



Governance Framework





Governance Principles and Standards

The CEN Governance Framework has been designed to help boards assess their compliance with the governance expectations of regulators, and how their governance reflects the Christian vision and mission of their school or schools.

The CEN Governance Principles set out our commitment to godly governance of our schools. The Governance Standards describe how to fulfil those Principles. Together, the Principles and Standards comprise the CEN Governance Framework.

The CEN Standards reflect the requirements of the ACNC Governance Standards. As registered charities, our schools are expected to meet ACNC requirements; by meeting the CEN Standards, ACNC compliance can be demonstrated (see Appendix 2 for details). The Standards also reference the Australian Institute of Company Directors (AICD) Not For Profit Governance Standards (as an industry standard), and the governance requirements of each School Registration Standard.

The CEN Standards are designed to be comprehensive without being overwhelming or unachievable. The intention is to support boards to reach this standard, and then progressively add additional aspects over time in the interests of achieving best practice across our schools.

To assist boards in working towards meeting the standards in a systematic and supported way, they will be given the option to use the GovernApp Portal (at a discounted rate). This tool provides a survey to board members to assess how the standard is being met, and gives a tailored and prioritised action plan.

The action plan will give links to the relevant CEN resources, guides, templates and training, and external materials, to assist boards to meet the standard. Boards are also welcome to contact their State Executive Officer (SEO) or the CEN Manager of Governance and Consulting Services for assistance.

When a board satisfies these requirements, they will be awarded the 'CEN Governance Green Tick' in recognition.

CEN Governance Principle 1:

The board ensures the Christian purposes of the school are lived out and cherished.

CEN Governance Standard	Tools and Training
1.1 The board monitors school alignment with its Christian vision and mission	The way boards can fulfil this critical function is covered in the CEN Board Handbook Chapter 2 and the CEN Governance Module 7 - Leading and Overseeing the Vision and Mission
1.2 The board monitors school performance, including faith integration, staff and student wellbeing, parent partnership and academic outcomes	Boards must oversee the health and effectiveness of the school overall. This is covered in the CEN Board Handbook Chapter 2 and Governance Module 1 on the Board's Governance Role
1.3 The school Constitution includes a Statement of Faith that meets CEN membership requirements	Schools approach this in different ways. The main thing is that the faith basis of the school is documented in a way that holds the school to what it believes. The CEN Constitution and Statement of Faith can be found on the ACNC website
1.4 The school Constitution specifies the school's not-for-profit status, including that board members are not paid. The organisation is of an appropriate type (according to registration requirements)	The not-for-profit requirements are reflected in constitutional clauses that refer to no payments to members. School associations are usually companies limited by guarantee or incorporated associations
1.5 The school is registered with the ACNC as having the charitable purposes of 'Advancing Education' and 'Advancing Religion'	Having both charitable purposes is recommended to support the school's Christian mission. See the ACNC Charitable Purpose and Charity Subtypes for more information
1.6 The annual report and school website make the school's Christian purpose clear	These communications provide clarity about the school's purpose and show transparency
1.7 School funding is used only for school purposes	It is important for government funding and grants to be used exactly as the funding body intends. In NSW and Victoria, additional requirements are in place (known as 'not-for-profit' requirements under the Education Act). For NSW, see Governance Training Module 11 Not-For-Profit
1.8 The board has a strategic plan and facilities masterplan that reflects the Christian purposes of the school and how plans for the future will be resourced	These plans and how they are developed are described in the CEN Board Handbook Chapter 7 Strategic and Other Planning
1.9 The board has a plan for assessing and shaping the Christian culture of the school	This is done in collaboration with the principal and is strongly influenced by board culture and practice. See the CEN Vision and Mission Governance Guide for more information

CEN Governance Principle 2:

Boards ensure their association is honoured, engaged and strengthened.

CEN Governance Standard	Tools and Training
2.1 The school holds an Annual General Meeting (AGM) each year	CEN has an AGM toolkit (with template agenda, slides, notices etc). Also refer to CEN Governance Module 12 Leading Your Association
2.2 Other engagement with the Association occurs routinely, such as general meetings, letters or updates	Engagement with the association strengthens it. This is covered in the CEN Board Handbook Chapter 2
2.3 The Board has a documented plan to build Association membership and strength	See the CEN Association Strength Fact Sheet and the Sample Association Information Evening Slide Deck
2.4 Financial records and AGM minutes are available to association members on request	This is an aspect of transparency – usually your company secretary or public officer will be the contact person
2.5 The school has a complaints policy or process and makes stakeholders aware of how to raise issues	In many jurisdictions, a school must have a Complaints Policy and make it available on the school website. Companies must also have Whistleblower arrangements – CEN provides members with an option for this – Whistle Blowing Service . See CEN Board Handbook Chapter 8 for more information or contact your SEO.

