



## **Council Policy and Procedures Manual**

### **Women's Health in the South East**

**2007**

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**Abbreviations and Definitions**

CEO	Chief Executive Officer
Council	Council of Women's Health in the South East
DHS	Department of Human Services
FM	Finance and Business Development Manager
SSC	Services and Systems Coordinator
WHISE	Women's Health in the South East

## **Women's Health in the South East**

### **1. Introduction**

#### **1.1 The Association**

Women's Health in the South East (WHISE) is an incorporated association, providing health and wellbeing initiatives for women in the Southern Metropolitan Region of Melbourne.

WHISE is a service run by women for women and works within a social model of health, and is governed by a Council elected from members of the Association.

#### **1.2 Purpose of WHISE**

The objective of WHISE (as stated in its Constitution) is to improve the health and well being of women in the Southern Metropolitan Region of Melbourne

The Southern Region roughly covers the municipalities from Port Phillip in central Melbourne, to Casey and Cardinia in the south-east, and to Mornington Peninsula in the south.

WHISE provides highly specialised expertise to service providers on gender, cultural and language-sensitive practice and standards for women. The focus of WHISE's activities is on equity and access to services and the community generally, for women from the most marginalised groups in society, for example, those from culturally and linguistically diverse backgrounds, those of indigenous backgrounds, same-sex attracted women, those who are socially, economically and culturally isolated, and those with disabilities that contribute to isolation and disadvantage.

WHISE also works directly with women to promote health and well-being via the provision of information, education, self help and their inclusion in decision making processes.

WHISE works in three main ways:

- In partnership with service providers, informing and encouraging the development of more accessible and effective services that are attuned to women's needs
- Individually with marginalised women themselves, to inform, educate, and encourage each woman to take control of her health and wellbeing more effectively
- With community groups, to promote health and wellbeing initiatives, to identify gaps in services and barriers to service, and to encourage community groups to act as mentors to women as they are developing their own confidence and ability.

WHISE is funded under the Victorian Women's Health Program. WHISE is a member of the Women's Health Association of Victoria.

#### **1.2 Mission of WHISE**

Women's Health in the South East provides a range of services that acknowledges the diversity of women and their total well being. The service is accessible to all women in the region in a safe and women friendly environment. It provides a centre of women's health expertise and opportunities for participation in decision-making within a feminist framework.

### 1.3 Objectives of WHISE

WHISE uses feminist principles in providing its services, and

- is committed to the principles of choice and equity in health for all women
- believes in the right of women to make informed choices in all aspects of their health care, particularly in relation to fertility control and reproduction
- encourages co-operation and skill sharing amongst women
- validates women's experiences and women's ways of communication and expression
- creates an environment of confidentiality and privacy for all clients.

As set out in its Constitution, the objectives of WHISE are:

- To maintain a Women's Health Service that is community-based and run by women for women in the Southern Metropolitan Region of Melbourne
- To provide information which will assist women to have control over their bodies in every aspect of health care
- To acknowledge the special needs of and develop support services for women who are disadvantaged in our community
- To promote the health of women through consultancy and training to women's health groups, professional health workers and other appropriate individuals and groups
- To monitor women's health research, collect information about the needs of women in the Region, and to utilise this information to initiate public debate and promote community awareness of these issues
- To provide up-to-date, accessible information and resources to the community on a wide range of women's health issues and services
- To liaise with and complement other existing health services in the Southern Metropolitan Region in order to develop programs, services and methods of delivery sensitive to the special needs of women
- To provide education and training for health professionals, community organisations and individuals on women's health
- To advocate for and effect improvements in the Policy and service levels of health organisations in regard to women's health
- To identify gaps in the provision of women's services and develop strategies to improve these services to women
- To recognise and support principles of self help
- To develop ways of working which are accessible, non-judgemental, give dignity and respect and give women's perspective the highest priority
- To explore and develop an holistic view of health and a wide range of alternatives to complement traditionalist medical treatment.

Within its governance and management structure, WHISE encourages a collective approach in discussions and full participation of women in the decision-making process.

## **1.4 Constitution of WHISE**

The primary document directing WHISE as an organisation is its Constitution.

This document is established under the Associations Incorporations Act, and can only be amended by agreement of a majority of the Members of the Association. The Constitution was amended in 2004, and the current Constitution is dated June 2004.

Where a Policy or Procedure is set out in the Constitution, it will not be repeated in this document, but there will be reference made to the Constitution. Copies of this document are available from the CEO.

## **1.5 Access and Equity**

WHISE is firmly committed to providing high quality programs, services, education and training on women's health matters to health professionals, community groups and individuals.

WHISE understands that this is dependent on ease of access to programs and services for our clients.

WHISE recognises that particular groups in society have experienced and continue to experience significant disadvantages, which inhibit their ability to access programs and services easily.

Such groups include Aboriginal and Torres Strait Islander women, women of culturally and linguistically diverse (CALD) backgrounds, geographically and socially isolated women, lesbian women, younger and older women, women with physical, intellectual or psychiatric disabilities and long term unemployed women.

Council has therefore established strategies which ease the access to services for disadvantaged women in our region. Council understands that the pathway to improved health and wellbeing for women also includes the provision of education, training and confidence-building for disadvantaged women. Council is committed to providing services which may empower women in taking better control of their health and wellbeing.

Council is required also to abide by relevant State and Federal legislation in relation to elimination of discrimination and the promotion of ease of access to programs, services and activities offered by WHISE.

