



Position Description

Title	Member of the Board
Engagement	Elected voluntary position
Responsible to	The Board
Duration	12 months
Reviewed	July 2025

Role of Member of the Board

The role of each Board member is to share responsibility with the other members of the Board for the proper running of the Working Women's Centre SA (WWCSA) and to contribute to decision making that reflects good governance and the carrying out of the objects of the WWCSA.

Responsibility of the Board

The management of the WWCSA is vested in the Board, which may, in accordance with the WWCSA's Constitution, exercise all powers necessary to carry out the objects of the WWCSA.

Each member of the Board has the responsibility to ensure that they uphold the duties, roles, and responsibilities of office during the tenure of their appointment, upon commencement within their position.

The Board is responsible for:

- Compliance and regulatory monitoring – ensuring compliance with the objects, purposes and values of the 1organisation1, consistent with its constitution, and compliance with all relevant laws, regulations and regulatory requirements, including but not limited to the Corporations Act 2001 (Cth);
- Organisational planning – ensuring an effective policy framework exists by setting or approving policies, plans and budgets to achieve those objectives, and monitoring performance against them;
- Strategic planning – reviewing and approving achievable strategic direction and initiatives;
- Risk management – reviewing and monitoring the effectiveness of risk management and compliance in the organisation11; agreeing or ratifying all policies and decisions on matters which might create significant risk to the



- organisation, financial or otherwise;
- Organisational structure – appointing, setting and maintaining a clearly defined framework of internal control to identify roles and functions to ensure compliance with policies and procedures and to monitor organisational performance;
 - Resources – ensuring the organisation has the appropriate resources, human and practical, to achieve its goals;
 - Board reviews – monitoring, assessing and ensuring continuous improvement in the Board's own effectiveness in performing its role;
 - Work Health and Safety ('WHS') obligations – as 'officers', exercising due diligence to ensure the WWC complies with its WHS obligations;
 - Dispute management – dealing with and managing conflicts that may arise within the WWC;
 - Human Resources of the WWC – managing the appointment and dismissal of employees (including, but not limited to, advertising vacancies, interviewing applicants and selection);
 - Legislative requirements – ensuring the WWC and the Board members comply with all statutory and contractual obligations; and
 - Financial management – ensuring the rules, budgets, plans, reports or other items are tabled at the General Meeting immediately following endorsement or adoption by the Board.

Duties of each Board Member

Each Board Member is expected to:

- a) Meet all requirements specified in the constitution and the *Associations Incorporation Act 2015*, and uphold responsibilities outlined above;
- b) Ensure that the Association is efficiently organized to carry out the objects in its constitution and any services provided;
- c) Ensure that office bearers of the Association perform their functions adequately;
- d) Ensure that any sub-committee or employee of the Association carry out their functions as instructed;
- e) Meet any requirements of funding agreements;
- f) Make sure that membership and community support of the Association are maintained;
- g) Make sure that the policies and procedures as set down in the Association Policy and Procedures Manual are followed;
- h) Hand over adequate written records and written and oral reports to the subsequent incoming committee.

In addition, the Member agrees to:



- a) Attend all scheduled Board meetings, which will be held at least 6 times per year, except when prevented by unforeseeable events.
- b) Attend an annual planning day, any General Meetings and extraordinary Board meetings.
- c) Read and reply to emails and communications about Board business.
- d) Participate in sub-committees, as required.
- e) Engage in relevant professional development, as required.
- f) Give reasonable notice to the Chair if they are unable to attend a Board meeting.
- g) give one month's notice of their resignation in writing; and
- h) acknowledge the risk of expulsion from the Executive Committee as per the constitution, for missing three meetings in a row without providing acceptable reasons.
- i) Agree to be bound by and sign the Code of Ethics. The Bullying, Sexual Harassment and Discrimination Policy covers all Board members.

During Board meetings, members are expected to:

- a) Come prepared to the meeting.
- b) Participate actively in the meeting, proposing and voting on resolutions and motions as required.
- c) Conduct themselves in a respectful manner.
- d) Allow all Board members an opportunity to speak without interruption and allow all points of view to be heard equally when discussing items.

Selection criteria

Board members will provide an appropriate mix of skills to provide the necessary breadth and depth of knowledge and experience to meet the Board's responsibilities and objectives. The following skills and experience will be considered positively for the role of Board Member:

- a) Governance
- b) Financial management
- c) Strategic planning
- d) Compliance and risk management
- e) Employment law
- f) People management
- g) Union organising
- h) Advocacy and law reform
- i) Education and training
- j) Lived experience of discrimination, gendered violence, workplace sexual harassment, wage theft or other issues relevant to the mission of the Working Women's Centre SA.

The Board aims for a composition which will appropriately represent the interests of the various groups contained within the WWC's common bond and which will include



a diversity of the community in which the WWC operates. Selection of Board members will consider the need for diversity on the Board, including diversity of experience, race, ability, and age.

In addition, the constitution requires the representative composition of the Board as follows:

Three (3) union representatives

Three (3) community, non-government organisation representatives

One (1) representative in small business

Two (2) supporters of the objectives

Treasurer

Director or their nominee

Staff representative

Minimum selection requirements

All Board members must fulfil multiple selection criteria, and fulfil one of the representative requirements of the Constitution.

All Board members must share the core values of the Working Women's Centre.

All Board members must be eligible for appointment under Sections s30, and s56 of the Associations Incorporation Act 1985 (SA).

A person cannot be appointed as a member of the Board or be in any way (whether directly or indirectly) concerned in or take part in the management of an incorporated association if:

- they are an 'insolvent under administration', or
- have been convicted of certain offences (such as those involving fraud or dishonesty or under the SA incorporated organisation's law), unless they have successfully applied to the Corporate Affairs Commission to be a member of the Board. Subject to the rules of the association, no employee of an incorporated association is to be precluded from being appointed as a member of the Board of the association.

All new Board members must complete a working with vulnerable people check and the Director will ensure that an ACNC and ASIC register search is undertaken to ensure that members are fit and proper and meet the legal requirements for admission to the Board.

All Board members must declare any potential conflict of interest at the time of nominating for a position on the Board. This declaration must be made in writing.