

CEHL POLICY ADVISORY COMMITTEE

GOVERNANCE CHARTER

Approved by the Board 21 October 2015

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:

- Program policies and strategies; and
- Co-operative policies required by the program.

The Board has established the CEHL Policy Advisory 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.

Program reports and program and co-op operational policy are the core documents for monitoring and review by the Committee.

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 ensure the needs and views of members and co-ops are reflected in program and co-op policy development, review draft Program Policies, co-op program policies and best practice or implementation advice, 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

The Committee will advise the Board in relation to Program and Co-operative Policies that affect program operation and other matters. The Committee will advise in relation to the needs and views of co-op members within the program. In fulfilling these functions, the Committee will perform the oversight and review functions as outlined in *Attachment A: Guidance areas for the Committee's oversight & review*.

5. Membership, Quorum and Decision Making

The Committee is a formally approved subcommittee of the Board and will comprise no more than twelve members each holding one Committee Voting Right:

- One CEHL Board Member, being a non-Technical Director, who shall chair the Committee. Said Director to be nominated at the first Board Meeting following the CEHL AGM, for a period of 12 months;
- One CEHL Staff Member, chosen for their experience in policy development, appointed by Co-op Development and Strategy Manager (CDSM); and,
- Members nominated by Co-ops, at a regional forum to a maximum of 10 (as determined by the PAC) as representatives of their region or interest group, for a period of 24 months.

Following initial establishment of the Committee under this charter, half the co-op members shall retire after 12 months, the remaining original members shall retire after 24 months, and thereafter half of the co-op members will be retiring every 12 months; Retiring PAC Members are eligible for re-nomination.

A quorum of the Committee shall be at least five Committee Members, and must include the Chair (or their designated nominee).

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 CDSM Manager may attend Committee meetings as an observer.

The Committee will meet at least four times per year

Additional meetings of the PAC may be called as necessary, by consultation and agreement between the PAC Chair and the CDSM.

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

The PAC will work to achieve consensus in its work, however, 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. 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 POLICY ADVISORY COMMITTEE

ATTACHMENT A

Guidance areas for the Committee's oversight and review

Program Policy

1. Advise on the usability and appropriateness for co-ops of proposed program policy.
2. Advise on priorities for development and review of program policy.
3. Ensure that co-op feedback has been incorporated into program policy development.

Best Practice and Implementation Advice

1. Advise on the usability and appropriateness for co-ops of proposed best practice or implementation advice.
2. Advise on priorities for development and review of best practice and implementation advice.
3. Ensure that co-op feedback has been incorporated into best practice and implementation advice development.

Board

1. Advise the CEHL Board regarding co-op need for new or revised program policy.
2. Advise the CEHL Board regarding co-op need for new or revised best practice or implementation advice.