

# GOVERNANCE



## PURPOSE

This policy outlines the duties, roles and responsibilities of the Board of Manly Warringah Montessori Society.

The governance of an organisation is concerned with the systems and processes that ensure the overall direction, effectiveness, supervision and accountability of a School. Members of the Board along with the Principal are responsible for setting the directions for the School and ensuring that its goals and objectives are met in line with its constitution, and all legal and regulatory requirements governing the operation of the business are met.

Under the National Law and National Regulations, early childhood Schools and schools are required to have policies and procedures in place relating to their governance and management.

## Education and Care Services National Regulations

Children (Education and Care Services) National Law	
168	Education and care services must have policies and procedures
177	Prescribed enrolment and other documents to be kept by approved provider
181	Confidentiality of records kept by approved provider
181-184	Confidentiality and storage of records

## AIM

Manly Warringah Montessori Society is committed to ensuring that there are appropriate systems and processes in place to enable:

- good governance and management of the Farmhouse Montessori School
- accountability to all stakeholders
- compliance with all regulatory and legislative requirements placed on the organization
- the organisation to remain solvent and comply with all its financial obligations

## DEFINITIONS

**Actual conflict of interest:** One where there is a real conflict between a Board member's responsibilities and their private interests.

**Conflict of interest:** An interest that may affect, or may appear reasonably likely to affect, the judgment or conduct of a member (or members) of the Board. A conflict of interest can arise from avoiding personal losses as well as gaining personal advantage, whether financial or otherwise, and may not only involve the member of the Board, but also their relatives, friends or business associates.

**Perceived conflict of interest:** Arises where a third party could form the view that a Board member's private interests could improperly influence the performance of their duties on the Board, now or in the future.

**Potential conflict of interest:** Arises where a Board member has private interests that could conflict with their responsibilities.

**Ethical practice:** A standard of behaviour that the School deems acceptable in providing their Schools.

**Governance:** The process by which organisations are directed, controlled and held to account. It encompasses authority, accountability, stewardship, leadership, directions and control exercised in the organisation (Australian National Audit Office, 1999).

**Interest:** Anything that can have an impact on an individual or a group.

**Private interests:** Includes not only a Board member's own personal, professional or business interests, but also those of their relatives, friends or business associates.

## PROCEDURES

### DELEGATION & WITHDRAWAL OF DELEGATION AUTHORITY PROTOCOL

**The Board (Responsible person):** The School Board is responsible for the governance and management of the School. The Board, while retaining ultimate responsibility, may delegate responsibilities to the Principal, the Book Keeper, sub- committees or another person or persons as it sees fit. Attached to the right to delegate, the Board has a responsibility to ensure that delegations are being carried out within the requirements of statute and common law and the School's own policies. The Board must ensure that adequate risk management processes and internal controls are in place. Appropriate supervision of management by the Board can be exercised through a number of mechanisms.

The Board will receive operational and compliance reports from and through the Principal at its regular meetings. In some cases an Audit (Compliance and Risk) Committee may be established to report to the Board in specific areas of school operations and at particular times. The Board must be aware of the requirement for it to implement an appropriate level of supervision and monitoring of the School management while not engaging at any level in the micro-management of school operations.

**Principal:** The day to day management and the operation of the School is, delegated to the Principal. This policy is based on a principle of delegation by exception. Matters not delegated to the Principal or delegated jointly to the Principal and, a Board sub-committee will be separately identified, documented and the policy framework underlying the delegation clearly articulated.

Examples of Principal/ and Board joint delegations may include the appointment and termination of senior positions such as the Bookkeeper, the Educational Leader of the School, and Head Teacher of the (Primary School). For matters delegated to the Principal conditional upon executive limitation or a particular policy restriction, such as capital expenditure or student expulsion, an appropriate Delegated Authority must be completed

## CORE ELEMENTS OF THE GOVERNANCE MODEL

### Stewardship/custodianship

Ensure:

- the School pursues its stated purpose and remains viable
- budget and financial accountability to enable ongoing viability and making best use of the School's resources
- manages risks appropriately

### Leadership, forward planning and guidance

Provide leadership, forward planning and guidance to the School, particularly in relation to developing a strategic culture and directions.

