



Governance is the system that corporate entities (such as sporting organisations) are directed or managed and controlled. This system comprises the processes used by the Board as it meets its overall governance responsibilities.

“To do this the Board must develop processes that:

- Enable the Board to exercise leadership, integrity and good judgement, always acting in the best interests of the sport, demonstrating transparency, accountability and responsibility.
- Assist the Board to determine the sport’s strategic direction, its purpose and core values and ethical framework from which operational strategies are developed and implemented.
- Facilitate effective and efficient Board monitoring and evaluation of the outcomes of the implementation of operational strategies as the basis for determining its satisfaction with the CEO’s performance and monitoring overall organisational performance.
- Ensure the sport is financially secure and is able to meet all its financial obligations in the normal process of business.
- Ensure the organisation complies with the relevant statutes, regulations and other requirements placed on it by external bodies.
- Identify and serve the legitimate interests of stakeholders.
- Facilitate effective Board reporting to key stakeholders.
- Facilitate the identification of key risks facing the sport and ensure that risk management strategies are developed and actioned.
- Facilitate the regular assessment of its own performance and ensure that there is effective Board and individual Director development program in place, including mechanisms to respond to non-performing Directors.”<sup>1</sup>

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<sup>1</sup> Kilmister, *Governance Review of the Equestrian Federation of Australia* 2003 pg.14

## EXPECTATIONS OF DIRECTORS

To execute their governance responsibilities, Directors must, as far as possible, possess certain characteristics, abilities and understandings:

1. Responsibilities

Directors shall fulfil their fiduciary duty to act in the best interests of EQ at all times regardless of personal position, circumstances or affiliation. They should be familiar with the EQ Constitution and are aware of, and fulfil, the statutory and fiduciary responsibilities of a director.

Directors shall be punctual and attend regularly for the full extent of Board meeting, and are willing to contribute between meetings if required. They are expected to come fully prepared for Board meetings.

2. Strategic Orientation

Directors should be future oriented, demonstrating vision and foresight. They are required to think conceptually, taking a 'big picture' perspective. Their focus is on strategic goals and policy implications rather than operational details. They are required to understand and focus on issues that are key to the success of EQ.

3. Integrity and accountability

Directors must demonstrate high ethical standards and integrity in their personal and professional dealings, and be willing to act on – and remain collectively accountable for their Boardroom decisions, even if these are unpopular.

4. Informed and independent judgement

All Directors must have the ability to provide wise, thoughtful counsel on a broad range of issues. A director must have (or be able to develop) a sufficient depth of knowledge about EQ's business. This will allow all directors to make informed and independent judgements about strategic and business plans.

5. Financial literacy

Because the Board must monitor financial performance, Directors must be financially literate. They must be able to read financial statements and understand the use of financial ratios and other indices use for evaluating financial performance.

6. Participation

As a Board is only as strong as its members it is important for all Directors to be actively involved in Board discussion. Each should be at ease with fellow Directors participating in discussion that recognises the contribution and knowledge of others around the table. Directors must be able to accept challenge from others without becoming defensive.

## FUNCTIONS OF THE BOARD

A Board's primary functions are:

- Elect a Chairperson and appoint a CEO.
- Set objectives, define policy and develop strategy.
- Interpret corporate culture, ethical standard and people rationale into everyday acts.

- Specify authorities of Chairperson, CEO and Board, make certain the CEO provides satisfactory leadership, planning, organisation, control and succession.
- Approve short and medium term tactical, technical, operational and financial plans.
- Monitor performance against agreed goals.
- Check that employees, customers suppliers and society get a fair deal from the organisation and that a proper balance exists between their interests and those of members.
- Account to members for results.
- Ensure present plans and actions provide for the organisation's continuity.
- When necessary remove the Chairperson or the CEO or other Directors.

#### DUTIES OF THE BOARD

All Directors are obliged to:

- take reasonable steps to place themselves in a position to monitor the management of the organisation
- attend Board meetings whenever they are reasonably able to do so, but are not bound to attend all meetings
- at least obtain a general understanding of the business of the organisation and the effect which the changing economy may have on that business
- rely upon expert or professional advice in the situations which require specialist knowledge
- keep themselves informed about the activities of the organisation
- generally monitor the affairs and policies of the organisation
- undertake a regular review of the financial statements, and make further enquiry from that review if necessary.

A Board should not expect to be informed of all details of how an organisation is managed. It would however, expect to be informed of anything untoward or anything appropriate for consideration by the Board.

