

Policy and Procedures For Charters Towers Chamber of Commerce & Mines Inc.

Based on the Policy & Procedures Document for Local Chambers - CCIQ

The Policy & Procedures Document for Local Chambers set guidelines for the Management Committee to work within when making decisions impacting on the affairs of the Local Chamber and also sets guidelines for the general control and administration of the property and funds of the Local Chamber. The procedures set out the role of the office bearers and non-office bearers of the Management Committee

OBJECTIVES

Purpose

The purpose of this policy is to assist in:

- Directing and controlling the various activities of Charters Towers Chamber
- Achieving results that are desirable for Charters Towers Chamber; and the avoidance of unacceptable results (in particular insolvency);
- Ensuring that Charters Towers Chamber operates in ways that are lawful, acceptable, and avoiding of unacceptable methods.

This policy sets out in pursuit of good corporate governance of Charters Towers Chamber by providing policy and objectives in relation to the:

1. Management Committee;
2. Composition, succession planning and management of the Management Committee;
3. Governance Roles – i.e.: roles and responsibilities of the Management, its members and any Sub-Committees;
4. Process and Performance Standards;

Governance

The Management Committee is the governing body of the Charters Towers Chamber and is responsible for the overall corporate governance of the Charters Towers Chamber. The power of the Management Committee is derived from the Charters Towers Chamber Constitution. Charters Towers Chamber must work within the Office of Fair Trading guidelines and the Association Incorporation Act 1999.

CCIQ will appoint a Regional Manager (RM) to Charters Towers Chamber to assist in the establishment and implementation of relevant policies and procedures, matter of corporate governance for the Charters Towers Chamber and in meeting appropriate standard and service levels. The Regional Manager will have regular contact with Charters Towers Chamber to offer support and assistance in relation to those matters.

The Management Committee must ensure that Charters Towers Chamber:

- Conduct a review with CCIQ (via the RM) on an annual basis using the CCIQ accreditation model, to assist the Chamber in the adoption and implementation of good governance.
- Has developed and periodically reviews a Strategic Plan;
- Has set an Annual Operating Budget and Business Plan(s);
- Establishes and adopts Policies if needed;
- Oversees the performance of the Members of the Management Committee;
- Liaises with CCIQ and engages appropriately with Regional Chambers;
- Ensures the good governance of Charters Towers Chamber;
- Ensures that Charters Towers Chamber's assets are protected via a suitable risk management strategy;

The Regional Manager will assist Charters Towers Chamber by identifying areas for improvement and to address any matters which Charters Towers Chamber has been unable to meet.

COMPOSITION, SUCCESSION PLANNING AND MANAGEMENT OF THE MANAGEMENT COMMITTEE

The Management Committee will develop a statement of desirable attributes for members (including the desirability of maintaining a level of diversity in backgrounds of Committee members).

The Management Committee will agree on a process by which succession will be managed, and this will include:

- Identifying any current gaps in skills and experience;
- Agreeing on the priority of gaps to address currently and the in future;
- Identifying and encouraging prospective Committee members to appointment;

MANAGEMENT COMMITTEE CODE OF CONDUCT

Purpose

The purpose of this code is to assist members of the Management Committee in carrying out their duties and responsibilities and to identify minimum standards of professional conduct.

Members of the Management Committee must present Charters Towers Chamber and CCIQ positively and professionally in both their roles as members and in their everyday professional capacity.

Conduct of Conduct

Each member of the Management Committee:

1. Will act in the best interest of Charters Towers Chamber and CCIQ as a whole, honestly, and in good faith;
2. Has a duty to use due care and diligence in fulfilling the functions and exercising the powers of their office;
3. Will appropriately prepare for and attend meetings;
4. Must interact in a positive and constructive manner and have regard for the interests of stakeholders in Charters Towers Chamber and CCIQ;
5. Must be independent in their judgments and actions, and exercise their own mind in relation to all decisions taken by the Management Committee;
6. Must not disclose confidential information of Charters Towers Chamber and CCIQ to others;
7. Must not engage in conduct which discredits Charters Towers Chamber or CCIQ or harms its public image;

Guiding Principles

The following guidelines are intended to assist members in complying with the Code of Conduct:

Duties to Charters Towers Chamber and CCIQ and its Stakeholders

- Each member should endeavour to ensure that the functions and methods of operation of the Management Committee have been specified clearly, and are properly understood and are competently discharged, in the overall interests of the organisation.
- A member should endeavour to ensure that Charters Towers Chambers Management is competent and is devoting its best endeavours to further the interests of Charters Towers Chamber within the framework approved by the Management Committee.
- A member should seek to ensure that the organisation remains financially viable, and that the non-financial and financial objectives of Charters Towers Chamber are given proper balance in decision making and other activities.

