



Board Charter

for the Board of

Churches of Christ in Victoria and Tasmania Inc

Version 1

Approved 07.09.2017

1. Purpose Of Charter

This Board Charter sets out the role, composition and responsibilities of the Churches of Christ in Victoria and Tasmania Inc (CCVT) Board.

This initial version of the Charter has been designed for the initial phase of the CCVT Board culture and practice that is forming at the time of its adoption. Further amendments and changes to this Charter will result from this transitional season.

The conduct of the Board is governed by the Constitution of Churches of Christ in Victoria and Tasmania Inc. (and in particular clause 6), a copy of which is available at churchesofchrist.org.au. The conduct of the Community Care and Properties Corporation (Prop Corp) boards are governed by their separate governance documents (for Community Care a Constitution, for Prop Corp its Act of Parliament), and as further enunciated in their individual Board Charter documents (all documents attached).

A number of operational matters relating to the Board such as criteria for membership, the election and appointments of members, and their terms of appointment, are governed by the Constitution and are not reproduced in total here. Where operational matters are not included in the Constitution they are included here, for example the number of meetings per year, the notification of interests and other matters related to the conduct of meetings are included. Similarly, those operational matters relating to Community Care and Prop Corp are found in their relevant governance document or charter.

This Charter is written on the basis of the adoption of the current CCVT Constitution in October 2015, and assumes that the CCVT, Community Care, and Prop Corp boards will meet concurrently, ensuring that decisions made by each entity would be made in accordance with the relevant Constitution and minuted separately. It is the intention of this Charter to be a Charter for the CCVT Board, and also to provide a framework for the ways the three entities work together, each fulfilling their own constitutional and charter responsibilities.

Another related and complementary document to this Charter and the Constitution is entitled Board and Executive Policies. These Board and Executive Policies, a copy of which is attached, outline appropriate boundaries within which the Board and its Executive Officer operate as they act on behalf of CCVT and its membership to promote the accomplishment of its mission.

2. Purpose Of The Board

The CCVT Board has two broad purposes, compliance and performance. Both will involve forming and approving policies, are grounded in biblical principles and values, seek to fulfil the expectations of Affiliates and the broader community, and will better enable CCVT to be Building Communities of Hope and Compassion and Developing Leaders to lead them. Board members also have the added and shared responsibility as directors of Community Care (a Company Limited by Guarantee) and, in the case of seven CCVT board members, as Trustees of the Properties Corporation in order to fulfil purposes relevant to, and as expressed within, their own Constitutions and Charters:

Compliance: Conform With Or Exceed All Legal Requirements As An Incorporated Body

Legal

- monitor constitution
- comply with directors' responsibilities
- comply with laws
- monitor insurance requirements

Accountability

- monitor financials
- conduct compliance audits

Performance: Assist CCVT To Perform To Its Best Potential, In Accordance With Affinity And Approved Policies And Strategic Plans, Etc.

Strategy and Policy

- approve CCVT's Statement of Purposes and Common Mission and ensure it is embedded into all CCVT operations
- approve CCVT's strategic intent and policies, and monitor regularly

Accountability

- overall performance of CCVT
- Board evaluation, succession planning
- report outcomes to stakeholders, i.e. all affiliated churches and agencies
- manage EO

Public Relations

- represent and participate
- keep stakeholders informed
- project a strong and positive image
- promote the vision
- facilitate cohesion
- protect the interests of stakeholders
- speak with one voice regarding Board decisions

Risk Management

- ensure up-to-date and effective risk profile and management strategy
- monitor critical risks
- the Board will meet its responsibilities, in the context of the mission and the purpose of CCVT as embodied in its Constitution, and further enunciated in Affinity and the roles of the Leadership, Communities and Operations functional areas.

3. Roles And Responsibilities

To be read in conjunction with CCVT Constitution, clause 6.

The Board's role and responsibility is to actively set and review policy and strategic intent and receive reports on actions and outcomes from the CCVT EO. The Board has no operational involvement in the conduct of the activities and delivery of services of CCVT, unless agreed to with the EO.

