



Policy and Procedures

Maintaining excellence and continuous improvement in the development of DanceSport policies and procedures that facilitate and encourage best practice

Governance Principles

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DSA Governance Principles

Preface

DanceSport Australia is a company limited by guarantee under the Corporations Act. Its current Constitution was approved by its members at an Annual General Meeting held on October 3, 2009.

This Document is based upon a paper issued in May, 2007 by the Australian Sports Commission titled ~~%~~Governance: Principles of Best Practice+.

The DanceSport Australia Constitution (the Constitution), and its Rules and By-Laws, are the governance foundation of DanceSport Australia. These Governance Principles should be seen in the context of the Constitution and are complimented by the following documents:

- Strategic and Operational Plans of DanceSport Australia;
- DanceSport Australia National Council resolutions and policies.
- and, as attached to this document .
 - The National Council Code of Conduct
 - National Council . role, duties and responsibilities
 - President - role, duties and responsibilities
 - Chief Executive Officer . role, duties and responsibilities
 - Chief Financial Officer . role, duties and responsibilities

Governance

Governance concerns three issues:

- 1 How an organisation develops strategic goals and direction.
- 2 How the Board of an organisation monitors the performance of the organisation to ensure it achieves its strategic goals.
- 3 Ensuring that a Board acts in the best interests of the Members.

Effective governance will ensure: -

Improved/effective decision making with organisations demonstrating transparency, accountability and responsibility in the activities undertaken and the resources expended.

The following five principles address these issues and the desired outcomes.

1. Principle 1: Clear Delineation of Governance Roles

- 1.1. Under the Constitution, the National Council has the authority to exercise all the powers of DanceSport Australia other than those required by the Constitution to be exercised by the Members.
 - 1.1.1. The National Council must act in accordance with the Objects of DanceSport Australia defined in the Constitution.
 - 1.1.2. The National Council may also make, vary or repeal By-Laws and delegate its authority to any person or committee, in accordance with the Constitution.
- 1.2. Only a properly constituted General Meeting of Members can amend or replace the Constitution, or dissolve DanceSport Australia.
- 1.3. Eligible Members of DanceSport Australia, in accordance with the rights and process described in the Constitution, elect the members of the National Council.
- 1.4. The National Council,
 - 1.4.1. in consultation with its Members, Commissions, and Branch Boards, shall set, articulate and review the broad strategic direction of DanceSport Australia including determining the mission, core values and ethical framework for DanceSport Australia as well as key objectives and performance measures.
 - 1.4.2. shall appoint, direct, support professional development, evaluate performance and determine remuneration of DanceSport Australia's Chief Executive Officer and/or Chief Financial Officer, and, if required, to dismiss the Chief Executive Officer and/or Chief Financial Officer.
 - 1.4.3. shall monitor DanceSport Australia's financial and non-financial performance and ensure that risks are appropriately managed.
 - 1.4.4. shall ensure that DanceSport Australia complies with all relevant laws, codes of conduct and appropriate standards of behaviour.
- 1.5. The National Council shall ensure that there is a clearly defined contract of appointment, complete with the levels of authority and responsibility, remuneration, duty statement, performance measurement indicators and any other conditions of employment for its Chief Executive Officer and Chief Financial Officer, and that the Chief Executive Officer has this in place for all other staff.

2. Principle 2: Conduct of Meetings and Business

- 2.1. The National Council and its committees meeting procedure shall be set out in either the Constitution or the By-Laws. This will include:
 - 2.1.1. Protocol(s) for conduct of National Council/Managing Committee meetings and conduct of National Council/Managing Committee Members;
 - 2.1.2. Voting rights and procedures.
 - 2.1.3. Logistical details such as notices, frequency, location, timing , attendees,
 - 2.1.4. The format and general content of financial reports to each meeting.

- 2.2. The National Council shall set an annual agenda and calendar of activities that identifies the overall direction and format for each meeting, and will agree on how the Chief Executive Officer and/or President is to develop the agenda for each subsequent meeting, the items for regular inclusion..

- 2.3. National Council meetings shall have appropriate documentation. Papers submitted with and relevant to the agenda will be in an agreed form and be circulated sufficiently in advance of the meeting. The National Council shall also maintain a clear record of decisions made through an agreed minuting process.

