



School Board Governance Program 2011



Australian Government



A I S S A



ASSOCIATION of
INDEPENDENT
SCHOOLS of SA

This brochure outlines the program of workshops and briefings on board governance for members of School Boards, Principals and other school managers.

This program builds on the successful program provided by AISSA in 2010 and is based on advice from the AISSA School Governance Reference Group. It provides opportunities for participants to explore approaches to governance, the roles of Boards and the context within which School Boards operate.

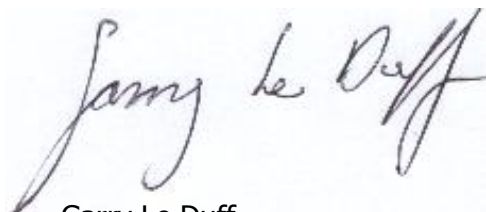
A workshop on basic governance and the education policy context will be conducted for new board members.

Approaches to risk management, board evaluation and governance benchmarks will also be explored.

Additional briefings and workshops may be conducted throughout the year given the volatility of school education and early childhood services policy environment. Information on these activities will be placed on the AISSA website at www.ais.sa.edu.au and flyers will be circulated to schools.

Government regulation and accountability requirements have heightened the need for good governance. Further, to be great a school requires high quality governance and management.

We hope you enjoy the program and take the opportunity to exchange ideas about board governance with your colleagues across the AISSA membership.



Garry Le Duff
Executive Director
Association of Independent Schools of SA

Overview of Workshops

Monday 7 March 6pm OR Tuesday 8 March 6pm	AISSA School Board Governance Briefing The Emerging Agenda and School Governance with Garry Le Duff (AISSA) for School Board Chairpersons and members of School Boards
Thursday 17 March 4:30pm – 7:30pm	Introduction to Financial Management With Henry Botha (Higgins Botha) for recently appointed Governors
Wednesday 6 April 4:30pm – 7pm	Schools and the new Australian Consumer Law With Josh Simons (Minter Ellison) for members of School Boards and Principals
Saturday 9 April 10am – 3:30pm	An Introduction to School Governance With Geoff Newcombe (AISNSW) and Garry Le Duff (AISSA) for recently appointed School Board members
Saturday 21 May 10am – 3.30pm	Developing an Effective Risk Management Framework With Bryan Whitefield (Risk Management Partners) for members of School Boards and Principals
Saturday 4 June 10am – 3.30pm	Board Evaluation With Associate Professor Gavin Nicholson (Queensland University of Technology) for School Board Chairpersons and Principals
Tuesday 21 June 4:30pm – 7pm	Board Performance Evaluation Benchmarks With Kate Costello (Governance Matters) for School Board Chairpersons and Principals
Saturday 30 July 10am – 3.30pm	Developing Your Board (DYB) Tool With Associate Professor Gavin Nicholson (Queensland University of Technology) for School Board Chairpersons and Principals
Tuesday 2 August 4:30pm – 7pm	Constitutions for Schools and Corporate Governance With Neil Gordon and Kent Grey (Minter Ellison) for School Board Chairpersons
Saturday 3 and Saturday 17 September 10am – 3:30pm	Developing a Governance Manual with Bronwyn Halliday (Bronwyn Halliday & Associates) for School Board Chairpersons and Principals

Country schools will be able to access workshops via video conferencing.

AISSA School Board Governance Briefing The Emerging Agenda and School Governance

This briefing is relevant to School Board Chairpersons and members of School Boards

Monday

7 March

6pm

The Langley Room
Adelaide Oval
War Memorial Drive,
North Adelaide

OR

Tuesday

8 March

6pm

The Atrium
Faith Lutheran School
Magnolia Road,
Tanunda

The Emerging Agenda and School Governance

Topics for discussion:

- School Funding Review
- Reporting School Performance
- National (*My School*) Website
- Draft Education and Early Childhood Services Bill
- Not-For-Profit Regulation.