The Board, having approved policies and strategic intent actions in collaboration with the EO, delegates operational oversight of all CCVT entities to the person functioning as the CCVT Executive Officer (EO). The scope of this delegation is described in detail in both the EO Position Description as well as in the attached Board and Executive Policies document. The delegation is expressed in the EO's leadership of and participation in the CCVT Executive Group (consisting of the EO and the three functional area Team Leaders). The EO will report to the Board on these delegated responsibilities at each of its regular meetings unless otherwise agreed.

The Board meets at least six (6) times a year, usually on the fourth Thursday of the month. Dates of Board meetings are communicated at churchesofchrist.org.au.

The functions of the Board, are to:

1. Provide effective leadership by:
 - articulating the values, vision, mission, and strategies of CCVT in accordance with CCVT's Principal Purpose;
 - developing an integrated strategic intent for CCVT (based on the compelling vision of Building Communities of Hope and Compassion and developing Leaders to lead them), incorporating strategic plans and ordered strategic priorities;
 - maintaining open lines of communication and promulgating throughout CCVT and with external stakeholders its values, vision, mission and strategic intent; and,
 - developing (and maintaining) an adaptive, flexible and responsive organisational structure to support the achievement of CCVT's Principal Purpose and strategic intent.
2. Provide support for, and monitor the performance of, the EO in accordance with the EO's Position Description and any agreed performance indicators.
3. Review and approve the annual budget recommended by its Finance and Audit committee.
4. Monitor the achievement of the strategic plans and annual budget outcomes, in collaboration with the EO.
5. Establish such committees, task groups or mission teams and policies and procedures as will facilitate the more effective and efficient discharge of the Board's roles and responsibilities.
6. Ensure, through Board committees and others as appropriate, compliance obligations and functions are effectively discharged.

7. Initiate a Board self-evaluation program and follow-up action to deal with issues arising and arrange for members to attend courses, seminars and participate in development programs as the Board deems appropriate.
8. Ensure that all significant systems and procedures are in place for CCVT to run effectively, efficiently, and meet all legal and contractual requirements.
9. Ensure that all significant risks are adequately considered and accounted for by the EO, in collaboration with the Operations Team Leader.
10. Ensure that CCVT has appropriate corporate governance structures in place including standards of ethical behaviour and promoting a culture of corporate and social responsibility.
11. Ensure that the separately constituted boards of Community Care and Prop Corp, meeting concurrently with the Board, fulfil their constitutional and charter responsibilities and maintain appropriate Minutes, records, etc.

4. Membership

- Other than the EO, no member of the Board may be a member of the paid staff of CCVT.
- Directors are free from any interest and any business or other relationship which could, or could reasonably be perceived to, materially interfere with the member's ability to act in the best interests of Churches of Christ in Victoria and Tasmania Inc.
- Actual Board membership shall be disclosed in the annual report including whether a member is independent or not independent.
- Tenure of members will be according to the Constitution, where in clause 6 Section 3 (k) it is indicated that each elected member must be re-elected by delegates of Affiliates after three years on the Board, and be a member for no more than nine consecutive years.

Membership of the Board is a privilege and a significant responsibility. This is particularly so following the alignment and integration that has taken place as a result of the Renewal Challenge process. Alongside the themes included in the Skills Matrix (below), qualities for Board Directors include:

- A deep and developing faith commitment to Jesus Christ expressed in their personal life journey and their local
- church, community, mission and workplace involvements.
- A commitment to CCVT's Principle Purpose To be a movement of the people of God gathering in and around the
- central figure of Jesus Christ, empowered by the Holy Spirit, living out his Way in our neighbourhoods and inviting others to do the same and CCVT's Shared Values as outlined in Affinity.
- As a consequence of the first two qualities, a commitment to the primacy of mission in CCVT, the capacity to
- exercise mission-shaped thinking and imagination, and to encourage experimentation in mission and ministry.

- A demonstrated ability to interpret the life of ‘the church’ strategically, as Communities of Hope and Compassion, in the context of the 21st century.
- An understanding of and commitment to Affinity as the document that describes the relationship between all
- affiliates and CCVT.
- A commitment to the future vision of Churches of Christ; to building Communities of Hope and Compassion, and
- developing Leaders to lead them.
- A capacity to exercise innovative leadership and visionary thinking, and related skills of strategic thinking and policy development for CCVT as a Renewal Movement.
- A capacity to bring a Christian spiritual focus and discernment to issues.
- A pastoral concern for the life and work of CCVT and all affiliates and their leaders.
- A capacity to think broadly, beyond the perspective of a local church or mission expression.
- An availability and commitment to attend all Board meetings and to participate in its processes, including additional committees or task groups, as needed.