- 2.4. The National Council will appoint a Managing Committee to act as a decision making body when the National Council is not in session.
 - 2.4.1. The Managing Committee is an appointed committee of the National Council, and has specific powers delegated to it, and reserved from it, in accordance with the Constitution.
 - 2.4.2. As a committee of the National Council, the Managing Committee has a duty to report to the National Council on a regular basis.
 - 2.4.3. The National Council is to approve
 - 2.4.3.1. the Managing Committee's reporting requirements including provision of progress information and policy recommendations;
 - 2.4.3.2. Delineation of the interaction between the Managing Committee, the CEO, and other DanceSport Australia staff;
 - 2.4.3.3. Any limitations (including budgetary or time constraints) that it seeks to place on the Managing Committee.

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- 2.5. The National Council has the power to create Constitutional Commissions and other Commissions, as described in the Constitution. In the exercise of its power to appoint Commissions, the National Council shall keep the number of Commissions to a reasonable number. All Commissions will be appointed with appropriate Terms of Reference and will operate in accordance with approved procedure.
- 2.6. The written appointment of all Commissions shall include, as a minimum:
 - 2.6.1. Commission purpose;
 - 2.6.2. Terms of Reference;
 - 2.6.3. Authority delegated to the Commission;
 - 2.6.4. Commission composition, including the chair.
 - 2.6.5. Reporting requirements including provision of progress information and policy recommendations;
 - 2.6.6. Delineation of the role of the Commission, the role of management and the interaction expected between them; and
 - 2.6.7. Any limitations (including budgetary or time constraints).
- 2.7. The method of creation and abolishment of Commissions is set out in the Constitution.
- 2.8. National Councillors and/or staff may be appointed from time to time to represent DanceSport Australia on external committees or working parties. In such cases those persons will:
 - 2.8.1. abide by the directions of the National Council;
 - 2.8.2. will have regard for the best interests of and the purposes of DanceSport Australia and their role as a representative of DanceSport Australia ; and,
 - 2.8.3. observe the terms of reference under which such committees or working parties are formed and draw their purpose and authority.

3. Principle 3: Effective Governance Controls

- 3.1. The National Council is ultimately responsible for the success of DanceSport Australia. The National Council should fully understand and clearly recognise its role in discharging this responsibility.
- 3.2. The National Council shall determine the process by which it will set the strategic direction, key objectives and performance measures of DanceSport Australia as well as its core values and ethical framework.
- 3.3. The National Council shall formalise a protocol to regulate National Council/management interactions. This will include:
 - 3.3.1. the extent of the authority of individual National Councillors to direct the Chief Executive Officer and other DanceSport Australia staff; and
 - 3.3.2. the rights of individual National Councillors to obtain information required for decision-making from DanceSport Australia staff.
- 3.4. The National Council shall establish and document an effective and efficient financial and non-financial monitoring and evaluation system. In particular, the National Council will monitor outcomes arising from the implementation of the Strategic Plan as the basis for the evaluation of its overall performance for reporting to Members
- 3.5. The National Council shall establish and document an effective risk management strategy and process that will include appropriate and adequate insurances. The National Council will undertake to identify and work through key risks facing DanceSport Australia and ensure that risk management strategies are developed and pursued.
- 3.6. The National Council shall implement an effective compliance system, and require, as a minimum, that:
 - 3.6.1. The National Council is aware of and that DSA complies with all relevant statutes, regulations and other requirements placed on it by external bodies;
 - 3.6.2. The National Council fully understands its fiduciary duty to Members;
 - 3.6.3. Effective internal controls exist that ensure full and accurate reporting to the National Council in all areas of compliance;
 - 3.6.4. DanceSport Australia is financially secure and able to meet all its financial obligations as and when they fall due, in the normal course of business.

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- 3.7. The National Council shall ensure development of intellectual capital and staff expertise through appropriate training and rewards and that any management succession not be impeded by lack of it.
- 3.8. The National Council shall develop, publish and administer such policies that it deems necessary to ensure DSA complies with its lawful obligations, and those that it considers are in the interests of DSA and its members. As a minimum, the following DSA policies shall be maintained .
- For Accreditation . inclusive of DSA's accreditation syllabus; Level %D+ assistant & probationary coach policy; recognition of prior learning;, and scrutineer examination procedures.
 - For Competition Rules . inclusive of Rules of DanceSport; anti-doping policy; member protection policy; competitor dress; a Member & Technical Handbook; and The %Approved+Syllabus
 - For management & administration . ; a risk management policy; a finance policy; a privacy statement
 - For Training & Education . an education and training code of practice; adjudicator training and principles course.
 - State Branches . a policy for the governance, conduct and operation of state branches.
 - For International . an International selections Policy
- 3.9. The National Council shall develop and document an annual performance review process for the Chief Executive Officer. A National Council sub-committee will undertake the review and report to the National Council with its recommendations. The detail of the performance review will remain confidential between the Chief Executive Officer and the National Council sub-committee. (No National Councillor, other than the President, will serve on the review sub-committee for more than two successive years).
- 3.10. The National Council shall cause an effective finance policy to be put in place that ensures the monitoring of DanceSport Australia Ltd as a going concern. In particular, that policy will -
- 3.10.1 provide for an annual independent external audit to be presented to members at General Meeting in accordance with the Constitution;.