The CEO is required to:

- Ensure that the philosophy of access and equity to WHISE programs and services is discussed with staff and is the basis on which programs and services are offered to clients
- Identify barriers to access and participation in WHISE activities, and develop strategies developed to overcome those barriers
- Ensure that all policies and procedures are non-discriminatory and inclusive
- Provide staff with information and training about access and equity issues and WHISE's complaint resolution processes
- Ensure that women using WHISE services are provided with information about access and equity issues and WHISE's complaint resolution processes
- Evaluate WHISE services and programs to ensure that they are inclusive and value women from diverse backgrounds

- Monitor levels of participation by target groups across WHISE programs and services, and report to Council and advise staff accordingly
- Ensure that students and volunteers of WHISE understand and work within this policy.

Staff, students and volunteers of WHISE must demonstrate that they understand the policy and must behave in a courteous, sensitive and non-discriminatory manner in all matters relating to WHISE.

## **1.6 Framework of Operations**

The Association that is WHISE is set within a particular legislative framework, and has developed a governance structure which demonstrates its accountability to its members, funding authorities, clients and communities.

Appendix 1 sets out the context within which WHISE works, and the key documents informing WHISE as an organisation.

## **2. Governance**

### **2.1 Council Operations**

Membership of the Association of WHISE, and membership of the Council of WHISE are set out in the Constitution (June 2004).

The Constitution details:

- eligibility for membership of the Association and all matters dealing with members
- duties and composition of Council, and election of Council members.

Accordingly these matters are not specifically addressed within this manual.

## **2.2 Council Policies and Directions**

### *Policy:*

The purpose of the Council is to represent the interests of its members, and to advocate for the improvement in women's health and wellbeing in the Southern Metropolitan Region of Melbourne.

To facilitate this, Council will develop and monitor Council-level policies which provide direction and boundaries for both its own and the CEO's functions.

### *Procedure:*

Council will develop the following policies:

- Strategic Directions, describing the results Council wants to be achieved, in particular, the benefit provided, the beneficiaries and the cost or worth of the benefit (the Strategic Plan)
- Governance policies, describing the way the Council carries out its governing role and demonstrates its accountability to its members
- Council/CEO Linkage policies, defining the nature of the relationship between the Council and the CEO
- CEO Limitations policies, making clear constraints or limits on the choice of operational means available to the CEO for the achievement of the Strategic Plan.

Council will monitor the performance of the CEO against the Strategic Plan and CEO Limitations Policy.

## **2.3 Council Committees**

### *Policy:*

The Council may form standing or ad hoc committees, as it sees fit, in carrying out its obligations, and in supporting the delegation from Council to CEO.

Council committees are established to assist the Council in carrying out its role and not to undertake the work of staff.

Council committees may not speak or act for the Council except when formally given such authority for specific and time limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the CEO.

Council committees cannot exercise authority over staff.

A Council committee that has helped the Council create Policy on some topic will not normally be used to monitor organisational performance on that same topic.

This Policy applies to any group that is formed by Council action. It does not apply to committees formed under the authority of the Chief Executive Officer.

### *Procedure:*

The Council, at a formally constituted meeting, sets up standing committees or ad hoc committees

- drawing on its own members, the CEO or external people
- for specific, time-limited purposes
- for standing purposes
- to report to Council on a regular basis.

Currently Council has established:

- Finance Committee
- Employment Committee.

## **2.4 Council and Council Member Responsibilities**

### *Policy:*

The overall responsibilities of Council are set out in the Constitution.

In summary Council is responsible for overseeing the business and affairs of WHISE, in accordance with the Constitution, and all applicable legislation, regulation, and funding requirements.

Each Council member must:

- Act in accordance with the Constitution of WHISE
- Declare any real or perceived conflict of interest, and absent herself from voting on any matter related to that conflict of interest
- Work in cooperative fashion with all other Council members, in carrying on Council business
- Keep all Council matters and deliberations confidential
- Respect the line of delegation from Council to CEO, and not approach staff directly, unless specifically authorised by Council
- Ensure that Council meetings are attended regularly, and offer an apology for meetings unable to be attended
- Prepare for each Council and committee meeting, through careful reading of agenda and attached papers
- Raise with Council and/or Chair of Council, any matter that, in the opinion of the Council member, has the potential to adversely affect the governance and/or operations of WHISE.

### *Procedure:*

In carrying out its responsibilities, Council will:

- Set selection criteria for the appointment of Council members, and ensure that these are made known to potential candidates, and are followed
- Review its own performance and effectiveness on an annual basis, ensuring that the balance of skills and experience of Council members is adequate to allow the Council to properly perform its role
- Select the CEO and undertake an annual review of the CEO's performance against clear performance indicators
- Set clearly defined delegations of authority from Council to the CEO
- Establish and monitor policies that will ensure that WHISE complies with all relevant legislation and works to standards that will ensure its continued accreditation status
- Ensure that there are adequate reporting systems and internal controls (both operational and financial) in line with relevant industry standards, and monitor WHISE's compliance with its obligations on a regular basis
- Adopt a three-year Strategic Plan for WHISE, including general and specific goals, and monitor progress towards those goals on an annual basis
- Approve the annual financial budget and monitor results on a regular basis
- Ensure there is effective governance of risks, through the establishment and maintenance of appropriate documentation, systems, and reporting requirements
- Where necessary, seek external assistance in its decision-making processes, especially in areas where there is no Council member with the required expertise.

## **2.5 Council Member Induction**

*Policy:*

The Council will provide, for all new Council Directors a thorough induction into the affairs of both Council and WHISE, current issues, strategic directions, organisation and current financial position.