CCVT Inc Board Skills Matrix

The Board has a skills/mission/connection matrix designed specifically for a best practice, peak policy and governance, ‘for purpose’ board. It reflects the principle purpose of CCVT, and in accordance with the relevant section of the CCVT Inc. Constitution, an awareness of the responsibilities of Board Directors. In acknowledging that up to seven elected directors will serve as Trustees of Prop Corp, and all those elected will be directors of Community Care, the matrix includes finance and commercial, legal and compliance skills.

The matrix however has a goal of shaping a healthy and life-giving balance between attributes, knowledge and expertise, and competencies (rather than ‘occupation’), and is therefore beyond any form of ‘representation’. It also acknowledges that a potential Director’s spirituality, character and passion are primary, as is their understanding of, and commitment to, CCVT as a Renewal Movement.

The matrix is also based on a clear separation between governance and operations (and between policy formation and policy delivery); with a subsequent appropriate empowerment and accountability of CCVT staff and management. At the same time, it provides an equally clear recognition of the importance of board sub-committees and task groups (both long-term and short-term) for specific areas.

CCVT Board Skills Matrix, all based on a deep and developing faith commitment to Jesus Christ expressed in their personal life journey and their local church, community, mission and workplace involvements, includes:

- Missiology including theology and ministry
- Leadership and vision
- Strategic thinking
- Networking and influence in CCVT

- People and culture
- Finance and commercial
- Legal and compliance
- Board experience
- Diversity
- Age
- Gender
- Cultural heritage
- Church/region
- Academic Qualifications

5. Board Executive Officer Relationship

The roles of the Board and the EO are closely related but distinct in function, and are outlined in detail in the attached Executive Policies document, the CCVT Constitution and the EO's Position Description.

The Role and Responsibilities of the Board are also summarised in 3. above. And, in summary, the EO is responsible for the implementation of Board policies and the efficient and effective operation of CCVT. The EO is responsible for bringing all relevant material and other matters to the attention of the Board in an accurate and timely manner. The role of the Board Chair is also outlined in the Executive Policies document.

6. CCVT/Partner Entity Relationships

CCVT has a number of relationships with Partner Entities. These include the CCVT initiated Churches of Christ Financial Services (CCFS); and two national partners, Stirling Theological College (Stirling) and Global Mission partners (GMP). CCVT and Community Care also have a partnership to continue the ministry of Jesus through Aged Care with Churches of Christ in Queensland through Churches of Christ Care (Qld).

The partnerships with CCFS and GMP are on the basis of MOUs; with Stirling it is on the basis of a Deed of Agreement; and with Qld it is on the basis of a Merger Deed.

The Board oversees these partnerships. In so doing it recognizes and celebrates that they are for the benefit of CCVT and the fulfilment of our Principal Purpose, as well as several being appropriate Kingdom collaborations that positively contribute to the activities of other state entities of Churches of Christ.

7. CCVT Board Culture

The Board actively seeks to have an 'engaged culture' which is characterised by candour and a willingness to challenge. The following is used to provide evidence of an engaged culture:

Agendas

- Board agendas limit presentation time and maximise discussion time.
- There are lots of opportunities for informal interactions among Board members.

Norms

Board members will,

- prepare themselves well for meetings;
- be honest yet constructive;
- be ready to ask questions and willing to challenge leadership;
- actively seek out other members' views and contributions;
- spend appropriate time on important issues; and,
- become advocates for decisions of the Board, following the 'cabinet solidarity' principle.

Values

- The Board serves CCVT by actively participating in governance.
- The Board is responsible to various stakeholders, primarily Affiliated churches and agencies and their ministers, leaders and members/partners (*the primary stakeholders—'the mission team'*) but also, through CCVT's Affiliates, to the neighbourhoods where Affiliates are located (*equal primary stakeholders—'the mission context'*).
- The Board is responsible for maintaining CCVT's position or stature among other churches, and (in collaboration with affiliated churches and agencies) the reputation of CCVT in the broader community.
- Board members respect each other.

