

Roles and Responsibilities – Presidents / Chairs

Brisbane City Council



Dedicated to a better Brisbane

February 2022

Introduction

Welcome!

Thank you for both your attendance at this webinar and for your commitment to your organisation and community through your work as the President or Chair (or your interest in taking on this role!).

This resource is designed to complement the webinar and provide you with information on what the main roles and responsibilities of the President or Chair of an incorporated association in Queensland are, as well as what practical activities need to be undertaken to fulfil these.

Legal requirements

What does the law say?

The *Associations Incorporation Act 1981* does not actually attribute any legal responsibilities of the president, other than to sign the financial records that are sent to the Office of Fair Trading in lieu of the treasurer.

The *Associations Incorporation Regulation 1999* makes a few specific references to the role of the president i.e.

- S23(9) Preside as chairperson at a management committee meeting
- S25(2) Call a special meeting of the management committee if the secretary is unwilling or unable to call the meeting
- S26(2) Sign the minutes of the previous management committee meeting, verifying their accuracy
- S35(3) Call a special general meeting if the secretary is unwilling or unable to call the meeting
- S37(3)(a) Preside as chair at a general meeting
- S41(2)(a) and (b) Sign the minutes of the previous general meeting, verifying their accuracy

As chairing meetings is clearly an important part of the president/chair's role, further information will be provided on this below.

Best practice activities of Presidents / Chairs

In addition to those activities outlined above that are required by the legislation, there are many activities that are generally seen as being the responsibility of the organisation's president or chair. These will be discussed further below.

Provide leadership

This is usually first or second (behind chairing meetings) on the list when you ask people what the main responsibilities of a president or chair are. However, unlike chairing meetings, it is not as easy to explain what 'providing leadership' means on a practical level.

In its broadest form, leadership (whether in the not-for-profit sector, or any other areas) involves growing and sustaining the engagement of people to accomplish something extraordinary together. Each of us has our own style for achieving this engagement but usually involves:

- Methodical processes
- Clear goals
- Clear communication and respect
- Fair recognition

1. Methodical processes

Although we often think of the secretary as the process-driven Committee or Board role, it is also a key attribute of successful chairs or presidents. This is because people generally like consistency and we are more likely to be consistent if we follow methodical processes. Processes should be developed and utilised for

- Chairing meetings
- Addressing and managing grievances, complaints and conflict
- Making decisions

2. Clear goals

Working with the Committee, members and other stakeholders, a good leader ensures that the organisation knows where it is heading and how it will get there. Ideally, goals should be short-term (in the next 12 months); medium-term (1 – 5 years); and long-term (5 years +). These goals can be developed and documented through strategic and operational planning processes or just documented to help keep the activities of your organisation focussed and on track.

3. Clear communication and respect

A key aspect of leadership is ensuring that all who are involved in an organisation receive relevant information about what is happening, but also are able to have input into the organisation to ask questions or make suggestions. The Chair or President is responsible for ensuring that mechanisms that support this are developed and implemented. Strategies to do so include:

- Regular newsletters and / or social media posts
- Direct or group emails
- Members' or stakeholders' meetings

NFP People (<https://nfppeople.com.au/2021/04/8-ways-nfp-managers-can-vastly-improve-their-communication-skills/>) have suggested the following 8 strategies for improving your communication:

- | | |
|------------------------------------|-------------------------------|
| (a) Speak to groups as individuals | (e) Read body language |
| (b) Talk so people will listen | (f) Prepare your intent |
| (c) Listen so people will talk | (g) Skip the jargon |
| (d) Connect emotionally | (h) Practice active listening |

In addition to respect being shown to all stakeholders by ensuring that this open communication occurs, the Chair or President should model respectful communication in all interactions (recognising that this is not always easy!).

4. Fair recognition

This means acknowledging the contributions of others and ensuring that people know that they and their contribution are valued within the organisation. Some people thrive on public recognition, while others hate being the centre of attention and will respond better to a private 'thank you'; you need to get to know your colleagues well enough to learn their preferences.

Representing the organisation / members / community

A key part of a President's or Chair's role is to be the spokesperson for the organisation, its members, or the community.

It's important to remember that this responsibility means speaking on behalf of and putting forward the views of the organisation, its members, or your community, even if you do not agree with the views personally. It also means not putting forward your own views, if they are not those of the organisation, your members, or the community.

