

Due Diligence Checklist

Getting to know your organisation and its constitution

The purpose of this checklist is for you to understand the organisational environment.

You can add to this or take away things that don't apply. For example, if you don't have paid staff you can remove this from the checklist.

Things you should know	Where will you find this information and/or what does it tell you?	Do you know what needs to be complied with and how the organisation is achieving compliance?
YOUR ORGANISATION		
What is the legal name of the organisation?		
What is the purpose and functions of the organisation?		
LEGAL AND TAX STATUS		
What is your legal status?		
What key legislation applies over your governance responsibilities?		
Are you a registered charity and/or do you have any taxable concessions?		
LEGAL LIABILITY		
What is your liability as a member to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association?		
Have there been any legal claims (either current, past or expected future claims) in the last three years against the organisation or its people?		
RISK AND INSURANCE		
What insurances do you hold?		
What is the excess, the inclusions and exclusions in the insurance policy?		
Do you have substantial insurance to cover your operations, products and services?		

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CONSTITUTION		
What is your statement of objectives?		
Does your statement of objectives align with your stated purpose/mission and vision and the services or programs you actually deliver?		
How would you change the constitution and objectives?		
MEMBERSHIP		
What are the qualifications for membership?		
Where is the register of members, is it updated and how do you ratify members to add to this register?		
What membership packages do you have and how much does it cost?		
How do you discipline members (including committee/board) and what appeals can they make?		
Who holds custody of the books, documents and other securities and what is the process to allow inspection?		
BOARD (Committee)		
How many, and what Board positions do you have?		
Do you have any ex-officio position/s on the board and do they have voting rights?		
What are the terms of office of members of the Board?		
How do you elect or appoint Board members?		
How do you the fill casual vacancies on the Board?		
What are the grounds on which, or reasons for which, the office of a member of the Board shall become vacant?		
How does the Board settle internal disputes?		

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How would you remove a Board member?		
For position holders: What are your legal duties as per the act and your constitution and how does this differ from your duties statement?		
If any of your legal duties are delegated how do you ensure they are fulfilled keeping in mind Natalie's mantra 'Delegation does NOT absolve YOUR responsibility!'		
What are your reporting requirements; to whom do you report; what on; when and how?		
MEMBERSHIP		
What are the qualifications for membership?		
Where is the register of members, is it updated and how do you ratify members to add to this register?		
What membership packages do you have and how much does it cost?		
STAKEHOLDERS AND RELATIONSHIPS		
Who are your stakeholders?		
Who are your critical stakeholders, and why?		
How are you maintaining relationships with these stakeholders?		
MEETINGS		
What meetings are held, what is the interval between them and what are their notice periods?		
What is the quorum and procedures for these meetings?		
What is the process for notices of motion to be given, published or circulated?		
Are proxy votes and/or postal votes allowed?		
Do you vote on/reconfirm your Public Officer position at your AGM?		

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How many meetings can you miss before risking your Board position?		
What should you do if you miss meetings – Keeping in mind Natalie’s mantra – ‘Absence is Acceptance without just cause for review!’		
What are your reporting requirements; to whom do you report; what on; when and how?		
Who must sign the official copies of minutes?		
FINANCIALS		
How the finances should be arranged and audited?		
Where does the organisation source its funds from?		
Do you have any tax deductibility status and what were the provisions on which it was provided to you? Are you meeting them?		
What is your financial year and/or funding financial years?		
How would an incorporated association can be dissolved?		
How are the funds of the association managed and how do you pay accounts and receive cash and/or cheques?		
What are your reporting requirements; to whom do you report; what on; when and how?		
Are you eligible for income tax? Are the payments up to date?		
Are you registered for GST? Are you BAS payments up to date?		
Can the organisation cover its employment liabilities in long-service; leave provisions and superannuation?		
Are your employee liabilities up to date? When was the superannuation paid and is this the correct amount?		

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Do you know how much cash cushion (working capital) you need to operate the organisation and have you got enough aside as contingency to keep running for a while in case funding is late or stops?		
CONFLICTS OF INTEREST, PECUNIARY INTEREST AND CONFIDENTIALITY		
What is your organisations definition of 'conflict of interest' and what procedures are in place to manage these? (please note: this should also include pecuniary interest)		
What is the process for declaring conflicts and the resulting actions once it has been declared?		
Does the organisation have a register of interest and do you know what is in it?		
Do you sign a code of conduct and/or a confidentiality agreement?		
If you have 'guests' attending or sitting in on meetings do they sign a confidentiality agreement?		
CONTRACTUALS AND LEGALS		
What legislation and regulations apply?		
How do you ensure compliance?		
What contracts (funders/suppliers) obligate you?		
Who owns the assets and intellectual property in funding agreements?		
What are the inclusions of exclusions of these contracts?		
Do you know what the performance indicators are and how are they being monitored/checked?		
What happens if the contract is breached?		

This checklist has been developed by Governance expert, Natalie Bramble.

This has been provided to you in editable word format so you can add to it as you need!

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