

WILD AT HEART BOARD ROLES AND RESPONSIBILITIES

Wild At Heart's Mission

Wild At Heart supports artists who experience injustice and exclusion to create original music which challenges artistic expectations and leads change for access and equity in music culture, industry and society.

We are for people who experience social and structural disablement, discrimination and exclusion based on visible or invisible conditions, mental illness, neurodiversity, gender identity and inequity, misogyny, trauma, abuse, addiction, patriarchy and colonisation, racism, poverty and any form of economic, social or cultural discrimination. We are for people who experience loneliness, isolation, vulnerability and the low expectations of society.

In this document we use the language “lived experience” to refer to the people whose unique human experience is described above.

Our strategic goals are:

- Goal 1: Make great music
 Create an outstanding body of work that challenges who is allowed to make music, the stories told and artistic expectations

- Goal 2: Get artists and their work to audiences
 Record, release and promote artists and their work to audiences

- Goal 3: Make waves for equitable inclusion of artists in music culture
 Bring about positive sectoral and social change through advocacy and leadership

- Goal 4: Be a strong, sustainable, disability led organisation
 Build organisational culture and capacity to achieve strategic goals.

POSITION STATEMENT – ALL DIRECTORS

Term of Appointment

Board appointments are made pursuant to Wild at Heart's Constitution and are for a 2 year period.

You may resign prior to the end of your term of appointment by notice in writing at any time. Under the Corporations Act 2001 (Cth) and the Wild At Heart Constitution, your appointment may cease in certain prescribed circumstances.

At the end of your term you may be invited to reapply for a further term.

Role of Director

As a Director, you will be expected to participate as an active member of the Board through:

- attendance at Board meetings
- membership of Committees as agreed
- attendance at WAH and other related events
- advocating publicly for WAH
- participation in strategic planning sessions
- attendance at Director professional development activities.

You will need to commit approximately 8 hours per month on average to fulfil your directorial duties, including adequately preparing for meetings, attendance at events, undertaking follow-up tasks, as well as being available for ad hoc activities from time-to-time.

Duties

As a member of the Board of a charity registered with the Australian Charities and Not-for-profits Commission (ACNC), you will have duties and responsibilities that come with your role.

The ACNC sets minimum governance standards that all charities must meet. The ACNC's Governance Standard Five requires that charities take reasonable steps to make sure that the members of their governing body know and understand their legal duties and carry out their duties. These duties generally require you to be careful and conscientious in your role and to act with common sense and integrity.

The duties are

- To act with reasonable care and diligence
- To act in good faith in the best interests of the organisation and for a proper purpose
- Not to improperly use information or position
- To disclose conflicts of interest
- To ensure that the organisation's financial affairs are managed responsibly
- Not to allow Wild At Heart to operate while insolvent



Knowing and carrying out your duties as a Board member will help the organisation to achieve its purpose and protect its resources against misuse. You can find more information about your duties as a Director on the ACNC's website (www.acnc.gov.au) or from the CEO/Company Secretary.

Remuneration & Expenses

Wild At Heart directors are volunteer positions. You will be reimbursed for all approved expenses incurred as a Director.

Directors Insurance

Wild At Heart maintains Directors & Officers Insurance for Board members. A Certificate of Currency may be obtained on request.

Company Policies

As a Director, you will be expected to act at all times in accordance with the Constitution and comply with all organizational policies and procedures. Copies of policies and procedures will be provided to you on request.

Confidentiality

In your role as a Director you will be in possession of confidential information about Wild At Heart. You may only use that information in the proper performance of your duties or as required by law. You must not use it to gain advantage for yourself or others, or to the detriment of Wild at Heart.

Induction

On appointment, new Board members are required to complete a comprehensive induction program.

POSITION STATEMENT: BOARD CHAIR

The Board Chair is expected to attend all Board meetings, to regularly meet with the Executive Director and undertake other duties as appropriate to fulfil their responsibilities. The total time commitment required from the role is estimated to be 12 hours per month on average.

Governance	Lead the Board and organisation to achieve its strategic goals
	Foster a positive culture within the Board and organisation that reflects the organisation’s values
	Ensure the Board and the organization comply with all governance and legal accountabilities and requirements
	Ensure (with the Board) that the organisation’s mission, goals and objectives are achieved
	Ensure (with the Board) that the organisation operates in an ethically, environmentally, and socially responsible fashion
	Ensure (with the Board) the regular review and development of the Strategic Plan
	Meet regularly with the Executive Director and foster a positive and collaborative working relationship
Meetings	With the Executive Director, prepare meeting agendas
	Chair Board meetings
	Ensure Board actions, initiatives and activities arising from meetings are achieved
Admin & Manage	Manage the business of the Board
	Manage the recruitment, induction, and training of Board members with the support of the Executive Director
	Lead the assessment and review the Board and member’s performance
	Manage the organisation’s grievance procedures, where these provide for escalation of grievances to the Chair
	Manage (with the Board) the succession of the position of Chair
Media	Under the organisation’s Media Policy, serve as spokesperson for the organisation where required
Promotion	Promote the organisation in the community as opportunities arise
Negotiation	Serve (as nominated by the Board) in negotiation with other organisations
Legal	Ensure that all legal requirements are met, reported to the Board and are fully documented.
Finance	With the Treasurer, ensure the organisation’s financial control procedures are adequate and that risk management strategies are in place
Other duties	As for Ordinary Board Members (below)

POSITION STATEMENT: BOARD TREASURER

The Board Treasurer is expected to attend all Board meetings, and to meet with Executive Director and Accountant at other times and undertake other duties as appropriate to fulfil the responsibilities of the role. The total time commitment required from the role is estimated to be 10 hours per month on average.

