

Victorian Allied Health Professionals Association

Governance Principles

This is the Governance Principles as reviewed, updated and adopted on 08 December 2015 by the Branch Committee of Management of the Victorian Allied Health Professionals Association.

Policy version control

Date	Author/Department	Version number	Summary of Changes
22 November 2012	Michael Moore - Administrator	1.00	
19 December 2012	Branch Committee	1.01	Reviewed and adopted
08 December 2015	Branch Committee	1.2	Branding and references updated

The Union rules and the provisions of the *Fair Work Act 2009 and Fair Work (Registered Organisations) Act 2009* will prevail over the terms of the policy to the extent of any inconsistency.

What is Governance?

‘Governance’ refers to how the Union is managed and how authority is exercised and controlled within the Union. Governance influences the priorities of the Union and the manner in which they are achieved, as well as how financial and reputational risks are monitored and assessed, and how performance is improved and managed.

Why is it important to the Union?

The Union is a voluntary, democratic association of working people, who join together to achieve certain objectives, such as to protect and advance their rights as employees and to assist other unionists to protect and advance their economic and social rights. Other objects of the Union are set out in the Union Rules. The Union can better achieve its objects if its structures, processes and controls are open and clear.

The Union Rules, together with this policy and the Financial Policies and Procedures, create financial and risk-management processes and controls that are open and clear. These processes and controls apply to all members of the Branch Committee and Audit and Compliance Committee. These processes and controls ensure that Union forums are accountable, democratic and representative. Union members directly elect Officers to the Branch Committee.

An Officer or an employee of the Union cannot authorise expenditure that she or he has personally incurred. Such expenditure must be authorised by a more senior employee, Officer or the Branch Committee. This includes authorisation for expenditure on travel, accommodation, hospitality and gifts.

1. Governance Principles

The governance principles listed below are based on the provisions in Rule 83 of the Union Rules. These rules require the Union to develop and put in place internal policies and procedures to control expenditure and encourage good governance, accountability to members and democratic functioning and control of the Union.

- Integrity in financial procedures, controls and reporting is established and is safeguarded.
- Democratic and ethical decision-making is mandated.
- The members are the Union and this is reflected in the Union’s structures.
- Communication between the Union office and the members is clear, relevant and timely.
- Planning and learning is in everything we do.

2. Definitions

All words in this policy have the same meaning as words in the Union Rules.

Finance Manager	The designated employee responsible for managing all financial reports and records.
Employees	All staff, contractors, consultants and temporary workers of the Victoria No. 3 Branch of the Health Services Union.
Gift	A present, benefit, offering or token of appreciation received from a member, employer, vendor, supplier, potential employee, political party, vendor or supplier, and includes, but is not limited to, cash, merchandise, services, hospitality or social invitation, whether offered free or discounted.
Officer	A member of the Branch Committee
Paid officers	The Secretary and Assistant Secretary
Secretary	The Chief Executive Officer of the Union. The designated Officer in charge of the general conduct, administration and business of the Union.
Union	Victoria No. 3 Branch of the Health Services Union
Branch Committee	The Union's committee of management, consisting of the President, the Senior Vice-President, the Junior Vice-President, the Secretary, two (2) Trustees and at least five (5) ordinary members.
Union Management	Employees who have financial responsibilities under this policy.
Union Rules	Those rules registered under the <i>Fair Work (Registered Organisations) Act 2009</i> as at 21 August 2012.
Trustee	The designated officer in charge of investing the funds of the Union and otherwise dealing with the property and funds of the Union as directed by Branch Committee.

3. Governance principles expanded

Integrity in financial procedures, controls and reporting is established and safeguarded.

- 3.1 Integrity in financial procedures, controls and reporting is safeguarded by mandating delegations of authority for all expenditure. This means that employees and Officers are prohibited from authorising expenditure that they have personally incurred and requires that such expenditure should be authorised by a more senior employee, Officer or in the case of Secretary from Branch Committee.
- 3.2 The Secretary shall be responsible for compliance with financial procedures, controls and reporting. The Trustees are responsible for investing the funds of the Union and dealing with the property and funds of the Union as directed by the Branch Committee. A Finance Manager (FM) will be employed to assist the Secretary in overseeing the management of financial procedures, controls and reporting.
- 3.3 The Audit and Compliance Committee will prepare budget and cash forecasts, closely examine financial statements on a regular basis and monitor and protect the funds

and property of the Union. It will provide monthly reports to the Branch Committee, or as required.

- 3.4 Financial training will be provided for all members of the Branch Committee and Audit and Compliance Committee by an appropriate provider within three (3) months of a member's appointment.
- 3.5 The Secretary must be accountable to members and must report to members on a regular basis about the Union's financial position (including remuneration) and risk profile (including management of conflicts of interest and conduct of compliance audits and investigations).
- 3.6 The Union employs professionals with specific expertise in areas such as finance, law, communications, administration, industrial relations and membership systems to support the work performed by the Secretary, Branch Committee and Audit and Compliance Committee.
- 3.7 The Union has policies and procedures for financial controls, including financial review and authorisation of expenditure. The policies and procedures will ensure that the truthful and factual presentation of income and expenditure is presented to members.
- 3.8 The following policies contain further details about matters referred to above:
 - Financial Policies and Procedures – including delegations and disclosures:
 - Audit and Compliance Committee Charter (Annexure A)
 - Tendering and Procurement Procedure (Annexure B)
 - Motor Vehicle Procedure (Annexure C)
 - Corporate Credit Card Procedure (Annexure D)
 - Business Expense Reimbursement Procedure (Annexure E).

