

# The Western Australian Clay Target Association Inc.



## Executive Council Charter

*Approved and introduced on 23<sup>rd</sup> November 2022  
To be reviewed: November 2023*

# Western Australian Clay Target Association

## Executive Council Charter

*The purpose of an Executive Council Charter is to clearly define the roles, responsibilities and authorities of the Executive Council (both individually and collectively) in setting the direction, the management, and the control of the Association.*

### 1. Purpose of Charter

- 1.1. The Executive Council Charter sets out the role, composition and responsibilities of the Executive Members ("the Council") of the Western Australian Clay Target Association Inc. (WACTA Inc.)
- 1.2. The conduct of the Council is also governed by the Constitution WACTA Inc., a copy of which is located at The Department of Mines, Industry Regulation and Safety (DMIRS).

A number of operational matters relating to the Council such as number of meetings per year, notification of interests, and election of Council members are governed by the Constitution and are not reproduced here.

### 2. Purpose of the Council

- 2.1. The Council has two overarching purposes, performance and compliance:

**PERFORMANCE: assist the Association to perform to its best potential**

#### **Strategy and policy**

- approve Vision / mission and ensure it is embedded into the Association's operations
- approve strategic plan and policies and monitor regularly

#### **Accountability**

- overall performance of the Association
- board evaluation, succession planning
- report outcomes to stakeholders
- manage employed staff

#### **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 Council decisions

#### **Risk management**

- Ensure up-to-date and effective risk profile and management strategy
  - monitor critical risks
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**COMPLIANCE: conform with or exceed all legal requirements****Legal**

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

**Accountability**

- monitor the annual budget
  - compliance audits
- 2.2. The Council, while meeting its responsibilities, is mindful of the Association's mission and the objects of the Association as embodied in its Constitution.

**3. Roles and Responsibilities**

- 3.1. The Council has delegated authority for the administration of the Association to the Association's State Secretary.
- 3.2. The Council has delegated authority for the financial aspects of the Association to the Association's Treasurer along with the State President and Vice President.
- 3.3. The functions of the Council are to:
- 3.3.1. Provide effective leadership and collaborate with the subcommittees
    - articulating the Association's values, vision, mission and strategies
    - developing strategic (direction) plans and ordering strategic priorities
    - maintaining open lines of communication and promulgating through the Association and with external stakeholders the values, vision, mission and strategies
    - developing and maintaining an Association structure to support the achievement of agreed strategic objectives
  - 3.3.2. Monitor the performance of the State Secretary and Treasurer against agreed performance indicators
  - 3.3.3. Review and agree the business (action) plans and annual budget proposed by the subcommittees
  - 3.3.4. Monitor the achievement of the strategic and business plans and annual budget outcomes
  - 3.3.5. Establish such committees, policies and procedures as will facilitate the most effective discharge of the Council's roles and responsibilities
  - 3.3.6. Ensure, through the Council committees and others as appropriate, compliance obligations and functions are effectively discharged
  - 3.3.7. Initiate a Council self-evaluation program and follow-up action to deal with issues arising and arrange for directors to attend courses, seminars and participate in development programs as the Council judges appropriate
  - 3.3.8. Ensure that all significant systems and procedures are in place for the Association to run effectively, efficiently, and meet all legal and contractual requirements
  - 3.3.9. Ensure that all significant risks are adequately considered and accounted for by the subcommittees.
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3.3.10. Ensure that Association has appropriate corporate governance structures in place including standards of ethical behaviour and promoting a culture of corporate and social responsibility.

3.4. The Council has operational involvement in the conduct of Association's business activities and delivery of services. Its secondary role is confined to setting and reviewing policy.

#### **4. Membership and Term**

4.1. The Constitution provides for a maximum of eleven (11) directors and a minimum of six (6) directors (so that a quorum can be formed to transact business at meetings).

4.2. The Council consists only of executive members, the majority of whom are independent. That is, a member of the Council may be a member of the paid staff of the Association but does not voting rights in the operation of the Council.

4.3. Council members are free from any interest and any business or other relationship which could, or could reasonably be perceived to, materially interfere with the director's ability to act in the best interests of the Association.

4.4. Membership of the Council shall be disclosed in the annual report including whether a council member is independent or not independent.