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- 3.10.2 provide the National Council with regular financial reports and statements;
- 3.10.3 ensure that procedures are in place for the oversight and support of the Chief Financial Officer.
- 3.11. The National Council shall ensure that the delegation of its authority and any terms, conditions or limitations are clearly documented on each occasion either by way of duty statements, terms of reference, and register of resolutions or otherwise.
- 3.12. The National Council shall maintain a Code of Conduct specifying the behaviour expected of National Councillors and the responsibilities of a National Councillor. National Councillors are to receive a copy of the document as soon as possible following their appointment to the National Council.

4. Principle 4: Governance Improvement

- 4.1. The National Council shall ensure that there is regular assessment and review of its performance and of DanceSport Australia's governance policy.
- 4.2. The National Council shall ensure that all new National Councillors undergo an appropriate induction process.
- 4.3. The National Council shall ensure that there is an effective development plan in place to respond to the outcome of any assessment and review.
- 4.4. The National Council shall develop and implement suitable mechanisms for responding to National Councillors not conforming with their obligations to the National Council.
- 4.5. The National Council shall cause a review of the Constitution on a regular basis.

5. Principle 5: Member Responsiveness

- 5.1. The National Council shall exercise leadership, enterprise, integrity and good judgement in its activities and decision-making and will act in the best interests of the Members in a manner based on transparency, accountability and responsibility.
- 5.2. The National Council recognises that Members' rights and interests and the impact of National Council policies and activities on Members are of fundamental importance and accordingly the National Council guarantees participation, feedback and entrenched communications to the Members.
- 5.3. The National Council shall strive to ascertain the interests, aspirations and requirements of Members and create responses to these in the form of a Strategic Plan.
- 5.4. The National Council shall report to Members annually outlining the achievements of DanceSport Australia against the Strategic Plan.

Attachment 1 - Code of Conduct for DSA National Councillors

1. All National Councillors are to declare current and potential conflicts of interest, either personal and/or of a business nature.
2. All information gained as a DanceSport Australia National Councillor is confidential and is not to be disclosed to any outside parties. All National Councillors will be required to sign a confidentiality / non-disclosure clause as part of their agreement to this Code of Conduct
3. All National Councillors are to conduct themselves with courtesy and respect in their dealing with their fellow National Councillors. Discourtesy, defamation, or the making of unsubstantiated charges against the National Councillors or staff of DanceSport Australia will be seen as a breach of this Code of Conduct.
4. All National Councillors are expected to adhere to the highest ethical standards at all times. Conduct likely to bring discredit upon, or denigrates, DanceSport Australia or other National Councillors will be seen as a breach of this code.
5. Conduct seen to be threatening or intimidating will not be tolerated.
6. All National Councillors, either jointly or separately, are prohibited from making public, information regarding the affairs of DanceSport Australia, received in the course of the execution of their duties as a National Councillor.
7. National Councillors are prohibited from discussing the business of DanceSport Australia with the media or in a public forum without the prior authority of the National Council or President.

The reasons for constraints on public ventilation are several, two being:-

- All National Councillors must feel free to discuss without inhibition their views on issues coming before the National Council.
 - Likewise the National Council must feel confident that commercially sensitive, delicate and potentially controversial issues in running the industry can be fully and frankly canvassed in the National Council room without risk of later unauthorised ventilation on the public stage.
8. All National Councillors are to abide by all relevant policies and procedures of the organisation.
 9. Should any National Councillor dissent with or feel unable to countenance a decision of the National Council, then the course of action is to: -
 - Discuss the issue with the President
 - If unable to resolve the issue, to resign

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Attachment 2 - The Role of the National Council

Within DSA, National Council's primary responsibility is one of trusteeship on behalf of all stakeholders, ensuring that the organisation (and its legal entity, DanceSport Australia Ltd), remains viable and effective in the present and for the future. The Council is ultimately accountable for all organisational matters.