*Procedure:*

Prospective Council Members will be provided with an information kit, and, upon acceptance as a Council Member, also with the Constitution, Annual Plan, Strategic Directions, and other relevant information.

Prior to attendance at their first Council meeting, new Council Members will:

- Receive a copy of all Council-level policies
- Receive a copy of the previous year's accounts and a copy of year-to-date financial statements
- Meet with the Chair and CEO to discuss governance, including conflict of interest
- Meet with the CEO to discuss current programs and services, and future directions.

## **2.6 Council Business**

### *Policy:*

The agenda for Council and subcommittee meetings is prepared by the CEO.

All items of business submitted to Council for its consideration will be forwarded to the CEO for prior consideration and provision of advice as required.

The CEO will determine, either solely or in consultation with the Chair, whether such business will be forwarded to Council. Items concerning operational matters, in general, will not be part of Council business.

### *Procedure:*

The CEO will discuss the business (agenda) of each meeting with the Chair, prior to that Council meeting.

Agenda papers will be forwarded in hard-copy to Council members generally one week before the meeting.

Items of business to be forwarded to Council for consideration will be accompanied by a recommendation from the CEO.

Minutes of that meeting will be circulated (electronically and/or hard-copy) to Council members generally one week after the meeting.

A copy of Council minutes of each meeting, excluding any confidential items, will be routinely circulated to WHISE staff, and a copy placed in the staff room.

## **2.7 Role of Chair of Council**

### *Policy:*

The Chair assures the integrity of the Council's process and represents Council to outside parties.

The Chair is empowered to chair Council meetings, with all the commonly accepted power of that position (for example, ruling, recognizing).

The Chair ensures that Council behaves consistently within its own rules and within external legislation, regulation, and government policy.

The authority of the Chair consists in making decisions within the Constitution and Council's Policy and Procedures, except where Council specifically delegates portions of this authority to others.

The Chair has no authority to make decisions that conflict with Council policies. Therefore, the Chair has no authority to personally supervise or direct the CEO outside of Council policies.

The Chair may represent Council to outside parties or may delegate this authority to the CEO. Where this authority is delegated to the CEO, the CEO is required to report appropriately to the Chair and/or Council.

### *Procedure:*

The Chair will:

- Meet regularly with the CEO to discuss Council business, and any matters that may affect the sustainability of WHISE
- Ensure that the CEO is adequately briefed on the CEO's role and responsibility, and that the CEO works within Council policies and directions, and all relevant external legislation, regulation and guidelines
- Ensure that Council members do not individually approach the CEO on matters of Council or operational business
- Ensure that the CEO does not seek to influence individual Council members on matters of Council members.

Within Council and subcommittee meetings, the Chair will:

- Ensure that discussion is fair, open and thorough
- Ensure that meetings are timely, orderly and kept to the point
- Invoke appropriate disciplinary procedures where an individual Council member does not work within Council's Code of Practice (refer Section 2.8).

## **2.8 Council Code of Practice**

### *Policy:*

Council is committed to the adoption of ethical conduct in all areas of its responsibilities and authority, within a collaborative and constructive framework.

Appendix 2 below presents Council's Code of Ethics, from which this Code of Practice is drawn.

### *Ethical Conduct of Council Members:*

Council Members will:

- Act honestly and in good faith in the interest of WHISE and ensure that the objectives of the organisation and its members are represented fairly at all times
- Carry out their duties in a lawful manner and ensure that WHISE carries out its business in accordance with its Constitution
- Avoid conflicts of interests in as far as this is possible. Where such conflicts arise, the Council Member/s concerned must act within the terms of Council's Conflict of Interest Policy (Section 2.9 below)
- Be diligent, attend Council meetings and devote sufficient time to preparation for Council meetings to allow for full and appropriate participation in Council's decision making
- Not disclose to a third party any confidential information, unless expressly authorised by Council to do so
- Act in accordance with their duties, complying with the spirit as well as the letter of the law, recognising both the legal and moral duties of the role
- Interact with Council and WHISE in a positive and constructive manner
- Be loyal and supportive to Council, abiding by Council decisions
- Not do anything that in any way denigrates WHISE or harms its public image.

### *Maintenance of Public Confidence*

Council Members will:

- Not allow themselves to be subject to attempts by anyone to adversely affect, either directly or indirectly, the honest and impartial exercise of their official duty
- Avoid giving any indication that gifts, gratuities or hospitality relating to their membership of Council will be accepted, either for themselves or any other person or body, or that these may influence decisions
- Accept only token gifts and modest hospitality. Hospitality is modest when it is not more than Council with similar responsibilities would provide in return to that company or those individuals
- Give a full and prompt disclosure, to the Chair of Council, of any gift, gratuity or hospitality of other than a token kind.

If Council Members are uncertain whether actions by others may constitute suspected corruption, undue influence or improper conduct they should contact the Chair or CEO directly.

*Procedures:*

Council will:

- Meet regularly to monitor the performance of the CEO and WHISE as a whole. To do this Council will ensure that appropriate monitoring and reporting systems are in place and that these are maintained and used to provide accurate and timely information to Council
- Ensure that there is an appropriate separation of duties and responsibilities between Council and the CEO.
- Ensure that Association members are provided with an accurate and balanced view of WHISE's performance including both financial and service provision.
- Regularly review its own performance as the basis for its own development and quality assurance
- Carry out its meetings in such a manner as to ensure fair and full participation of all Council Members
- Ensure that the independent views of Council Members are given due consideration and weight
- Ensure that WHISE assets are protected via a suitable risk management strategy.