CEN Governance Principle 3:

Boards honour all relevant authorities and oversee school compliance and risk.

CEN Governance Standard	Tools and Training
3.1 The school has a documented compliance plan that is reported to the board, showing that statutory duties are met	Refer to the CEN Business Manager Compliance Report Template
3.2 The board has a documented plan showing its compliance obligations, including governance responsibilities required for registration	See CEN Governance Module 13 Compliance Oversight or contact your SEO for state/territory-based requirements
3.3 The board has a documented system to manage risk	See CEN Governance Modules 14 & 15 on Risk Management , Chapter 5 of the CEN Board Handbook, or the CEN Risk Register template
3.4 The board has signed a statement of commitment for Child Safe Organisations, on behalf of the school	See CEN Governance Module 16 on Child Protection , or Chapter 5 of the CEN Board Handbook
3.5 The board demonstrates leadership in child protection (as per Child Safe Standard 1)	See CEN Governance Module 16 on Child Protection , or Chapter 5 of the CEN Board Handbook
3.6 The board has approved the WHS Policy of the school and receives routine reporting on safety initiatives and outcomes	See CEN Governance Module 17 on WHS Oversight , or Chapter 5 of the CEN Board Handbook
3.7 The board receives reports about the school's critical incident, emergency, and business continuity plans	See Chapter 5 of the CEN Board Handbook

CEN Governance Principle 4:

Board members are committed Christians who are equipped to serve.

CEN Governance Standard	Tools and Training
4.1 The board has a charter or other policy that sets out eligibility for service under its constitution, ACNC requirements and school registration requirements	Refer to the CEN Sample Board Charters (for single or multi-school entities)
4.2 The board is comprised of independent members i.e. not staff or spouses of staff (or service by spouses of staff is avoided as far as possible)	Board members must not be on staff (this will be a constitutional and other regulatory requirement in most cases). Ideally, board members should not have their spouse on staff (as they are effectively their employer). This is hard for some boards to achieve so it should be avoided as far as possible and managed carefully.
4.3 The board requires members to annually document their suitability and commitment to the Board Code of Conduct	See the CEN Sample Board Code of Conduct. This code can be embedded in the Board Charter or Board Policy.
4.4 The board has a documented system to collect Director Identification Numbers, criminal record checks and child protection verification (as relevant)	Only companies require board members to get a Director ID (see Australian Business Registry Services) but other verifications will be needed for all board members. See CEN Board Handbook Chapter 2
4.5 The Board Charter or other document records the process for board members being removed, and the reasons for removal	Refer to the CEN Sample Board Charters (for single or multi-school entities)
4.6 Devotions and prayer will be a regular and valued part of Board meetings	Serving on a Christian school board is a ministry, and the spiritual health of the board is essential to maintain
4.7 The board considers collegiality and respect as part of its performance self-assessment	The CEN Governance Survey can be used to assess various aspects of board health and function

CEN Governance Principle 5:

Board members lead with diligence and good character, for God's glory.

CEN Governance Standard	Tools and Training
5.1 The board has a charter or other policy that documents its fiduciary duties and governance requirements	Refer to the CEN Sample Board Charters (for single or multi-school entities)
5.2 The board has and abides by a code of conduct	See the CEN Sample Board Code of Conduct. This code can be embedded in the Board Charter or Board Policy.
5.3 The board includes confidentiality requirements in a documented annual declaration	See the CEN Sample Annual Declaration
5.4 The board has a conflict-of-interest policy that includes how conflicts are declared, managed and recorded	See the Sample CEN Conflict-of-Interest Policy. For more on this topic, see CEN Governance Module 3 Board Conduct or CEN Board Handbook Chapter 2
5.5 Board members participate in regular training (at least 12 hours of training over a 3-year period) including child protection training (as specified by the regulator, as relevant)	This level of training is mandatory in NSW, but a great standard for all boards to aim for. It is easily achieved through participation in Flint and Steel Webinars (or other training included in membership)
5.6 The board has a policy or other document formalising the delegated responsibilities of the principal	See the Sample CEN Delegations Policy and Schedule or the Sample Board Charter
5.7 The board has a list of skills required by the board (a 'skills matrix'), and a plan to identify potential members	See CEN Sample Board Skills Matrix

CEN Governance Principle 6:

Boards effectively steward the resources of the school.

