

# Cultural Infusion Ltd

## Corporate Governance

### Board of Directors

#### ROLE OF THE BOARD

*Cultural Infusion* operates under a common board. The Board is responsible for the leadership of the respective entity as well as financial and cultural oversight, in doing so focus is given to the implementation and review of strategies and values.

To fulfil this role, the Board is responsible for *Cultural Infusion's* overall corporate governance including formulating its strategic direction, approving and monitoring capital expenditure, setting remuneration policies, establishing and monitoring the achievement of management's goals and ensuring the integrity of internal controls and management information systems. It is also responsible for approving and monitoring financial and other reporting.

Directors have a duty to question, request information, raise any issue of concern, and fully canvass all aspects of any issue confronting *Cultural Infusion* and vote on any resolution according to their own judgment.

The Board has delegated responsibility for operation and administration of *Cultural Infusion* to the executive management.

#### CHAIRPERSON'S RESPONSIBILITIES

The chairperson responsibilities include:

- provide leadership and oversight of the Board and *Cultural Infusion*
- ensure membership of the Board is most suited to the needs of *Cultural Infusion*
- facilitate Board discussions to ensure that the core issues facing *Cultural Infusion* are addressed
- guide and promote the ongoing effectiveness of the Board and individual directors

## COMPOSITION OF THE BOARD

The names of the Directors in office for each of the entities within *Cultural Infusion* were identical at the date of this report.

The composition of the Board is determined using the following principles:

- a minimum of four directors
- the size of the Board will be such as to result in efficient decision making
- a cross section of the community comprising of members with both business and cultural backgrounds so as to offer a wide range of expertise, skills and experience
- Board members are elected on a 12 month renewable basis

Board members are elected in accordance with the constitution.

## INDEPENDENT PROFESSIONAL ADVICE AND ACCESS TO CULTURAL INFORMATION

Each Director has the right of access to all relevant information and to *Cultural Infusion's* executives and, they may seek independent professional advice from a suitably qualified advisor at *Cultural Infusion's* expense. The Director must consult with an advisor suitably qualified in the relevant field, and obtain the Board's approval of the fee payable for the advice before proceeding with the consultation. A copy of the advice received by the director is made available to all other members of the Board.

## REMUNERATION OF THE BOARD

Directors serve in a voluntary capacity. Remuneration received by executive Director's is in respect of their executive duties. There is no relationship between the packages received by executive directors and *Cultural Infusion's* financial performance. *Cultural Infusion* is a not-for-profit organisation and no equity-based remuneration packages are entered into.

# Committees

## OPERATIONAL COMMITTEE

Membership: Mr P Mousaferiadis, Mr M Zairopoulos, Ms J Wandin-Murphy, Mr S Falieros, Mr I Roberts.

The Operational and Advisory Committee's responsibilities include:

- advising the Chairperson during the time between Board meetings
- reviewing performance as required
- taking action on matters not requiring full board attention
- making policy recommendations to the Board
- approving contracts and reviewing budgets as required
- making recommendations to the Board on performance and strategic issues

Advisory Committees will be put together as required for specific objectives.

## AUDIT

The Board in its entirety fulfils the function otherwise held by an Audit Committee, their role includes:

- review of monthly and annual financial reports
- reviewing the adequacy of internal controls
- discussing external audit plans and the results of the annual audit
- ensuring that the independence of the external auditor is maintained

## REMUNERATION

Responsibilities of the Board, in its entirety, in relation to remuneration includes:

- determining the overall remuneration strategy
- determining the terms of employment
- responsibility for the recruitment, retention and termination policies for senior management and executives
- approving all newly budgeted salary positions
- monitoring overall staff levels and performance to ensure that the organisation is effectively and efficiently meeting its goals

## Recognising and Managing Risk

The Board assesses the success of each of the key services and programs provided by *Cultural Infusion*.

These activities are continually being renewed to maintain their relevance and effectiveness. *Cultural Infusion* values the safety of children and applies strict adherence to Child Protection Policies. *Cultural Infusion* endorses and complies with the requirements of the respective states for Children and Young People.

## Values

The Board periodically reviews the mission statement and values of the organisation to ensure that the practices of *Cultural Infusion* are in line with its objectives.

## Conflicts of Interest

Any actual or potential conflict of interest and all related party transactions must be fully disclosed and approved by the applicable respective Boards.