Board meeting Agendas consistently commence with a series of questions that support these principles:

- You and God—Are there issues you need to personally address with God as you prepare for the meeting?
- You and the Agenda—Have you prepared yourself for the meeting by reading in advance all the background material, and where necessary sought further understanding before the meeting? Are you ready to limit presentation time and maximise discussion time?
- Conflict of Interest—Is any Board member aware of a matter that may be a conflict of interest for them or for others?
- Non-Executive Agenda Items—Is there a matter the Board needs to discuss without the presence of the Executive Officer?

8. Reporting

- Proceedings of all meetings are minuted and signed by the Chair of the meeting.
- Minutes of all Board meetings are circulated to members and approved by the Board at the subsequent meeting; Minutes of meetings of the Community Care and Prop Corp boards are likewise circulated to their members for approval by them at the subsequent meeting.
- Minutes are maintained by the EO.

- Appropriate outcomes and actions are communicated to stakeholders through a CCVT newsletter, at churchesofchrist.org.au and via other electronic means.

9. Review And Amendment Of Charter

The Board will review this Charter annually to ensure it remains consistent with its objectives and responsibilities and approve amendments as it sees necessary.

10. Publication Of The Charter

Key features of the Charter are to be outlined in the Annual Report of Churches of Christ in Victoria and Tasmania Inc. A copy of the Charter will also be available at churchesofchrist.org.au.

Authorisation

Responsible Person:	CCVT Board through the EO
Version:	1
Approved by:	
Milton Oliver, Chair	07.09.2017
Paul Cameron, EO	07.09.2017



Board and Executive Policies

of the Board of

Churches of Christ in Victoria and Tasmania Inc

Version 1

Approved 07.09.2017

MISSION POLICY

1. Policy Statement

Churches of Christ in Victoria and Tasmania Inc (CCVT) exists to achieve the objectives stated in its Constitution, including its Principal Purpose and vision and mission as contained within Affinity, and to deliver on its strategic intent in accordance with its policies and will direct its resources accordingly.

2. Strategic Intent

The CCVT Board (Board) shall develop a plan of strategic intent that specifies how the policy will be realised over specific periods of time.

3. Primary and Secondary Stakeholders

In accomplishing its vision, CCVT will prioritise its planning and resources toward:

Primary Stakeholders:

- Churches and agencies affiliated with CCVT (Affiliates)
- Churches and agencies in some other relationship with CCVT
- CCVT's partner entities
- Visitors (actual and virtual)

Secondary Stakeholders:

- Members of the neighbourhoods where Affiliates and their participants are located
- Any others with whom CCVT relates professionally and commercially.

GOVERNANCE POLICY

4. Governance Commitment

The Board will act on behalf of CCVT and its membership to promote the accomplishment of its mission, ensure compliance with relevant law and prevent unacceptable activities and conditions within CCVT. This is further outlined in the CCVT Board Charter, which should be read alongside these policies.

5. Governing Style

The Board will govern with an emphasis on:

- Outward vision rather than internal preoccupation;
- Encouragement of diversity in viewpoints;
- Strategic leadership more than administrative detail;
- Clear distinction of Board and staff roles;
- Collective rather than individual decisions;
- The future while respecting experience of the past; and
- Pro-activity rather than re-activity.

6. CCVT Board Role and Responsibility

The role and responsibility of the Board is to oversee the spiritual health and direction of CCVT. It represents CCVT in determining and ensuring the implementation of appropriate organisational performance. This task is further outlined in the CCVT Inc Constitution, clause 6 and in the Board Charter.

- 6.1 The Board will produce written governing policies that, at the broadest levels, address each category of organisational decision:
- a) **Mission policies:** Organisational products, effects, benefits, outcomes, recipients, and their relative worth (what good for which recipients at what cost).
 - b) **Boundary policies:** Constraints on executive authority that establish the prudence and ethics boundaries within which all executive activity and decisions must take place. This includes the relationship between the Board and the EO, i.e. how power is delegated and its proper use monitored; the EO's role, authority, and accountability.
 - c) **Governance Policies:** Specification of how the Board conceives, carries out, and monitors its own task.
- 6.2 The Board will measure the EO's performance against responsibilities and accountabilities set out in the EO Position Description and the relevant requirements of this Executive Policy document.

