



RANZCP Committee Induction Manual

2023

Committee Member

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Details items that will be provided to you by the College staff supporting the Committee.

Committee Information Sheet

As part of your participation on a College Committee, you have the opportunity to:

- Be involved in delivering the Committee's responsibilities as listed in the Regulations/Terms of Reference.
- Contribute to the leadership and strategic direction of the College, and to its policies and activities.
- Gain new skills and knowledge, working with a diverse group of College Members.
- Increase your knowledge in an area of interest.

Committee Meetings

- Refer to the <u>Committees</u> page on the College website for more information about committee(s) meetings.
- Meeting agendas are distributed approximately one week in advance of the meeting and in most cases are available via the online meeting paper portal (accessed via the College website). You will need to login as a College Member to access your meeting papers. If papers are circulated by email, you will be advised of this by the College staff supporting the Committee.
- College staff will be in attendance to support the Committee and to provide background material and advice.
- If you are unable to attend a meeting, please contact the College staff who provide support to the Committee to discuss if you can appoint a proxy.

Support

As a Committee member you will receive:

- This induction pack.
- Reimbursement of your expenses to attend a meeting (as per College Policy).
- Support from College staff regarding your work on the Committee.

Committee members are encouraged, to seek further information on relevant matters from the Chair or the Committee's College staff contact.

Commitment

Each Committee Chair and member is expected to:

- Be objective, honest and able to deal with issues of a confidential nature.
- Attend and contribute to all Committee meetings. This means devoting the necessary time and effort to prepare for meetings.
- Respond to matters considered outside of meetings, where practicable.
- Use their specific skills, knowledge or experience to contribute to sound decision making, in the best interests of the organisation and not the individual.
- Inform the Committee of any development that may result in a conflict of interest with decisions being taken by the Committee.
- Treat matters that are marked confidential as confidential and abide by decisions taken.
- Sign the Undertaking in Relation to Confidential Information and Conflict of Interest.

Important information to be familiar with

Section A: Core Information

1 The role of the College

The Royal Australian and New Zealand College of Psychiatrists ('RANZCP') ('the College') is the principal body representing the medical specialty of psychiatry in Australia and New Zealand. It is responsible for training, examining and awarding the qualification of Fellowship of the College to Medical Practitioners.

The College is accredited by the Australian Medical Council (AMC) and the Medical Council of New Zealand (MCNZ) to deliver medical education and training, including the Continuing Professional Development (CPD) Program.

In recent years, the College has given a much greater emphasis to raising its profile as the peak body representing psychiatrists in the mental health sector.

The RANZCP is a public company limited by guarantee. This means that in the event that the RANZCP is wound-up and unable to meet its debts and liabilities, Fellows of the RANZCP have agreed to contribute up to an amount of twenty dollars towards the payment of those liabilities.

The College is a registered charity. Charities are registered with the Australian Charities and Not-for Profits Commission ('ACNC') and must comply with the ACNC Act 2012 and its regulations.

The College is governed by its <u>Constitution</u> which sets out a range of objects and powers for which the College is established. The governing body is the RANZCP Board ('**the Board**'). Further information about the Board can be found on the College <u>website</u>.

2 Governance structure chart

Six committees report directly to the Board, namely the:

- Audit Committee
- Corporate Governance and Risk Committee
- Education Committee
- Finance Committee
- Membership Engagement Committee
- Practice, Policy and Partnerships Committee.

These constituent committees of the Board, together with a number of other committees, provide advice and recommendations to the Board within their respective areas of responsibility. The governance structure also includes branches (in every state and territory of Australia) and the New Zealand National Office, faculties and sections. There are also a number of Networks that have been formed and Working Groups that are established from time-to-time for particular matters.

The governance structure chart, which lists the key committees of the College and their reporting structure is available on the College website.

3 Board members

The College is governed by directors (Board) who are democratically-elected by the Fellowship. The Board governs according to the <u>RANZCP Constitution</u> and is led by the College President.

Additional information relating to the members of the Board can be found on the College website.

4 Budget approval and Delegation of Authority

The Committee, in conjunction with College staff and the College's finance department, will develop an annual budget in line with the College's budget process. The Committee is required to operate in accordance with College policy, processes and within the budgetary constraints as determined by the Board. Any spending above and beyond the allocated budget requires explicit authorisation in accordance with the College's Delegation of Authority Guideline. Any additional financial responsibilities will be outlined in the College's Committee Meeting Operations Regulations.

The College will liaise with the Chair regarding the Committee's budget, including delegation amounts and the process for seeking expenditure approval.

5 Code of Conduct

The <u>College's Code of Conduct</u> places before Members of the College a high but attainable standard of professional conduct towards institutions of the College, the Board and committees and those who hold office within them, and towards the employees of the College.

6 Code of Ethics

The College sets very firm ethical standards for the organisation. Some vitally important ethical principles include: honesty, respect, a strong focus on our vision and values, community care and concern, care about conflicts of interest, care about outside influence and focus on the whole rather than the self. The College's Code of Ethics is available on the <u>website</u>.

7 Bullying and Harassment Policy

The College's Bullying and Harassment Policy applies to all College workplace participants.

For the purpose of clarification, workplace participants are defined to include:

- College staff members
- Contractors engaged by the College
- Members of the College.

8 Conflict of Interest ('COI') Guideline

The <u>College's Conflict of Interest Guideline</u> is applicable to the RANZCP Board and all College Committees.