## Political Impartiality

*Cultural Infusion's* objectives are distinct and independent from any political agenda. *Cultural Infusion* does not make financial contributions to or align itself with any political party or candidate.

## Organisational Structure

*Cultural Infusion* seeks to bridge the gap between all people irrespective of their cultural backgrounds and promote a model for a new way forward to bring about cultural and community development.

*Cultural Infusion* operates in a hybrid organisational structure with the PAN Orama Group of Companies. Partnership is at the heart of the hybrid model: both entities draw upon each others' strengths and offer mutual support to build further cross sector partnerships. This enables *Cultural Infusion*, as the not-for-profit partner, to achieve its artistic, social and cultural development goals within a strong business framework. *Cultural Infusion's* relationship with PAN has helped it source capital as well as assistance in the areas of administration, IT support, financial and business management. The entities share human resources, production and marketing expertise.

The relationship between *Cultural Infusion* and PAN is one of interdependence rather than dependence. Together they demonstrate the importance of cooperation with and between for-profit and not-for-profit entities to secure needed resources, mutually validate activities, and promote shared efforts of vision.

Through cross collaboration *Cultural Infusion* and PAN can demonstrate change and difference to the wider community by working together to sustain and revitalise intangible cultural heritage and practice through intercultural dialogue.

*Cultural Infusion* has been an opportunity for founder, Peter Mousaferiadis, to give back to the community. The satisfaction is that *Cultural Infusion* programs are making a change and that private enterprise can make a difference to the community.

## **Responsibility to the Community**

### **PRIVACY POLICY**

*Cultural Infusion* has adopted a privacy policy which respects the privacy of personal information.

### **OCCUPATIONAL HEALTH AND SAFETY**

*Cultural Infusion* recognises its moral and legal responsibilities to provide a safe and healthy work environment for employees, voluntary workers and visitors and will endeavour to ensure they do nothing to place themselves or the local community at risk of injury or illness.

### **DONATION POLICY**

*Cultural Infusion* has DGR status (tax deductible gift recipient status) and is registered on the Registry of Cultural Organisations (ROCO) which brings together groups with a common focus to promote various arts-related activities. Donations received are applied at the Board's discretion in line with the respective constitution.

# Financial Charter

*Cultural Infusion Ltd* and related entities ("Cultural Infusion") subscribe to a high standard of accountability and stewardship. *Cultural Infusion* is a national, not-for-profit organisation with DGR status. Share capital is not issued nor dividends paid. *Cultural Infusion's* governance policies are based on the ASIC Principles of Good Corporate Governance and Best Practice Recommendations, together with the adherence to the aims and objectives of *Cultural Infusion*. *Cultural Infusion* has opted to make the disclosures in this statement in the interests of good governance and in recognition of its financial, social and cultural responsibilities, in accordance with ASIC principles.

# PRIVACY POLICY

*Cultural Infusion Ltd* and our related entities appreciate that privacy is very important. *Cultural Infusion* has adopted this Privacy Policy that recognises peoples to keep their personal information private. This Privacy Policy covers *Cultural Infusion's* treatment of personally identifiable information that we collect or hold. Like many other organisations, *Cultural Infusion* must comply with the National Privacy Principles contained in the Australian Privacy Act when dealing with personal information.

## 1. The information we collect

*Cultural Infusion* collects general information about you, such as your name, address, contact details to be included on a mailing list. This information and other types of personal information may be collected during the course of dealing with you, for example when you wish to obtain goods or services from *Cultural Infusion*, when you register for conferences or events, and when you participate activities or complete other forms. The information collected may include some sensitive information (as defined by the Privacy Act), relevant to the services or assistance you have requested from *Cultural Infusion*. In the interests of security and safety, and the comfort of the *Cultural Infusion* community, *Cultural Infusion* also operates video cameras within and around some of its premises and events.

Where practicable, the purpose for which we collect personal information will be made clear at the time of collection. If you do not provide us with certain information we may be unable to provide you with access to some of our services or the assistance you have requested.

Users can visit the *Cultural Infusion* website without revealing who they are or other personal information unless as they log on, place an order or register with us. *Cultural Infusion* will not collect any personal information about visitors to the website except when they knowingly provide it.