Presented by Garry Le Duff (AISSA)

Garry is currently Executive Director of the Association of Independent Schools of South Australia (AISSA). His key role is to represent the Independent school sector to government and the community. Among other things, he also provides advice to schools on governance and management and the changing policy and legislative context within which schools operate. Garry is also a member of the Non Government Schools Registration Board (NGSRB) and the Independent Schools Council of Australia (ISCA) representative on the Australian Curriculum and Assessment Reporting Authority (ACARA).

There is a \$40 fee per person to attend the briefing (incl. GST).
ABN: 37 819 228 078. AIS.11/001, AIS.11/002.

Dinner will be served during the briefing.

Country Area Program School Principals can apply for travel and accommodation reimbursement.

Introduction to Financial Management

This workshop is relevant to members of School Boards and Business Managers

**Thursday
17 March
4:30pm – 7:30pm**
AISSA Meeting Room
277 Unley Road,
Malvern

Getting to grips with finance and how it drives your school's business is a crucial management skill.

A sound grasp of financial matters is essential at all levels of management. Topics covered in this Financial Management workshop include:

- How to read financial reports and make them work for you.
- How to improve performance and make sound financial decisions.
- How to communicate effectively with financial specialists at your school.

The program follows a challenging and highly interactive format. It will add a new dimension to your business knowledge and performance.

Presented by Henry Botha (Higgins Botha)

Henry Botha has conducted financial management training courses on behalf of corporate clients, government departments and educational institutions. Henry also presents sessions for the Australian Institute of Company Directors, Executive Education Unit of the University of Adelaide and Melbourne Business School.

Numbers are limited to 36 participants

There is a \$30 fee per person to attend the workshop (incl. GST)

ABN: 37 819 228 078. Invoice Reference AIS.11/003

Parking is available in nearby streets.

Schools and the new Australian Consumer Law

This workshop is relevant to members of School Boards and Principals

Wednesday
6 April
4:30pm – 7pm
AISSA Meeting Room
277 Unley Road,
Malvern

It's back to school for 2011. While this year's class of enrolments might think it's unfair that summer holidays are over, the terms of their enrolment might literally be just that: unfair.

The *Competition and Consumer Act 2010* (CCA), formerly known as the *Trade Practices Act 1974*, established a landscape for regulating consumer protection and unfair business practices. In the past, like all other businesses, the CCA has regulated how Independent schools deal with their 'consumers'. However, the CCA has recently been overhauled in two tranches from 1 July 2010 and 1 January 2011, introducing a new national 'Australian Consumer Law'.

This session will canvass and identify potential issues introduced by the new Australian Consumer Law, specifically as they relate to Independent schools, and will also provide a timely reminder of specific legal risk areas for Independent schools. The session will include a discussion of how the new unfair contract terms regime will impact on enrolment terms and other 'contracts' with parents or students, as well as how school advertising needs to comply with the Australian Consumer Law. The new requirement to provide itemised bills to parents or guardians on request will also be discussed.

Presented by Josh Simons and Liam Gaunt (Minter Ellison)

Josh Simons (Partner) and Liam Gaunt (Senior Associate) are part of Minter Ellison's Competition Law, Intellectual Property and Technology team. They have extensive experience advising on competition and consumer law issues for a range of industries. This includes providing advice over a number of years to universities including the University of Adelaide, UniSA, Flinders University and Charles Darwin University, and a number of Independent schools.

Josh and Liam regularly present compliance training seminars in relation to both competition law and intellectual property to educational clients, private companies, listed companies and government bodies.

Josh is the current Deputy Chair of the Law Council of Australia's Competition and Consumer Committee, and was named as one of Australia's leading lawyers in the areas of competition law and intellectual property in *Best Lawyers: Australia (2010)*.

Numbers are limited to 50 participants

There is no charge for attending this workshop. AISNF.11/002

Parking is available in nearby streets.

An Introduction to School Governance

This workshop is relevant to recently appointed members of School Boards

Saturday

9 April

10am – 3:30pm

AISSA Meeting Room

277 Unley Road,

Malvern

The changing Independent school environment:

- Issues for Independent School Boards
- Operating environment for the Independent school sector
- Change in governance realities
- Supervision not micro-management
- The Independent school sector, including the role of AISSA.

Compliance and the School Board:

- Risk management and compliance
- An approach to risk management
- Legal compliance key areas and guiding questions.