- Members must ensure that Charters Towers Chamber complies with the legal framework applicable to its operations and must be conscious of the impact of their operations on broader society.
- Members should be prepared, if necessary, to express disagreement. In the absence of a need to express disagreement, members should implement and support decisions of the Management Committee.

Due Diligence

- A Committee member should attend all Management Committee meetings, but where attendance is not possible, appropriate steps should be taken to obtain leave of absence.
- A Committee member should acquire knowledge about the business and operation of Charters Towers Chamber and CCIQ and be aware of the regulatory environment in which they operate.
- Committee members should obtain all relevant information needed to allow proper consideration on relevant issues.
- The Management Committee may obtain independent expert advice in order to discharge its duties properly.

Conflicts of Interest

- A Committee member must not take improper advantage of their position on the Management Committee to gain, whether directly or indirectly, a personal advantage or an advantage for an associated person or group (whether the advantage is monetary or otherwise).
- Where obligations to other people or bodies preclude an independent position on an issue the member concerned should disclose the position and consider whether to be absent from participating in the consideration of the issue. Any potential/actual conflict of interest should be disclosed in each instance.
- A Committee member must record any interest(s) the member has which potentially or actually conflicts with an interest of Charters Towers Chamber or CCIQ. This could be through a 'Members' Register of Interests'.
- Members must declare a '**conflict of interest**' at a meeting if there is any personal gain pertaining to the matter being discussed.

POLICY

It is the policy of the Management Committee that any decisions and recommendations made by the Management Committee in the course of managing the affairs of Charters Towers Chamber will:

- Abide by the Constitution.
- Employ accepted business practice.
- Be fair and equitable to members, non-members, employees and sub-contractors
- Be economically responsible
- Abide by policies and procedures of Charters Towers Chamber
- Be consistent with any code of Ethics that each member of the Committee agreed to observe.

PROCEDURE

Outgoing Committee

The Outgoing Committee or retiring Committee Members will hand over to the incoming Committee all documentation and management tools used to manage and administer the affairs, property and funds of Charters Towers Chamber including but not limited to:

- All financial data including computer discs, USB;
- Chamber computer

- All cheque books and deposit books;
- Signed banking forms for change of signatures;
- Data file of e-mail addresses and membership listing in a format that can be accessed;
- Letterhead and other stationery;
- Policy and Procedure documentation;
- Business plan incorporating the Budget;
- Details of outstanding debtors if applicable;
- Copy of a stamped Constitution;
- Keys, password and other matters relevant to the operation of the website;
- Key to post box;
- Common seal;

DUTIES OF THE MANAGEMENT COMMITTEE

PRESIDENT

The duties of the President will include:

- Representing Charters Towers Chamber generally;
- Attending and represent Charters Towers Chamber at meetings both locally and regionally;
- Actively promote Charters Towers Chamber and CCIQ;
- Acting as Official spokesman to the media;
- Chair meeting and lead discussion at all meetings including Management Committee Meetings;
- Coordinate the preparation of an annual business plan;
- Organise speakers, in consultation with the Executive Committee;
- Ensure that speakers are thanked in writing;
- Ensure the preparation of Annual General Reports. E.g.: Presidents Report, Audited Financials;
- Preparation of Charters Towers Chamber newsletter if applicable;
- Ex-Officio member of all sub-committees;

Vice President

The Vice Presidents duties include:

- Deputy to the President when required;
- Chair meetings and lead discussion at meetings in the absence of the President;
- Coordinate and supervise activities of the Committee;
- Assist President where necessary;
- Participate in discussion and vote on issues at meetings;
- Actively promote events and activities; Actively promote Charters Towers Chamber and CCIQ;

Secretary

The secretary's duties include:

- Collect, note and distribute all incoming mail and emails;
- Prepare a report of incoming mail and outgoing mail for the General Meeting;
- Write correspondence as required;
- Maintain records;
- Help prepare publicity reports;
- Facilitate Committees with information etc.
- Keep current the Membership Register; with business name, contact person, address, email addresses, etc.
- Record, prepare and circulate Minutes of General Meeting and Management Committee Meeting;

- Prepare the Agenda for meetings in consultation with the President and Management Committee members;
Send out a reminder of the General Meeting with Agenda and supporting documentation during the week prior to the General Meeting;
Distribute to members via email and as last resort by mail any communications from the Management Committee;
Participate in discussion and vote on issues at Management Meetings; Arrange for speakers for meetings, then send thanks to speakers;