## 2.9 Conflict of Interest

### *Policy:*

In keeping with its Code of Practice, Council places great importance on making clear any existing or potential conflicts of interest for its Members. All such conflicts of interest will be declared by the Council Member concerned and officially documented.

It is a requirement of the WHISE Constitution that steps are taken to minimise conflicts of interest.

A conflict of interest may include:

- Where a Council Member, or immediate family or business interests, stands to gain financially from any business dealings or operations of WHISE
- Where a Council Member offers a professional service to WHISE
- Where a Council Member stands to gain personally or professionally from any insider knowledge if that knowledge is used for personal or professional advantage.

Individual Council Members have a responsibility to bring to the notice of Council any real or potential conflict of interest, either of their own, or of any other Council Member.

### *Procedure:*

When the Chair is made aware of a real or potential conflict of interest involving one or more Council Members, the Chair must take whatever steps are necessary to ensure that the conflict is managed in an appropriate manner according to this Policy.

Where a conflict, or apparent conflict does arise:

- the Council Member must immediately advise Council (through the Chair) of the nature of the conflict or apparent conflict
- Council will decide whether the Council Member may be involved in discussions or voting on the matter
- the Council Member must abide by Council's decision on this matter
- in most instances, the Council Member will refrain from voting on the relevant matter
- All occurrences of apparent or real conflict of interest will be minuted, together with Council's decision on the matter.

## **2.10 Governance Process**

### *Policy:*

The role of Council is to set the strategic framework and parameters within which WHISE will operate.

Council will therefore:

- focus on outward vision and future directions rather than operations
- encourage diversity of opinions and views
- emphasise strategic leadership
- employ collective and collaborative decision-making
- promote a clear distinction between Council and CEO roles
- plan proactively for the benefit of WHISE clients and the wider community.

### *Procedures:*

Council:

- Will cultivate both individual and group responsibility in achieving a high standard of governance
- Will govern WHISE through development of strategic plans, policies and procedures that reflect Council's values and promote the long-term sustainability of WHISE
- Will not allow any Council Member, staff member or committee of Council to hinder or be an excuse for not fulfilling Council commitments
- Recognises that poor governance is a cost to WHISE and will take steps to improve the capacity of Council Members to govern effectively
- Will provide all new Council Members with a formal induction programme (Refer Section 2.5 above)
- Will provide training for all Council Members to develop their skills to achieve the optimal standard of governance
- Will carry out an annual review of its performance.

Individual Council Members have a responsibility to commit adequate time to induction, training and meeting preparation.

## **2.11 Representation of Members' Interests**

*Policy:*

Council acts on behalf of the Members of the Association of WHISE, and must ensure that information on strategic directions, service priorities, and WHISE's viability is routinely made available to Members.

*Procedure:*

Council demonstrates its responsibility to its Members, through:

- Routinely inviting participation from Members in relevant activities of WHISE
- Gathering information on Member concerns, needs and aspirations
- Reporting to Members on a regular basis on the performance of WHISE
- Requiring the CEO to establish and maintain good communication between WHISE and its Members
- Council keeping up-to-date in matters concerning the directions of women's health services and WHISE.

## **2.12 Council Meeting Process**

### *Policy:*

Council recognises that the time committed by its Members to WHISE matters is very valuable.

Council is therefore committed to the achievement of effective and efficient meetings, which provide the direction for the operations of WHISE to continue and flourish.

The CEO will attend Council and subcommittee meetings, but has no voting rights. Staff may attend Council meetings as observers at any time. In addition, at the suggestion of the CEO, staff may be invited to Council to present an issue or provide information or advice.

Council may exercise its right to go 'in committee' (i.e. without CEO or staff present) at any time it chooses but in doing so will:

- make the reasons for this clear
- reserve the right to include or exclude any additional person/s it so chooses
- make all efforts to look ahead and signal any such "in committee" session in the agenda or at the beginning of the meeting.

### *Procedure:*

Council will:

- establish an annual agenda that focuses on strategic directions for women's health services
- establish an annual program that assists Council performance, including governance education, review of Council performance, and consultation with external bodies and the community
- align its annual agenda, strategic planning and budget development cycle, in order to achieve its objectives most effectively
- monitor the performance of the CEO against Council directions.

At its monthly meetings, Council will work to a standard agenda which includes:

- reporting against the key areas of Strategic Planning, Accreditation, Partnerships, Programs and Projects
- financial reporting and monitoring against budget
- presentation of key achievements, including new projects and staff reports
- governance education.

Council Members will:

- prepare diligently for Council meetings
- participate in discussions in accordance with the Code of Practice and ethical conduct considered acceptable by Council
- assist Council to attend to agenda items as expeditiously as possible.

## **2.13 Policy Making**

### *Policy:*

Policies are designed to provide clear guidelines for the implementation of the objectives and strategic directions of WHISE. Policies provide guidance, continuity and a consistent point of accountability.

Once a Policy is adopted, the Council will speak with one voice around that Policy.

Within WHISE there are two levels of policy making:

a) Governance (Council) policies including:

- Strategic Plan
- Council Policy and Procedures
- Delegations Manual
- Finance Manual
- Risk Management Plan
- Annual budget.

Council will approve all governance policies, and will review policies on a three year basis. The Strategic Plan will be developed on a three-year basis, and reviewed annually by Council with the annual budget. The Delegations Manual, Finance Manual, and Risk Management Plan will be reviewed regularly by Council.

The CEO may present amendments to Council policies, for Council approval, and may request Council to review any of the above documents in the light of unexpected change.