An effective Governance framework:

- Governance models
- The governance/delegation process
- Board effectiveness
- Resource documents.

Presented by Geoff Newcombe (AISNSW)

Dr Geoff Newcombe was appointed Executive Director of AISNSW (AIS) in January 2005. Prior to this he held the senior position of AIS Director of School Governance and Industrial Relations. He has had a variety of governance and management experience across the Independent schooling sector. Geoff has published widely in the areas of school governance and participation in financial decision making. He was Chairman of the Non Government Schools (NGS) Superannuation Fund for a number of years.

Garry Le Duff (AISSA)

Garry is currently Executive Director of the Association of Independent Schools of South Australia (AISSA). His key role is to represent the Independent school sector to government and the community. Among other things, he also provides advice to schools on governance and management and the changing policy and legislative context within which schools operate. Garry is also a member of the Non Government Schools Registration Board (NGSRB) and the Independent Schools Council of Australia (ISCA) representative on the Australian Curriculum and Assessment Reporting Authority (ACARA).

Numbers are limited to 36 participants

There is no charge for attending this workshop. AISNF.11/003

Parking is available in nearby streets.

Developing an Effective Risk Management Framework

This workshop is relevant to members of School Boards and Principals

Saturday

21 May

10am – 3:30pm

AISSA Meeting Room

277 Unley Road,

Malvern

We all manage many risks in our schools on a day to day basis. There is now an Australian and international standard AS/NZS ISO 3100: Risk Management that provides sound guidance on how to manage risk effectively through an integrated approach.

Risk management is a part of good governance. It can be seen to be complicated but it simply isn't. It is what we do every day of our personal and business lives. We consider options and the likely consequences of our decisions and take action. It is the same process for crossing the road as for determining the level of school fees to charge.

In this workshop you will be introduced to what an effective risk management framework looks like and how it works. As importantly the process of risk assessment you do every day will be broken down for you so you can apply it more formally to your key decisions.

The framework, tools and techniques you will be introduced to will provide you with a basis for managing risk in your school more effectively than ever before. It will also provide you with the means to demonstrate to your key stakeholders you understand and are managing risk for the benefit of the greater school community.

Presented by Bryan Whitefield (Risk Management Partners)

Risk Management Partners' Director, Bryan Whitefield (B.E. Chem (Hons), MBA, MRMIA, CPRM) is a dynamic trainer who has built a career in risk management by demystifying it for board directors, CEO's, senior and middle management and for frontline staff. He has developed highly practical methods of documenting and communicating risks for key stakeholders that he will share in this course.

Numbers are limited to 36 participants

There is a \$50 fee per person to attend the workshop (incl. GST)

ABN: 37 819 228 078. Invoice Reference AIS.11/004

Parking is available in nearby streets.

Board Evaluation

This workshop is relevant to School Board Chairpersons and Principals

Saturday

4 June

10am – 3.30pm

AISSA Meeting Room

277 Unley Road,

Malvern

Evaluations are a key tool for boards that can be used for many purposes. They provide the feedback groups and individuals need to keep improving and can send a strong cultural message to the rest of the organisation: performance is important and everyone is expected to be accountable for their performance.

In this workshop we will discuss the essential elements of what makes a successful board evaluation. Participants will leave with a clear and pragmatic view on what they need to do to implement an evaluation process likely to add value to their Board.

The Developing Your Board (DYB) Tool developed by the Queensland University of Technology will also be introduced to those participants wishing to attend the subsequent workshop on 30 July.

Presented by Associate Professor Gavin Nicholson (Queensland University of Technology)

In addition to researching, lecturing and developing materials in the areas of governance policy and practice, Gavin is an experienced director, governance researcher and board consultant. He has published extensively in the leading journals of his field and currently oversees several large research projects aimed at understanding how boards operate. Gavin has provided advice on corporate governance and strategy to listed and large public companies, government owned corporations, statutory authorities, not-for-profit organisations and local government. He has published extensively in the area of corporate governance, co-authoring two books "Boards that Work: A New Guide for Directors" and "Board, Director and CEO Evaluation" and a manual for boards seeking to implement the ASX Corporate Governance Principles.