Democratic and ethical decision-making is mandated.

- 3.9 No employee or Officer of the Union shall enter into an agreement with any employer or employer representative that affects a member or group of members without first meeting with the member or group of members or taking a ballot of the group of members and through such process obtaining the consent of the member or a majority of the group of members.
- 3.10 The Branch Committee may, after considering the views expressed by members, by resolution, determine that a particular agreement is in the interests of Union members and thus may authorise the employee or Officer of the Union to enter into the agreement, notwithstanding that a particular member or the majority of a group of members does not consent to the agreement.
- 3.11 All employees and Officers of the Union carrying out Union work must comply with the Code of Conduct.
- 3.12 Adverse action shall not be taken against an employee or an official of the Union because that person makes a complaint of unethical practices against the Union or an individual associated with the Union.
- 3.13 Members should report unethical practices to the Union-appointed Ombudsman, who will investigate complaints of impropriety or misdemeanour. The Ombudsman must

abide by principles of procedural fairness, both for the person who made the complaint and the person against whom the complaint is made. The Union Ombudsman will report and make recommendations to the Branch Committee for its prompt consideration. The Branch Committee is required to ensure there is procedural fairness for both the person who made the complaint and the person against whom the complaint is made, prior to taking action.

- 3.14 There are fair and transparent procedures for the employment and promotion of employees within the Union. Employment and promotion are based on merit that is documented by regular performance reviews.
- 3.15 Any payments arising from the Secretary being appointed to a board or a committee will be remitted to the Union.
- 3.16 Any part-time employee or Union member appointed to a board or a committee by virtue of his or her Union position may receive some or all of the payments associated with that appointment. This will be determined by the Union Committee, which will minute the decision and the reasons for the decision, and publish it on the Union website.
- 3.17 It is the aspiration of the Union that its employees and Officers reflect the diversity of its membership. The Branch Committee will report on an annual basis whether this aspiration has been met and outline all steps taken to meet the aspiration.
- 3.18 The following policies contain further details about matters referred to above:
 - Financial Policies and Procedures
 - Code of Conduct (Schedule to the Governance Principles)
 - Employment Policy.

The members are the Union and this is reflected in the Union's structures.

- 3.19 The Union Rules set clear boundaries between the functions of the Audit and Compliance Committee, the Branch Committee and the day-to-day activities of the Secretary.
- 3.20 The Secretary is the only paid, full-time position elected by members. The President, Senior Vice-President, Junior Vice-President, Trustees and all other Branch Committee positions are honorary.
- 3.21 Union delegates are elected by members at workplaces for a fixed term. Union delegates represent members in their workplace in their dealings with management and generally represent the Union in their workplace.
- 3.22 Where there are fifteen (15) or more Union members in a workplace, a Workplace Committee will generally be established.

Communication between the Union and members is clear, relevant and timely.

- 3.23 As a matter of common practice, communication between the Union and members takes place through workplace delegates. Members are encouraged to contact their workplace delegate as a first port of call. Communications about organising and industrial matters will be distributed to members by workplace delegates. The Union office facilitates communication by providing workplace delegates with current membership lists as required.

Rule 90 Policy

- 3.24 All employees and the Secretary will respond to any question or complaint from a member in a prompt manner. Usually this will involve an immediate confirmation of the communication and a reply within seven (7) business days.
- 3.25 The Union will use electronic communications effectively, such as its website and email, to communicate with members. The Union will investigate technologies by which communication between members and the Union office can be conducted in an open and secure manner.
- 3.26 The Union will publish the following information on its website:
- Newsletters;
 - Annual Financial Reports;
 - Auditor's Reports;
 - Reports of the Audit and Compliance Committee on at least a quarterly basis (in whole unless strategic, private or confidential);
 - Reports of the Branch Committee on at least a quarterly basis (in whole unless strategic, private or confidential);
 - Minutes of Union Committees (in whole unless strategic, private or confidential);
 - Meeting attendance record of the Branch Committee on an annual basis;
 - Job vacancies;
 - Casual vacancies of Officials;
 - Any donation or 'ex gratia' payment to a person or an association, charity, political organisation or a public or private body over the amount of \$100 per annum;
 - Any payment made by the Union to a related party of the Union or to a declared person or body of the Union;
 - Register of Related-Party Transactions;
 - Gift Register;
 - Union Rules; and
 - The most recent amendments to the Union Rules.
- 3.27 Minutes of important meetings such as Branch Committee and documents discussed at such meetings will generally be published on the Union website. Documents that are strategic, private or confidential in nature will not be publicly available. Union members must not misuse any information gained from the Union.
- 3.28 Members will bring important and relevant information to the attention of a Union representative in a timely manner.
- 3.29 If a document is requested by a member, including a document referred to in clause 4.3 above, but is deemed to be strategic, private or confidential, and therefore unable to be released, the Secretary will provide the reason in writing for the decision.
- 3.30 The following information is not deemed to be confidential or private:
- Any earnings (including non-financial benefits like motor vehicles) from all sources for work performed by the Secretary.

