



## Position Description - Board Members

(March 2023)

### Responsibilities - All Board Members

The responsibilities of Board Members are to:

- Work with the rest of the Board to oversee the effective management of Juno, including establishing effective mechanisms and policies for organisation planning, financial reporting, and performance monitoring and risk management.
- Contribute to the effective functioning of the Board, including through service on a Board Committee, and preparation for and attendance at meetings (at least 80% attendance required). The Board usually meets 11 times a year plus one Annual General Meeting and one planning day.
- Support the CEO of Juno by:
  - Providing support on operational matters (ie matters delegated to the CEO) only at the request of the CEO;
  - Helping to acquire or allocate resources required to achieve the Juno's strategic goals; and
  - Participating in fundraising, networking, promotional and research activities in consultation with the CEO and Board as appropriate.
- Act in accordance with legal and other duties as a director, and in accordance with Juno policies, including the Code of Conduct and Conflicts of Interest Policy.
- Have or acquire the Competencies (listed below) and be familiar with relevant documents and legislation to understand the operations and obligations of Juno and the sector in which it operates.

### Competencies - All Board Members:

Directors must have or be willing to acquire the following competencies:

- Knowledge of a director's responsibilities - includes an understanding of the role as well as legal, ethical, fiduciary and financial responsibilities;
- Strategic expertise - the ability to review the strategy through constructive questioning and suggestion and contribute to the effective decision making of the board;
- Accounting and finance - the ability to read and comprehend the company's accounts, financial material presented to the board, financial reporting requirements and some understanding of corporate finance;

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- Legal - the board's responsibility involves overseeing compliance with numerous laws as well as understanding the individual director's legal duties and responsibilities;
- Risk management - experience in managing areas of major risk to the organisation;
- Managing people and achieving change - experience in recruitment, engagement, strategic vision and stakeholder communication; remuneration and work health and safety; and
- Sector knowledge - experience with relevant sectors, including the homelessness and/or family violence support sectors.

## **Additional Responsibilities for Executive Members**

### **Chair's Responsibilities**

In addition to the roles and responsibilities of a Board member, the Chair is required lead the Board, inspiring trust and confidence in its members and fostering a collaborative approach.

#### **The Chair's major tasks are to:**

- Fulfil the role of Chair (President) as set out in Juno's Constitution;
- Work with the Secretary to ensure the effective administration of Board meetings;
- Chair the Board meetings, allowing adequate opportunity for Board members to speak;
- Undertake or oversee CEO and Board Performance and Succession Planning processes for Juno;
- Act as the CEO's key contact on the Board;
- Act on behalf of the Board in emergency/urgent situations; and
- Act as the official representative of Juno.

### **Deputy Chair's Responsibilities**

In addition to the roles and responsibilities of a Board member, the Deputy Chair is required to assist the Chair to perform her duties. This includes leading the Board, inspiring trust and confidence in its members and fostering a collaborative approach.

#### **The Deputy Chair's major tasks are to:**

- Fulfil the role of Deputy Chair (Vice President) as set out in Juno's Constitution;
- Support the Chair as necessary with CEO and Board Performance and Succession Planning as required; and
- Step into the role of Chair in the event the Chair is absent or otherwise unable to perform her duties.

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## Secretary's Responsibilities

In addition to the roles and responsibilities of a Board member, the Secretary has the following responsibilities:

- Fulfil the role of Secretary as set out in Juno's Constitution;
- Administer the Board meetings in line with recommended best practice; and
- Fulfil the specific duties listed below.

As the Juno Public Officer, the Secretary is required to:

- be the contact person for communication with Consumer Affairs Victoria;
- ensure all required returns are lodged with Consumer Affairs Victoria i.e. Annual Reports and Accounts; and
- inform Consumer Affairs Victoria of any changes to Juno's Rules of Association (Constitution).

To ensure all necessary records are accessible for reports, decision making and elections, etc, the Secretary must:

- keep an up-to-date register of members;
- deal with applications to join Juno; and
- retain the official Minute Book.

## Treasurer's Responsibilities

In addition to the roles and responsibilities of a Board member, the Treasurer is required to:

- Fulfil the role of Secretary as set out in Juno's Constitution;
- Chair the Board Finance Committee;
- Oversee the work of the CEO on financial matters, including:
  - Planning and budget preparation;
  - Monitoring performance against the budget;
  - Financial Records keeping, including ensuring records are in line with Australian Accounting Standards;
  - Development of appropriate financial policies and procedures;
  - The annual audit process; and
- Assist all Board members to understand financial reports and any financial issues faced by Juno, and answer Board queries about financial matters.

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