CEN Governance Standard	Tools and Training
6.1 The board receives financial reports regularly, and actively oversees the financial position of the school, including Somerset benchmarking and forecast data	The Somerset Survey is included in membership and it is highly recommended for all schools
6.2 The board ensures an annual independent external audit is conducted and formally resolves to accept the auditor's report and confirm solvency	See CEN Governance Modules 9, 10 & 11 on Financial Management , Chapter 6 of the CEN Board Handbook
6.3 The board has a policy precluding overseas donations, and/or ensuring compliance with the ACNC External Conduct Standards	The ACNC sets requirements for funding and work outside Australia. In addition, state/territory government funding requirements may be in place

CEN Governance Principle 7:

Boards show their schools are trustworthy and transparent as they live out the vision and mission.

CEN Governance Standard	Tools and Training
7.1 The school is registered for the National Redress Scheme, or the board has formally resolved that the school is not required to participate	The National Redress Scheme supports people who have experienced institutional child sexual abuse. Many of our schools will not be required to participate, but should formally determine this to meet ACNC requirements.
7.2 The board regularly reviews policies that relate to anti-discrimination, such as employment and enrolment policies to ensure they reflect the Christian purposes of the school and are effective in preventing unlawful discrimination	See Chapter 4 of the CEN Board Handbook for guidance on this topic.
7.3 The board ensures a plan is in place to protect personal data, including through management of cybersecurity	See Chapter 5 of the CEN Board Handbook for guidance on this topic. The Australian Institute of Company Directors Cyber Security Handbook for Small Business and Not-For-Profit Directors is also rich resource on this topic.
7.4 The board has a policy or procedures for the identification, declaration, recording and reporting of Related Party Transactions	The ACNC requires management and reporting of Related Party Transactions . See Chapter 2 of the CEN Board Handbook for further information. Note that additional requirements apply in NSW and Victoria.
7.5 The board ensures a plan is in place for how the school cares for God's creation	Increasingly, boards are expected to provide oversight in relation to environmental sustainability. While schools (as charities) do not need to report on climate initiatives, it is wise for boards to be thinking in this space.
7.6 The board ensures the school publishes an Annual Report that meets regulator expectations	Many schools are required to produce an annual report to meet registration requirements.

Appendix 1: Biblical Basis for the CEN Governance Framework

The Bible sets out expectations for Board Members and the way a Christian Board must govern. Helpfully, these align closely to secular standards.

The CEN Governance Framework, and the associated governance training and resources reflect the following verses and biblical themes. The goal is to provide opportunities for Board Member *formation*, not just *information*. Boards should also be pointed to reliance on God for both wisdom and character in governance.

Due Diligence

Board Members are expected to carry out their governance duties with due diligence. What we do, how we do it, who we are in it is important, so boards need formation (purpose, character, discernment), not just skills:

- 1 Corinthians 15:58 *"Therefore, my beloved brothers, be steadfast, immovable, always abounding in the work of the Lord, knowing that in the Lord your labour is not in vain"*
- 1 Peter 4:10 *"Each of you should use whatever gift you have received to serve others, as faithful stewards of God's grace in its various forms"*
- Philippians 2:4 *"...not looking to your own interests but each of you to the interests of the others"*
- Proverbs 13:16 *"All who are prudent act with knowledge, but fools expose their folly"*
- Romans 12:6-8 *"We have different gifts, according to the grace given to each of us... if it is to lead, do it diligently"*.

Fit and Proper

The ACNC requires 'responsible persons' who govern a charity to be fit and proper. This is also a requirement for school board members according to school registration standards:

- 1 Corinthians 4:2 *"Now it is required that those who have been given a trust must prove faithful."*
- Matthew 25:21 *"His master replied, 'Well done, good and faithful servant! You have been faithful with a few things; I will put you in charge of many things'"*

Stewardship

A key responsibility of boards is that they oversee the finances of the school and prioritise the use and allocation of school resources:

- 2 Corinthians 8:20–21 *"We want to avoid any criticism of the way we administer this liberal gift. For we are taking pains to do what is right, not only in the eyes of the Lord but also in the eyes of man."* — financial accountability and reputational stewardship
- Proverbs 27:23–24 *"Be sure you know the condition of your flocks, give careful attention to your herds; for riches do not endure forever..."* — financial and operational oversight.

