Services, our major funding body, to which funds will be paid. The Board of SSCCN requires administrative assistance from the staff of SSCSS &/or SCCD in fulfilling its financial and governance responsibilities.

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# Sutherland Shire Community Care Network (SSCCN)

## Code Of Behaviour For Board Members

### Policy 2.2

THE AFFAIRS OF SSCCN WILL BE MANAGED BY THE BOARD, WHO OPERATE ACCORDING TO AN AGREED CODE OF BEHAVIOUR

All management committee members agree to:

- Abide by the philosophy of SSCCN;
- Observe all the rules of SSCCN, including those specified in the *Constitution* (attached), the *Associations Incorporation Act, 2009* (can be viewed at [www.legislation.nsw.gov.au](http://www.legislation.nsw.gov.au));
- Attend quarterly Board meetings whenever possible, and if unable to attend, to send apologies;
- Act on SSCCN matters only with the consent of the Board, and recognize that responsibility for the day-to-day operations of the projects lies with the respective management committees.
- Represent SSCCN in a positive way;
- Preserve confidentiality by not discussing confidential issues with people outside of SSCCN or with staff or members of the organisation without the consent of the Board.
- Derive no personal benefit from their position..
- Act on complaints and support auspiced services to the best of their ability.

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# **Sutherland Shire Community Care Network (SSCCN)**

## **Board Meetings including the Annual General Meeting**

### **Policy 2.3**

BOARD MEETINGS WILL BE CONDUCTED IN A REGULAR AND EFFICIENT MANNER

### **Quarterly Board Meetings**

#### **Time**

SSCCN quarterly Board meetings are to be held on a day and time mutually agreed to by the incumbent Board in a meeting room convenient for everyone. The Board members may arrange other meetings as required. The staff managers of SSCSS and SCCD are to be advised so they can secure access to the building, room bookings, assist with catering etc.

#### **Attendance**

All Board members should attend meetings. SSCSS and SCCD staff may only attend when invited. Other SSCSS and SCCD management committee members and guests may be invited to attend meetings for a specific purpose.

#### **Agenda**

Meetings will be conducted in accordance with the constitution. The agenda for the meetings will be:

- Present and apologies
- Acceptance of minutes from previous meeting
- Business arising from minutes of previous meeting
- Reports from SCCD and SSCSS
- Correspondence
- Treasurer's/Finance Report
- OH&S Issues
- Review of Governance Manual
- General business
- Close

The agenda will be drafted and circulated to all Board members at least five (5) days before the committee meeting.

#### **Minutes**

Minutes of all meetings must be recorded. In the absence of the Secretary, a delegated member of the committee will be responsible for taking minutes. Minutes should be typed as soon as possible after the meeting and emailed or posted to each member of the Management Committee at least one (1) week prior to the next scheduled management committee meeting.

A copy of the minutes must be filed in the Minutes File on the website. The Secretary is responsible for storage of minutes.

## Planning Session

At least one meeting per year will address the information gathered at the Planning Days of both auspiced organizations. If required a combined Planning Day may need to be held prior to the resigning of any funding agreements.

## Annual General Meeting

### Agenda

The Annual General Meeting (AGM) will be held within six (6) months of the end of each financial year in accordance with the Constitution and the *Associations Incorporation Act, 1984* (attached).

The agenda for the AGM will be to:

- Confirm the minutes of the previous AGM and any special meetings held since that meeting;
- Receive the Chairperson's report for the previous financial year;
- Receive the Treasurer's report and the audited financial statements for the previous financial year (*Last Annual Report* attached);
- Elect the Board members;
- Appoint an auditor for the current financial year;
- Appoint the Public Officer;
- Attend to any other business placed on the agenda prior to the commencement of the meeting.

Notice of the Annual General Meeting will be mailed within fourteen (14) days to all SSCSS and SCCD members and other related services in the region.

The audited financial report and annual general report will be ratified at a Board meeting prior to the AGM.

### Minutes

Minutes of the AGM must be recorded. In the absence of the Secretary, a delegated member of the committee or general member must take responsibility for taking the minutes. Minutes should be typed as soon as possible after the meeting to be filed in the Minutes File, and presented at the next AGM to be signed by the Chairperson. The Secretary is responsible for making sure that procedures for minutes are followed.

Minutes of the previous AGM will be available on the day.

### Costs

Costs associated with the AGM will be paid by SSCCN, copies of Minutes and reports will be collated by the auspiced organisation sharing the event each year in consultation with the relevant Secretary of the Board.

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**Sutherland Shire Carer Support Service (SSCCN)**  
**SECTION 3: REVIEW GOVERNANCE MANUAL**

**Ongoing Review Mechanism**

**Policy 3.1**

THE GOVERNANCE MANUAL OF SSCCN WILL BE REVIEWED REGULARLY TO ENSURE ITS RELEVANCE AND ACCURACY.

**Ongoing Monitoring**

Ongoing monitoring of the SSCCN Governance Manual will occur through discussion at each Board Meeting and will be a fixed agenda item.

Policies will be printed for each Board Member. This information will be circulated to SCCD and SSCSS for dissemination to their relevant Management Committee. Copies of these policies will be held on the websites of both auspiced organisations.

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# **Sutherland Shire Carer Support Service (SSCCN)**

## **APPENDIX**

- 1 **SSCCN CONSTITUTION**
- 2 **CERTIFICATE OF INCORPORATION**
- 3 **ORGANISATIONAL CHART**
- 4 **REGISTER OF INSURANCE POLICY**
- 5 **LAST ANNUAL REPORT**
- 6 **[www.legislation.nsw.gov.au](http://www.legislation.nsw.gov.au)**
- 7 **[www.comlaw.gov.au](http://www.comlaw.gov.au)**