

GOVERNANCE AND OPERATIONAL MANAGEMENT STRATEGIC POLICY



POLICY TITLE:	GOVERNANCE AND OPERATIONAL MANAGEMENT POLICY		
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AUTHORISED BY:	Chairperson	DATE REVIEWED:	16/01/2024

PURPOSE

Corporate governance is the over-arching framework which governs the organisation and the services delivered. ARC Disability Services Inc. (ARC) is committed to providing a high-quality service to Participants and maintaining business practices that demonstrate high standards of corporate governance.

The purpose of this policy is to:

- Ensure the organisation's business operates in accordance with legal, regulatory and company standards; and
- Ensure the organisation has a framework for corporate governance that promotes transparency and safeguards against individuals unethical or unlawful practice

SCOPE

All Board Members, Employees, and representatives of ARC.

IMPLEMENTATION

VISION

That people who have a disability are empowered to reach their full potential, goals and aspirations.

MISSION

As a Lead Service Provider, we influence change. We work collaboratively with our service users, their support networks, and the community to facilitate a range of options and opportunities which promote active participation for all.

ORGANISATIONAL STRUCTURE

ARC's organisational structure and delegation of responsibility is defined within the *Board Governance Manual* and *Delegations Policy*. These documents function with the aim of ensuring ARC meets financial, legislative, regulatory, and contractual responsibilities, by documenting a clear system of delegated responsibility and authority to alternative persons in the absence of the usual position holders.

Each position at ARC must be accompanied by a detailed position description which outlines the requirements of the role and the associated responsibilities. ARC's recruitment practices, as outlined in the *Recruitment and Selection Policy* aims to ensure that organisation is managed and operated by suitably qualified and experienced persons, based on the principles of merit and equity.

SUMMARISED STRUCTURE

- Board Executive Committee
- Board Members
- Chief Executive Officer
- Leadership Team
- Team Leaders
- Operational Team
- Support Team

POLICY	Document No.: GOV03-FORM-01	Version No.: 1A
Release Date: 12 February 2020	Uncontrolled if Printed	Page 1 of 4

GOVERNING DOCUMENT

ARC is a not-for-profit incorporated association operating in the state of Queensland. As an incorporated association, ARC's *Constitution* (Governing Document) outlines the rules and regulations that govern our operations. ARC's constitution is based on the model rules, addressing each of the matters referred to in section 47(1) of the *Associations Incorporation Act 1981 (the Act)*. Amendment of these rules must occur in line with the requirements of the constitution and subject to the provisions of the Act.

STRATEGIC PLANNING

The development of the strategic plan is a structured process that must be undertaken by ARC's Board and Leadership Team, with the aim of identifying and outlining ARC's direction and priorities for a three-year period. This process should be utilised to roadmap the organisations long-term goals and strategies to achieve them. It should consider upcoming legislative changes, organisation risks and environment, operational requirements under the NDIS, the needs of Participants, Employees, and the wider community.

The strategic plan guides ARC's decision-making, resource allocation and sets benchmarks for measuring progress. It allows for ARC's service areas and stakeholders to align towards common goals, ensuring cohesive and focused organisational development. To ensure ARC's strategic plan remains relevant, progress and currency of the plan is to be formally reviewed by the Board and Leadership Team each year.

GOVERNING BODY

As the Governing Body, ARC's Board have the ultimate responsibility for implementing and monitoring the governance and management framework across the organisation. Detailed roles, responsibilities and requirements of ARC's Board are detailed within ARC's Governance Manual. The Governance Manual is reviewed annually to ensure its currency.

The role of ARC's Board is to:

- Make decisions about planning, resources, strategic directions, goals, and activities of ARC.
- Monitor the performance and activities against our legal purpose and strategic plan.
- Oversee risk & manage any conflicts of interest.
- Employ and support the Chief Executive Officer to manage the organisation.
- Ensure the organisation's suitability by monitoring the financial viability and finances.
- Ensure the organisation has a culture of continued improvement in quality and best practice; and
- Actively seek to engage feedback from Participants on service delivery including organisation policy, processes relevant to the provision of supports; the protection of Participant rights; and the strategic objectives of ARC.

FINANCIAL AND GOVERNING BODY MEMBERSHIP

The opportunity to join the organisation as a financial member must be communicated to Participants and their stakeholders on a yearly basis in line with advertising for ARC's Annual General Meeting (AGM). The act of becoming a financial member provides the individual with voting rights at Annual or Special General Meetings. Financial membership is not a requirement for Participants, nor does it provide any advantage in access or provision of services.

Financial members of ARC can seek nomination to join ARC's Board should they wish to become more actively involved in the direction of the organisation. The Board actively look to ensure diverse representation within the Governing Body, including Participant representation, field experts and business professionals. The process of becoming a board member is outlined within ARC's *Constitution*.

In line with ARC's *Board Development and Recognition Policy*, Board members will be supported to identify and plan professional development in relation to the governing roles. This includes retention of membership with the Australian Institute of Company Directors and associated completion of continuous professional development.

