

NRM South Board Charter

Mission

NRM South will provide strategic leadership and empower the community to achieve integrated and sustainable resource management.

Board Composition

The formation of a regional NRM committee is a key activity of the Southern Regional NRM Association undertaken as guided by the NRM Act 2002 and Amendments 2009.

Members of the committee are selected by the Association through a process outlined in the Association Rules Section 18.

A Special General meeting on the 13 August 2009 endorsed the following recommendations regarding Committee composition and membership:

1. *That we proceed to the formation of a skills based board.*
2. *That the new committee be named the 'NRM South Board' (at least internally and in public communication).*
3. *That the Board be comprised of approximately 9 members.*
4. *That we do not support an executive director role. That we adopt a revised skills matrix for Committee Selection.*
5. *That we manage the transition process to ensure continuity while pursuing the above recommendations.*

The transition process to the new Board structure was also agreed at the August 13 Special General Meeting. Stage two of this process commenced in June 2010.

Skills and Competencies of the Board

The Association elected Selection Panel uses a skills matrix to select Board members. The Board is to be comprised of members who together demonstrate competence in the following areas:

- governance
- business administration
- legal and contractual
- achievement of NRM and conservation outcomes ('on ground', 'strategic' or research)
- State representative*
- Aboriginal community representative*
- *marketing and business development*
- *knowledge management/ evaluation*
- *education/communication*
- *working with government*

* under current Ministerial Terms. *Italics* WG identified skills.

Roles and Responsibilities

The Committee is formed to manage the affairs of the Association under the rules of the Association.

Section 14 Affairs of Association to be managed by a regional committee

- a) *The affairs of the Association are to be managed by a regional committee constituted as provided in rule 17.*
- b) *The regional committee:*
 - i. *is to control and manage the business and affairs of the Association;*
 - ii. *may exercise all the powers and perform all the functions of the Association, other than those powers and functions that are required by these rules to be exercised by general meetings of stakeholder members of the Association; and*
 - iii. *has power to do anything that appears to the regional committee to be essential for the proper management of the business and affairs of the Association.*

Key roles for the NRM South Board include:

- Undertake regional strategy development and ensure that stakeholders are engaged appropriately (under the NRM Act)
- Provide strategic direction for the organisation (Corporate Plan)
- Monitor organisation performance against agreed priorities (Corporate Plan)
- Ensure that the highest ethical standards (values identified in Corporate Plan) are applied and modelling these standards
- Enhance the reputation of NRM South by bringing skills and expertise to bear on decisions and showing public support and endorsement of the organisation
- Ensure the organisations finances and risks are well managed through agreed procedures and plans
- Establish appropriate standards of public reporting (organisation performance) and ensure that they are applied.
- Establish and uphold appropriate governance standards
- Approve the terms of appointment of the CEO
- Ensure delegations are set at appropriate levels through regular review
- Ensure Human Resources of the organisation are managed in accordance with agreed policies, procedures and relevant legislation

Committees

The NRM South Board manages the affairs of the organisation through whole of board decision making and appropriate and well documented delegations. The Board has appointed two committees: Audit (and Risk); and Remuneration. Both of these committees have their own Terms of Reference and report their activities to the Board.

Induction and training

All new Board members will undergo an induction process documented as NRM South policy.

Board members need to be familiar with all NRM South policies and procedures as they have a responsibility to ensure that they remain current and are appropriately applied.

Training needs will be identified in an ongoing way and resourced appropriately. Training needs will be aligned to board performance evaluation.

Code of Conduct

The NRM South code of conduct policy applies to both Board and NRM South staff. This policy was endorsed at the January 2010 board meeting of NRM South. The intent of the policy is to provide guidelines for:

- the way that Board members and employees work within the NRM South organisation;
- the way Board members and employees work with and interact with the community; and,
- the relationship that Board members have with each other, the relationship between Board members and employees and staff relations.

The Code of Conduct policy is available on the NRM South Intranet and by request.

Meeting procedures

The NRM South Board conducts meetings at least 6 weekly.

Board members can raise agenda items with the Chair or CEO prior to the meeting.

Meetings are chaired by the Chair or Deputy Chair or by delegated responsibility.

Papers are prepared and are circulated at least one week prior to meetings.

Minutes are kept from each meeting.

Board decisions are logged on a database as a record of agreed actions.

Performance evaluation

From time to time the Board will undertake performance evaluation through self assessment or independent assessment processes.

Evaluation will be used to improve meetings and other board processes, identify gaps in current board expertise and identify training opportunities and/or recommend adjustment of the skills matrix for recruitment of new members.

The most recent review of performance was through a self assessment process undertaken in April - June 2010.

Communications

Board members are encouraged to communicate regularly with the Chair and CEO on matters of Board interest.

Board members are expected to uphold the highest standards in communication with stakeholders and community members and to comply with relevant policies and procedures (e.g. Code of Conduct, Media protocols).