Forums where you may be required to make representation include:

- Meeting with politicians or other decision makers
- At community functions or forums
- Via a written submission to government on a proposed policy

You can use a variety of ways to ensure that you have a good understanding of the views of the people you are representing. These can include:

- Meeting regularly with community and / or Association members and seeking their opinions
- Surveys

Chairing meetings

Meetings are where your responsibilities and skills are most obviously on display to your colleagues. Working closely with your Secretary, and with input from the other Committee or Board members, a clear agenda can assist hugely with ensuring that your meetings are both efficient and effective. In addition, the following strategies can assist:

- Set time limits for each agenda item, each speaker and/or for the whole meeting
- Ask people to speak through the chair, i.e., address their comments to the chairperson and not to each other
- Prevent people from saying the same thing over and over again by allowing each person to speak only once to a particular item, except to answer questions
- Use a 'round robin', where you go around the table and each person has up to one minute to speak on an agenda item

- Use the authority of the chair to point out when people appear to be dominating the discussion
- Enforce a rule which allows people to speak without interruption but within a time limit, perhaps with the aid of a 'talking stick' or similar tool
- Break into small groups to discuss an issue then reporting back as a large group to make the decision; quiet people will often feel more able to join in discussions in a small group
- If you have members with language and / or hearing issues, encourage people to speak slowly and clearly.
- Try to recognise and be sensitive to cultural protocols such as those relating to communication between genders, across age groups, etc .

Managing conflict

While better decision making usually occurs through robust and frank conversations where meeting participants are free and feel comfortable to share their opinions, even if they are not in agreement, outright conflict and anger needs to be avoided and nipped in the bud if it occurs. Some strategies that can be used in the event that unhealthy conflict breaks out include:

- Adjourning for a short break
- Asking for a short silence
- Refocusing the meeting on unifying themes, such as the vision or goals of the organisation
- Breaking into small groups where the factions are separated
- Adjourning the debate until the next meeting (or a special meeting)
- Stopping the discussion from drifting into personal conflicts, attacks, or old battles. Make sure members criticise ideas, not the people holding them
- Enlisting the services of an outside neutral mediator for a few meetings. This may help the group move through the difficult issues.

Sometimes conflict doesn't occur at meetings; you become aware that there are unhappy members or people in disagreement and this conflict may impact on the ability of the organisation to achieve the goals and objectives that it exists for.

Some strategies to consider utilising in these instances include:

- Do not get involved in conflicts that actually have their roots outside of the association
- Don't assume that one person or a small group of people represent the majority, but also don't dismiss a small group of unhappy people because they can quickly grow and, if you respond effectively and efficiently to their grievances they are likely to be more supportive going forward.
- Develop and distribute effective grievance resolution processes before you need them
- Check your own conflict of interest if you are planning to lead the conflict management
- Consider using external mediation early in the process, before it escalates to a point of no return.

Making decisions

Many Management Committees / Boards are guilty of taking too long to make decisions. While no-one is suggesting that you should not undertake satisfy your fiduciary duty to operate with care and diligence, there is a point at which it becomes clear that the Committee is just struggling to make the “right” decision . This may be because

- there is not agreement on the decision to make
- members are concerned about doing something wrong
- some decisions are just hard!

Strategies that can be useful to unstick a stuck process are asking

- What does the legislation say?
- What does the Strategic Plan say?
- What do your funding or other contracts say?
- What do your policies / procedures say?
- What do we need in order to be able to make a decision? More information (if so, what?)?

Using a decision tree

One strategy that can be used to assist is to develop and use a Decision Making Tree. You can develop your own questions and have them run in the order that works for you, but you use the tree to work through some key questions that may assist in leading to a clear decision.

Here’s an example:

If the answer to a question (starting from the top) is ‘yes’, move onto the next question. If the answer is ‘no’, the decision is ‘no’.

Does this proposal fit with our organisational mission, vision and values?

Does this proposal provide opportunities for our current client group or community?

Will this proposal benefit the organisation?

Are the risks inherent in this project acceptable?

Do we currently or potentially have the resources / capacity to manage this opportunity efficiently and effectively?

Is the impact on our people (staff, volunteers, etc.) acceptable to the Board / Committee?

Does the proposal align with the guidelines/objectives of our funders/regulators?

Example President / Chair Role Description

Statutory duties (i.e. those specifically required by law) are given in bold type.

Governance	Provide leadership to the organisation
	Ensure [in partnership with the Management Committee] that the organisation's objectives, goals and mission are being followed
	Ensure [in partnership with the Management Committee] that the organisation develops in the appropriate direction
	Ensure [in partnership with the Management Committee] that the organisation operates in an ethically, environmentally, and socially responsible fashion
Planning	Produce [in partnership with the Management Committee] a Strategic Plan for the organisation
	Ensure [in partnership with the Management Committee] the regular review and development of the Strategic Plan
Meetings	Ensure that appropriate procedures are in place
	With the Secretary, prepare the agenda in advance of the meeting
	Chair Management Committee meetings according to Policies and Procedures
	Rule on issues of meetings procedure not covered in the Policies and Procedures
	Report to the Annual General Meeting on the situation of the organisation
	Chair General Meetings according to Policies and Procedures
Administrative and Management	Chair the Executive Committee between Management Committee meetings
	Assign [in partnership with the Management Committee] administrative duties to Management Committee members and volunteers
	Personally carry out administrative duties as assigned
	Manage the business of the Management Committee
	Manage the recruitment, induction, and training of Management Committee members [in partnership with the Management Committee]
	Manage [in partnership with the Management Committee] the assessment, review and renewal of the Management Committee
	Manage the organisation's grievance procedures
	Ensure the harmony of Management Committee deliberations
	Manage [in partnership with the Management Committee] the succession of the position of

