

# **Governance Check-up:**

## Governance Webinar

15 May 2025

## What problem was Landcare NSW formed to solve?

**A:** Landcare NSW was established to **restore funding, replace organisational support, and reconnect Landcarers** across the state following the end of the Decade of Landcare funding in 2004.

# How did Landcare NSW solve the problem?

**A:** Landcare NSW formed a **membership-based association**, establishing a **legal entity** to advocate for funding, build an organisational support structure, and facilitate connections among members.

# Why is a membership-based association needed?

**A:** A membership-based association is essential because it provides a **legal entity to conduct business and manage funds**. Not-for-profit associations **can only be owned by their members**, ensuring that control and benefits remain within the community they serve.

Additionally, associations support a **democratic governance system**, aligning with the principles of Australia's liberal-democratic society by **giving all members a voice** in decision-making.

# Benefits of a paid membership

- **Unite members around a common purpose**
  - A membership value proposition is not just a marketing tool; it's a promise to your members that you are committed to achieving the mission's success.
- **Instil pride**
  - A strong membership affiliation can help people feel more effective at the local level because their efforts are amplified across the State.
- **Stability**
  - Membership helps to give an organisation stability. Revenues from membership should be generated to cover the core expenses of operating a not-for-profit organisation (e.g., the costs of running the board and hiring a CEO). This is particularly true for organisations that receive a large percentage of their funding from the government because if its public funding is withdrawn, the organisation can continue to operate. Landcare NSW is vulnerable with 89% of FY23-24 revenues coming from government.
- **Advocacy influence**
  - Political influence is a numbers game and is measured in the number of paid memberships an organisation has at any given time.

**There are no proposed constitutional  
changes to membership**

# Summary of 2022 Reforms

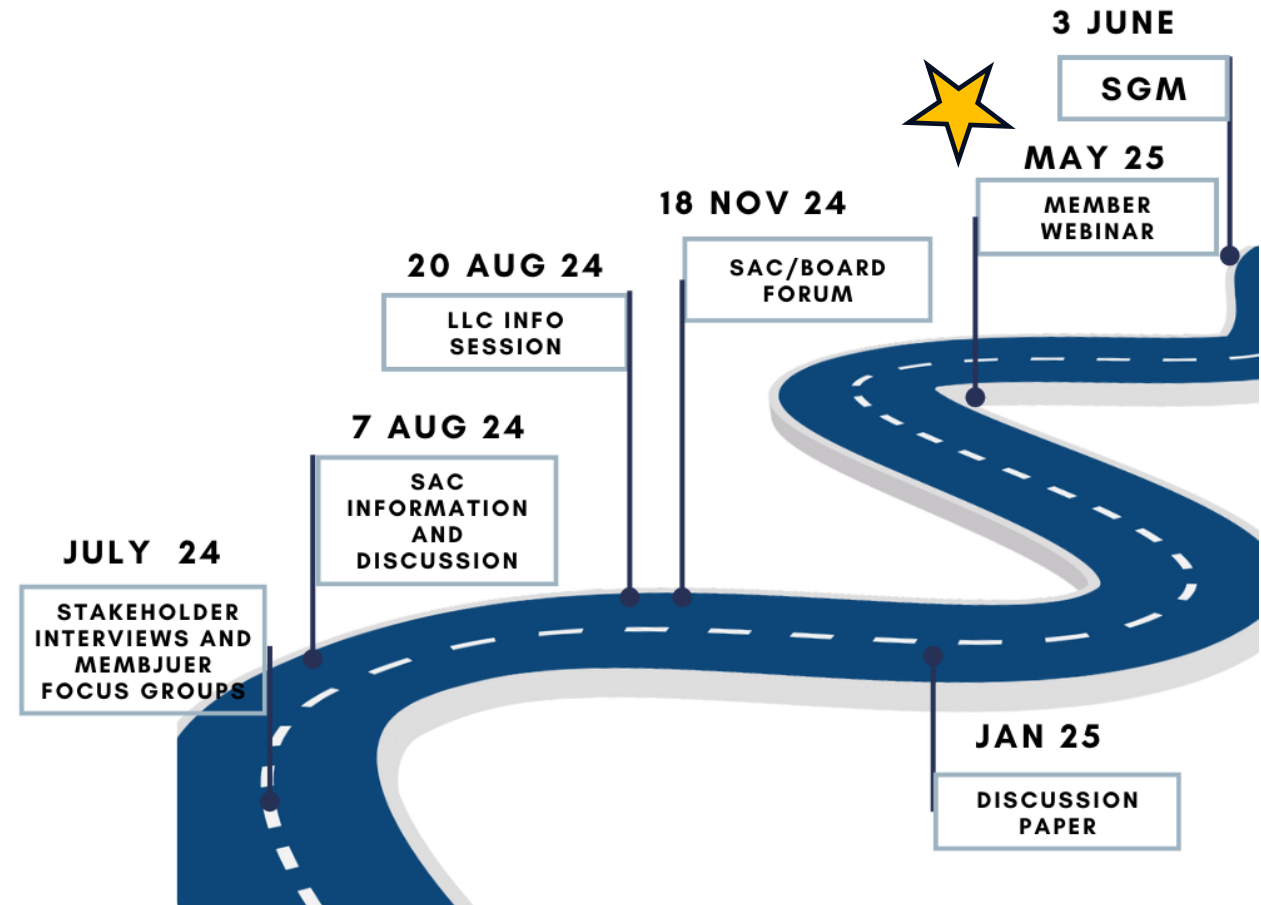
- Incorporated as a CLG
- Developed a new constitution
- Installed a Governance Board of Directors
  - 6 Ordinary Directors
  - 4 Independent Directors
    - Including an ATSI Director
- Recognised eleven regional bodies with boundaries aligned to LLS regions
  - 6 existing
  - 5 new
- Established State Advisory Council as the members' voice to the Landcare NSW Board



# The journey to today

## Objectives for today:

- Review propositions for change to be reflected in constitutional amendments in June





# From propositions to change to constitutional change

# Recruitment and nominations of directors

1. Allow the Nominations Committee to search state-wide for candidates to nominate to the LNSW Board
2. Add two SAC members to the Nominations Committee
3. Broaden the Board Skills Matrix to include 'perspectives' and 'geographic' location' as search criterion for Board candidates

# Board composition and size

4. Create a single class of LNSW director
5. Add 'Landcare experience' to the Skills and Perspectives Matrix (e.g., NRM/Landcare experience gained through volunteering or paid employment with an NRM/Landcare organisation or through work on boards and committees)
6. Allow the Board to function with between seven and ten directors
7. Continue to reserve a minimum of one seat for an Aboriginal and Torres Strait Islander

# Board terms and conditions

8. Allow directors to be nominated for a third term (given satisfactory performance and attendance)
9. Make the provision for the payment of a stipend to all directors, subject to approval at the Annual General Meeting

# **There are no proposed constitutional changes to membership**

**However, LNSW is improving its membership offer. To  
learn more, join the Membership and Insurance webinar  
next Monday, 19 May at 1:00 pm.**

**[https://us06web.zoom.us/j/86304395305?pwd=sXKX  
QssEmjtJVlVfAjVTgfzuCmtluq.I](https://us06web.zoom.us/j/86304395305?pwd=sXKXQssEmjtJVlVfAjVTgfzuCmtluq.I)**

**Please register to vote at the 2025 SGM to be held on  
3 June at 8:30 am**





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