CHIYUBUNUZYO ARTS & CULTURE ASSOCIATION (CACA)

BOARD GOVERNANCE POLICY

Governance, oversight, accountability and responsible leadership

1. Policy Purpose

This Board Governance Policy establishes the principles, roles and responsibilities that guide the governance of Chiyubunuzyo Arts & Culture Association (CACA). It is intended to support effective leadership, accountability, transparency, ethical decision-making and responsible stewardship of the organisation's mission and resources.

2. Scope

This policy applies to members of the CACA Board and, where relevant, to management and other persons participating in governance or acting under delegated authority. It should be read together with CACA's other organisational policies and applicable registration, legal and regulatory requirements.

3. Governance Principles

- Mission and community focus — governance decisions should advance CACA's mission and serve the communities and cultural heritage the organisation exists to support.
- Integrity and ethical conduct — Board members should act honestly, respectfully and in the best interests of CACA.
- Accountability and transparency — decisions, responsibilities and use of resources should be appropriately documented and open to legitimate scrutiny.
- Participation and inclusion — governance should value diverse perspectives and promote fair and meaningful participation.
- Independence and responsible oversight — the Board should provide appropriate oversight without interfering unnecessarily in day-to-day management.
- Cultural respect — governance should respect community knowledge, cultural values, dignity and cultural ownership.
- Continuous learning — the Board should use evidence, monitoring, evaluation and stakeholder feedback to strengthen organisational performance.

4. Role of the Board

The Board provides strategic oversight and governance of CACA. Its responsibilities include:

- Providing strategic direction and protecting CACA's mission, values and organisational integrity.
- Approving major strategies, plans, budgets and significant organisational decisions.
- Overseeing financial management, risk management and responsible use of organisational resources.
- Supporting appropriate safeguarding, inclusion, ethical and accountability systems.
- Monitoring organisational performance and reviewing progress against approved plans.
- Supporting compliance with CACA's registration obligations, donor requirements and applicable rules.

- Appointing, supporting and overseeing the appropriate organisational leadership and delegated responsibilities.
- Representing and protecting the legitimate interests and reputation of CACA.

5. Duties of Board Members

Each Board member is expected to:

- Act in good faith and in the best interests of CACA.
- Attend and participate constructively in Board meetings and assigned responsibilities.
- Prepare adequately for meetings and consider information carefully before making decisions.
- Maintain confidentiality where information is confidential or sensitive.
- Declare actual, potential or perceived conflicts of interest.
- Avoid using Board position or organisational information for improper personal benefit.
- Treat other Board members, staff, volunteers, partners and community members with respect.
- Support safeguarding, inclusion, ethical conduct and responsible stewardship.

6. Board Chairperson

The Chairperson provides leadership to the Board, facilitates effective meetings, promotes constructive decision-making and supports clear separation between governance oversight and day-to-day management. The Chairperson should help ensure that Board discussions remain aligned with CACA's mission and responsibilities.

7. Secretary and Board Records

The Secretary or designated responsible person should maintain appropriate records of Board meetings, decisions, attendance and relevant governance documents. Records should be stored securely and made available to authorised persons as appropriate.

8. Treasurer and Financial Oversight

The Treasurer or designated Board representative supports oversight of financial accountability. The Board should receive appropriate financial information, review budgets and financial reports, and ensure that significant financial decisions are appropriately authorised and documented.

9. Board Meetings and Decision-Making

Board meetings should be held as reasonably required to discharge governance responsibilities. Agendas and relevant information should be provided where practicable in advance. Decisions should be made through appropriate discussion and, where necessary, a recorded vote or other agreed decision-making process.

Board decisions should be recorded in minutes or other appropriate governance records. Where a Board member has a conflict of interest, the conflict should be declared and managed in accordance with CACA's Conflict of Interest Policy.

10. Delegation and Management

The Board may delegate operational responsibilities to the Director, management or designated personnel while retaining appropriate oversight. Delegation should be clear, proportionate and documented where necessary. The Board should avoid unnecessary interference in routine operational matters while ensuring that management remains accountable for delegated responsibilities.

11. Financial and Resource Stewardship

The Board has a responsibility to oversee the responsible stewardship of CACA's financial, physical, cultural and digital resources. Board members should support appropriate financial controls, procurement processes, record keeping and protection against fraud, corruption, misuse or unauthorised expenditure.

12. Risk Management and Safeguarding

The Board should promote reasonable systems for identifying and managing organisational risks, including financial, safeguarding, reputational, operational, digital and programme risks. The Board should ensure that safeguarding and child protection receive appropriate attention in activities involving children and other participants.

13. Conflict of Interest

Board members must disclose relevant interests that could influence, or reasonably appear to influence, their judgement. The Board should determine an appropriate management response, which may include recording the declaration, restricting participation in a decision or taking other reasonable steps.

14. Confidentiality and Information

Board members should protect confidential organisational, personal, financial, community and partner information. Information should only be accessed, used or shared for legitimate organisational purposes and in accordance with CACA's Data Protection & Privacy Policy.

15. Board Performance and Review

The Board should periodically reflect on its effectiveness, attendance, skills, responsibilities, decision-making and contribution to CACA's mission. Where appropriate, the Board may identify training, skills development or changes in governance practice needed to strengthen performance.

16. Accountability to Communities and Stakeholders

CACA's governance should remain connected to the communities and cultural groups it serves. The Board should encourage appropriate consultation, feedback, accountability and learning while protecting confidential information and respecting cultural rights.

17. Policy Compliance and Review

Board members and relevant organisational representatives are expected to comply with this policy and related CACA policies. The policy should be reviewed periodically and updated when organisational, community, legal, regulatory or governance circumstances make revision appropriate.

18. Governance Commitment

CACA is committed to governance that is transparent, ethical, inclusive, community-responsive and accountable. The Board will seek to provide responsible stewardship of the organisation's mission, resources, cultural responsibilities and relationships while supporting sustainable community impact.

Organisation: Chiyubunuzyo Arts & Culture Association (CACA)
Document: Board Governance Policy
Status: Organisational policy for adoption, implementation and periodic review

This policy should be read alongside CACA's Code of Ethics, Conflict of Interest Policy, Financial Management Policy, Safeguarding Policy and other applicable organisational policies.