Governance	Ensure the organization maintains financial solvency, accountability and sustainability
	Ensure the Board attains the financial literacy to conduct the business of the organization
	Advise the Board on matters of finance and fundraising
	Ensure appropriate financial policies and procedures are in place and fully documented
Meetings	With the Secretary, place any necessary financial items on the Board agenda in advance of meetings
	Provide reports and advice to the Board at each meeting on the financial position of the organization
Admin & Manage	Carry out financial duties as assigned
	Oversee the organisation’s accounting practices
	With the Chair, work with the Executive Director to ensure the organisation’s financial records are adequate, protected, backed up, and accessible
	Oversee the organisation’s banking
	Oversee the maintenance of the organisation’s asset register
Finance	Work with the Executive Director to ensure the organisation’s financial control procedures are adequate and that appropriate safeguards against fraud are in place
	Work with the Executive Director to ensure that risk management strategies (including appropriate insurances) are in place
	Work with the Executive Director to ensure timely and accountable collection and reception of all money due to the organisation and the making of all payments authorised by the organisation
	With the Executive Director, oversee the organisation’s investment strategy and report to the Board
	Work with the Executive Director to prepare the budget for the Board’s approval ahead of each new operational year
	Oversee the review of income and expenditure against the budget on a continuous basis
Legal	With the Executive Director, ensure the organisation’s compliance with all applicable legal obligations are met, including tax, superannuation etc
Other duties	As for Ordinary Board Members (below)

POSITION STATEMENT: SECRETARY

The Secretary is expected to attend all Board meetings, and to meet with Chair, Treasurer and Executive Director at other times to fulfil their responsibilities. The total time commitment required from the role is estimated to be 10 hours per month on average.

Governance	Ensure good documentation and communication of the Board’s functioning, meetings and decisions
	Ensure Board actions are documented, communicated and followed up with Board members
	Ensure the preparation and adoption of appropriate Board policies
Meetings	With the Chair and Executive Director, prepare the agenda in advance of each Board meeting
	With the Chair and Executive Director, organise meeting papers for distribution before the meeting
	Take minutes at each Board meeting and circulate to Board members
Admin & Manage	Serve on Board committees as required
	Maintain a register of members of the organisation
	Handle procedures for the admission of new members
	Handle procedures for the resignation of members
	Handle procedures for the discipline, suspension and expulsion of members
	Receive nominations for positions on the Board
	Maintain in secure, accessible formats digital and hardcopy all documents and materials related to the governance of the organisation, and make them available to members as requested and appropriate
	Liaise with relevant regulators (Australian Charities and Not-for-Profits Commission, Australia Tax Office)
	Carry out administrative duties as assigned by the Chair
Media	Ensure preparation and adoption of a Media policy
Promotion	Promote the organisation in the community as opportunities arise
Negotiation	Serve as nominated by the Board in negotiation with other organisations
Other duties	As for Ordinary Board Members (below)

POSITION STATEMENT: EXECUTIVE DIRECTOR

The Executive Director is expected to attend all Board meetings, and to meet with Chair, Treasurer, Secretary and regular Board members at other times and undertake other duties as appropriate to fulfil their responsibilities. The Executive Director is a salaried position and board responsibilities are expected to be fulfilled within the scope of that role.

The Executive Director role is fully defined in a separate Position Description.

Governance	Attend all Board meetings
	Report on operational achievement of the organisation’s mission, goals, strategic plan and business plan
	Report to the Board at each meeting on the financial status and operations of the organisation
	Report to the Board at each meeting on variances from the approved budget
Meetings	Organise the venue for Board meetings
	With the Chair and Secretary, prepare the agenda in advance of each Board meeting
	Organise meeting papers for distribution before the meeting
Admin & Manage	Serve on Board committees as required
Media	Ensure preparation and adoption of a Media policy
Promotion	Promote the organisation in the community as opportunities arise
Negotiation	Serve as nominated by the Board in negotiation with other organisations
Other duties	As for Ordinary Board Members (below)

POSITION STATEMENT: ORDINARY BOARD MEMBER

Ordinary members are expected to attend all Board meetings, and to undertake tasks or contribute to committees/working groups outside of these meetings as required to fulfil the duties of the role. The total time commitment required from the role is estimated to be 8 hours per month on average.

General	Undertake induction and training procedures as provided by the Board
	Understand your legal, moral and ethical responsibilities in being a Board member
Governance	Consider, debate, and vote on issues before the Board on the basis of the best interests of the organisation only
	Comply with the rules, policies, and standing orders of the organisation
	Gain the skills and knowledge necessary to fulfill the role as Board member, including financial literacy
Planning	Review and approve the organisation’s Strategic Plan, and other consequential arrangements (Budget, Business Plan, Marketing Plan etc)
Meetings	Attend all meetings, or if unavoidable, apologise in advance in writing
	Read papers and consider issues before the meeting
	Contribute to the discussion and resolution of issues at meetings and otherwise as appropriate
	At all times conduct Board business with courtesy and respect with consideration for others
Admin & Manage	Serve on Board committees as required
	Review and approve the organisation’s systems for financial control and risk management
	Undertake administrative duties as required
Promotion	Promote the organisation in the community as opportunities arise
Fundraising	Participate in any fundraising approved by the Board