Risk Management

The Bible encourages risk management. Proverbs 27:12 identifies that *“a prudent person foresees danger and takes precautions. The simpleton goes blindly on and suffers the consequences”*. Yet we are also exhorted to *“be strong and courageous”* (Joshua 1:9) because God is with us (Isaiah 41:10).

The challenge for boards is to be both prudent and courageous when it comes to managing risk:

- Joshua 1:9 *“Have I not commanded you? Be strong and courageous. Do not be afraid; do not be discouraged, for the Lord your God will be with you wherever you go.”*
- Isaiah 41:10 *“So do not fear, for I am with you; do not be dismayed, for I am your God. I will strengthen you and help you; I will uphold you with my righteous right hand”*.

Confidentiality

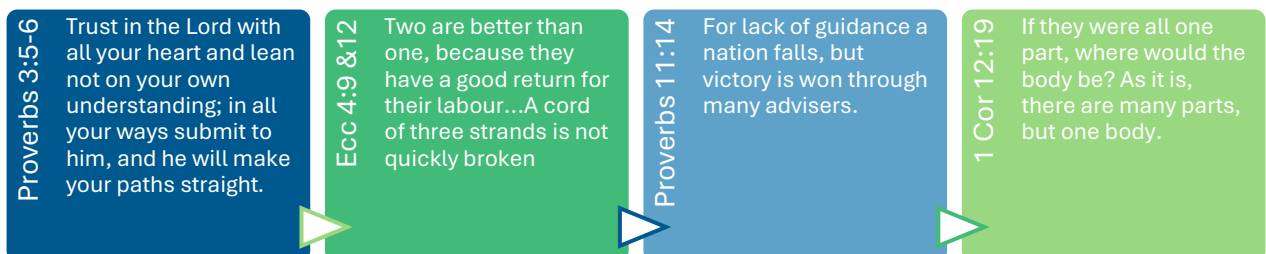
Confidentiality is a significant responsibility, especially in the context of parent governance. Board members are usually members of the school community and of church communities that overlap, making this duty more important, and sometimes more personally costly:

- Psalm 141:3 *“Set a guard over my mouth, Lord; keep watch over the door of my lips.”*
- Proverbs 11:13 *“A gossip betrays a confidence, but a trustworthy person keeps a secret.”*

Conflicts of Interest

Conflicts of interest are a focus for the ACNC and school regulators. This is also an important area to navigate in parent governance, so our schools are known for transparency and integrity:

- James 3:17 *“But the wisdom that comes from heaven is first of all pure; then peace-loving, considerate, submissive, full of mercy and good fruit, impartial and sincere.”*
- Titus 1:7 *“Since an overseer manages God’s household, he must be blameless - not overbearing, not quick-tempered, not given to drunkenness, not violent, not pursuing dishonest gain”*.



Authority and Delegation

There are a number of biblical examples for the delegation of authority:

- Matthew 28:18–20 *“Then Jesus came to them and said, ‘All authority in heaven and on earth has been given to me. Therefore go and make disciples of all nations...’”*
- Exodus 18:21–22 *“But select capable men... and appoint them as officials... Have them serve as judges for the people at all times... That will make your load lighter...”*
- Moses delegates judicial authority, establishing a governance structure with clear autonomy.

Appendix 2: CEN Governance Standards and ACNC Governance Standards

The following table demonstrates how the CEN Governance Standards meet the ACNC Governance Standards from a Christian perspective:

ACNC Governance Standard 1

Purposes and Not-For-Profit Nature: A charity must be not-for-profit and work towards its charitable purpose. It must be able to demonstrate this and provide information about its purposes to the public.

CEN Governance Principle	CEN Governance Standard
The board ensures the Christian purposes of the school are lived out and cherished.	The board monitors school alignment with its Christian vision and mission
	The board monitors school performance, including faith integration, staff and student wellbeing, parent partnership and academic outcomes
	The school Constitution includes a Statement of Faith that meets CEN membership requirements
	The school Constitution specifies the school's not-for-profit status, including that board members are not paid. The organisation is of an appropriate type (according to registration requirements)
	The school is registered with the ACNC as having the charitable purposes of 'Advancing Education' and 'Advancing Religion'
	The annual report and school website make the school's Christian purpose clear
	School funding is used only for school purposes
	The board has a strategic plan and facilities masterplan that reflects the Christian purposes of the school and how plans for the future will be resourced
	The board has a plan for assessing and shaping the Christian culture of the school