7. Board Chair's Role

The Board Chair manages the integrity of the Board's process ensuring that, as is the responsibility of all Board members, the Board behaves consistently with its own rules and those legitimately imposed upon it by CCVT, and from outside the organisation. The Board Chair's role is further outlined in Appendix 1. Meeting discussion content will be only those issues that, according to Board policy, are its responsibility to decide. Deliberation will be fair, open, and thorough but also timely, orderly, and kept to the point.

8. Board Members' Code of Conduct

The Board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum, when acting as Board members. Board members must primarily represent loyalty to the interests of the Board and CCVT. This accountability must recognise, and manage appropriately, any possible conflict with a Board member's other responsibilities. It also supersedes the personal interest of any Board member acting as a 'consumer' of CCVT's services. This is further outlined in the Board Charter.

9. Board Committee Principles

Board committees, when used, will be assigned to reinforce the wholeness of the Board's role and responsibility.

- 9.1 Board committees are set up as the Board determines, to help it perform its role and responsibility. Committees ordinarily will assist the Board by preparing policy alternatives, implications and subsequent recommendations for Board deliberation.
- 9.2 Board committees will operate as the Board determines and the mode of operation will be clearly stated at the time of their formation, taking due care to avoid conflict with authority and oversight delegated to the EO.

BOUNDARY POLICY

General assumption: The CCVT Executive Officer is employed by the CCVT Board, which operates for and on behalf of Churches of Christ in Victoria and Tasmania Inc.

10. Unities of Control

Decisions of the Board acting as a body are binding on the EO.

11. Accountability of the EO

The EO is the Board's link to operational achievement and conduct, so that authority and accountability of staff, as far as the Board is concerned, is, primarily considered the authority and accountability of the EO.

- 11.1 The relationship between the Board and the EO is to be characterised by a sense of team, mutual support and encouragement, and expressed in clearly defined and respected roles, collaborative and complementary behaviour, and the avoidance of any sense of competition.
- 11.2 The Board will avoid giving instructions to persons who report directly or indirectly to the EO.
- 11.3 When required the EO will report to Board on the performance and evaluation of key staff and the setting and revision of their salaries.
- 11.4 EO performance will be assessed on all relevant matters including those as outlined in 6.2 above.

12. Position Description

- 12.1 The EO is accountable to the Board for leading CCVT. Performance will be assessed on the basis of the achievement of the strategic intent and other accountabilities as outlined in EO Position Description and the matters contained in this document.
- 12.2 The Board acting as a body and not as individuals, will delegate responsibility and authority to the EO through written policy, outlined in the EO's Position Description.
- 12.3 The EO is accountable to the Board, unless the Board delegates accountability in specific areas to another of its members.
- 12.4 The EO has the authority to make decisions, create subsidiary policy, and engage in activities that are consistent with interpretation of the Board's Policies, in accordance with CCVT's Principal Purpose.

12.5 The model for EO behaviour is servant leadership.

13. Delegation to the EO

In general terms, the Board governs and approves policy, while the EO manages and implements that policy. The EO is responsible for developing policies and recommendations, in line with the Board's objectives, for the Board's deliberation and consideration for adoption.

The Board will delegate authority to the EO through approved policies that prescribe the organisational mission to be achieved and describe organisational situations and actions to be avoided, allowing the EO to use reasonable interpretation of these policies.

13.1 The Board will develop policies instructing the EO to achieve certain results, for certain recipients, at a specified cost. These policies will be developed systematically from the broadest, general level, to more defined levels, and will be called Mission policies.

13.2 The Board will develop policies that limit the latitude the EO may exercise in choosing the organisational means.

13.3 Providing the EO interprets Board policies reasonably, the EO is authorised to take further decisions, take actions, establish practices, and develop activities. The Board, of course, maintains its right to review these decisions/actions

13.4 The Board may change its policies, and in doing so may change the latitude of choice given to the EO. However, the Board will respect EO choices under existing policies.

14. Monitoring EO Performance

Systematic and rigorous assessment of the EO's job performance will be against all aspects of performance including the expected EO role, function and task outputs and the means and processes used to achieve those ends.

14.1 The EO can reasonably expect clarity and fairness regarding the expectations of the Board for the EO's performance, and the evaluation by the Board of that performance.