### Authority, accountability, and control

- Monitor and oversee management including ensuring that good management practices and appropriate checks and balances are in place.
- Be accountable to members of the School.
- Maintain focus, integrity and quality of School.
- Oversee legal functions and responsibilities.
- Declare any actual, potential or perceived conflicts of interest

## LEGAL LIABILITIES OF MEMBERS BOARD

The Board at Manly Warringah Montessori Society is responsible under the constitution to take all reasonable steps to ensure that the laws and regulations relating to the operation of the School are observed. Members of the Board are responsible for ensuring that:

- adequate policies and procedures are in place to comply with the legislative and regulatory requirements placed on the School. See appendix 2
- appropriate systems are in place to monitor compliance
- reasonable care and skill is exercised in fulfilling their roles as part of the governing body of the Farmhouse Montessori School
- they act honestly, and with due care and diligence
- they do not use information they have access to, by virtue of being on the Board
- they do not use their position on the Board for personal gain or put individual interests ahead of responsibilities

## RESPONSIBILITIES OF THE BOARD

The Board is responsible for:

- Developing coherent aims and goals that reflect the interests, values and beliefs of the members and staff, and the stated aims of the Farmhouse Montessori School, and have a clear and agreed philosophy which guides business decisions and the work of the Board and staff.
- Ensuring there is a sound framework of policies and procedures that complies with all legislative and regulatory requirements and that they are all aware of these legislative and regulatory requirements.

- Ensuring the daily operation of the School is geared towards the achievement of the vision and mission of Montessori principles.
- Ensuring strategic planning and risk assessment is done on a regular basis with appropriate risk management strategies in place.
- Ensuring that the actions of and decisions made by the Board are transparent and will help build confidence among members and stakeholders.
- Reviewing the School's budget and monitoring financial performance and management to ensure solvency and financial stability.
- Approving annual financial statements and providing required reports to government agencies as well as maintaining appropriate delegations and internal controls.
- Appointing the Principal and monitoring their performance.
- Evaluating and improving the performance of the Board.
- Focusing on the strategic directions of the organisation and avoiding involvement in day-to-day operational decisions, particularly where the authority is delegated to senior management staff.

### Annual Report & Evidence of compliance

As stated in the NESAs Manual section 3.10 Educational and financial reporting sub section 3.10.1: "A registered non-government school must have policies and procedures that ensure its participation in annual reporting to publicly disclose the educational and financial performance measures and policies of the school."

The school annual report must be provided in an online or appropriate electronic form to the NESAs unless otherwise agreed by NESAs. This report is to be produced no later than the 30<sup>th</sup> June in the year following the reporting year. By the school board and the school principal. According, the Minister has determined that the performance measures and policies that must be included in the annual report relate to:

- a message from key school bodies
- contextual information about the school
- student outcomes in standardised national literacy and numeracy testing
- the granting of Records of School Achievement
- results of the Higher School Certificate
- professional learning and teacher standards
- workforce composition
- senior secondary outcomes
- student attendance and management of non-attendance
- Registered and Accredited Individual Non-government Schools (NSW) Manual 48
- retention of Year 10 to Year 12 (where relevant)
- post-school destinations
- enrolment policies and characteristics of the student body
- school policies
- school determined improvement targets
- initiatives promoting respect and responsibility
- parent, student and teacher satisfaction
- summary financial information which includes:
  - income from all sources, including Commonwealth and State grants and subsidies and all private income, including fees and donations
  - expenditure on all purposes, including teaching and learning, administration and financing (ie borrowing costs, depreciation, etc).
- Financial information is to be based on and reported in a form consistent with the detailed information provided to the Commonwealth Government each year in the Commonwealth Financial Questionnaire.
- The presentation of financial information may be in graphical forms such as pie charts, provided that each segment of the graphic represents specific dollar amounts aggregated from the financial information that each school provides annually to the Commonwealth. Where schools use a graphical representation, the overall financial position of the school must be organised according to the areas covered by the Commonwealth Questionnaire as follows:
  - Graphic one - recurrent/capital income, with segments detailing percentages derived from
    - fees and private income
    - State recurrent grants
    - Commonwealth recurrent grants
    - government capital grants
    - other capital income
  - Graphic two - recurrent/capital expenditure, showing percentages spent on
    - salaries, allowances and related expenses
    - non-salary expenses
    - capital expenditure.

The Farmhouse Montessori School may include the information covered by these requirements within their existing reporting documentation, or produce a separate report. The Education Act requires that this information be publicly disclosed. Ideally, this information will be published or its availability advertised

online. Currently we place the completed Annual report onto the School Website for viewing as well as having a hard copy in the reception foyer of both campuses.