All governance policies will be available to Council Members, CEO and staff.

b) Operational (internal) policies, including:

- Health Promotion Plan
- Wellbeing Promotion Plan
- Human Resources Manual
- Administrative and Operational Manual.

The CEO is responsible for the development of all operational policies as listed above, to provide the day-to-day operational frameworks for staff. All operational policies shall be consistent with the principles, boundaries and definitions set out in Council policies.

All operational policies will be routinely available to staff, and to Council upon request, and will be reviewed on a regular basis.

## **2.14 Structure of WHISE**

The CEO is responsible for the development of an appropriate structure, reporting to the Council of WHISE, which is capable of achieving the objectives and strategic directions set down by Council.

The CEO is directly responsible to Council for all WHISE operations and staff.

Staff are directly responsible to the CEO for the achievement of the tasks set out in their individual position descriptions, and annual work plans.

The current organisational structure is set out in the Human Resources Manual.

### **3. Council / Chief Executive Officer Relationship**

#### **3.1 Delegations to the Chief Executive Officer**

*Policy:*

Council delegates to the CEO responsibility for the implementation of its Strategic Plan, within the CEO Limitations Policy (refer Section 4 below) and the Instrument of Delegation (Delegations Manual). The Council allows the CEO to use any reasonable interpretation of these policies to achieve the intended results.

Council's sole connection with the operations of WHISE, its achievements and its conduct will be through the CEO.

Only decisions of the Council acting as a whole are binding on the CEO.

Decisions or instructions of individual Council Members or committees are not binding on the CEO, except in rare circumstances when Council has specifically given such authority.

In the case of Council Members or committees requesting information or assistance without Council authorisation, the CEO can refuse such requests that require, in the CEO's opinion, a material amount of staff time or funds, or are disruptive.

*Procedure:*

Council will develop:

- a Strategic Plan that makes clear to the CEO Council's directions and priorities, and expected outcomes
- a Limitations Policy that sets out the framework within which the CEO will work
- an Instrument of Delegation that specifies the limits at which certain actions may be carried out.

### **3.2 Monitoring of CEO Performance**

*Policy:*

Council is responsible for the monitoring of the CEO's performance on an annual basis, against Council's strategic directions and policy framework.

*Procedures:*

Council will:

- upon appointment, establish a position description and contract of employment for the CEO, to provide initial directions to the CEO
- establish with the CEO the framework within which the CEO must operate, including the Strategic Plan, Annual Budget, Council Policy and Procedures, Delegations Manual, Finance Manual, and Risk Management Plan
- monitor the performance of the CEO against this framework on an annual basis
- decide, on an annual basis, whether the performance of the CEO has met expectations, exceeded expectations, or not met expectations.

In the event that the CEO's performance has not met expectations, Council will:

- specify to the CEO where the performance is not adequate
- document the improvement in performance expected
- specify the time-frame in which the improvement is to be achieved
- appoint the Chair and one other Council Member to meet regularly with the CEO, to advise and mentor.

In the event that the CEO's performance does not improve within the time-frame required by Council, Council may:

- extend the period of time for improvement
- require additional training of the CEO
- move to terminate the employment of the CEO on the grounds of inadequate performance, in accordance with the CEO's contract of employment.

## **4. CEO Limitations**

### **4.1 Overarching CEO Limitation**

The CEO will not cause or condone any practice, activity, organisational circumstance, or decision which is in any way unethical, unlawful, imprudent or which violates any Council Policy or expressed Council values, or any commonly held business or professional ethic.

## 4.2 Budgeting and Financial Planning

### *Policy:*

The budgeting and financial planning for WHISE must be aligned with the Strategic Plan approved by Council, and must also contribute to the financial sustainability of WHISE.

The major documents informing all financial management in WHISE are:

- Delegations Manual
- Finance Manual
- Annual Budget.

### *Procedure:*

The CEO will:

- Provide accurate and comprehensive information that allows Council to understand the premises on which the budget is built, and to monitor monthly income and expenditure against that budget
- Aim to achieve a balanced annual budget, or, in the event of a deficit being budgeted, provide information and assumptions which allow Council to decide whether the deficit is reasonable in the circumstances
- Manage the operating and on-call accounts in accordance with Council's requirement – principally a minimum of two months' funding to be maintained in the on-call account
- Maintain the cash reserves (investment account) within Council requirements.

The CEO at all times will work within the Delegations Manual and the Finance Manual, to ensure the fiscal accountability of the organisation.

Accordingly the CEO will:

- Ensure that WHISE does not incur indebtedness that cannot reasonably be funded from unencumbered revenues within sixty days or within a period agreed to by contract
- Use organisational funds, and enter into contracts and accept other liabilities, only for the purposes and priorities approved by Council
- Ensure that invoices from suppliers of goods and services to WHISE are paid within the trade credit terms agreed with those suppliers
- Ensure that staff are paid on time
- Ensure that tax payments or other government ordered payments are made on time and are appropriately recorded and filed
- Ensure that Australian Accounting Standards (or its equivalent) are followed in financial management procedures.

### **4.3 CEO Communication and Support to Council**

*Policy:*

The CEO will not allow Council to be uninformed or unsupported in its work.