14.2 The EO shall be evaluated against achievement of the strategic intent and other goals set by the Board in consultation with the EO whilst adhering to the policies and respecting the values and otherwise discharging the EO responsibilities as described in the EO's Position Description.

14.3 Evaluation shall be based upon all relevant aspects of performance including meeting-by-meeting analysis of policy monitoring reports, and on an annual assessment, which shall be conducted before the end of each calendar year.

14.4 The annual assessment shall be conducted as decided by Board, but usually by the chairperson and/or two other members of the Board (the Evaluation Team), with the assistance, at the discretion of the Evaluation Team, of an external consultant.

14.5 The EO shall write an annual self-evaluation report for the Evaluation Team, which will include progress towards the achievement of Policies and the EO's specific areas of responsibility.

- 14.6 The Evaluation Team shall give a written report to the EO and a report to the Board giving their assessment of the EO's performance for Board's confirmation or otherwise of the Evaluation Team recommendation. The tone of the evaluation is to be constructive and designed to improve future performance. The Board will encourage and support the EO in areas where improvements are necessary.
- 14.7 The EO is to be advised of the Board's response to the evaluation.
- 14.8 A similar process will be followed for an assessment in the last year of the EO's appointment, with a view to clarifying in reasonable time any ongoing appointment or conclusion of appointment.
- 14.9 The contents of these reports shall remain strictly confidential to members of the Board.

15. Global Executive Constraint

- 15.1 The EO shall not cause or allow any decision, action, condition or organisational circumstance that is illegal, imprudent or in violation of commonly accepted business ethics.
- 15.2 The EO is authorised to spend a set amount approved by the Board in line with Budget preparation on an annual basis on unbudgeted-for items without obtaining permission from the Board or its Chair, providing that such additional expenditure can be achieved within the budgeted limits established by Board, and it assists in achieving the Principal Purpose of CCVT.

16. Staff

With respect to the treatment of paid and volunteer staff, the EO may not:

- 16.1 Cause or allow conditions that are unfair, unsafe, unprofessional or undignified or which conflict with prevailing legislation in this context or,
- 16.2 Withhold from staff a due-process grievance procedure, able to be used without bias.

17. Budgeting

Financial planning for any fiscal year or the remaining part of any fiscal year shall not deviate materially from the Board's missional priorities, risk fiscal jeopardy, or fail to be derived from a multiyear plan.

Accordingly, the EO shall:

- 17.1 In collaboration with the Board's Finance and Audit committee, oversee the preparation of an annual financial budget for timely submission to the Board, and subsequent deliberation and approval or review.
- 17.2 Ensure operations are conducted within and in accordance with the parameters of the approved budget.
- 17.3 Ensure that all legal obligations of CCVT are met.

- 17.4 Report to the Board any matters of significance that are not in accordance with the budget or any other expectations the Board may have.

With respect to the actual, ongoing financial condition and activities, the EO shall not cause or allow the development of fiscal jeopardy or a material deviation of actual expenditures from Board approvals.

Accordingly, the EO shall not:

- 17.5 Cause CCVT to incur any debt, liability or contractual obligation without express or implied authority.
- 17.6 Use any long-term reserves without approval of the Board, and on the basis of a recommendation of its Finance and Audit committee.
- 17.7 Conduct inter-fund shifting in amounts that deviate materially from the Board's ends priorities.
- 17.8 Fail to settle payroll and debts in a timely manner.
- 17.9 Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.
- 17.10 Acquire, encumber, or dispose of real property.
- 17.11 Fail to pursue unpaid non-pledge receivables after a reasonable amount of time.
- 17.12 Authorise a line of credit without the approval of the Board, on the basis of a recommendation of its Finance and Audit committee.

18. Assets

The EO shall not allow the assets to be unprotected, inadequately maintained, or unnecessarily risked.

19. Communications to the Board

The EO shall not permit the Board to be uninformed or unsupported in its work.

20. Mission Focus of Grants or Contract

The EO may not enter into any grant or contract arrangements on behalf of CCVT that fail to emphasise primarily the production of its mission.

21. Review of Executive Policies

This policy document shall be reviewed by the Board as the need arises, and at the first regular Board meeting of each calendar year, and amendments made as it sees fit.

