

Governance & Management of ECMS

Purpose

The role of the ECMS Board is to ensure that ECMS achieves its mission and strategic goals and objectives and in doing so, meets all legal and moral responsibilities and requirements accompanying 'best practice' corporate governance.

The Board fulfils its role by developing and monitoring policies that provide direction and boundaries for both the Board and CEO functions.

The Board sets the Strategic Directions and the core policies of the organisation. The CEO will implement the Strategic Directions, manage service operations and make day-to-day decisions.

Roles & Responsibilities

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| <p>ECMS Board</p> | <p>Establish and maintain the governance policies that provide direction and boundaries for both the Board and CEO functions and procedures. Act in trusteeship for ECMS members by gathering information about their concerns, needs and aspirations, remaining up to date in matters concerning their interests, reporting to them on a regular basis and ensuring the Board always complies with the Constitution and any resolutions moved at an Annual or Special General Meeting.</p> |
| <p>CEO</p> | <p>The Board delegates to the CEO the responsibility to lead the implementation of its Results policies while complying with the boundaries and constraints imposed by the CEO Limitations policies.</p> |
| <p>All Employees, Educators Volunteers, Relief Staff and Students</p> | <p>Work within position or role description and delegations (if relevant), ECMS policies and procedures, code of ethics and code of conduct.</p> |

Background

ECMS is a not-for-profit incorporated association established in 1996 with a very clear mission to help communities retain their involvement in children's services by providing management and employment services to community managed kindergartens and childcare centres.

The constitution states the purpose of ECMS is to:

- Act as an employer of qualified early childhood and other appropriate staff for the provision of early childhood services.
- Manage, train and co-ordinate staff employed in the delivery of early childhood services.
- Encourage parent, family and community involvement in the management of early childhood services.

- Ensure the development of high quality education and care programs in early childhood services.
- Be responsive to and provide solutions for the changing needs of the community in the delivery of early childhood services.

The ECMS Board

The Board is elected under the terms of the constitution.

Each Board Member will comply with their legal duties to:

- Act in good faith and for proper purpose.
- Act with reasonable care, diligence and skill.
- Not to misuse information or position.
- Disclose and manage conflicts of interest.

Each Board Member will:

Inform and educate themselves about these and other responsibilities and legal obligations.

Commit to carefully consider of all relevant information and acting selflessly and solely in the best interests of ECMS and when making decisions and voting on governance decisions.

Will support board decisions, even if they did not vote for and/or do not agree with the decision.

Will collectively ensure the delivery of ECMS objects, set its strategic direction, and uphold its values.

The Board is collectively responsible and accountable for monitoring the organisation to ensure that it is performing well, is solvent, and is complying with all its legal, financial, and ethical obligations.

The responsibilities of the Board that cannot be delegated to any other person or body include:

- Compliance monitoring – ensuring compliance with the objects, purposes and values of ECMS, and with its constitution.
- Organisational governance – setting governance policies and approving policies, plans and budgets to achieve those objectives, and monitoring performance against them.
- Strategic planning – initiating, reviewing and approving strategic direction and initiatives.
- Regulatory monitoring – ensuring that the organisation complies with all relevant laws, regulations and regulatory requirements.
- Financial monitoring – reviewing the budget, monitoring management and financial performance to ensure the solvency, financial strength and good performance of ECMS.
- Financial reporting – considering and approving annual financial statements and required reports to government.
- Evaluation - regularly review the effectiveness of financial controls, internal controls, performance reporting, and policies and procedures.
- Organisational structure – setting and maintaining a framework of delegation and internal control.
- CEO recruitment – selecting, evaluating the performance of, and if necessary dismissing the CEO.
- Succession and remuneration planning – planning for Board and CEO succession, and determining CEO remuneration.
- Risk management – reviewing and monitoring the effectiveness of risk management and compliance in the organisation; agreeing or ratifying all policies and decisions on matters which might create significant risk to ECMS, financial or otherwise.

- Dispute management – dealing with and managing conflicts that may arise within ECMS that relate to the governance of the organisation, including conflicts arising between Board Members, the CEO, or members.
- Social responsibility – considering the social, ethical and environmental impact of all activities and operations and ensuring that these are acceptable.
- Board performance and composition – evaluating and improving the performance of the Board.

The CEO will:

- Develop and implement organisational strategies and make recommendations to the Board on significant strategic initiatives.
- Establish effective, efficient and sustainable organisational structure and administrative systems.
- Appoint staff, determine terms of appointment, evaluate performance, and develop and maintaining succession plans for staff.
- Ensure the development and review of operational and human resource policies and procedures and other internal controls to direct and guide operational decisions, actions, practices and behaviours and ensure legislative compliance.
- Develop the annual budget and managing day-today operations within the budget.
- Maintain and implement an effective risk management framework.
- Keep the board and regulators informed about any developments with a material impact on the organisation’s performance.
- Manage day-to-day operations in accordance with agreed standards.
- Lead a culture of continuous improvement and respectful and responsive engagement within the organisation and with all stakeholders.

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| Policy Created Date | March 2015, Reviewed September 2016 |
| Policy Review Date | January 2018 |
| Sources and Further Reading | References Guide to the Education and Care Services National Law & Education & Care Services National Regulations 2011 Guide to the National Quality Standard http://www.acecqa.gov.au/links-and-resources/national-quality-framework-resources/ Office for the Community Sector http://www.dpcd.vic.gov.au/communitydevelopment/community-sector Our Community http://www.ourcommunity.com.au/ PILCH Public Interest Law Clearing House (Vic) http://www.pilch.org.au/ Consumer Affairs Victoria http://www.consumer.vic.gov.au/clubs-and-not-forprofits |

The Organisational Chart can be found [here](#)

The Operations Chart can be found [here](#)