*Procedure:*

The CEO will:

- Submit data in a timely, accurate and well-organised fashion, addressing the various issues to be monitored by Council
- Present financial reports that make clear:
  - significant trends
  - data relevant to agreed benchmarks and Council-agreed measures
- Inform Council of significant trends, implications of Council decisions, and issues arising from policy matters or changes in the basic assumptions upon which Council's policies are based
- Inform Council Members when for any reason there is actual or anticipated non-compliance with a Council Policy
- Immediately inform Council of any serious legal conflict or dispute or potential serious legal conflict or dispute that has arisen or might arise in relation to matters affecting WHISE
- Gather for Council as many internal and external points of view and opinions as needed to assist Council to make fully informed decisions
- Inform Council when it breaches one of its own policies, particularly when this relates to the CEO's ability to carry out her responsibilities
- Ensure that there are effective communication channels relevant to Council's tasks
- Deal with Council as a whole except when responding to individual requests for information or requests from Council committees or working parties, as approved by Council.

#### **4.4 Programs and Services**

*Policy:*

The CEO will ensure that all WHISE programs and services are aligned to Council's Strategic Plan.

Such programs and services may include:

- Health promotion
- Advocacy
- Wellbeing promotion
- Support to self-help and community groups (within clearly defined parameters)
- Direct service provision (in meeting identified gaps in service provision).

*Procedure:*

The CEO will:

- Establish programs and services which fit within the Strategic Plan approved and reviewed on an annual basis by Council
- Recommend to Council the development of new programs and services, including direct service where these are needed, provided such programs and services are able to be sustained both financially and in terms of staffing, and are in line with the emerging directions for women's health services
- Seek ways to increase community and client participation in the planning and development of WHISE programs and services
- Reduce or cease provision of programs and services, where these are no longer required, or are no longer in line with Council's Strategic Plan.

## **4.5 Fees and Charges**

### *Policy:*

Council accepts that, from time to time, fees and charges may be required to support WHISE programs, services and activities.

Council has delegated to the CEO the responsibility for determining, within Council priorities, where fees and charges may be required, in order to support existing under-funded programs, new programs, or other services provided by WHISE.

The CEO will ensure that the institution of fees and charges will be made with consideration to the client groups using the relevant program or service, and will report all such fees and charges to Council.

The CEO will ensure that no client will be refused service, on the basis of inability to pay the fee or charge.

Fees and charges may be instituted for:

- Education and training activities
- Wellbeing activities
- Rental of premises.

These fees and charges are separate from fees which may be earned under a contractual or fee-for-service basis.

### *Procedure:*

The CEO will:

- Determine the requirement for fees and charges, within the context of the annual budget
- Investigate alternative sources of funding, in preference to fees and charges, wherever possible
- Compare any fees or charges to be levied by WHISE with any fees and charges levied by other organisations for similar programs and services
- Ensure that any fee payable will be clearly advised to clients well before commencement of the activity, program or service
- Ensure that all fees raised are appropriately receipted, recorded and reported as part of the monthly reporting to Council.

## 4.6 Risk management

### *Policy:*

The CEO will ensure that WHISE is able to function effectively and to provide services to its clients, at the standards required, within Council's strategic directions, budget, and duty of care and responsibilities.

The CEO will ensure there is a Risk Management Plan, reviewed annually, which provides for the continual monitoring, evaluation and review of any risks, which may threaten WHISE's ability to discharge its duty of care and responsibilities to its staff, clients, the community and its funding bodies.

The Risk Management Plan should focus in particular, on the following areas:-

- Legislation and regulatory requirements
- Workplace safety
- Security
- Maintenance of business continuity
- Suitability of systems and facility
- Minimisation of fraud
- Protection of assets
- Adverse events and public relations.

### *Procedure:*

The CEO will:

- Prepare a Risk Management Plan, for Council approval, and assess and monitor all aspects of the Plan and report on a regular basis to Council
- Advise Council immediately of any change or event which has the potential to materially affect WHISE
- Ensure appropriate back-up for the positions of CEO, Finance and Business Development Manager (FM), Services and Systems Coordinator(SSC), and Senior Women's Health Promotion Advocate, in the event of unexpected absence in any of those positions.

#### **4.7 Community Relations and Public Affairs**

*Policy:*

The CEO will not approve or in any way support any public or community affairs action or activity that in any way diminishes the reputation of WHISE.

*Procedure:*

The CEO will:

- Be responsible for the making of public and media statements, in consultation with the Chair of Council as appropriate
- Not engage personally, or allow staff to engage, in any public role or activity that is inconsistent with the achievement of WHISE's objectives
- Ensure that all enquiries from the media are directed to the CEO, who is the official spokesperson for WHISE.

## 4.8 Staff Management

### *Policy:*

Council regards staff as its most valuable asset.

The CEO is required to ensure that there is in place an effective human resources system, and that all staff are employed and remunerated in accordance with the relevant Award or agreement.

The CEO will not cause or allow conditions that are unfair, unsafe, undignified or discriminatory, in respect of staff, volunteers and other persons working within WHISE.

The major documents specifying the employment and management of staff in WHISE are the Human Resources Manual, and the relevant industrial award or agreement.

### *Procedure:*

The CEO will:

- Ensure that each staff member is provided with a contract of employment and position description, specifying remuneration and terms and conditions of employment
- Ensure that each staff member, upon commencement of employment, receives a comprehensive induction to WHISE
- Be open to negotiation of changes in remuneration and terms and conditions of employment, within the parameters of the annual budget, and within Council's strategic directions and policy
- Ensure that each staff member has the opportunity to reflect on her performance and achievements to date, and to identify any areas where additional information, training or experience is required
- Not change her own remuneration or terms and conditions of employment, without the express prior approval of Council.