ACNC Governance Standard 2

Accountability to Members: A charity that has members must take reasonable steps to be accountable to its members and provide them with adequate opportunity to raise concerns about how the charity is governed

CEN Governance Principle	CEN Governance Standard
Boards ensure their association is honoured, engaged and strengthened.	The school holds an Annual General Meeting (AGM) each year
	Other engagement with the Association occurs routinely such as general meetings, letters or updates.
	The Board has a documented plan to build Association membership and strength
	Financial records and AGM minutes are available to association members on request
	The school has a complaints policy or process and makes stakeholders aware of how to raise issues

ACNC Governance Standard 3

Compliance with Australian Law: charities must act in a lawful way, and comply with Australian laws.

CEN Governance Principle	CEN Governance Standard
Boards honour all relevant authorities and oversee school compliance and risk.	The school has a documented compliance plan that is reported to the board, showing that statutory duties are met
	The board has a documented plan showing its compliance obligations, including governance responsibilities required for registration
	The board has a documented system to manage risk
	The board has signed a statement of commitment for Child Safe Organisations, on behalf of the school
	The board demonstrates leadership in child protection (as per Child Safe Standard 1)
	The board has approved the WHS Policy of the school and receives routine reporting on safety initiatives and outcomes
	The board receives reports about the school's critical incident, emergency, and business continuity plans

ACNC Governance Standard 4

Suitability of Responsible People: Charities are to ensure they are not controlled by people who may pose a risk to the charity's financial position or the pursuit of its charitable work.

CEN Governance Principle	CEN Governance Standard
Board members are committed Christians who are equipped to serve.	The board has a charter or other policy that sets out eligibility for service under its constitution, ACNC requirements and school registration requirements
	The board is comprised of independent members i.e. not staff or spouses of staff (or service by spouses of staff is avoided as far as possible)
	The board requires members to annually document their suitability and commitment to the Board Code of Conduct
	The board has a documented system to collect Director Identification Numbers, criminal record checks and child protection verification (as relevant)
	The Board Charter or other document records the process for board members being removed, and the reasons for removal
	Devotions and prayer will be a regular and valued part of Board meetings
	The board considers collegiality and respect as part of its performance self-assessment

ACNC Governance Standard 5

Duties of Responsible People: A charity must take reasonable steps to make sure that its Responsible People are subject to, understand, and carry out their duties including:

- to act with reasonable care and diligence
- to act honestly and fairly in the best interests of the charity and for its charitable purposes
- not to misuse their position or information they gain as a Responsible Person
- to disclose conflicts of interest
- to ensure that the financial affairs of the charity are managed responsibly, and
- not to allow the charity to operate while it is insolvent.

CEN Governance Principle	CEN Governance Standard
Board members lead with diligence and good character, for God's glory.	The board has a charter or other policy that documents its fiduciary duties and governance requirements
	The board has and abides by a code of conduct
	The board includes confidentiality requirements in a documented annual declaration
	The board has a conflict-of-interest policy that includes how conflicts are declared, managed and recorded
	Board members participate in regular training (at least 12 hours of training over a 3-year period) including child protection training (as specified by the regulator, as relevant)
	The board has a policy or other document formalising the delegated responsibilities of the principal
	The board has a list of skills required by the board (a 'skills matrix'), and a plan to identify potential members
Boards effectively steward the resources of the school.	The board receives financial reports regularly, and actively oversees the financial position of the school, including Somerset benchmarking and forecast data
	The board ensures an annual independent external audit is conducted and formally resolves to accept the auditor's report and confirm solvency
	The board has a policy precluding overseas donations, and/or ensuring compliance with the ACNC External Conduct Standards

ACNC Governance Standard 6

Maintaining and enhancing public trust.

CEN Governance Principle	CEN Governance Standard
Boards show their schools are trustworthy and transparent as they live out the vision and mission.	The school is registered for the National Redress Scheme, or the board has formally resolved that the school is not required to participate
	The boards regularly reviews policies that relate to anti-discrimination, such as employment and enrolment policies to ensure they reflect the Christian purposes of the school and are effective in preventing unlawful discrimination
	The board ensures a plan is in place to protect personal data, including through management of cybersecurity
	The board has a policy or procedures for the identification, declaration, recording and reporting of Related Party Transactions
	The board ensures a plan is in place for how the school cares for God's creation
	The board ensures the school publishes an Annual Report that meets regulator expectations