The Council has a number of key roles:

Strategic planning · defining, driving and monitoring the organisation's strategic direction, priorities and results;

Stakeholder involvement · defining key relationships, interacting with stakeholders to inform them of achievements and ensuring that stakeholders have input into determining strategic goals and direction;

Enhancing the organisation's public image · promoting the organisation in a positive light and performing ambassadorial duties;

Organisational performance · reviewing, monitoring and ensuring management and organisational performance;

Reporting · reporting to members and stakeholders at the annual general meeting;

Policy formulation · establishing the board-level policy framework for governing the organisation, from which all operational policies and actions are developed;

Management of chief executive officer · appointment, performance management and review, providing advice and guidance and rewarding the chief executive officer as appropriate.

Legal compliance · monitoring organisational compliance with relevant federal, state and local legislation, and the organisation's constitution;

Management of financial resources · approving the allocation of funds through the annual budget, striving to secure the resources required and ensuring sound financial management of the organisation;

Risk management · ensuring the risks facing the organisation are identified and assessed, ensuring a risk management plan is established, regularly reviewing this plan to ensure its effectiveness, and monitoring compliance with it;

Board effectiveness · carrying out board business through productive meetings, engaging in regular self-assessment and evaluation, and initiating board development activities, to strengthen its effectiveness;

Attachment 3 - Role of the President

The President is responsible for the integrity of National Council processes, including the effectiveness of meetings and adherence to the organisation's constitution, rules and policies. The President is pivotal to ensuring proper co-ordination of Board processes, reviewing all outcomes in conjunction with the Managing Committee and the CEO. He represents the views of the organisation to stakeholders, governments and the community.

Responsibilities include

- Determining policy in consultation with National Council.
- Playing a pivotal role in developing DSA's strategies and objectives
- Monitoring performance of the National Council through an effective review process.
- Monitoring performance of DSA Commissions Council through an effective review process.
- In conjunction with the CEO, formulate meeting agendas.
- Ensuring that meetings of the National Council and its management committee are conducted in an efficient and businesslike manner, including the publication of agendas and minutes.
- Ensuring National Councillors understand their role and responsibilities to the Board and to members.
- Cause periodic reports to be made to members on DSA affairs.

Attachment 4 - Role of the Chief Executive Officer

The Chief Executive Officer is responsible for coordinating the work of the National Council, its Management Committee and DSA's Commissions. The Chief Executive Officer will liaise with State Branch Boards to ensure they meet national policy and administrative requirements. The incumbent will work closely with the President and Councillors to implement policy and to develop and implement strategy and programs.

Responsibilities include .

- Day to day management of DSA affairs.
- Advice to DSA members on policies, procedures and rules.
- Management of communications and contacts within the dancesport industry, both in Australia and internationally, key service providers, governments and other sporting bodies.
- Management of the DSA registration programs, licensing of officials, and communication with members.
- The undertaking of such other tasks related to the management and conduct of DSA affairs as may be determined by or in consultation with National Council.

Attachment 5 - Role of the Chief Financial Officer

The Chief Financial Officer is responsible for the management of the financial affairs of the organisation, and is charged with the implementation of National Council financial policy and decisions.

The Chief Financial officer will operate and/or oversee the accounting function of the company to ensure the proper maintenance of all accounting systems and procedures. He will make sure the use of proper internal controls, coordinate audits and legal and statutory compliance regarding financial affairs.

Responsibilities include -

- Manage the National Trading account, including the maintenance of an excel based record of Income and Expenditure.
- Prepare and submit the quarterly Business Activity Statements to the Australian Taxation Office.
- Prepare and submit management accounts to National Council at intervals determined by Council.
- Attend to the payment of accounts submitted to the national office.
- Deposit monies received to the National Account.
- Receive and check the quarterly Financial Reports prepared by State Branches.
- Receive and check the deposits of Registration monies deposited by State Branch and National Registration Officers.
 - Receive and administer monies paid for event registrations, international registration fees, and sundry national income
- Maintain a filed record of registration forms and a record of online registrations paid.
- Manage the signatories to State and National bank accounts.
- Submit all records necessary to the DSA external Accountant for audit and preparation of Annual Financial Statements.
- Liaise with the DSA Accountant prior to the final presentation of Annual Financial Statements to Directors and Members.
- Ensure Annual Financial Statements are available to members via the DSA website.