

The role of the Bushwalking Victoria Board of Management

Like all corporate entities BWV is required by law to establish a body such as the present Board to govern the organisation on behalf of the members and to be accountable to the members annually.

The Board is not a member or stakeholder representative body. That is not its role as defined in the constitution. The constitution quite properly defines it as the body responsible for governing and managing the operations of BWV.

Each member of the Board has a fiduciary duty and certain legal and ethical responsibilities that cannot be delegated to others. These responsibilities include:

- Owing their first duty to the Board and BWV
- Making decisions that are in the best interests of BWV, not their own club or themselves.

They also have a responsibility to be diligent in:

- Understanding all the issues that come before them
- Reading and understanding financial reports
- Satisfying themselves that financial transactions are legitimate and that the organisation does not operate if it becomes insolvent

Each Board member has a responsibility to satisfy themselves to the best of their ability that BWV:

- Meets its contractual obligations
- Carries out its common law duty of care obligations
- Complies with all relevant statute law e.g. work place relations, OHS, Income Tax Act and Associations Incorporation Act.

They also have a duty to:

- Apply their best efforts towards the achievement of the objectives of the organisation as stated in the constitution.
- Monitor the operating environment, to understand and assess opportunities and risks, then develop and approve strategies and actions that will benefit the organisation.
- Accept responsibility for Board decisions including those that originate from sub-committee recommendations.

Current governance practice, on which the BWV structure is based, sets out a clear distinction between stakeholder / member consultation and governance.

The Board is responsible for governance. In carrying out that role it should take into account all factors including advice from members and other stakeholders and then make decisions it considers are in the best interests of the organisation and all its members.

Such consultation can be achieved through a separate process, e.g. member participation on committees or consultation with club presidents or other office bearers.

Bushwalking: At a natural pace in a natural place