Gavin is an active speaker on both practical and academic governance issues and has presented his work in Australasia, Africa, Europe and North America.

Numbers are limited to 36 participants

There is a \$30 fee per person to attend the workshop (incl. GST)

ABN: 37 819 228 078. Invoice Reference AIS.11/005

Parking is available in nearby streets.

Board Performance Evaluation Benchmarks

This workshop is relevant to School Board Chairpersons and Principals

Tuesday
21 June
4:30pm – 7pm
277 Unley Road,
Malvern

The role of the Board necessitates assessing and monitoring the performance of the School and the Principal. Best practice boards also understand the need to evaluate their own performance. This session will cover:

- the benefits of governance evaluations
- who and what to evaluate
- how to evaluate using different methodologies

The session will also look at confidential benchmarking of the governance of School Boards so your Board can compare its performance with its peers.

Presented by Kate Costello (Governance Matters)

Kate's experience in the sector stems from over 25 years of work in corporate governance and strategy consulting. She has worked closely with the boards of client organisations and has held many directorships. Kate was also a facilitator in the Company Directors' Course, a comprehensive director program offered by the Australian Institute of Company Directors.

Internationally, Kate was an integral part in developing an inaugural governance program for Thailand's Institute of Directors. She was also an alliance group member for a governance initiative in China funded by the World Bank and AUSAID.

Kate is a member of the Independent Selection Committee, University of Adelaide, a fellow of the Australian Institute of Company Directors and a member of the Law Society of South Australia. She was a committee member for the independent review of the governance of soccer in Australia.

Numbers are limited to 36 participants

There is a \$30 fee per person to attend the workshop (incl. GST)

ABN: 37 819 228 078. Invoice Reference AIS.11/006

Parking is available in nearby streets.

Developing Your Board (DYB) Tool

This workshop is relevant to School Board Chairpersons and Principals

Saturday

30 July

10am – 3.30pm

AISSA Meeting Room

277 Unley Road,

Malvern

Knowing how to conduct a Board evaluation is only part of the challenge for boards seeking to improve their performance. Boards also need to be able to analyse and interpret the data they collect in order to formulate an action plan for desired change.

This workshop session builds on the discussion of Board evaluations (4 June) to provide a workshop environment for participants to analyse their own Board's performance. Prior to the session, participants can have their Boards complete the DYB Evaluation Tool developed at the Queensland University of Technology. By the end of the workshop, participants will leave with a clear understanding of how to interpret the DYB Board Evaluation Report and an action plan for changes they can make to improve their Board's performance.

Associate Professor Gavin Nicholson, (Queensland University of Technology)

In addition to researching, lecturing and developing materials in the areas of governance policy and practice, Gavin is an experienced director, governance researcher and board consultant. He has published extensively in the leading journals of his field and currently oversees several large research projects aimed at understanding how boards operate. Gavin has provided advice on corporate governance and strategy to listed and large public companies, government owned corporations, statutory authorities, not-for-profit organisations and local government. He has published extensively in the area of corporate governance, co-authoring two books "Boards that Work: A New Guide for Directors" and "Board, Director and CEO Evaluation" and a manual for boards seeking to implement the ASX Corporate Governance Principles.

Gavin is an active speaker on both practical and academic governance issues and has presented his work in Australasia, Africa, Europe and North America.

Numbers are limited to 36 participants

There is a \$30 fee per person to attend the workshop (incl. GST)

ABN: 37 819 228 078. Invoice Reference AIS.11/007

Parking is available in nearby streets.

Constitutions for Schools and Corporate Governance

This workshop is relevant to School Board Chairpersons

Tuesday

2 August

4.30pm – 7pm

AISSA Meeting Room

277 Unley Road,

Malvern

This session will start with a discussion about the requirements for, and contents of, constitutions (or rules) of Independent schools as regulated by the *Associations Incorporation Act 1985*, and will provide practical suggestions on actions to be taken by school Boards in this area. The session will then move into a discussion about the roles and responsibilities of Board members and other school officers, and good corporate governance practices.

