



BOARD ATTENDANCE POLICY

INTRODUCTION

Regular attendance at Board and committee meetings is crucial for ensuring effective governance and continuity in the management of Apprenticeships Are Us Limited. This policy aligns with the standards established by the *Australian Charities and Not-for-profits Commission (ACNC)*, the *National Standards for Group Training Organisations (GTOs)*, and the relevant provisions of the *Corporations Act 2001 (Cth)*.

PURPOSE

The Board Attendance Policy aims to promote and maintain regular attendance at Apprenticeships Are Us Limited (ARU) Board and committee meetings. Additionally, it provides a framework for addressing lapses in attendance.

The Board Attendance Policy is designed to promote regular attendance and active participation in Apprenticeships Are Us Ltd's Board and committee meetings. This policy ensures compliance with the ACNC Governance Standards, which emphasize responsible governance and accountability of registered charities.

LEGISLATIVE & GOVERNANCE FRAMEWORK

This policy is guided by:

- **Corporations Act 2001 (Cth)** – director duties, meeting requirements, and governance obligations
- **ACNC Act 2012 (Cth) and ACNC Governance Standards**, specifically:
 - i. *Standard 2: Accountability to Members*
 - ii. *Standard 5: Duties of Responsible Persons*
- **Apprenticeships Are Us Ltd Constitution**
- **National Standards for Group Training Organisations (2017)**
- **AICD Not-for-Profit Governance Principles**
- **ARU Governance Charter and Board Code of Conduct**

Directors must comply with these requirements to discharge their duties lawfully and to maintain ARU's charity registration and good standing.

DEFINITIONS

“Board Meeting”

A properly convened meeting of the ARU Board, whether held in person, online, or via teleconference.

“Committee Meeting”

A meeting of any committee formally established by the ARU Board.

“Attendance”

Being present for the entire meeting and participating meaningfully in deliberations.

“Reasonable Excuse”

Circumstances beyond a director’s control that prevent attendance, including illness, bereavement, family emergency, unavoidable work commitments, or significant personal matters.

“Non-Attendance”

Failure to attend a scheduled meeting without reasonable excuse and without timely notice to the Chair.

“Responsible Person”

A person meeting the definition under the ACNC Act (including all ARU directors).

POLICY

ARU Board and committee members are expected to manifest their dedication to the organisation by ensuring consistent attendance at the ARU Board or committee meetings on which they serve, except when unforeseeable events preclude their attendance. Consistent attendance is vital to meeting governance obligations under the *Corporations Act 2001 (Cth)*, ACNC Governance Standards, and the *National Standards for Group Training Organisations*.

RESPONSIBILITIES

The Chair is responsible for monitoring the attendance of all ARU Board members and ensuring that they comply with the Board Attendance Policy. The Chair will also ensure that ARU adheres to its legal obligations under the *Corporations Act 2001 (Cth)*, ACNC Governance Standards, and the *National Standards for Group Training Organisations* regarding board governance.

Chair

- Monitors meeting attendance and participation.
- Addresses attendance concerns early.
- Ensures compliance with statutory and constitutional obligations.
- Initiates attendance reviews where required.

Company Secretary

- Maintains the official Attendance Register.
- Issues meeting notices, agendas, and papers in accordance with ARU governance protocols.
- Reports attendance trends to the Chair and the ARU Board.

Individual Directors

All directors must:

- attend all meetings unless prevented by a reasonable excuse.
- prepare adequately and contribute.
- notify the Chair promptly of any absence.
- comply with fiduciary duties under the Corporations Act and ACNC Governance Standard 5.

Committee Chairs

- Track attendance and engagement of committee members.
- Report persistent issues to the Board Chair.

GOVERNANCE EXPECTATIONS & MINIMUM STANDARDS

Active participation and consistent attendance are essential to:

- maintaining proper oversight of ARU's operations.
- ensuring compliance with ACNC Governance Standards.
- meeting Corporations Act duties of care and diligence.
- overseeing financial sustainability, risk and strategy.
- making informed decisions.

A director may be considered in breach of their duties if their non-attendance:

- prevents them from remaining informed.
- places ARU at regulatory or operational risk.
- undermines Board effectiveness.
- breaches constitutional or legal attendance expectations.