Treasurer

The Treasurer is solely responsible for all financial duties unless duties are specifically delegated to another Management Committee Member

The Treasurer's duties include:

- Banking – the banking of all income receipts on a timely basis.
- Receipting – write out a receipt of any monies received to be available at the next General Meeting on request.
- Invoicing – prepare and send out invoices as required, especially end of year Membership invoices
- Reporting the financial position of Charters Towers Chamber on a cash basis to the members at the General Meeting (i.e. a report of income and expenditure on a monthly basis).
- Present necessary accounts for payment with supporting documentation to the Management Committee to be passed for payment.
- Collect and process Membership fees and provide a tax invoice for membership and other supplies.
- Account to CCIQ on a monthly basis for any joint membership fees or any membership fees collected by Charters Towers Chamber on behalf of CCIQ.
- Report outstanding Debtors (outgoing invoice not paid) on a monthly basis to Management Committee.
- Pay bills on a timely basis and report unpaid bills to committee.
- Ensure that every account presented for payment is a tax invoice with ABN.
- Reconcile supplier accounts to ensure that double payments are not made.
- Reconcile the Bank Account on a monthly basis.
- Ensure that a Business Activity statement is completed as per statutory requirements if applicable.
- Prepare reports and supporting documentation for audit prior to the Annual General Meeting and liaise with auditor.
- Prepare a Budget in consultation with the Management Committee at the beginning of the committee's term.
- Participate in discussion and vote on issues at meetings.
- Ensure that all Insurances are up to date.

The **Management Executive Committee** consists of the President, Vice-President, Secretary, and Treasurer.

OTHER MANAGEMENT COMMITTEE MEMBERS

Duties include:

- Attend all Committee Management Meetings;
- Assist with management of Charters Towers Chamber where required;
- Participate in discussion and vote on issues at meetings of the Management Committee;
- Adhere to the code of ethics and respect confidentiality of Management Committee Meetings;

- Act on sub-committee where required;
- Committee members will lose their place on the Committee if more than three Committee Meetings are missed without leave of absence being applied for and granted;

MANAGEMENT COMMITTEE MEETINGS

- The President will Chair meetings of the Management Committee;
- A Quorum for the Management Committee is as per the Constitution or Rules of Association;
- All discussions will be treated as confidential unless the rules provide otherwise;
- The Management Committee is entitled to invite experts to attend specific meetings;
- Management Committee meetings will be held on a monthly basis;
- The Management Committee Management Committee will check the minutes from the previous General Meeting for accuracy before the minutes are taken to a General Meeting to be accepted;
- The Agenda for the next General Meeting will be set;

An individual member of the Management Committee is expected to respect and support the group decision of the Management Committee at a General Meeting and to not advocate for a contrary view.

SUB-COMMITTEES

A sub-committee:

- May only exercise delegated powers in the way the Management Committee decides;
- May meet and adjourn as it considers appropriate;
- Can be formed from general membership for specific roles;
- Can be disbanded at the discretion of the Management Committee once a task/project has been completed;
- Will report recommendations to the Management Committee in writing and then the Management Committee will present recommendations to members with a written report at a General Meeting;

SUPPLIERS

Where it is necessary to engage an external supplier:

- Three quotes are to be obtained for purchases over \$1000
- Suppliers must provide a tax invoice with ABN
- Preference of supplier will be given to a business within Charters Towers Chamber geographic area if all other criteria are equal
- Members shall not be precluded from being appointed as a supplier provided that due process has been followed

EMPLOYEES AND SUB-CONTACTORS

If it is necessary for Charters Towers Chamber to engage any employee or sub-contractor:

- The position will be advertised
- All applications or quotes will be considered by the Management Committee
- A written report will advise the General Meeting of the recommendation of the Management Committee and will be voted on at a General meeting
- Employees and subcontractors will be directed by the Management Committee in writing as to their duties and remuneration

COMMUNICATION WITH MEMBERS

Members will receive on a timely basis:

- Minutes of all General Meetings
- Agenda for meetings

- Notice of date, time and place of General Meetings

For ease of communication and to reduce costs, information will be sent to members via email for those that have this facility, otherwise information will be sent via normal mail.

- All incoming and outgoing communication with regards to general business will be made available for perusal by members at the General Meeting
- Financial Reports will be available for perusal by members at the General Meetings or on reasonable request to the Treasurer.
- Email addresses and telephone numbers of the President and Committee Members will be made available to members for direct communication.

The Management Committee will support any communication to members which is made by CCIQ and will consider for distribution to members any communication received by Charters Towers Chamber from CCIQ