Rule 90 Policy

- Any severance or termination pay made by the Union to the Secretary.
 - Any payment by the Union to any consultant or employee above the set remuneration rate.
- 3.31 The total remuneration, including non cash benefits, of the Secretary has been and will continue to be disclosed to members.
- 3.32 Financial members have certain rights to inspect Union books and documents according to the Union Rules and legislation. This right must be exercised in good faith and consistent with the interests of members of the Union, not for some ulterior or extraneous purpose. Allowing members to inspect Union books and documents that are not private or confidential ensures that the Union is accountable to its members and is able to operate effectively.
- 3.33 The Union, by the nature of its activities, collects information from and about individuals that may be of a personal and sensitive nature. The Union will not disclose personal information unless such disclosure is directly associated with the conduct of approved Union activities or is required by law.
- 3.34 In case of a dispute regarding access to documents or inspection of Union books and documents, the person unsatisfied with the decision may make a complaint to the Union Ombudsman.

Planning and learning is in everything we do.

- 3.35 The Branch Committee will develop and maintain a Strategic Plan that will outline the direction for the Union for a one to four-year period.
- 3.36 The Branch Committee will develop job descriptions for all staff, a performance appraisal system and a comprehensive staff agreement with terms and conditions of employment and policies on occupational health and safety, harassment and discrimination, information technology, use of social media, diversity and other issues of relevance. The Union Committee will ensure that levels of remuneration are sufficient and reasonable, and that employees' duties and responsibilities are clear.
- 3.37 The Secretary will formally seek feedback from members, Officers and members of the Branch Committee on an annual basis. The feedback sought will be about the Union's operation in general and about the standards and quality of service it provides. The purpose of the feedback is to improve the Union's capacity to serve its members. The Secretary will publish the results on the Union website in a timely manner.
- 3.38 The Branch Committee will review the content and operation of Rule 83 policies on an annual basis.
- The Branch Committee will develop the following policies:
 - Making a complaint to the Union Ombudsman
 - Allocation of legal-service resources for individual members and for collective disputes
 - Privacy
 - Disclosure and management of conflicts of interest
 - Membership fees, payments and recovery of overdue membership fees.

4. Workplace Committees

- 4.1 All members of a Workplace Committee must comply with the Code of Conduct.
- 4.2 The Workplace Committee of the Union are the committees of management located at workplaces with fifteen (15) or more Union members that act as the conduit between members and the Branch Committee.
- 4.3 There may be more than one Workplace Committee at a workplace. The Branch Committee will not unreasonably refuse to establish additional Workplace Committee at a workplace where there are functionally distinct or specialist units at a workplace and there are fifteen (15) or more members of the Union.

5. Branch Committee

- 5.1 All members of the Union Committee must comply with the Code of Conduct.
- 5.2 The Union Committee is the Union's committee of management. It meets at least quarterly. Its role includes the immediate oversight of the Union, by directing the paid Union Officers in the performance of their duties, investigating grievances and disputes submitted by members and general oversight of the Union. The Branch Committee's powers and duties are specified in Rule 54.

6. Audit and Compliance Committee

- 6.1 All members of the Audit and Compliance Committee must comply with the Code of Conduct.
- 6.2 The Audit and Compliance Committee is comprised of the Secretary, two (2) Trustees and two (2) members appointed by and from the Branch Committee.
- 6.3 The Audit and Compliance Committee is the financial committee of management of the Union. It meets at least monthly. Its role includes preparation budget and cash forecasts, close examination of financial statements on a regular basis and monitoring and protecting the funds and property of the Union. The Audit and Compliance Committee's duties are specified in Rule 88.
- 6.4 The following policies contain further details about matters referred to above:
 - Audit and Compliance Committee Charter (Annexure A)
 - Code of Conduct (Schedule to the Governance Principles)

SCHEDULE TO GOVERNANCE PRINCIPLES

The Code of Conduct

All employees and Officers, in the course of carrying out Union work, shall adhere to the Code of Conduct.

The Code of Conduct requires that all employees and Officers:

- Behave honestly and with integrity.
- Act with care and diligence.
- Treat everyone with respect and courtesy, and without harassment.
- Comply with all applicable laws.
- Maintain appropriate confidentiality.
- Disclose, and take reasonable steps to avoid, any conflict of interest (real or apparent).
- Use Union resources in a proper manner.
- Provide true and helpful information to members.
- Not make improper use of inside information, or of power or authority in order to gain, or seek to gain, a benefit or advantage for themselves or any other person/s.
- At all times behave in a way that upholds the Union's values and the integrity and good reputation of the Union.