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| Review Date | 26/09/2025 |
| Revision | 1.1 |
| Approved by | Chair |
| Review Frequency | Annually |

Board Charter

Context

The Board Charter operates within:

- the Vision ("Clean water for everyone") and
- the Mission ("Clean, fresh water – one village at a time")

of Water for a Village. Each member of the Board of Directors is expected to endorse, uphold and contribute to achieving them in carrying out duties on behalf of Water for a Village.

Composition

The Board comprises up to 10 non-executive Board Members together with the Chief Executive Officer (CEO). The Board will appoint from within the Board a President, Treasurer and Public Officer. Membership of the Board is to incorporate complementary skills and experience which make the Board well placed to exercise independent judgement and performance in carrying out its role.

Non-executive Board Members act in an honorary capacity, receiving no remuneration for their services as Board Members beyond the reimbursement of certain travel and other out-of-pocket expenses as approved by the Board.

Non-executive Board Members are appointed under the terms of the Constitution with tri-annual review of board membership.

Principles of Governance

The Board's primary responsibility is to ensure that Water for a Village has clearly established goals and objectives, and there are strategies for achieving them. The goals and objectives are embodied in the organisation's Vision and Mission statements. The Board is responsible for implementing such goals and objectives through set strategies and following its Roles and Responsibilities.

Roles and Responsibilities

Key responsibilities of the Board, some of which may be delegated to committees, include:

- Appointing and managing the Chief Executive Officer
- Contributing to the development of and approving strategies such as the five-year strategic plan, ensuring that Water for a Village has clearly established goals and objectives;
- Reviewing and approving budgets and financial plans;
- Understanding the operations of the association and monitoring financial performance to ensure that Water for a Village has sufficient resources to fulfill its role, to carry on its operations and to finance the services it provides as a result of the implementation of the agreed strategies;
- Creating relationships with Australian and Ethiopian government bodies to foster partnerships and facilitate the activities of Water for a Village;
- Creating relationships with other aid organisations and explore how Water for a Village can work in partnership; and
- Ensuring that the highest ethical standards are maintained at all times in accordance with the organisation's values.



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The Board will ensure the Constitution and the governance processes are independently reviewed periodically for effectiveness and relevance.

Performance Evaluation

The Board will review its own performance and contribution to meeting Water for a Village's strategic goals on an annual basis, taking into account both the requirements of the law and the provisions and requirements of the Constitution as part of ensuring that its effectiveness is maximised.

Board Practice

The Board governs with an emphasis on:

- WFAV core values;
- Ensuring the relevance of the organisation to contemporary priority issues;
- Strategic leadership and agenda setting;
- Ensuring the organisation has appropriate strategic directions and the resources and capability to implement them;
- Encouraging diversity of opinions and views; and
- Collective decision-making.

Conflicts of Interest

Board Members must inform the Board of any potential or perceived conflicts of interest that may arise.

Water for a Village will abide by the ACNC Governance Standards and ACFID Code of Conduct and will ensure that its Board Members are aware of the ACNC Governance Standards and ACFID Code of Conduct.

When addressing potential conflicts of interest, the Board (excluding the conflicted Board Member) must decide whether the conflicted Board Member should participate or vote on the matter, participate in the discussion of addressing the conflict, or be present in the meeting during the discussion and voting. The approval of any action requires the agreement of at least a majority (excluding the conflicted Board Member) who are present and voting at the meeting. The action and result of the voting should be recorded by the Secretary.