The Powers of the Board are outlined in s 34 of the EQ Constitution, and the Powers of the Equestrian Sport Committees is at s 43.

## SPORT COMMITTEE'S CHARTER

1. The Sport Committee's of EQ are constituted pursuant to the Constitution of EQ as amended on 24 March 2010.
2. The Sport Committee's of EQ, will be responsible to the EQ Board in all delegated matters pertaining to the relevant sports in Queensland.
3. Sport Committees in Queensland shall undertake to conduct its affairs in accordance with The Constitution of EQ Inc. at all times.
  - 3.1 Sport Committee's shall conduct its financial affairs in accordance with the Board approved Financial Management Policy.
  - 3.2 Sport Committee's shall submit a budget to the Board for its ratification for all events/projects at the end of each calendar year.
  - 3.3 Sport Committee's shall keep an accurate record of all meetings and shall provide the Board with a copy of these records following every meeting of the Sport Committee. These reports are to be received in a timely manner after each monthly meeting and bring to the attention of the Branch any items in need of ratifying by the Board.
  - 3.4 Sport Committee's shall undertake to keep the Board informed of its activities through the provision of monthly reports that are to be tabled at the monthly meetings of the Board.
4. Sport Committees shall be constituted in accordance with the requirements of Part 6 of the Constitution of EQ. Rules 39 to 47 of the Constitution specify that the Sport Committee's shall consist of a minimum of Seven (7) and a maximum of Nine (9) Members, including the Chairman where possible.
  - 4.1 Pursuant to the Constitution of EQ. any Competitive, Supporter or Participant members elected or appointed to Sport Committee's shall be entitled to vote at meetings of Sport Committees.
  - 4.2 Sport Committees shall meet at least every second calendar month.
  - 4.3 A Quorum for any meeting shall be 4 of elected Sport Committee Members.
  - 4.4 An Annual Meeting of each Sport Committee shall be held within 28 days after the EQ Annual General Meeting. The newly elected Committee shall take Office upon that day and advise the EQ Office of the elected Committee which are to be ratified at the next EQ Board Meeting.
5. The EQ Board shall delegate the following authority to each of the Sport Committees:
  - 5.1 may submit proposed By-laws pertaining to the continued welfare and progress of the sport to the Board for its consideration.
  - 5.2 may convene Clinics for the purpose of accrediting Officials in Queensland.

- 5.3 may accredit any competition as Official and/or Participant and may deem any competition as Unofficial, as it sees fit.
  - 5.4 may submit any recommendation pertaining to the conduct and welfare to the EQ Board, for its consideration.
  - 5.5 may request the EQ Board to instigate a Judiciary investigation of any competitor, person or organisation in any Official Dressage event or in any Unofficial Dressage competition held in conjunction with an Official event, in accordance with the Constitution and the By-laws of EQ.
  - 5.6 may hold any training school or lessons to assist riders in the development of their abilities.
  - 5.7 may hold any event, competition or function for the purpose of fundraising
  - 5.8 the Secretary shall notify the CEO of EQ, in writing, of any contentious issue or complaint as soon as practical for consideration of the EQ Board.
  - 5.9 discussion by the Sport Committee of any contentious issue or complaint placed before the Board for its consideration must be considered sub judice until instructed otherwise by the EQ Board.
- 6. Sport Committees may appoint a Committee Member as the representative of the EQ on State representative based Equestrian Australia Committees.
  - 7. Sport Committee may appoint a minimum of 3 and a maximum of 5 members of EQ to serve as Selectors, who shall be responsible for the identification of talent in the sport in accordance with the EQ Selection Policy. The Selectors shall propose riders and/or horse and rider combinations to the Sport Committee for consideration for inclusion in any State teams and/or State Squads.
  - 8. Sport Committees may appoint one of the Selectors as a Convenor of Selectors. The Convenor of Selectors shall be responsible to liaise with the National Selectors regarding the identification of talent within Queensland.
  - 9. Sport Committee's shall;
    - 9.1 Encourage and promote the development of the sport in all its aspects, including juniors and young riders.
    - 9.2 Convene Clinics for the purpose of accrediting Judges and Officials according to national rules and guidelines.
    - 9.3 Require all officials to abide by the ruling covering accreditation refresher courses as outlined in an approved accreditation scheme.

#### **ADDITIONAL INFORMATION**

All EQ Board and Sport Committee members are volunteers and are entitled to receive reimbursement for any out of pocket expenses.