

# EAST FREMANTLE FOOTBALL CLUB BOARD CHARTER DOCUMENT

This Charter sets out the role, responsibilities, structure, and processes of the Board of directors of East Fremantle Football Club (Inc.)

## 1 Roles and Responsibilities

- 1.1 The role of the Board is to approve the purpose, values, and strategic direction of the East Fremantle Football Club (Inc), guide and monitor the management of the Club in achieving its strategic plans, review, approve and monitor the Group's risk management systems across its businesses, and to oversee overall good governance practice.
- 1.2 The Board is responsible for:
- (a) approving the Club purpose and values;
  - (b) approving the Club strategy, business plans and policies;
  - (c) monitoring the Club strategic direction and portfolio of activities, and overseeing management in its instilling of the Group's values;
  - (d) setting the Club risk appetite and monitoring and reviewing the organisations financial and non-financial risk management systems, including internal compliance and control mechanisms;
  - (e) approving the annual report and financial statements and any other required ad hoc published reporting, upon recommendation from the Audit and Risk Committee, and in accordance with the Constitution.
  - (f) approving and monitoring operating budgets, major capital expenditure, capital management and capital raising initiatives, and acquisitions and divestments;
  - (g) overseeing the Club accounting and corporate reporting systems, reviewing the effectiveness of these systems in ensuring they result in adequate, accurate and timely information being provided to the Board, and appointing, re-appointing or removing the Company's external auditors.
  - (h) approving and monitoring the effectiveness of the Club system of corporate governance, including formation of Board committees and the terms of applicable governing charters;
  - (i) monitoring and guiding the culture, reputation and standards of conduct of the Club;
  - (j) approving the Club Code of Conduct, Club Disclosure Policy and other Club level policies, monitoring their effectiveness, and addressing any material breaches;

- (k) approving the Club remuneration policies for CEO and Club Officers and ensuring these policies are aligned with the Club purpose, values, strategic objectives, and risk appetite, upon recommendation from the Remuneration Committee;
- (l) determining the size, composition and structure of the Board, and the process for evaluating its performance;
- (m) appointing and removing the CEO and approving the remuneration of and overseeing the performance review of the CEO;
- (n) approving and reviewing succession plans for the CEO and Club Leadership team;
- (o) whenever required, challenging management and holding it to account;
- (p) reviewing annually the Club's diversity initiatives and measurable objectives, and progress towards their achievement;
- (q) monitoring the Club's performance in delivering its strategic plans;
- (r) approving and monitoring the systems and policies to ensure integrity of budgets, financial statements and other reporting;
- (s) overseeing and approving strategies for the Club to maintain a strong balance sheet and sound credit rating over time;
- (t) overseeing the management of the Club interactions, disclosures and communications with Members and the broader community, and overseeing the effectiveness of the Club sustainability policies; and
- (u) reviewing the division of functions and responsibilities between the Board, CEO and Leadership Team.