### RESPONSIBLE PERSON -DEFINITION

“Responsible person” is defined in Section 3 of the Act as:

- a) The proprietor of the school and, if the proprietor is a corporation, each director or person concerned with the management of the School; or
- b) A member of a governing body of the School; or
- c) The principal of the School.

The Education Act 1990 (NSW) require that for a non-government school to be registered:

“Each responsible person for the school, and any other person or body having similar functions in relation to the school as those of such a responsible person, is of good character.” (Section 47(b)).

The Act also requires any responsible person or proposed responsible person of the school has not substantially contributed, by their actions, to a refusal to register or cancellation of registration of any school.

Section 63A prescribes matters that must be notified to the NSW Board of Studies that may impact on the good character of a responsible person, and their capacity to satisfy the requirements of the Act.

It is fundamental to the effective governance of Farmhouse Montessori School that those persons deemed to be “responsible persons” under the Act:

- a) Are of good character;
- b) Understand their statutory responsibilities and obligations as a responsible person; and
- c) Ensure that those statutory obligations are fulfilled on an ongoing basis.

### SCOPE

This policy applies to any current and prospective “responsible person” in relation to the School as defined in the Act.

### POLICY

Farmhouse Montessori School will ensure that all responsible persons in relation to the School are of good character, in terms of the Education Act 1990 (NSW).

The policy will be implemented by adopting the following procedures:

1. At the first Manly Warringah Montessori Society Board meeting after election in March each year, each responsible person will provide a signed, written declaration on the form attached to this policy at Appendix 1 that is incorporated as part of the minutes of the meeting.
2. As a condition of their appointment, any prospective Manly Warringah Montessori Society Board member will be required to provide a declaration in the form attached to this policy.
3. Will undertake the mandatory ongoing professional learning as identified in section 3.9.3.4 of the NESA manual.
4. Will undertake the full induction process for school board members (responsible persons) and read all the required documentation.
5. Complete all required registers for the Manly Warringah Montessori Society that pertain to a responsible person.

### FORM OF DECLARATION

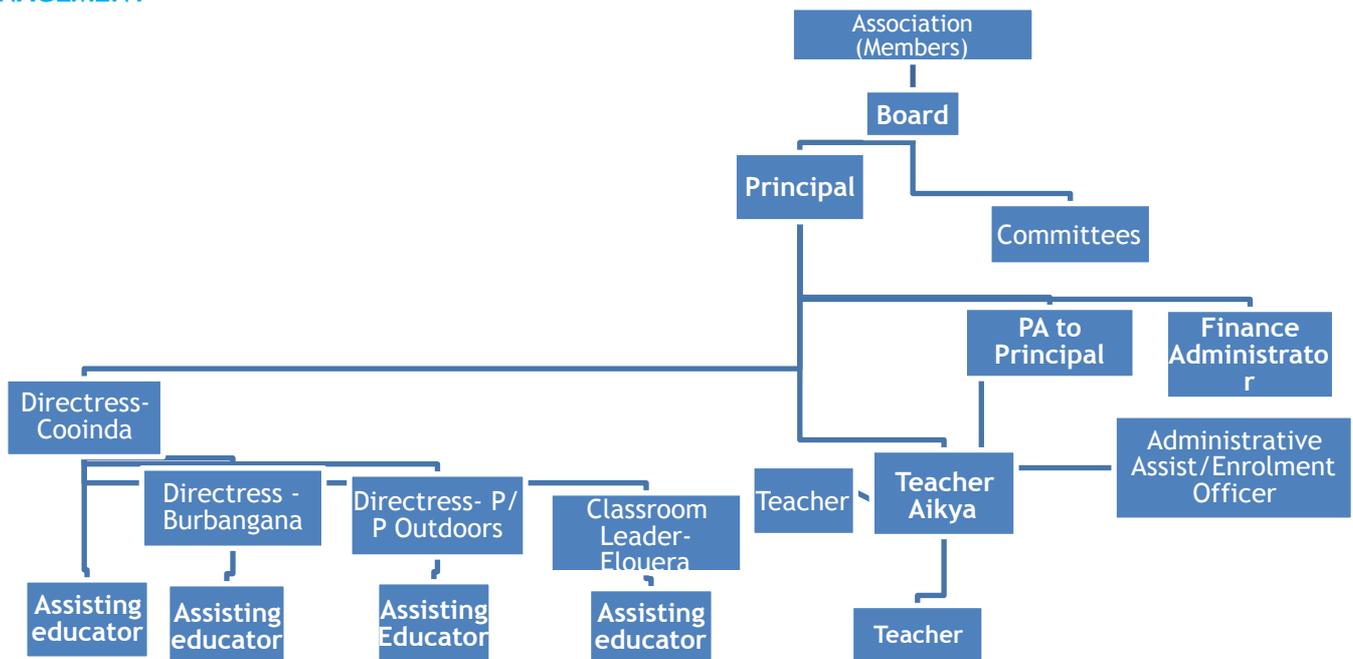
Each responsible person in relation to the School will be required to declare that:

1. They are not a person who is disqualified from managing a corporation, under the Corporations Law 2001 (C'th);
2. They have not been convicted of an offence punishable by imprisonment for 12 months or more;
3. They are not bankrupt or insolvent;
4. Any refusal to register, or cancellation of registration of the School or any other School, during the previous five years, has not been largely attributable to their actions;
5. They have not been prohibited by the Child protection (prohibited Employment) Act 1998 from seeking, undertaking or remaining in child related employment;
6. They will declare any personal interest or conflict of interest in relation to their position as a responsible person for the School;
7. They are otherwise of good character.

Each person in relation to the School will be required to acknowledge that:

1. They will immediately advise the Manly Warringah Montessori Society Board in relation of any change in any of the matters in respect of which they have declared; and
2. If they become mentally incapacitated in accordance with the Act, they will no longer be able to hold the position of responsible person in relation to the School.

## MANAGEMENT



Principal: Gavin McCormack

Educational Leader: Jenny Bensted

Certified Supervisors: Gavin McCormack, Jenny Bensted, Claire Kennedy, Samantha Wong, Amanda Annear

### CONFIDENTIALITY

All members of the Board and subcommittees who gain access to confidential, commercially-sensitive and other information of a similar nature, whether in the course of their work or otherwise, shall not disclose that information to anyone unless the disclosure of such information is required by law (refer to *Privacy and Confidentiality Policy*).

Members of the Board and subcommittees shall respect the confidentiality of those documents and deliberations at Board or subcommittee meetings, and shall not:

- disclose to anyone the confidential information acquired by virtue of their position on the Board or subcommittee
- use any information so acquired for their personal or financial benefit, or for the benefit of any other person
- permit any unauthorised person to inspect, or have access to, any confidential documents or other information.

This obligation, placed on a member of the Board or subcommittee, shall continue even after the individual has completed their term and is no longer on the Board or subcommittee.

The obligation to maintain confidentiality also applies to any person who is invited to any meetings of the Board or subcommittee as an observer or in any other capacity.

\*See Confidentiality Policy

### ETHICAL PRACTICE

The following principles will provide the ethical framework of the Farmhouse Montessori School and the Manly Warringah Montessori Society

- treating colleagues, parents/guardians, children, suppliers, public and other stakeholders respectfully and professionally at all times
- dealing courteously with those who hold differing opinions respecting cultural differences and diversity within the School, and making every effort to encourage and include all children and families in the community
- having an open and transparent relationship with government, supporters and other funders
- operating with honesty and integrity in all work
- being open and transparent in making decisions and undertaking activities, and if that is not possible, explaining why
- working to the standards set under the *National Quality Framework and board of Studies* and all applicable legislation as a minimum, and striving to continually improve the quality of the Schools delivered to the community
- disclosing conflicts of interest as soon as they arise and effectively managing them
- recognising the support and operational contributions of others in an appropriate manner
- assessing and minimising the adverse impacts of decisions and activities on the natural environment

### MANAGING CONFLICTS OF INTEREST

Conflicts of interest, whether actual, potential or perceived must be declared by all members of the Board or subcommittee, and managed effectively to ensure integrity and transparency annually

Every member of the Board or subcommittee has a continuing responsibility to scrutinise their transactions, external business interests and relationships for potential conflicts and to make such disclosures in a timely manner as they arise.

