

CEHL CO-OP PROGRAM COMMITTEE GOVERNANCE CHARTER

Approved by the Board 03/03/2020

1. Purpose and Appointment by the CEHL Board:

In the context of this Committee the Board is responsible for the oversight of effective arrangements regarding:

Key Program issues.

- Program direction and development
- The Program Framework
- Program engagement

The Board has established the CEHL Co-op Program Committee (the Committee) to assist it to discharge this responsibility.

This Governance Charter sets out the roles, responsibility and operational requirements of the Committee as delegated by the CEHL Board.

2. Authority

The Board authorises the Committee, through the Committee Chair, to:

- Seek any information it requires from employees of CEHL; and
- Commission independent program or other consultants to advise the Committee or assist the Committee in the conduct of its duties.

3. Role of the Committee

To consider, and consult co-ops about, program development, program directions and priorities, program engagement and other emerging key program issues and make recommendations to the Board and to assist the Board to engage with such matters in a strategic, timely and relevant manner.

4. Duties and Responsibilities

To advise the Board in relation to program development, program directions and priorities, program engagement and other emerging key program issues within Program Principles and in best interest of co-ops, the Program and CEHL.

5. Membership, Quorum and Decision Making

The Committee is a formally approved committee of the Board and will comprise at least seven committee members each holding one committee voting right:

Chair

The inaugural chair will be an independent person who is highly skilled at facilitation.

Committee Membership

There will be a total of eight people on the committee, as follows;

- Chair
- Two CEHL board members
- Four co-op members
- One independent co-op expert

The Independent chair, independent co-op expert and co-op members will be appointed by the CEHL board through an application process which will identify relevant skills, experience and knowledge.

The appointment term will be two years.

An induction and training will be provided to committee members.
CEHL staff will resource the committee with advice and secretariat function.

A quorum of the Committee shall be at least four Committee Members, and must include the Chair (or their designated nominee) and at least two co-op members.

CEHL's Board Chair is an ex-officio member of the Committee and is entitled to attend any or all Committee meetings and has a vote if attending. Any CEHL Director not a member of the Committee shall be entitled to attend meetings as an observer. The Program Director (or their designated nominee) may attend Committee meetings as an observer.

The Committee will meet at least four times per year.

Additional meetings of the Committee may be called as necessary, by consultation and agreement between the Committee Chair and the Program Director (or their designated nominee).

Membership of the Committee will be reviewed on an annual basis at the CEHL Board Meeting following the AGM.

The Committee will work to achieve consensus in its work, each member of the Committee shall have one vote. Resolutions will be decided by majority voting. Equal votes shall mean the resolution is lost. Dissenting member/s may upon request have their views recorded in the minutes.

Recommendations to the CEHL Board will be considered at the next Board meeting following the Committee meeting or via out of session or circular resolution.

6. Invitees

The Committee may at its discretion request other employees and/or consultants attend the Committee Meeting. The Committee may issue an "open invitation" to co-op members once per annum, for Co-op members interested in the work of the Committee.

7. Remuneration/fees

The remuneration structure for committee members will reflect levels of responsibility compared with current Advisory Group requirements.

8. Administration, Meeting and Review

Agenda: The Chair and nominated CEHL Staff Member shall coordinate the setting of the agenda.

Minutes: Minutes will be taken and circulated to committee members within two weeks of the meeting.

Conflicts: Members will be invited to disclose any conflicts of interest at the commencement of each committee meeting. Where members are deemed to have a real or perceived conflict of interest, they are required to excuse themselves from participation in discussion and recommendations on the matter.

Review: The Committee will review its performance annually and should include identification of opportunities for improvement and identify additional training and education that may be of assistance to directors. The Chair will co-ordinate the review and table it at the Board.



CEHL CO-OP PROGRAM COMMITTEE

ATTACHMENT A

Guidance areas for the Committee's oversight and review

Co-op Program

1. Advise on program development, program directions and priorities, program engagement and other emerging key program issues.
2. Advise on priorities for program development, program directions and priorities, program engagement and other emerging key program issues.
3. Ensure that co-op feedback has been incorporated into program development, program directions and priorities, program engagement and other emerging key program issues.

Best Practice and Implementation Advice

1. Advice on best practice for program development, program directions and priorities, program engagement and other emerging key program issues.
2. Ensure that co-op feedback has been incorporated into program development, program directions and priorities, program engagement and other emerging key program issues

Board

1. Advise the CEHL Board regarding program development, program directions and priorities, program engagement and other emerging key program issues.
2. Advise the CEHL Board regarding program direction - program scope and priorities over the long term.
3. Advise the CEHL Board regarding co-op need for new or revised best practice or implementation advice.