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Guidelines for appointment of Community Representatives to the Board

Policy Number		Version Number	V1.0
Effective date	14 December 2016	Date to be Reviewed	December 2020
Previous Policy Number/ Amendments	Community Representatives – Terms of Reference 2009		
Responsibility	Chief Executive Officer		

1. PURPOSE

This document provides context and guidance to support the achievement of the objectives of the Whitehorse Manningham Regional Library Corporation (“the Corporation”) by providing guidance in the selection of community representatives to the Board.

2. CONTEXT

The Whitehorse Manningham Regional Library Corporation

- 2.1. The Corporation is a body corporate established under section 196 of the *Local Government Act 1989* (“the Act”).
- 2.2. The Corporation was established in 1995 and operates subject to an Agreement (“the Agreement”) between the Manningham City Council (“Manningham”) and the Whitehorse City Council (“Whitehorse”).

The Library Governance Structure

- 2.3. A tripartite management structure is in place comprising the following:

The Library Board (“the Board”)

The Corporation’s governing body is which is responsible for the strategic and policy direction of the Corporation as well as for management oversight.

Chief Executive Officer and appointed staff

Responsible for delivery of the services of the Corporation.

The Audit Committee

Appointed by the Board to provide oversight and advice in relation to financial reporting, internal control systems, risk management systems and internal and external audits.

- 2.4. The activities of the Corporation and its personnel are subject to legislation and a Code of Conduct. They are also guided by comprehensive plans and policies.

3. THE LIBRARY BOARD

Board membership

- 3.1. The Board comprises:

- two councillors appointed by each member council;
- the Chief Executive Officer of each member council; and
- a community representative appointed by each member council.

- 3.2. The Agreement prescribes that the Board Chairperson must be a councillor. Generally, the position of Chairperson rotates annually between a Manningham councillor and a Whitehorse councillor.

The Community Representative

- 3.3. The community representative must be

- a) a resident or ratepayer of the City of Whitehorse or Manningham;
or
be enrolled to vote at elections held by those councils;
- b) a member of the library; and
- c) have a demonstrated interest and commitment to the enhancement of public library services to the local community.

- 3.4. The appointment of each community representative is for an initial two year term, with an extension of a further two years at the discretion of the Board. As a guide, appointments to a position of community representative should not exceed four years. However circumstances may dictate that the interests of the Corporation are best served by enabling an appointee to occupy the position for a longer period.

- 3.5. Remuneration does not apply to this position, however expenses may be reimbursed in accordance with the policies of the Corporation.

Indemnity and Insurance

- 3.6. Pursuant to the section 76 of the Act, the Corporation is required to indemnify all Board members, including the community members against all actions or claims in respect of any act or thing done or omitted to be done in good faith in the exercise or purported exercise of any function or power conferred on the Corporation.

Section 76A of the Act requires that Public Liability and Professional Indemnity Insurances be in place, to prescribed amounts of indemnity (currently \$30mill and \$5mill respectively).

As a result of the above, community members of the Board are afforded protection by the following insurance policies:

- Voluntary workers
- Directors and Officers Liability

- Public Liability
- Professional Indemnity

Indemnity provisions as described above are not exhaustive and prospective community representatives should be aware of the associated risks for personal liability.

Board meetings

- 3.7. Ordinary meetings of the Board are held quarterly. Special meetings are held as required. Board meetings are held at the Corporation's Box Hill headquarters and are open to the public except when considering confidential items.
- 3.8. Senior officers of the councils and the Corporation support the operation of the Board, including through production and distribution of agendas and minutes. The agenda and minutes of each meeting of the Board are publicly available.
- 3.9. The officers also attend all Board meetings.

4. KEY SELECTION CRITERIA

- 4.1. A community representative must be a resident, ratepayer or voter of the City of Whitehorse or City of Manningham.
- 4.2. In considering applications for community representative positions, the member councils should have regard to the following selection criteria:
 - 4.2.1. appropriate experience and knowledge of the roles and responsibilities of a director as are relevant to community representation on a Board or similar committee;
 - 4.2.2. strong interpersonal and oral communication skills, including ability to work effectively as part of a small team;
 - 4.2.3. awareness of contemporary trends and influences around public policy and service delivery;
 - 4.2.4. understanding of the role of a library and its services within the broader public sector context;
 - 4.2.5. the ability to contribute to the ongoing development of the Board's strategic vision, planning and policy development; and
 - 4.2.6. the scope to complement the performance of the Board through provision of additional relevant experience, skills or qualifications.

5. REVIEW

These Guidelines will be reviewed not later than December 2020.