



SportWest Incorporated Governance Principles

October 2023

Version	Date	Amendments	Next Review Date
01	17 November 2008	Various amendments reflecting the Federation's inclusion of active recreation and other operational changes	November 2009
02	21 December 2009	Principles endorsed with new Board Governance Charter	November 2010
03	21 February 2011	Reviewed with no amendments	November 2011
04	21 November 2011	Reviewed with no amendments	November 2012
05	11 March 2013	Reviewed with no amendments	November 2013
06	18 November 2013	Reviewed with no amendments	November 2014
07	10 February 2015	Reviewed with no amendments	February 2016
08	2 February 2016	Reviewed with no amendments	February 2017
09	25 July 2017	Reviewed after adoption of new WASF Constitution – no amendments	February 2018
10	27 February 2018	Reviewed with no amendments	February 2019
11	26 February 2019	Reviewed with no amendments	February 2020
12	3 March 2020	Reviewed with no amendments but for further review mid-year, after the scheduled Sport Australia Governance Principles launch in April 2020.	July 2020
13	2 July 2020	Reviewed with no amendments	February 2021
14	2 March 2021	Reviewed with no amendments	February 2022
15	21 February 2022	Reviewed with amendment to remove references to "bylaws"	February 2023
16	20 February 2023	Reviewed with no amendments	February 2024
17	3 October 2023	CEO approved updates to branding and references from WASF to SportWest.	February 2024

Preface

The SportWest Constitution (which incorporates the Rules) is the foundation of SportWest. These Governance Principles should be read in the context of the Constitution and are complemented by the following documents:

- Board Governance Charter;
- SportWest Strategic and Operational Plans.

The Board does not presume to suggest that the policy expounded in this document offers the model for all or any of SportWest's Members, nor their constituents. However, the principles set out in this document may offer a useful guide to SportWest's Members and their affiliates in developing and reviewing their own set of governance principles.

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.

Principle 1: Clear Delineation of Governance Roles

- 1.1 Members in General Meeting (Council) have responsibility for the appointment of SPORTWEST Board members and approving alterations to the Constitution.
- 1.2 The Board has the authority to exercise all the powers of SPORTWEST other than those required by the Constitution to be exercised by the Members in General Meeting and must act in accordance with the purpose of SPORTWEST and the plans and policies approved by Council.
- 1.3 The Board may make, vary or repeal Policies and delegate its authority to any person or Committee. Only the Council can make, vary or repeal Rules.
- 1.4 The Board should be broadly reflective of SPORTWEST's membership with a blend of expertise and skills sufficient to effectively carry out its role.
- 1.5 In accordance with the Constitution, Councillors (representing Members) elect the Members of the Board.
- 1.6 The Board should specify in detail the role of individual Board members and should make those details available generally at the time nomination for elections to the Board are called.
- 1.7 The Board:
 - (a) in consultation with the Members, shall set, articulate and review the broad strategic direction of SPORTWEST including determining the mission, core values and ethical framework for SPORTWEST, as well as key objectives and performance measures;
 - (b) shall appoint, direct and support professional development, evaluate performance and determine remuneration of the SPORTWEST Chief Executive Officer and if required, dismiss the SPORTWEST Chief Executive Officer;
 - (c) shall monitor SPORTWEST's financial and non-financial performance and ensure that risks are appropriately managed; and
 - (d) shall ensure that SPORTWEST complies with all relevant laws, Codes of Conduct and appropriate standards of behaviour.
- 1.8 The Board 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.

Principle 2: Conduct of Meetings and Business

- 2.1 The Board shall annually set a calendar of Board responsibilities.
- 2.2 Board Meetings shall have appropriate documentation. Papers submitted with the Board Agenda will be in an agreed form and be circulated sufficiently in advance of the meeting. The Board shall also maintain a clear record of decisions made through an agreed minuting process.
- 2.3 In the exercise of its power to appoint sub-committees, the Board shall keep the number of Committees to a minimum. It should be accepted, however, that there may be a need for establishing Standing Committees to oversee particular operational matters and Ad-Hoc Committees (from time to time) to research an issue and make recommendations to the Board. Terms of Reference shall be developed for all sub-committees.
- 2.4 The Board shall appoint Standing Committees.
- 2.5 Board Members and/or staff may be appointed from time to time to represent SPORTWEST on external committees or working parties. In such cases those persons will:

- (a) abide by the directions of the Board;
- (b) have regard for the best interests of and the purpose of SPORTWEST and their role as a representative of SPORTWEST; and
- (c) observe the Terms of Reference under which such Committees or working parties are formed.

Principle 3: Effective Governance Controls

- 3.1 The Board is ultimately responsible for the performance of SPORTWEST. The Board should fully understand and clearly recognise its role in discharging this responsibility.
- 3.2 The Board shall determine the process by which it will set the strategic direction, key objectives and performance measures of SPORTWEST as well as its core values and ethical framework.
- 3.3 The Board shall establish and document an effective and efficient financial and non-financial monitoring and evaluation system.
- 3.4 The Board shall establish and document an effective risk management strategy.
- 3.5 The Board shall implement an effective audit and compliance system.
- 3.6 The Board shall ensure development of staff expertise through appropriate training and rewards.
- 3.7 The Board shall develop and document an annual performance appraisal process for the Chief Executive Officer.
- 3.8 The Board shall ensure that the delegation of its authority and any terms, conditions or limitations are clearly documented on each occasion by way of either duty statements, terms of reference, register of resolutions or otherwise.
- 3.9 The Board shall maintain a Code of Conduct specifying the behaviour expected of Board Members and the responsibilities of a Board Member.

Principle 4: Governance Improvement

- 4.1 The Board shall ensure that all new Board Members undergo an appropriate induction process.
- 4.2 The Board shall ensure that there is regular assessment and review of its performance and of SPORTWEST's governance framework.
- 4.3 The Board shall ensure that there is an effective development plan in place to respond to the outcome of any assessment review.
- 4.4 The Board shall develop and implement suitable mechanisms for responding to Board Members not conforming with their obligations on the Board.
- 4.5 The Board shall annually review the Constitution and more often as considered appropriate.

Principle 5: Member Responsiveness

- 5.1 The Board shall exercise leadership, 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 Board recognises that Members' rights and interests and the impact of Board policies and activities on Members are of fundamental importance and accordingly the Board guarantees participation, feedback and communication.
- 5.3 The Board 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 Members shall retain the right to remove Board Members (or a Board as a whole) and to alter the Constitution.
- 5.5 The quorum at General Meetings should not be such as to permit Board Members present at the meeting to command a majority of votes.
- 5.6 The Board shall report to Members annually outlining the achievements of SPORTWEST against the Strategic Plan.