The following process will be followed to manage any conflicts of interest:

- whenever there is a conflict of interest, as defined in this policy, the member concerned must notify the Chairman of such conflict, as soon as possible after identifying the conflict by completing a conflict of interest disclosure statement and presenting to the Chairman of the Board.. See Appendix 1
- The school will maintain records of the annual declaration of each responsible person for the school for a period of seven years before archiving or disposing of these in a security bin.
- the member who is conflicted (including but not limited to a pecuniary interest or a related party transaction mitigating the ensuing risk in a way that is acceptable to the other responsible persons involved must not be present during the meeting of the Board or subcommittee where the matter is being discussed, or participate in any decisions made on that matter or advisory role in that matter.
- The member concerned must provide the Board or committee with any and all relevant information they possess on the particular matter
- The minutes of the meeting must reflect that the conflict of interest was disclosed and appropriate processes followed to manage the conflict.
- A Conflict of interest disclosure statement must be completed by each member of the Management Committee / Staff member upon his or her appointment and annually thereafter. If the information in this statement changes during the year, the member shall disclose the change to the President / Licensee, and revise the disclosure statement accordingly.
- All responsible person at all formal meetings of the school's board are to raise any actual perceived or potential conflict with regard to items on the agenda for the meeting and for recording in the minute of the meeting any conflict that is raised. The minutes of the meeting must reflect that the conflict of interest was disclosed and appropriate processes followed to manage the conflict

## EVALUATION

In order to assess whether the values and purposes of the policy have been achieved, the Board will:

- regularly seek feedback from everyone affected by the policy regarding its effectiveness
  - monitor the implementation, compliance, complaints and incidents in relation to this policy
  - keep the policy up to date with current legislation, research, policy and best practice
  - revise the policy and procedures as part of the School's policy review cycle, or as required
- \*See Grievance Policy

## MAINTENANCE OF RECORDS

- The School will adhere to record keeping requirements outlined in the National Regulations.
- The School will adhere to the storage of confidential records outlined in the National Regulations.
- The School has a responsibility to keep sufficient records about staff, families and children in order to operate dependably and lawfully.
- The School will safeguard the interests of the children and their families and the staff, using procedures to ensure appropriate privacy and confidentiality practice is upheld
- The Approved Provider assists in determining the process, storage place and time line for storage of records.
- The School's orientation and induction processes will include the provision of significant information to managers, educators, children and families to comply with National Regulations and Standards.
- The Approved Provider will need to ensure that the record retention procedure meets the requirements of the following government departments:
  - Australian Tax Office (ATO)
  - Family Assistance Office (FAO)
  - Early Childhood Education and Community (ECEC)

## LEGISLATIVE LINKS

Associations Incorporation Act 1981 and Corporations Act 2001, as applicable to the School  
 Education and Care Schools National Law Act 2010  
 Education and Care Schools National Regulations 2011: Regulation 168(2)(l)  
 Leadership and School Management: 7.1.1 ;7.2; 7.3;7.3.2;  
 Standard 7.3: Administrative systems enable the effective management of a quality School

## SOURCES

Templestowe Preschool ECEC: Governance 2012      AIS SA: Governance   AIS-Governance NSW

## LINKS TO OTHER POLICIES

Complaints and Grievances Policy  
 Privacy Confidentiality Policy

## REVIEW DATES

May, 2014  
 Reviewed: Feb 2015  
 Reviewed Feb 2018



Appendix 1  
CONFLICT OF INTEREST DISCLOSURE STATEMENT



This form is to be completed by any Responsible Person who has a real or perceived conflict of interest or a potential conflict of interest in undertaking their duties. A copy of the completed and signed form is to be retained by The Farmhouse Montessori School.

I, *(Insert full name)* \_\_\_\_\_ of *(Insert address)*  
\_\_\_\_\_

hereby declare I have no conflicts of interest to declare or a conflict of interest considered to be:

Nil   
Conflict Real Potential Perceived

*Please provide a brief outline of the nature of the conflict if applicable (details may be included privately in a separate confidential envelope if appropriate).*

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

*Please detail the arrangements proposed to resolve/manage the conflict if noted above (attach separately if appropriate).*

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

I, *(insert full name)*..... hereby agree to:

- update this disclosure throughout the period of my tenure as a Responsible Person on an annual basis or until such time as the conflict ceases to exist, or at such a time a conflict arises;
- comply with any conditions or restrictions imposed by the School to manage, mitigate or eliminate any actual, potential or perceived conflict of interest and/or commitment.

Signed: .....

Date: .....

**REVIEW BY CHAIR OF BOARD**

I, *(insert full name)* ..... have reviewed the conflict of interest disclosure (and plan) and have taken the following action in relation to this matter:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Signature .....

Date.....