In respect of staff and volunteer treatment, the CEO will:

- Safeguard their right to personal dignity, safety, ethical position-related dissent and to an approved and fair internal grievance process
- Provide written personnel policies that make clear rules for staff and protect against unfair practices such as preferential treatment for personal reasons, workplace harassment, and other unacceptable behaviour
- Not discriminate against any staff member or volunteer for expressing an ethical dissent
- Not violate any part of relevant workplace employment legislation
- Keep Council fully informed about impending disputes and grievances that may lead to termination of employment, action against Council or adverse publicity
- Provide staff with clear channels for bringing a grievance to Council (through the Chair), when other channels have failed to resolve the matter
- Ensure that all staff members are acquainted with their rights under this Policy.

**Appendix 1: Framework of Operations of WHISE**

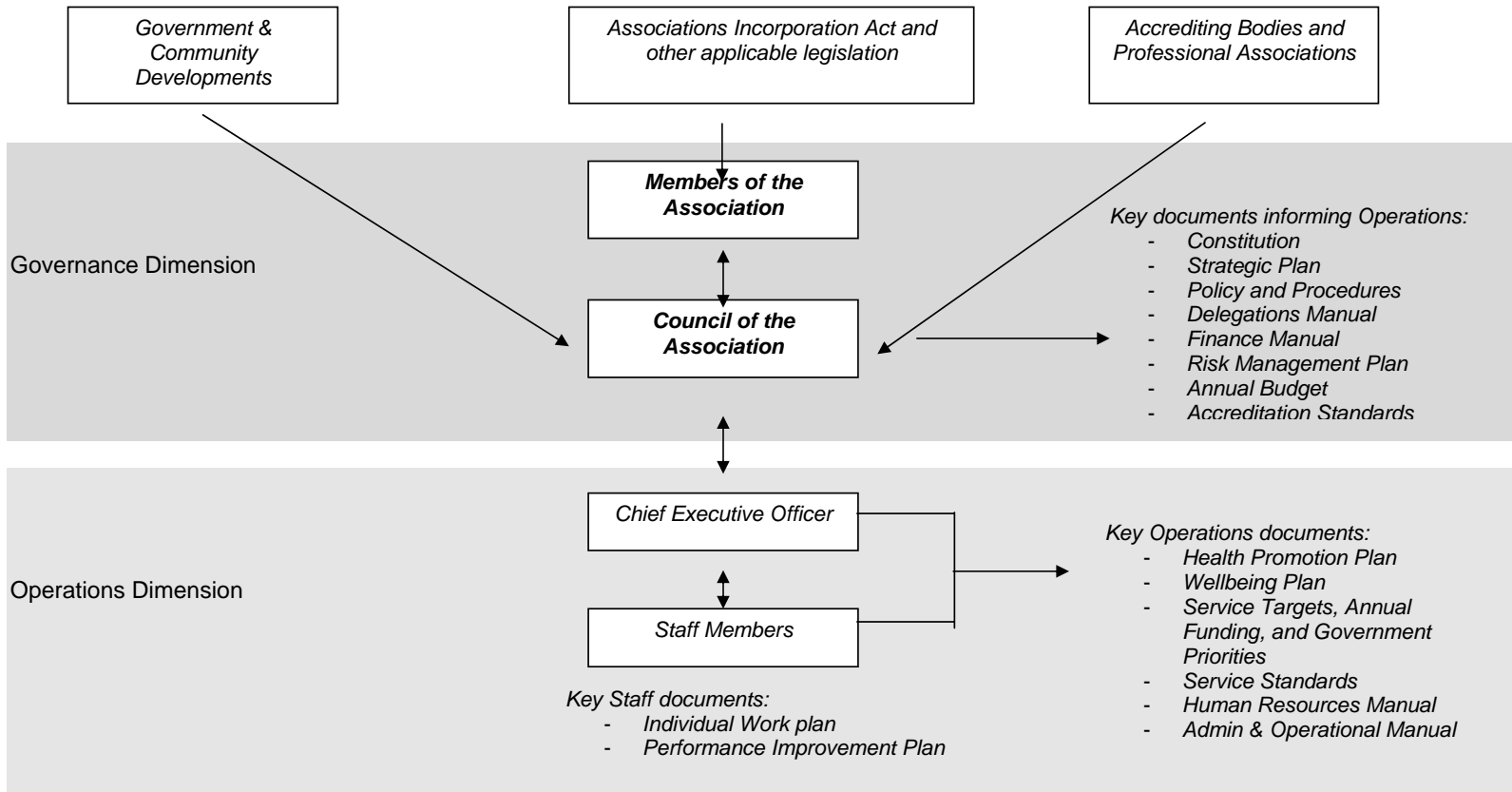


Diagram 1: Context for WHISE Operation

## **Appendix 2: WHISE Ethical Guidelines**

### **Mission Statement**

Women's Health in the South East (WHISE) provides a range of services that acknowledges the diversity of women and their total well being. The service is accessible to all women in the region in a safe and women friendly environment. It provides a centre of women's health expertise and opportunities for participation in decision making within a feminist framework.

### **Purpose of the Guidelines**

WHISE is committed to an ethical framework that reflects the Mission, and Statement of Purpose of WHISE, as set out in its Constitution.

These Guidelines have been developed to provide ethical standards for all Council Members, Staff, Volunteers and Students, and apply to Council, subcommittees, all staff (whether casual, permanent or contracted), students and volunteers.

### **Code of Ethics and Confidentiality Agreement**

Upon appointment and prior to the commencement of duties, the Council Member, Staff Member or Volunteer will sign the Code of Ethics and the Confidentiality Agreement (this document).

One copy will be retained by WHISE and a copy will be retained by the incoming Council Member, Staff Member or Volunteer.

