



**CORPORATE GOVERNANCE
POLICY
2026/2027**



1. INTRODUCTION

In accordance with Code 1.2 of the *Community Broadcasting Codes of Practice*, this policy outlines the corporate governance framework, principles, and procedures that support the management, financial, technical, and legal obligations of VOICE FM.

This policy ensures that VOICE FM operates in a transparent, accountable, ethical, and sustainable manner and complies with all applicable legislation and regulatory requirements.

2. PURPOSE

The purpose of this policy is to:

- Clarify and give effect to the governance principles contained within the VOICE FM Constitution
- Define the roles, responsibilities, and authority of the Committee of Management (Board), sub-committees, and management
- Document how governance is structured, implemented, monitored, and reviewed within the organisation
- Support the delivery of VOICE FM's strategic objectives and community broadcasting obligations

3. GOVERNANCE PRINCIPLES

VOICE FM is committed to high standards of corporate governance based on the following principles:

- Accountability and transparency
- Ethical and responsible decision-making
- Compliance with legal and regulatory obligations
- Strategic leadership and effective oversight
- Community responsibility and sustainability
- Clear separation between governance and operational management

4. COMMITTEE OF MANAGEMENT (BOARD)

4.1 Role and Responsibilities

The Committee of Management ("the Board") is collectively responsible and accountable for ensuring that VOICE FM:

- Achieves its objectives and strategic direction
- Operates in accordance with Voice FM Code of Practice
- Remains solvent and financially sustainable
- Complies with all legal, regulatory, financial, and ethical obligations



The Board's responsibilities cannot be delegated and include:

- **Compliance monitoring** – ensuring compliance with the Constitution, Codes of Practice, and organisational values
- **Organisational governance** – approving policies, plans, and budgets and monitoring performance
- **Strategic planning** – setting and reviewing strategic direction and initiatives
- **Regulatory monitoring** – ensuring compliance with all relevant laws and regulations
- **Financial monitoring** – oversight of budgets, financial planning and performance
- **Financial reporting** – approval of annual financial statements and statutory reports
- **Organisational structure** – liaising with the Station Manager and committees in matters requiring Board attention and direction
- **Leadership selection** – appointing, evaluating and supporting staff and leadership volunteers
- **Risk management** – identifying, monitoring, and mitigating organisational risks
- **Dispute management** – managing conflicts within the organisation when required
- **Social responsibility** – considering ethical, social, and environmental impacts
- **Board performance** – evaluating and improving Board effectiveness

4.2 Board Composition

The Board shall be structured to ensure effective oversight, strategic leadership, and accountability. Directors collectively should bring an appropriate mix of skills, experience, and expertise, including governance, finance, legal compliance, risk management, technical broadcasting knowledge, and community engagement.

Board Positions include:

- Chairperson
- Vice Chairperson
- Treasurer
- Secretary
- Technical Director
- Station Manager
- General Board Members (up to four)

Chairperson

The Chairperson provides leadership to the Board of Directors and is responsible for the effective functioning of the Board. The Chair:

- Leads Board meetings and ensures orderly, inclusive, and effective decision-making
- Sets the governance agenda in line with the organisation's strategic objectives
- Acts as the primary representative and spokesperson of the Board
- Ensures the Board fulfills its governance, compliance, and oversight responsibilities

Vice Chairperson

Vice Chairperson supports the Chairperson and acts in their place when required. The role includes:

- Assisting the Chair in governance leadership and Board coordination
- Chairing meetings in the absence of the Chairperson
- Supporting succession planning and continuity of leadership



- Undertaking governance tasks as delegated by the Board

Treasurer

The Treasurer is responsible for financial governance and oversight, ensuring the organisation's financial health and sustainability. Responsibilities include:

- Monitoring financial performance and cash flow
- Overseeing budgeting and financial planning processes
- Ensuring accurate financial records and reporting
- Presenting financial reports to the Board and members
- Liaising with the Stations accountant and auditor and ensuring compliance with financial and regulatory obligations

Secretary

The Secretary is responsible for governance administration and compliance with statutory and constitutional requirements. Duties include:

- Maintaining official records, minutes, and Board documentation
- Ensuring meetings are properly convened and documented
- Managing correspondence and official notices
- Maintaining registers required by legislation (members, interests, etc.)
- Supporting compliance with the Constitution and regulatory obligations

Technical Director

The Technical Director provides strategic oversight and governance input relating to broadcasting and technical infrastructure. This role includes:

- Reporting to the Station Manager
- Advising the Board on technical and broadcasting matters
- Overseeing technical compliance with broadcasting standards and ACMA requirements
- Overseeing management related to all studios, transmission, IT, and cyber systems
- Ensuring appropriate planning for maintenance, upgrades, and technical continuity
- Ensuring appropriate safety and quality of studio and production facilities
- Liaise with volunteers in training and production including outside broadcasts

