



Title	AusDBF Committees Policy and Procedures	Policy No	PN-0028
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Pillar area	Governance	Schedule review date	2024

Introduction

The AusDBF Constitution provides for the establishment of committees but does not detail how this is accomplished.

CLAUSE 19 OF THE CONSTITUTION IS AS FOLLOWS:

19.1 COMMITTEES

The Directors may delegate any of their powers to Committees consisting of those persons they think fit (including Directors, individuals, and consultants), and may vary or revoke any delegation.

19.2 POWERS DELEGATED TO COMMITTEES

- A Committee must exercise the powers delegated to it according to the terms of the delegation and any directions of the Directors.
- Powers delegated to and exercised by a Committee are taken to have been exercised by the Directors.

19.3 COMMITTEE MEETINGS

Unless otherwise determined by the Directors, committee meetings are governed by the provisions of this Constitution dealing with Directors' meetings, as far as they are capable of application.

Purpose

This document will give direction on the agreed processes to be undertaken to identify, establish and manage AusDBF Committees.

POLICY

The Board shall clearly define the Charter for each committee, including their membership, roles, procedures and functions, and the boundaries of their authority.

AusDBF Committees should always have regard to the achievement of the purpose of AusDBF in accordance with the vision and strategy determined by the Board when exercising its functions.

Committee Types

An AusDBF Committee is a group formed to perform a specific purpose to allow distribution of the workload of the Board, reporting to the Board regularly.

AusDBF manages different types of Committees, depending on the need:

- Standing Committee - a permanent Committee that meets regularly, formed to undertake assigned tasks on an ongoing basis.
- Ad Hoc Committee - a short-term, temporary Committee, such as a Working Group, formed to undertake a specific, short term project. May include members with expertise in a specific area, formed to work together to achieve specified goals. Usually disbanded following completion of the project.
- Commission - A group which has been assigned responsibility for finding information, and reporting to the Board.
- User Group – An informal group with members who have a shared interest or activity. A User Group may bring information to the Board for Consideration.

These Committees are classed as:

- Appointed Committee - a Committee made up of members with recognised specialist technical expertise, experience, or qualifications
- Representative Committee - a Committee made up of at least one representative member from each Member organisation, nominated by their Member. The representative Committee member brings consensus of opinion on behalf of their Member and is empowered by their Member to make decisions on their behalf. If a representative Committee member resigns/their tenure finishes, a replacement representative member is nominated by that Member.

PROCEDURES

Committee Membership

Membership structure of AusDBF Committees will be determined by the type of Committee e.g. Representative or Appointed, and the Committee's Charter and Terms of Reference.

Non-Board Member Committee Membership

AusDBF Committees will include non-Board members to bring additional availability of time, capacity, skills, experience and/or networks, providing that doing so is not inconsistent with any directions given to the Committee by the Board. Committee members may be dragon boat participants (Club Members or employees of SSO/NSO) or may be external consultants, particularly for membership of Appointed Committees not related specifically to the sport of dragon boating e.g. Risk and Audit Committee.

Non-Board members on AusDBF Committees will preferably only hold one (1) position on an AusDBF Committee at a time. If necessary, due to lack of availability of suitably appropriate non-Board Committee members, a non-Board member may be a member of several AusDBF Committees at one time. (ideally no more than two)

AusDBF Board Director Committee Membership

Ideally each AusDBF Committee will have one (1) current AusDBF Board Director as a member, appointed by the Board to act as direct liaison to and from the Committee and the Board. Where applicable, the Board Director on each Committee will be appointed according to their Board portfolio.

Preferably, each AusDBF Board Director will hold a position on only one (1) AusDBF Committee at one time. However, as there may be more committees than there are Board members, an AusDBF Board Director may be a member of a several AusDBF Committees at one time (ideally no more than two).

Further, if an AusDBF Director is appointed by a Member to be their representative on a Representative Committee, then that role will not be counted as an AusDBF role. However, wherever possible, Members will be encouraged to seek to appoint non-Board members for Representative Committees.

Unless the Board determines otherwise, the AusDBF Chair may sit ex-officio on all Board Committees but may delegate their attendance to any other person. The AusDBF Chair, as ex-officio, will ensure that each AusDBF Committee will have open and transparent engagement and communication.