PROCESSES

1. The Chair shall notify ARU Board members of upcoming meetings no fewer than 21 working days before the scheduled meeting date. The Chair (or Company Secretary on the Chair's behalf) will issue meeting notices:
 - i. no fewer than **21 calendar days** before scheduled meetings;
 - ii. with supporting papers and agenda items;
 - iii. in alignment with the ARU Constitution and Board Charter;
 - iv. Urgent meetings may be held on shorter notice were permitted under the Constitution.
2. In cases where ARU Board members are unable to attend an ARU Board meeting, they should promptly inform the Chair of their intended absence.
3. In compliance with modern governance best practices and the *Corporations Act 2001 (Cth)*, meetings held via teleconference or online platforms will be treated as equivalent to in-person meetings for attendance purposes.
4. A member of the ARU Board who is absent from two consecutive meetings without prior notification to the Chair or absent from three consecutive meetings even after notifying the Chair of their absence is in breach of their governance obligations as outlined by the *Corporations Act 2001 (Cth)* and *ACNC Governance Standards*. In cases of persistent non-attendance, the Chair may initiate formal disciplinary actions, including termination of Board membership, in accordance with ARU's governance policies and legal obligations under the ACNC Governance Standards

5. Prospective ARU Board members shall receive copies of the attendance policy and be asked to commit to observing its terms.
6. If an ARU Board member is found to be in breach of their attendance requirements, the Chair shall engage in a consultation process to address the matter.
7. The Chair will make a sincere attempt to resolve any attendance-related difficulties encountered by the ARU Board member.
8. If no mutually satisfactory resolution is attainable and the ARU Board member wishes to continue serving on the ARU Board, the matter will be presented to the ARU's Board at its next meeting. The affected ARU Board member will be entitled to address this item and participate in the voting process. Subsequently, the ARU Board will determine the appropriate course of action regarding the member's continued membership.
9. If the ARU Board decides that termination is warranted, the ARU Board may suspend the member's membership. If the suspended member wishes to continue in their position, the suspension will be subject to approval at a general meeting. The suspended member will have an opportunity to present their case, either in person or through a representative, and may submit written materials for circulation.
10. The ARU Board may remove any individual from any ARU Board sub-committee for various reasons, including but not limited to non-attendance.
11. In compliance with the *Corporations Act 2001 (Cth)* and *ACNC Governance Standards*, following the removal of any individual from the ARU Board or from any committee under this provision. The terminated member shall retain the right to stand for re-election to the ARU Board at the next election cycle.
12. The Chair shall notify Board members of upcoming meetings no fewer than 21 working days before the scheduled meeting date, ensuring proper governance practices are followed, in line with the ACNC guidelines

ACCEPTABLE AND UNACCEPTABLE ABSENCES

Acceptable Reasons

- illness or injury
- family emergencies
- bereavement
- unavoidable work or travel commitments
- pre-approved leave
- urgent personal circumstances

Unacceptable Reasons

- repeated “no-shows” without notice
- avoidable scheduling conflicts
- lack of preparation
- disengagement or loss of interest
- persistent personal preference over governance obligations

DISPUTES, COMPLAINTS & APPEALS

Directors may dispute any proposed disciplinary action relating to attendance. They may:

- request a meeting with the Chair;
- provide evidence to support a reasonable excuse;
- lodge a formal grievance under ARU's Grievance or Whistleblower Policy;
- request that the matter be referred to the full Board.

Any decision to terminate or suspend a director must be made:

- in accordance with the ARU Constitution;
- applying the rules of natural justice;
- ensuring procedural fairness;
- and allowing the director to make submissions.

Directors retain the right to stand for re-election following removal, consistent with Corporations Act and ACNC governance requirements.

This Board Attendance Policy embodies our unwavering commitment to maintaining a high standard of corporate governance, as guided by the ACNC, AICD, and the Corporations Act. It is a fundamental element of our dedication to long-term organisational success and adherence to industry best practices.

This policy is aligned with the *Australian Charities and Not-for-profits Commission Governance Standards*, the *Corporations Act 2001 (Cth)*, and the *National Standards for Group Training Organisations*.

AUTHORISATION

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DOCUMENT CONTROL

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