22. Date of Implementation

This policy document shall be fully implemented from the date of its adoption by the Board.

Appendix 1

The Role of the Chair of the CCVT Board

Roles the Chair takes on:

1. Board meetings
 - Chair
 - Collaborate with the EO to list Board business for the Agenda
 - Ensure the proper conduct of the meeting
 - Encouraging all members of the Board to express their point of view
 - To ensure decisions are made in a timely manner
 - Write an annual Board reflection for the CCVT Annual Report
2. Chair the Annual General Meeting (or any Special General Meeting)
3. Be a confidant/sounding board to and for the EO; being available as a support/resource person as required in the EO's dealings with churches. (Prayer, discussion, debriefing, pastoral care etc.)
4. Be available to chair or participate in extra meetings
5. Be part of the periodic review of the EO
6. Assist the EO in longer term visioning and planning for the organisation
7. In collaboration with the Nominations committee, assist the EO in seeking suitable nominations for Board vacancies
8. Be an active listener to church and agency leaders if/when approached (while carefully respecting the principles of the separation of powers and protocols, i.e. non-interference balanced by active listening)
9. Be an encourager of churches and leaders when appropriate opportunities arise so as to enhance the "churches-CCVT" relationship, particularly in order to live out Affinity
10. Provide the EO and the Board with appropriately reflective theological perspectives to enhance the realisation of our Principal Purpose
11. Undertake any other responsibility as delegated by the Board or as invited by the EO in order to accomplish the goals of CCVT
12. Develop the 'spiritual leadership' aspect of the Chair role by:
 - Praying constantly for the EO and family; for protection, encouragement, wisdom, discernment and joyful fulfilment of ministry
 - Praying regularly for each Board member in their roles on and off the Board
 - Actively working in all arenas and by all avenues as a model and promoter of unity and loving harmony throughout CCVT, including all affiliated churches and agencies

Roles the Chair doesn't take on:

1. Become involved in the day to day operations of the organisation
2. Acting as an intermediary between staff and the EO
3. Actively direct the duties of the EO
4. Act as spokesperson for the organisation (except as agreed)

5. Commit the Board to fulfil some action asked of the Chair by individuals or churches
6. Act independently of the will of the Board in public (i.e. the Chair stands shoulder to shoulder with the Board and the EO in the public domain)

Appendix 2

Board Committees

Constitutionally in clause 6 Section 2 (c), the Churches of Christ in Victoria and Tasmania Inc. (CCVT) Board can “establish sub-committees consisting of such persons with such terms of reference it considers appropriate” to assist it in fulfilling its function of overseeing the mission and spiritual health and direction of CCVT, in accordance with CCVT’s Principal Purpose.

1. Primarily, committees exist to solve problems, perform particular tasks, conduct research and/or make recommendations to the Board which alone has authority to make decisions or set policies. Notwithstanding clause 6.2(a) of the Constitution, the Board should not delegate individual or collective responsibilities to a committee. Unless explicitly empowered by the Board, a committee cannot make binding Board decisions.
2. Where possible committees should work with the Board in developing their Terms of Reference, clearly defining their role or purpose, procedures and functions, manner and timing of reporting, and the boundaries of their authority. These terms of reference will be approved by the Board prior to implementation.
3. Board committees are formed to assist the Board to carry out its work, not the work of CCVT staff. While staff may be involved in committees, their role is advisory and they may assist the committee, not bring their work to it.
4. Committee membership will include appointed Board members; Committees may co-opt outside members in order to achieve their role and purpose. All co-opted persons will be subsequently affirmed by a meeting of the Board.
5. *Ad hoc* committees are disbanded once they have completed their work, and have reported to the Board.
6. Standing or continuing committees shall review their Terms of Reference annually, including their membership and the results of their work, and so report to the Board.

Pro Forma for Terms of Reference of CCVT Board Committees

Name of Committee
 Purpose or Role
 Functions
 Procedures or processes
 Communication
 Measurable Outcomes
 Reporting Manner and Timing
 Budget
 Boundaries, Authorities or Delegations

Authorisation

Responsible Person:	CCVT Board through the EO
Version:	1
Approved by:	
Milton Oliver, Chair	07.09.2017
Paul Cameron, EO	07.09.2017