As ex-officio, the AusDBF Chair will not be counted as one of the appointed AusDBF Directors on a Committee. However, if the AusDBF Chair sits as the appointed Board representative or as a general member on a Committee, their position on that Committee will be noted in above paragraph.

Committee Tenure

Unless otherwise stated within a Committee's Charter, a Committee member will be appointed for a term of two (2) years. Each individual Committee Member will be permitted to re-nominate for and be appointed for a total tenure of a maximum of three (3) consecutive terms. Terms may be extended at the discretion of the AusDBF Board and availability of nominations and skills.

Committee Establishment

The AusDBF Board will identify and determine the necessity for the formation of an additional AusDBF Committee. The Board will consider the identified purpose and objectives for the Committee and determine the most appropriate type and structure.

The Board will identify the Board Portfolio within which the new Committee most appropriately sits. The Board Director for that Portfolio will be responsible for developing the Committee's Charter and Terms of Reference for approval by the Board, and for managing the establishment of the Committee, including the process for the nomination and appointment of Committee members.

The Board Director within whose Portfolio the new Committee sits will be appointed by the Board as the Committee Board representative member (unless already sitting on 2 other Committees in which case it will be delegated to another Director). The Board Director will initially take on the role as the Committee Chair until the new Committee has been established, after which the position of Chair will be confirmed by the Committee.

Committee Nomination and Appointment Procedures

Unless otherwise stated within a Committee's Charter or Terms of Reference, each Appointed Committee position will be filled through an 'Expression of Interest' nomination and selection process, including:

- Advertisement of the vacancy, including a description of the obligations and desirable skills and experience of candidates for the Committee position
- An advertised period for the receipt of nominations, including a closing date/time

- Endorsement from the candidates Member state for the nomination
- Appointment of an AusDBF Board panel to consider the received nominations and short-list/select successful nominees. Note: It will be preferable for any current AusDBF Board Directors currently sitting on the relevant Committee to not be part of the appointment panel.
- Successful nominees will be advised in writing of their appointment, including the end date of their term
- All Committee members will be required to sign and abide by the AusDBF Board Code of Conduct and Confidentiality Agreement

Representative Committee Members will be nominated by the AusDBF Member that they will represent. Their appointment will be ratified by the AusDBF Board.

Management of Committee Membership

AusDBF will actively monitor and manage the membership of its Committees, to minimise any conflict of interest and enable effective succession planning and ongoing Committee activities.

Each Committee will maintain a current register of its members to monitor and identify the need for nomination and appointment of members, when current members terms/tenures are ending, or when members resign.

Where current Committee members who are not current AusDBF Board Directors chose to nominate for election to the AusDBF Board as a Director (when vacancies occur), that Committee member should be aware of the potential impact on their Committee membership, should they be successfully elected to the AusDBF Board. This may, depending on the current membership structure of that Committee, mean that the requirement for a maximum of two (2) AusDBF Directors being permitted to sit on a Committee may be exceeded. This may require the Committee member to resign their position on the Committee, should they be elected as an AusDBF Director. This may not be required if one (1) of the existing AusDBF Directors on that committee steps down from that committee. AusDBF will review the requirement of all existing AusDBF Directors on that committee.

Alternately, the Committee member may choose to not resign from the Committee and subsequently, withdraw their nomination for the AusDBF Board position.

Current Committee members may wait until after AusDBF Board elections have been completed to identify if they have been successfully elected as an AusDBF Director to resign from their Committee position. If so, they will have a maximum of 30 days in which to resign from their position on the AusDBF Committee, to take up the AusDBF Board Director position.

Committee Activities, Outputs and Performance

Each AusDBF Committee will maintain appropriate records of its activities, including all meetings and other communication relating to its activities. All Minutes of Committee meetings will be submitted to the AusDBF Board for review as per the frequency of each Committee's meetings.

Each AusDBF Committee will review its Terms of Reference annually, including its membership and the results of their work. The Committee will prepare and submit a report annually on its activities, outputs, and performance, in preparation for the AusDBF Annual Report, prior to the AusDBF AGM.

Where a Committee requires decisions by the AusDBF Board, details will be communicated to the Board through the appointed AusDBF Board Director on that committee, or through the Committee Chair.