POLICY	Document No.: GOV03-FORM-01	Version No.: 1A
Release Date: 12 February 2020	Uncontrolled if Printed	Page 2 of 4

COMMITTEES

As a requirement of ARC’s Constitution, the following Board committees must remain active on a continuous basis to provide specific assistance, advice, and feedback on governance matters. The objective of these committees is further defined within the *Constitution* and *Board Governance Manual*:

- Finance Committee
- Participant Voice Representative Group

LEADERSHIP TEAM

The objective of the leadership team is to provide strategic direction to ARC’s operational team, fostering a positive organisational culture and ensuring effective management of resources. The team are responsible for making key operational decisions and driving the achievement of ARC’s strategic plan, ensuring compliance with legal and ethical standards.

ARC’s Leadership team is comprised of the following positions:

- **CHIEF EXECUTIVE OFFICER** – In collaboration with the Board oversees and manages the day-to-day operations of the organisation and implementation of strategic, operational, quality and risk management plans, executing Board directives and ensuring all staff meet performance expectations.
- **CHIEF FINANCIAL OFFICER** - Responsible for the financial and asset management of the organisation as well as the Plan Management Team.
- **CHIEF OPERATIONS OFFICER** - Responsible for overseeing ongoing operations management of the organisation.
- **CHIEF SERVICES OFFICER** - Responsible for delivery of services within the service areas of Supported Independent Living (SIL); Coordination of Supports (COS); and Direct Services.
- **GENERAL MANAGER – PROGRAMS** – Responsible for the efficient and effective performance of ARC’s Programs and the Inclusive Education Resource Centre.
- **STRATEGY AND INNOVATIONS OFFICER** - To support the organisation in ensuring the intent of the strategic plan, supporting the Leadership Team and Board to execute their functions and support the organisation as it navigates continued sector change with the addition of the Disability Royal Commission Report and the NDIS Review.

LEADERSHIP MANAGEMENT AND PERFORMANCE MONITORING

The employment conditions, recruitment and performance of ARC’s CEO is managed and monitored by the Board in line with the *Recruitment of the CEO Policy*. The performance of the remainder of the Leadership team is managed and monitored by the CEO, in collaboration with the Board.

All members of the Leadership team are required to undertake regular service area reporting to the CEO, and to the Board. The performance monitoring of ARC’s leadership team is to be supported by the completion of performance reviews, continual professional development, and where applicable, external supervision.

Individual responses to complaints and incident events by ARC’s Leadership team are to be reviewed and monitored by the CEO and Board to identify opportunities for improvement.

POLICY	Document No.: GOV03-FORM-01	Version No.: 1A
Release Date: 12 February 2020	Uncontrolled if Printed	Page 3 of 4

AUDITING REQUIREMENTS

As a registered charitable association, ARC must appoint a suitably qualified and independent person or organisation to undertake an annual audit of ARC's financial statement and records. The resulting audit report and financial statement must be lodged with the Australian Charities and Not-For-profits Commission in line with their annual reporting requirements.

As a condition of ARC's registration as NDIS Provider, ARC must undergo certification auditing by an independent approved quality auditor on a regular basis as determined by the NDIS Quality and Safeguards Commission. During this process, ARC will be assessed against the relevant components of the NDIS Practice Standards, to ensure we're providing services that are consistent with these standards.

GOVERNANCE DOCUMENTS

ARC Governance is detailed within the following documents:

- Constitution
- Board Governance Manual
- Strategic Plan
- Risk Management Framework
- Board Development and Recognition Policy
- Budget Planning Policy
- Business practices for NDIS Policy
- Conflict of Interest Policy
- Delegations Policy
- Finance and Accounting Policy
- Whistle Blower Policy
- Financial Application of Assets Policy
- Formal Investigation Policy
- Fraud and Corruption Policy
- Governance and Operational Management Policy
- Industrial Relations Alignment Policy
- Investment Policy
- Recruitment of CEO Policy
- Risk Management Policy

REPORTING

ARC must undertake reporting to the following entities:

- Members via the organisation's AGM & within an Annual Report
- Australian Charities and Not-For-Profit Commission via annual report and audited financial statement
- Office of Fair Trading via an annual report and audited financial statement
- Australian Taxation Office quarterly via Business Activity Statement
- Workplace Gender Equity Agency via annual report and internal assessment
- NDIS Quality & Safeguards Commission via Certification Accreditation

REFERENCES

- Associations Incorporation Act 1981
- NDIS Act 2013
- NDIS Quality and Safeguards Framework
- NDIS Practice Standards and Quality Indicators 2021: Provider Governance and Operational Management
- Board Development and Recognition Policy
- Recruitment of the CEO Policy
- Recruitment and Selection Policy

AUTHORISATION

Policy is approved and endorsed by the Board as of 26/02/2024.



Lorraine Carrol

Chairperson

POLICY	Document No.: GOV03-FORM-01	Version No.: 1A
Release Date: 12 February 2020	Uncontrolled if Printed	Page 4 of 4