



Western Australian Sports Federation Governance Principles

December 2009

Version	Date	Amendments	Next Review Date
01	17 November 2008 B48.08	Various amendments reflecting the Federation's inclusion of active recreation and other operational changes	November 2009
02	21 December 2009 B57.09	Principles endorsed with new Board Governance Charter	November 2010

Preface

The WASF Constitution (which incorporates the Rules and By-Laws) is the foundation of the Federation. These Governance Principles should be read in the context of the Constitution and are complimented by the following documents:

- Board Governance Charter;
- WASF Strategic and Operational Plans.

The Board does not presume to suggest that the policy expounded in this document offers the model for all or any of Federation Members, nor their constituents. The principles set out in this document however, may offer a useful guide to Federation members and their affiliates in reviewing/developing their own set of governance principles.

Effective governance will ensure improved/effective decision making with organisations demonstrating transparency, accountability and responsibility in the activities undertaken and the resources expended.

The following five principles address these issues and the desired outcome.

Principle 1: Clear Delineation of Governance Roles

- 1.1 Members in General Meeting (Council) have responsibility for the appointment of WASF Board members and approving alterations to the Constitution.
- 1.2 The Board has the authority to exercise all the powers of WASF other than those required by the Constitution to be exercised by the Members in General Meeting, and must act in accordance with the purpose of WASF and the plans and policies approved by Council.
- 1.3 The Board may make, vary or repeal By-Laws and delegate its authority to any person or Committee. Only the Council can make, vary or repeal Rules.
- 1.4 The Board should be broadly reflective of WASF's membership with a blend of expertise and skills sufficient to effectively carry out its role.
- 1.5 In accordance with the Constitution, Councillors (representing Members) elect the Members of the Board.
- 1.6 The Board should specify in detail the role of individual Board members and should make those details available generally at the time nomination for elections to the Board are called.
- 1.7 The Board:
 - (a) in consultation with the Members, shall set, articulate and review the broad strategic direction of WASF including determining the mission, core values and ethical framework for WASF, as well as key objectives and performance measures;
 - (b) shall appoint, direct, support professional development, evaluate performance and determine remuneration of the WASF Chief Executive Officer and if required, dismiss the WASF Chief Executive Officer;
 - (c) shall monitor WASF's financial and non-financial performance and ensure that risks are appropriately managed; and
 - (d) shall ensure that WASF complies with all relevant laws, Codes of Conduct and appropriate standards of behaviour.
- 1.8 The Board shall ensure that there is a clearly defined contract of appointment, complete with the levels of authority and responsibility, remuneration, duty statement, performance measurement indicators and any other conditions of employment for its Chief Executive Officer.

Principle 2: Conduct of Meetings and Business

- 2.1 The Board shall annually set a calendar of Board responsibilities.
- 2.2 Board Meetings shall have appropriate documentation. Papers submitted with the Board Agenda will be in an agreed form and be circulated sufficiently in advance of the meeting. The Board shall also maintain a clear record of decisions made through an agreed minuting process.
- 2.3 In the exercise of its power to appoint sub-committees, the Board shall keep the number of Committees to a minimum. It should be accepted, however, that there may be a need for establishing Standing Committees to oversee particular operational matters and Ad-Hoc Committees (from time to time) to research an issue and make recommendations to the Board. Terms of Reference shall be developed for all sub-committees.
- 2.4 The appointment of Standing Committees shall be set out in the By-Laws.
- 2.5 Board Members and/or staff may be appointed from time to time to represent WASF on external committees or working parties. In such cases those persons will :

- (a) abide by the directions of the Board;
- (b) have regard for the best interests of and the purpose of WASF and their role as a representative of WASF; and
- (c) observe the Terms of Reference under which such Committees or working parties are formed.

Principle 3: Effective Governance Controls

- 3.1 The Board is ultimately responsible for the performance of WASF. The Board should fully understand and clearly recognise its role in discharging this responsibility.
- 3.2 The Board shall determine the process by which it will set the strategic direction, key objectives and performance measures of WASF as well as its core values and ethical framework.
- 3.3 The Board shall establish and document an effective and efficient financial and non-financial monitoring and evaluation system.
- 3.4 The Board shall establish and document an effective risk management strategy.
- 3.5 The Board shall implement an effective audit and compliance system.
- 3.6 The Board shall ensure development of staff expertise through appropriate training and rewards.
- 3.7 The Board shall develop and document an annual performance appraisal process for the Chief Executive Officer.
- 3.8 The Board shall ensure that the delegation of its authority and any terms, conditions or limitations are clearly documented on each occasion by way of either duty statements, terms of reference, register of resolutions or otherwise.
- 3.9 The Board shall maintain a Code of Conduct specifying the behaviour expected of Board Members and the responsibilities of a Board Member.

Principle 4: Governance Improvement

- 4.1 The Board shall ensure that all new Board Members undergo an appropriate induction process.
- 4.2 The Board shall ensure that there is regular assessment and review of its performance and of WASF's governance framework.
- 4.3 The Board shall ensure that there is an effective development plan in place to respond to the outcome of any assessment review.
- 4.4 The Board shall develop and implement suitable mechanisms for responding to Board Members not conforming with their obligations on the Board.
- 4.5 The Board shall annually review the Constitution and more often as considered appropriate.

Principle 5: Member Responsiveness

- 5.1 The Board shall exercise leadership, integrity and good judgement in its activities and decision-making and will act in the best interests of the Members in a manner based on transparency, accountability and responsibility.

- 5.2 The Board recognises that Members' rights and interests and the impact of Board policies and activities on Members are of fundamental importance and accordingly the Board guarantees participation, feedback and communication.
- 5.3 The Board shall strive to ascertain the interests, aspirations and requirements of Members and create responses to these in the form of a strategic plan.
- 5.4 Members shall retain the right to remove Board Members (or a Board as a whole) and to alter the Constitution.
- 5.5 The quorum at General Meetings should not be such as to permit Board Members present at the meeting to command a majority of votes.
- 5.6 The Board shall report to Members annually outlining the achievements of WASF against the Strategic Plan.