Issues to be addressed will include:

- How much do you know about your school's constitution?
- Model constitution structure / contents.
- Ongoing regulatory requirements.
- The role of the constitution in good corporate governance.
- The role of the officers / Board members of incorporated associations.
- Understanding good corporate governance and practical application to schools.
- Legal responsibilities of the Board, the Chair, the Principal, and officers.
- Effective delegation.
- Where is corporate governance headed?

Presented by Neil Gordon and Kent Grey (Minter Ellison)

Kent Grey and Neil Gordon are both partners in the Corporate Division of national law firm Minter Ellison, based in Adelaide.

A key area of Kent's practice is advising on corporate governance and risk management, across a wide range of industry sectors. He conducts 'whole-of-organisation' compliance and risk auditing processes, and has been a key adviser on the development of risk management protocols, change management processes associated with compliance and risk programs and advising boards and senior management on governance and risk issues generally.

Neil is the head of Minter Ellison's Corporate Division and has wide ranging corporate and commercial advisory expertise with clients across a broad spectrum of industries. He has been a legal adviser to AISSA, and some of its member schools, for many years. He advises a wide range of incorporated associations (including schools) on structural and contractual issues, and in particular on their constitutions (or rules) as required under the *Associations Incorporation Act 1985*, and related documentation.

Numbers are limited to 50 participants

There is no charge for attending this workshop. AISNF.11/004

Parking is available in nearby streets.

Developing a Governance Framework

These sessions are relevant to **School Board Chairpersons and Principals.**

2 day workshop:

Saturday 3

September

10am – 3:30pm

AISSA Meeting Room
277 Unley Road,
Malvern

and

Saturday 17

September

10am – 3:30pm

AISSA Meeting Room
277 Unley Road,
Malvern

This two day workshop will assist school communities to understand their governance responsibilities and duties and to develop Board Governance Frameworks which reflect these responsibilities.

Day 1 will focus on good governance practices, including:

- understanding existing governance practices
- understanding legal, compliance and fiduciary responsibilities
- developing awareness of good governance practices, including tips and protocols regarding meeting procedures, confidentiality, sub-committees, evaluation, risk framework.

Day 2 will focus on the writing and reviewing sections of the Governance Framework, including workshoping:

- elements of the Governance Framework including the role of the Board, the role of Governors including the Chair, the role of the CEO
- topics associated with Board protocols including meetings, agendas, minutes and papers, compliance. Tips will be provided for drafting these sessions.
- a Code of Conduct and developing a draft code in plenary session
- actions to complete the first draft of a Governance Framework.

Templates and draft documents will be provided to use as reference material when writing the Governance Framework.

Presented by Bronwyn Halliday (Bronwyn Halliday & Associates)

Bronwyn Halliday was appointed Executive Director, Planning SA in January 2004. Prior to this role, Bronwyn Halliday held the position of Director, State Library from 2000 to 2004 and before that was a management consultant specialising in change management and business improvement.

She is a member of a range of committees and boards including Australian Building Codes Board, South Australian Housing Trust, South Australian History Trust (chair), KESAB (Chair), Carrick Hill, Council of St Anne's College, University of SA Faculty Advisory Committees and University of Adelaide Advisory Boards.

Numbers are limited to 36 participants

There is a \$75 fee per person to attend the workshop (incl. GST)

ABN: 37 819 228 078. Invoice Reference AIS.11/008

Parking is available in nearby streets.

A I S S A

ASSOCIATION of
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SCHOOLS of SA

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COLLECTION NOTICE

Association of Independent Schools of SA collects personal information about students, school employees, and others that interact with the organisation. The primary purpose of collecting this information is to enable the organisation to provide services to students, schools or others. The organisation may from time to time disclose personal information to others for advisory, administrative or educational purposes. Such disclosures will only be in relation to the primary purpose of collection or for a secondary purpose, related to the primary purpose, and which the individual would reasonably expect. If the organisation does not receive the information referred to above, it may not be able to provide the relevant service to the school, student, school employee or others. Any questions in relation to the collection, use and disclosure and retention of personal information collected by the organisation can be directed to the organisation's Privacy Officer (Mr Roger Anderson).