



GRANN Governance & Board Stewardship Pack

Welcome to the governance structure of the Gladstone Region Autistic & Neurodivergent Network Inc. (GRANN).

This document outlines how GRANN is governed under its Constitution and legal obligations.

1. Governance Framework

GRANN is:

- An incorporated association (Qld)
- ACNC-registered charity
- Public Benevolent Institution
- Deductible Gift Recipient

The Board is legally responsible for ensuring compliance across all of these frameworks.

2. Role of the Board

The Board governs the organisation. It does not manage daily program delivery.

Board responsibilities include:

- Protecting charitable purpose
- Strategic oversight
- Risk management
- Financial accountability
- Ensuring lawful operation
- Protecting member rights

3. Elections & Terms

Board members:

- Are elected by eligible voting members
- Serve terms of up to three (3) years
- May serve staggered terms
- May be removed under constitutional processes

Elections occur at the AGM where required.

Only eligible voting members may nominate and vote.

4. Governance vs Social Enterprise

GRANN may operate Social Enterprise activities to support its charitable purpose.

However:

- Social Enterprise participation does not confer governance rights
- Contractors are not Board members by default
- Governance decisions must remain independent

This separation protects GRANN's charity and DGR status.

5. Legal & Ethical Duties

Board members must:

- Act in good faith
- Act with care and diligence
- Avoid improper use of position
- Declare conflicts
- Ensure funds further charitable purposes

These duties are non-negotiable under law.

6. Conflict of Interest Management

Conflicts must be:

- Declared promptly
- Recorded in minutes
- Managed transparently
- Accompanied by recusal where required

7. Financial Governance

Principles:

- No private profit distribution
- Clear documentation
- Two-signatory principle where possible
- Budget oversight
- AGM financial reporting

8. Safeguarding & Duty of Care

Board members are collectively responsible for:

- Preventing harm
- Responding to concerns
- Maintaining inclusive environments

Safeguarding overrides reputational concerns.

9. Decision-Making

The Board seeks consensus.

If consensus cannot be reached, decisions are made by majority vote as outlined in the Constitution.

Dissent may be respectfully recorded.

10. Accountability to Members

Members retain the right to:

- Vote
- Elect Board members
- Remove Board members (per Constitution)
- Ask questions at AGMs

The Board is accountable to the membership.

Governance is stewardship, not authority for its own sake.