

UniSport Board Director position overview

Role of the Board

The Board's primary responsibility is to direct the affairs of UniSport on behalf of its Members. Individual Board members represent and serve the interests of Members and collectively oversee and appraise the strategies, major policies and performance of the organisation.

The performance of the organisation is driven by the strategies developed and implemented by the Chief Executive Officer and management team ('Management'). The Board aims to bring an independent and objective view to the organisation's decisions, provides guidance to Management with respect to strategy development, and reviews the effectiveness of Management in delivering upon those strategies. The Board also ensures that sufficient control and accountability systems are in place to accurately measure and report upon the performance of the organisation.

The specific functions and responsibilities of the Board include:

Performance:

- a) setting the broad strategic direction of the organisation in consultation with Management;
- b) providing input into and final approval of Management's development of corporate strategy and performance objectives and monitoring Management's implementation of that strategy and stated objectives;
- c) monitoring financial outcomes and the integrity of reporting; in particular approving annual budgets and monitoring material investments, funding activities, capital expenditure, acquisitions and divestments;
- d) ensuring effective and timely reporting to members;
- e) approving and monitoring the risk management framework and ensuring that effective and adequate audit, risk management and compliance systems are in place;
- f) monitoring and assessing performance of the organisation, the Board itself, individual Board members, Management and major projects;

Overall operations:

- a) selection and appointment of the Chief Executive Officer, determining his/her conditions of service and remuneration, and monitoring his/her performance against established objectives;
- b) appointing such Committees of the Board as may be appropriate to assist in the discharge of its responsibilities and to determine their responsibilities;
- c) setting specific delegations and limits of authority;
- d) reviewing, on a regular basis, CEO succession planning and development;
- e) ensuring effective communication and relationships with Members and other stakeholders;

Compliance/legal conformance:

- a) monitoring compliance with legal and ethical standards;
- b) setting standards of professional conduct and ensuring these are adhered to;
- c) developing and applying an effective governance framework for the organisation that promotes sound and prudent management in the interests of all stakeholders;

Role of individual Board Members

The Board's primary responsibility is to direct the affairs of UniSport on behalf of its members. Individual Board members represent and serve the interests of Members and collectively oversee and appraise the strategies, major policies and performance of the organisation.

Individually, Board members have a responsibility to contribute towards the Board's collective role in overseeing the overall operations, performance and legal conformance of the organisation. The duties of Board members include:

- a) ensuring effective governance of the organisation;
- b) formulation of the organisation's strategic direction;
- c) reviewing, approving and monitoring the strategic plan and annual budget;
- d) monitoring and assessing performance of the organisation;
- e) development of Board and organisational policies;
- f) ensuring compliance with the legal requirements;
- g) monitoring of risks facing the organisation;
- h) recruitment and monitoring the performance of the CEO;
- i) involvement with Board sub-committees; and
- j) identifying skills required by the Board and considering potential candidates.

Board members have a duty to understand the organisation, its operating environment and financial position, and to apply their expertise and skill in the organisation's best interests. Board members also have operational responsibilities to:

- a) where practicable, attend all meetings of the Board or Committees of the Board of which they are a member and ensure they are adequately prepared by obtaining and thoroughly reviewing all agenda items;
- b) analyse, question, request information, raise matters of concern and fully canvas all aspects of any issue confronting the organisation;
- c) be independent in judgement and actions and take all reasonable steps to be satisfied as to the soundness of decisions taken by the Board;
- d) ensure they have and maintain adequate knowledge of their legal responsibilities and are familiar with legislation and regulations governing the operations of the organisation;
- e) adhere to the values of the organisation at all times in their dealings with stakeholders; and
- f) take all reasonable opportunities to represent, promote and demonstrate a commitment to the organisation, Members and the wider community.

The Governance Charter outlines roles and responsibilities to guide the decisions, actions and behaviours of the UniSport Board. It provides further detail as to the role and responsibilities of Board members, and illustrates the obligations and behaviours expected.

The Governance Charter will be provided to all Board members upon joining UniSport for their signature.