Station Manager

The Station Manager provides operational leadership and reports to the Board on day-to-day station activities. Responsibilities include:

- Managing daily operations of the radio station
- Implementing Board-approved strategies, policies, and budgets
- Coordinating staff and volunteers
- Liaison with various committees and implementing strategies and decisions
- Coordinate community engagement and induction with assistance as required
- Oversee sponsorship and membership strategies



- Report to the Board on performance, risks, and compliance

General Board Members (up to four)

General Board Members contribute to collective governance and decision-making without holding a specific office. Their role includes:

- Participating in Board discussions and decisions
- Providing skills, experience, and community perspectives
- Serving on sub-committees as required
- Supporting strategic planning, compliance, and organisational performance

4.3 Delineation of Governance and Management

The separation of governance and operational responsibilities is fundamental.

Board Responsibilities:

- Set strategic direction and long-term vision
- Oversee organisational performance and financial sustainability
- Ensure compliance with legal, regulatory, and ethical obligations
- Where appropriate, represent Voice FM in an official capacity for events, openings, press conferences, stakeholder meetings,

Management Responsibilities:

- Manage day-to-day operations
- Implement Board-approved strategies and policies
- Ensure operational efficiency and volunteer coordination
- Report regularly to the Board
- Where appropriate, represent Voice FM in an official capacity for events, openings, press conferences, stakeholder meetings, and other meetings relative to our broadcasting activities.

Board members who take on operational roles must clearly separate their governance responsibilities from their operational duties and act under Board direction when performing operational functions.

5. BOARD COMMITTEES AND SUB-COMMITTEES

5.1 Sub-Committees

The Board may establish sub-committees to assist with governance and operational oversight. Sub-committees operate within the policies and direction set by the Board.

Sub-committees include:

- **Finance** – Finance, membership, sponsorship
- **Technical** – Broadcasting, audio, station equipment and facilities, website
- **Promotions** – Promotions, public relations, fundraising, outside broadcasts



- **Programming** – Oversee programming, scheduling and training in liason with the Station Manager.

Each sub-committee shall:

- Have a Board representative
- Consist of **3–5 members**
- Report regularly to the Board

5.2 Responsibilities of Sub-Committees

Sub-committees are responsible for:

- Addressing key operational and management matters
- Developing and implementing strategies relating to Board-approved policies and in accordance with the guidelines established by ACMA and the CBAA.
- Preparing and managing budgets
- Maintaining effective risk management practices
- Keeping the Board and regulators informed of material issues
- Managing operations in accordance with ethical, social, and environmental standards

Final decision-making authority remains with the Board.

6. ETHICAL STANDARDS AND COMPLIANCE

6.1 Code of Conduct

VOICE FM maintains a Code of Conduct applicable to directors, volunteers, and representatives. The Code promotes integrity, professionalism, respect, and compliance with all applicable laws.

6.2 Conflicts of Interest

All actual, potential, or perceived conflicts of interest must be disclosed. A register of interests shall be maintained, and conflicted individuals must not participate in related decisions.

7. RISK MANAGEMENT AND INTERNAL CONTROLS

The Board retains ultimate responsibility for risk oversight.

- A structured risk management framework will identify, assess, and mitigate financial, operational, strategic, reputational, physical, mental health and cyber risks
- Internal controls will ensure accuracy of financial reporting, protection of assets, and compliance
- Cybersecurity measures will protect systems, data, and digital assets

Risks and controls are reviewed regularly.



8. PERFORMANCE REVIEW

The Board will regularly review:

- Its own performance and effectiveness
- Staff and Sub-committee performance
- Individual director contributions

Findings will inform training, succession planning, and governance improvements.

9. EXTERNAL ACCOUNTABILITY

VOICE FM is accountable to:

- The Australian Communications and Media Authority (ACMA)
- Community Broadcasting Association of Australia (CBAA)
- Consumer Affairs Victoria (CAV)
- Other relevant regulatory bodies
- The licensed broadcast community, members, presenters, and sponsors

These stakeholders ensure the delivery of a diverse, inclusive, high-quality, and sustainable community radio service.

10. REVIEWS AND ASSURANCE

- An external accounting firm conducts financial audits and internal control reviews
- External consultants advise on technical infrastructure and maintenance
- Qualified legal advisors are engaged as required

11. SUSTAINABILITY, DIVERSITY, AND SUCCESSION

VOICE FM is committed to:

- Environmental, social, and governance (ESG) responsibility
- Diversity and inclusion across governance and operations
- Clear succession planning for Board and leadership roles