## 2. How we use your information

*Cultural Infusion* will use the personal information we collect for the purpose disclosed at the time of collection, or otherwise as set out in this Privacy Policy. We will not use your personal information for any other purpose without first seeking consent, unless authorised or required by law. Generally we will only use and disclose your personal information as follows:

- (a) to establish and maintain your involvement with *Cultural Infusion*, including providing you with newsletters;
- (b) to provide the products or services you have requested from *Cultural Infusion*;
- (c) to answer your inquiry;
- (d) to register you for events, conferences or promotions;
- (e) to assist us to make *Cultural Infusion's* sites, services and products more valuable to our community;

(f) for direct promotion of products or services and to keep you informed of new developments we believe may be of interest to you. If we contact you in this way without obtaining your prior consent, we will provide you with the opportunity to decline any further promotional communications;

(g) to third parties where we have retained those third parties to assist us to operate *Cultural Infusion* and provide the products or services you have requested, such as education instructors, catering and event coordinators, promotions companies, transport providers, health care providers, website hosts and IT consultants, and our professional advisers such as consultants, lawyers and accountants. In some circumstances we may need to disclose sensitive information about you to third parties as part of the services you have requested; and

(h) to different parts of Cultural Infusion to enable the development and promotion of other products and services and to improve our general ability to assist participants and the wider community.

### **3. Access to your information**

You can request access to the personal information that *Cultural Infusion* holds about you by contacting *Cultural Infusion's* Privacy Officer, as set out below. We will provide you with access to your personal information unless we are legally authorised to refuse your request. We may charge a reasonable amount for providing access.

If you wish to change personal information that is out of date or inaccurate at any time please contact us. After notice from you, we will take reasonable steps to correct any of your information which is inaccurate, incomplete or out of date. If you wish to have your personal information deleted please let us know and we will delete that information, wherever practicable.

We may refuse your request to access, amend or delete your personal information in certain circumstances. If we do refuse your request, we will provide you with a reason for our decision and, in the case of amendment, we will note with your personal information that you have disputed its accuracy.

### **4. Security**

*Cultural Infusion* will take reasonable steps to keep secure any personal information which we hold and to keep this information accurate and up to date. Personal information is stored in a secure server or secure files.

The Internet is not a secure method of transmitting information. Accordingly, *Cultural Infusion* cannot accept responsibility for the security of information you send to or receive from us over the Internet or for any unauthorised access or use of that information.



## 5. Changes to this Privacy Policy

*Cultural Infusion* may amend this Privacy Policy from time to time by having the amended version available at the information counters at *Cultural Infusion* or on our website at [www.culturalinfusion.com](http://www.culturalinfusion.com)

We suggest that you visit our website regularly to keep up to date with any changes.

## 6. Contacting us

If you would like any further information, or have any queries, problems or complaints relating to *Cultural Infusion's* Privacy Policy or our information handling practices in general, please contact our Privacy Officer by filling out the form on the [enquiries page](#), calling +61 3 9412 6666 or writing to The Privacy Officer, Cultural Infusion, 138 CROMWELL STREET COLLINGWOOD, VIC, 3066, AUSTRALIA.

# **OCCUPATIONAL HEALTH & SAFETY POLICY**

## **Commitment**

*Cultural Infusion* recognises its moral and legal responsibility to provide a safe and healthy work environment for employees, voluntary workers, participants and visitors and will endeavour to ensure they do nothing to place themselves or the local community at risk of injury or illness.

## **Objectives**

*Cultural Infusion* will endeavour to:

- Provide safe buildings, plant and systems of work.
- Ensure compliance with legislative requirements and standards.
- Provide employees, contractors and voluntary workers with information, instruction, training and supervision for their safety.
- Provide support that will assist employees and voluntary workers in maintaining their psychological and physical health.

## **Responsibilities of Cultural Infusion**

- To provide a safe workplace.
- To implement Occupational Health and Safety policies and procedures.
- To promote actively and be involved in those policies and procedures.
- To provide the resources required to meet *Cultural Infusion's* OH&S commitments.

## **Responsibilities of employees and voluntary workers**

- Follow all OH&S policies and procedures.
- Report all hazards identified to the OH&S coordinator.
- Comply with lawful instructions.
- Not behave in a willful and reckless manner.

## **Consultation**

*Cultural Infusion* is committed to encouraging consultation and cooperation between church administrators, employees and voluntary workers. It will involve all parties in workplace changes likely to affect their safety, health and welfare.