## Appendix 2

## NOTIFICATION TABLE

	Type Of Notification	Responsibility of:	Organisations to be notified and time frame	Form to be used
Children	Educating/ caring for extra child/ren due to an emergency	Principal	<ul style="list-style-type: none"> <li>ECECD-Within 24 hours</li> <li>NESA</li> </ul>	NL01
Children	Death of child at School	Principal	<ul style="list-style-type: none"> <li>ECECD-Within 24 hours</li> <li>NESA</li> <li>000/Police</li> <li>Insurance company</li> </ul>	SI01
Children	Serious accident at School	Principal	<ul style="list-style-type: none"> <li>ECECD-Within 24 hours</li> <li>NESA</li> </ul>	SI01
Children	Notifiable diseases	Principal	<ul style="list-style-type: none"> <li>ECECD-Within 24 Hours</li> <li>Health Department</li> <li>Board</li> <li>Parents</li> </ul>	SI01
Children	Any incident that requires the approved provider to close, or reduce the number of children attending, the School for a period eg: flood	Principal Board	ECECD-Within 24 hours of the event	NL01
Children	Complaints alleging that the safety, health or wellbeing of a child was or is being compromised, or that the law has been breached	Principal Board	ECECD-Within 24 Hours	NL01
Curriculum	Increasing the scope of curriculum	Principal	NESA-1 month	
Staff	Suspension/cancellation of WWCC or teacher registration of, or disciplinary proceedings against, nominated supervisor or certified supervisor employed by the School	Principal	ECECD-Within 7 days	CS05
Staff	Where there is a turnover of half or more of the teaching staff during any 12 month period	Principal	NESA-before commencement of next new term	
Staff	Change to Certified/nominated supervisor	Principal Board	ECECD or ACECQ NESA	CS05 NS01 NS02
Staff/School	A nominated supervisor (Principal) is no longer employed by the School, or withdraws consent to the nomination	Board Principal	<ul style="list-style-type: none"> <li>ECECD-Within 7 Days</li> <li>NESA-1 Month</li> <li>ACECQA-Within 7 days</li> </ul>	SA12 NS01 NS02

School	Any proposed change to the premises, such as refurbishment	Principal	ECECD-Within 7 days	SA12
School	Ceasing to operate the education and care School	Board Principal	ECECD-Within 7 Days	PA05
School	Notification of change of name of school	Board	NESA-1 month	
School	Notification of surrender of School (Closure)	Board	<ul style="list-style-type: none"> <li>NESA: 1 month</li> <li>ASIC</li> </ul>	In writing
School	Notification of sale of School	Board	NESA: 7 Days	Written notice By Purchaser
School	Notification of moving or adding of School	Principal Board	NESA- 3 months before date ECECD	Written Notice
School	complaint about an approved School	Principal Board		
School/ Staff/ Board	Appointment or removal of a person with management or control of School	Principal Board PA	NESATES Within 14 days or as soon as possible ASIC ECECD	PA08
School	Declaration of fitness and Propriety	Principal/PA	ECECD	PA02
School	Change to /hours and days of operation of the School	Principal Board	Within 7 days ECECD NESA	SA12
School/ Board	If a responsible person becomes a bankrupt or convicted of an offence or is the subject of a winding up order/or had a controller/administrator appointed.	Board Principal	NESA and one other responsible person	
School/ Board	If a responsible person becomes institutionalise or a protected person under the NSW Trustee and Guardian Act 2009	Principal Board	NESA and one other responsible person	

## Appendix 3

### Risk Management Framework Template

CATEGORY	RISK AREA	RISK	RISK MITIGANTS	PROBABILITY / IMPACT	ACTIONS/ RESPONSIBILITY	LATEST REVIEW	OUTCOME	TRAFFIC LIGHT (G/O/R)
STRATEGIC								
GOVERNANCE								
EDUCATIONAL								

OPERATIONAL								
FINANCIAL								
LEGAL COMPLIANCE								

#### Appendix 4 LEGAL COMPLIANCE FRAMEWORK TEMPLATE

CATEGORY	KEY DOCS/ LEGISLATION	REQUIREMENTS	RESPONSIBILITY	LATEST REVIEW / REPORT	COMMENTS	TRAFFIC LIGHT (G/O/R)
Corps Act						
Constitution						
Education Acts						
Consumer Laws						
Privacy						
Taxation						
WHS						
Environmental						
Discrimination						
Industrial Relations						

Child Protection						
Duty of Care						
Workers Compensation						
Charities & fundraising						