4.5. The Council has not adopted a tenure policy, but according to the Constitution, each council member must be re-elected by the membership. In the case of the Appointed Person, it will be for the term of the identified Project, for the President and Vice President it will be every twelve (12) months, and for State Coaching Director after twelve (12) months on the Council.

#### **5. Council Culture**

5.1. The Council actively seeks to have an 'engaged culture' which is characterised by candour and a willingness to challenge.

##### **5.1.1. Agendas**

- The agendas of the Council limit presentation time and maximise discussion time.
- There are opportunities for informal interactions among Council Members.

##### **5.1.2. Norms**

- Council Members are honest yet constructive.
- Council Members are ready to ask questions and willing to challenge leadership.
- Council Members actively seek out other members' views and contributions.
- Council Members spend appropriate time on important issues.

##### **5.1.3. Beliefs**

- I will attend meetings fully prepared.
  - I will fulfill my responsibilities.
  - I will make valuable contributions and take responsibilities for what I do.
  - I can resign my position at any time I choose."
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#### 5.1.4. Values

- The Council serves the members of the Association by actively participating in governance.
- The Council is responsible to various stakeholders and the community
- The Council is responsible for maintaining the Association's stature in the sector.
- Council members respect each other.

### 6. Reporting

- 6.1. Proceedings of all Council meetings are minuted and signed by the President or the chairman of the meeting.
- 6.2. Minutes of all Council meetings are circulated to Council Members and approved by the Council at the subsequent meeting.
- 6.3. Resolutions are first put to the Council in draft form (as a "Briefing Paper") and, once passed, are recorded in the Executive Council Meeting Minutes.

### 7. Review of Charter

- 7.1. The Council will review this charter annually to ensure it remains consistent with the Council's objectives and responsibilities.

### 8. Publication of the Charter

- 8.1. Key features of the charter are to be outlined in the Annual Report of the Association's President
  - 8.2. A copy of the charter is available through the Associations State Secretary.
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## 9. Executive Council of Executive Members Annual Planner

	2023 WACTA Scheduled Meetings						
	4-Feb	15-Apr	15-Apr	27-May	15-Jul	9-Sep	11-Nov
	Gen	Gen	AGM	Gen	Gen	Gen	Gen
<b>Introduction</b>							
Approve previous meeting minutes	✓	✓	✓	✓	✓	✓	✓
Outstanding action items	✓	✓	✓	✓	✓	✓	✓
Conflicts of interest with agenda items for decision	✓	✓	✓	✓	✓	✓	✓
Executive Members and Officers liability insurance renewal review							
<b>Structure and skills</b>							
Review Council and Committee charters	✓			✓	✓		✓
Executive Council evaluation							
Director succession planning							
Establish number and schedule of meetings for forthcoming year						✓	✓
Annual General Meeting matters	✓	✓					
<b>Management</b>							
President Board report (if applicable)			✓				
Financial Report	✓	✓	✓	✓	✓	✓	✓
State Secretary succession planning							
Review State Secretary performance	✓			✓			
State Treasurer succession planning							
Review State Treasurer performance	✓			✓			
<b>Strategy</b>							
Strategy planning	✓						
Strategy update	✓	✓	✓	✓	✓	✓	✓
Review and approve strategic and operations plan	✓	✓	✓	✓	✓	✓	✓
Discussion on emerging issues	✓	✓	✓	✓	✓	✓	✓
<b>Subcommittees</b>							
Finance, Audit & Risk Committee report	✓	✓	✓	✓	✓	✓	✓
Governance & HR Committee report	✓	✓	✓	✓	✓	✓	✓
Rule Committee report	✓	✓	✓	✓	✓	✓	✓
Carnivals Committee report	✓	✓	✓	✓	✓	✓	✓
Promotions & marketing Committee report	✓	✓	✓	✓	✓	✓	✓
Coaching Committee report	✓	✓	✓	✓	✓	✓	✓
Hall of Fame Committee report	✓	✓	✓	✓	✓	✓	✓
<b>Risk and assurance</b>							
Review risk profile	✓						
Review risk management framework	✓						
Review insurance plan	✓	✓	✓	✓	✓	✓	✓
Review Policies and procedures							✓
Executive Charter, Procedures Manual, Inclusion, Social Media & Communication, Risk Management, and Member Protection Policies.							
<b>Reports</b>							
Annual financial report			✓				
Annual reports			✓				