	Chair
Media	Under the organisation's Media Policy, serve as spokesperson for the organisation as appropriate
Promotion	Promote the organisation in the community as opportunities arise
Negotiation	Serve [as nominated by the Management Committee] in negotiation with other organisations
Legal	Ensure that <ul style="list-style-type: none"> • the modes of performance of all legal requirements are featured in the procedures manual • the performance of all legal requirements is reported to the Management Committee • the performance of all legal requirements is fully documented.
	Ensure that all legal requirements are met
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 all other Management Committee members (<i>see below</i>)

Very importantly, a Chairperson or President provides leadership to the Management Committee. This includes:

- Ensuring that Management Committee Members understand their responsibilities
- Setting the Management Committee Meeting Agenda and Management Committee Calendar
- Presiding over meetings including equitable participation by Management Committee Members
- Promoting rigorous debate of issues and ensuring clarity of decisions and resolutions
- Promoting Committee effectiveness

Example General Committee Member Role Description

General	On being elected to the Management Committee, undertake induction and training procedures as provided by the Management Committee
Governance	Consider, debate, and vote on issues before the Management Committee on the basis of the best interests of the organisation only
	Comply with the rules, policies, and procedures of the organisation
Planning	Review and approve the organisation's Strategic Plan, and other consequential arrangements (Business Plan, Marketing Plan, etc)
Meetings	Attend all meetings, or, if absolutely unavoidable, apologise in advance for absence
	Where Management Committee papers are circulated in advance of the meeting, read papers and consider issues before the meeting
	Contribute to the discussion and resolution of issues at meetings and otherwise as appropriate
Administrative and Management	Serve on Management Committee Sub-committees as required
	Review and approve the organisation's systems for financial control and risk management
	Undertake administrative duties as required
	Understand the organisation's finances (including solvency)
Media	Make comments to the media only as provided in the organisation's Media Policy
Promotion	Promote the organisation in the community as opportunities arise
Fundraising	Participate enthusiastically in any fundraising approved by the Management Committee
Legal and Ethical	Avoid making any improper use of their position in the organisation so as to gain any material advantage for themselves, or for any other person, or to the detriment of the organisation
	Avoid making any improper use of any information acquired by virtue of their position in the organisation so as to gain any material advantage for themselves, or for any other person, or to the detriment of the organisation
	If they have any direct or indirect material personal interest in any contract with the organisation, inform the Management Committee immediately
	If they have any direct or indirect material personal interest in any contract with the organisation, not vote in the Management Committee on that issue
	If they have any non-material personal conflict of interest in any matter before the Management Committee, or believe that the perception of such a conflict might arise, inform the Management Committee immediately and follow the Management Committee's rulings as to proper procedure
	At all times conduct Management Committee business politely and with consideration for others, without ill feeling, improper bias, or personal animus

Additional Useful Resources

Australian Institute of Company Directors – *Good Governance Principles and Guidance for Not-for-profit organisations* <https://www.companydirectors.com.au/~media/cd2/resources/director-resources/nfp/pdf/nfp-principles-and-guidance-131015.ashx>

Institute of Community Directors Australia - <https://communitydirectors.com.au/tools-resources/home> A range of tools and resources such as tips for effective meetings, managing conflict, etc.

Governance Institute of Australia – Their NFP Resource Centre has many example documents such as Board Protocols, example meeting agendas, etc.

Justice Connect / NFP Law - <https://www.nfplaw.org.au/governance>. A wide range of resources providing information on the legal duties and responsibilities of Boards / Management Committees.

QUT's Developing Your Board Project - <https://wiki.qut.edu.au/display/CPNS/DYB+Home>. This wiki contains lots of information on developing and strengthening boards and governance processes. While it is a little dated (it was written in 2008), their *Developing Your Organisation Manual* contains a lot of useful information - <https://wiki.qut.edu.au/display/CPNS/Developing+Your+Organisation+Manual>

Ourcommunity.org.au - The Boards section includes information on governance issues in not-for-profit community organisations.

Australian Indigenous Governance Institute - <https://toolkit.aigi.com.au/> They have developed a Governance Toolkit which includes a section on Leadership.

Action plan from today's webinar

Webinar Topic	Action(s)	Who	When

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