WHISE adheres to the current legislation in respect of Privacy, which requires identifiable personal information to be kept private and stored in a secure location.

### **Commitment to Strength, Dignity, Choice, Diversity and Justice for Women**

The WHISE community will act without prejudice, seeking to prevent and eliminate negative discrimination based on grounds such as:

- appearance
- language
- gender
- sexual preference
- ability
- age
- place of residence
- belief or religion
- political affiliation
- social or economic background
- health status
- or marital status.

In circumstances where individual or group differences adversely affect women's access to programs and services, positive discrimination may be ethically justifiable.

WHISE will aim to empower women, groups and communities in the pursuit and achievement of equitable access to social, economic and political resources and in attaining self-determination, self-management and social well being.

### **Conflict of Interest**

It is incumbent on Council Members, Staff and Volunteers to declare any real or perceived conflict of interest in any matter relating to WHISE, for which the individual is responsible, or in which the individual is involved.

The CEO and Council will advise of any steps that need to be taken in respect of any real or perceived conflict of interest.

### **Financial and Legal Ethics**

WHISE is committed to sound and prudent judgement in its stewardship responsibilities.

WHISE Council and CEO will conduct the financial affairs of the organization with transparency, accountability, expediency and in compliance with all relevant legislation, funding agreements and in accordance with WHISE documentation standards.

### **Funding and Fundraising**

WHISE will:

- be truthful and ethical when disclosing important and relevant information to potential donors and sponsors
- respect the privacy of those donors
- and expend the funds consistent with the donor's intent.

The tendering and acceptance of alternative sources of funding is to be a clear and transparent process, with confirmation that the values of the funding agency are consistent with the WHISE Mission.

The CEO and Council will work through any conflicting funding matters, to ensure an ongoing respectful and professional relationship between WHISE and the funding provider for the duration of the funding.

### **Gifts and Benefits**

All gifts and benefits, offered to an individual member or to WHISE agency, must be declared to the CEO and Council before acceptance.

If the gift is of little financial value and it is not possible to decline, it must be stated that the gift is accepted upon approval of the CEO of WHISE.

If a tendering process is active and a gift or benefit is offered to a WHISE staff or Council member by a person or organisation which is involved in the process, or on behalf of the organization involved in the process, the gift must not be accepted, and the offer must be reported to the CEO.

### **Interagency Collaboration & Partnership**

WHISE will only enter into an interagency collaboration or partnership where the external agency has principles compatible with the WHISE Mission.

The CEO and Council are expected to work through any conflicting perspectives, to ensure an ongoing respectful and professional relationship between WHISE and the partnership agency for the duration of the agreement.

## Media Responses and Political Comment

WHISE is committed to promoting and upholding a strong public profile and image, which reflects our Mission and core values.

In keeping with this philosophy, all public statements made in the name of WHISE are to be accurate, consistent and thoroughly researched with consideration to all relevant past, present and future directions. Public statements will be presented with honesty and integrity to ensure the ongoing protection of WHISE and of the women who access our service.

To ensure the consistency of all public comment, all external media and political responses are to be made by the CEO unless the Council nominates a representative of the Council to speak on an identified issue.

All responses are to be formulated with appropriate consultation with the WHISE Council, Staff or Volunteers. Public responses are to be linked with the WHISE Strategic Plan, Policy and Values, in collaboration with and with the authorisation of the WHISE Council.

## Obligations to Women and Community

WHISE will provide the best possible service to women in our community.

The WHISE community (Council Members, staff, volunteers and students) will model ethical conduct that continually reinforces our commitment to our clients and community.

We will treat each individual and each other with compassion and respect, providing all possible choices to enable women to make informed decisions for their own future.

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## Personal and Professional Integrity

The WHISE community has a legal and moral responsibility to manage the organisation in the best interests of the community it serves.

Council, Staff, Volunteers and Students will demonstrate professional ethical behaviour at all times.

Council and Staff are required to adhere to these Ethical Guidelines in carrying out their responsibilities to the organisation, in their professional relationships with each other, and in their professional service to the community.

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It is the individual responsibility of each Council Member , Staff Member, Volunteer and Student to behave in an ethical and appropriate manner when in the employ or representing WHISE.

Council and Staff will

- bring and maintain appropriate skills and learning to their roles
- will not misrepresent their competence, qualifications, training or experience
- and will refrain from offering advice or undertaking work beyond their professional competence.

**Promotional Literature:**

In keeping with this philosophy, all written promotional literature produced in the name of WHISE needs to be consistent with WHISE values and thoroughly researched.

Information resources must adhere to WHISE documentation standards, guidelines and templates. To ensure ongoing accuracy no new material may be used until it is finally approved. All promotional documentation developed for programs will be authorised by the CEO. All WHISE organisational promotional documentation will be authorised by the WHISE Council.

**Upon leaving WHISE**

All information (written or electronic) and all equipment used during employment or involvement with WHISE remains the property of WHISE. In particular WHISE retains the intellectual property of any developments made during the time of employment or involvement with WHISE.

After leaving WHISE, use of WHISE intellectual or other property may only be made with the express permission of the CEO and Council.

An exit interview will be held for all Council, Staff and Volunteers to provide a respectful process for any feedback, recommendations or grievance issues.

This will be a final chance to acknowledge the value that the individual has contributed to the WHISE organisation.

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**Certification:**

This is to certify that I accept the Code of Ethics contained in the clauses above and that I have read and signed a copy of the Confidentiality Agreement.

Name.  
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Signed.....  
Council/Staff Member/Volunteer

Witnessed.....Date.....