While declaring a conflict of interest is a good governance practice and minimises risk within organisations, it is how conflicts are dealt with that is important.

Everyone has personal interests and for those on committees, it is inevitable that sometimes these interests may conflict with their professional decisions or actions. Identifying conflicts of interest is an important step in managing them appropriately. The key test is whether an individual *could* be influenced, or *appear* to be influenced, by a private interest in carrying out his/her committee role.

All persons attending a Committee meeting must declare any conflicts of interest (COI) to the Chair. If the declaration is provided outside of a meeting, any declaration is to be emailed to the Chair and relevant College staff.

A Committee must record declared COIs and Committee members will have the opportunity to declare COIs at each Committee meeting.

9 Undertaking in relation to Confidentiality and Conflict of Interest

It is important to keep confidential any information provided to you as part of your committee role and to seek clarification from the Chair if uncertain whether a matter can be disclosed.

All Committee members (including co-opted members, Observers and appointed Proxies) must sign and submit to the College <u>Undertaking in Relation to Confidential Information and Conflict</u> <u>of Interest</u> ('**Undertaking**'). Only one Undertaking is required to cover your participation on all College committees. All Committee members will have received a copy of the Undertaking with their committee appointment letter (unless the College has one already on file).

The Deed of Undertaking is valid during, and continues to operate after the cessation of the committee role.

10 Risk Management Policy

All committees are responsible for identifying, reporting and managing risks and the <u>College's Risk</u> <u>Management Policy</u> provides a framework to articulate activities and expectations in relation to the management of risk across the organisation.

The Board has delegated to the Corporate Governance and Risk Committee ('CGRC') the responsibility for overseeing the College's risk management process. A risk register is kept and managed by College

senior management in consultation with the committee and is submitted to the CGRC and Board twice a year (May and November). Risks identified outside this period are escalated to the CGRC and Board on an as-needs basis.

Each committee meeting agenda must have the topic of Risks as a **standing agenda item** so that Committee members can identify and discuss risks. Where new risks are identified by the committee, an action plan of how the risk is to be managed is to be recorded and elevated to the parent committee.

11 Media and Communications Policy

The College's <u>Media and Communications Policy</u> must be consulted and adhered to. Media questions received **must** be forwarded to <u>media@ranzcp.org</u> for consideration.

12 Privacy Policy

The <u>College's Privacy Policy</u> outlines the way the RANZCP collects, uses, stores and discloses personal information, particularly relating to its Members, the procedures concerning management of privacy complaints and the procedures that allow access to personal information.

13 Consent

As a Committee member, the College will communicate your email address to all members of the Committee on which you sit to enable the Committee to carry out its role(s) and responsibilities. The College may also communicate your email address to other associated College Committees, including the Board. If you do not consent for your email address to be communicated in this way, please contact the College staff member who supports the committee.

14 Insurance

Travel and health related insurance is provided to Committee members and those travelling on behalf of the RANZCP. Most items are covered under insurance and this is facilitated by the College. However, there is no cover for matters that would usually be dealt with under the relevant health system i.e. Medicare, or some medications.

Should the need arise, individuals should contact the College via legalservices@ranzcp.org to seek clarification of any insurance questions they may have.

15 Strategic Plan and Operational Plan

The <u>RANZCP Strategic Plan</u> details the College's vision, objectives, values and strategic priorities for 2023-2025. It underpins all activities carried out by the College.

The priorities in the RANZCP's Strategic Plan are supported by the Operational Plan, which is reported to the Board and membership on a regular basis. The 2023 Operational Plan is currently in development.

16. Annual Review and Financial Report

The College's current Annual Review and Financial Report is available on the website.

Section B: Meetings

1 Cultural acknowledgment (for meetings held in Australia)

The College recognises and acknowledges Aboriginal and/or Torres Strait Islander peoples as the traditional owners and custodians of Australia, and their continuing spiritual connection to land and sea. Underpinned by the College 's Reconciliation Action Plan, the College has developed a guideline outlining the protocols required for regular College business to demonstrate respect for Aboriginal and Torres Strait Islander peoples (available from the College via ranzcp@ranzcp.org).

Outlined in the Guideline, Traditional Owners and Custodians of the land are acknowledged at all College meetings, including committee meetings. As such, an Acknowledgement of Country **must** be the first item on the meeting agenda for meetings held in Australia and to be spoken before the meeting formally commences.

The Acknowledgment of Country can be said by anyone at the meeting (usually the Chair) to pay respect to the fact that one is on Aboriginal land.

The following wording has been recommended to provide guidance for the Chair (who is entitled to change the wording to their own preference, as long as it is culturally appropriate):

For meetings held face-to-face

We acknowledge Aboriginal and Torres Strait Islander Peoples as the First Nations and the traditional custodians of the lands and waters now known as Australia, and Māori as tangata whenua in Aotearoa, also known as New Zealand.

We recognise and value the traditional knowledge held by Aboriginal and Torres Strait Islander Peoples and Māori.

We honour and respect the Elders past and present, who weave their wisdom into all realms of life - spiritual, cultural, social, emotional, and physical.

State	Who to acknowledge (see brackets for phonetic pronunciation)
South Australia Branch Office, Adelaide	Kaurna (Gour-na)
Melbourne Head Office	Wurundjeri (WOO-run-jerry)
NSW Branch Office, Sydney	Eora (Yura)
Canberra	Ngunnawal (Nun-ah-wal) and Ngambri (Nam-bree) peoples
Darwin	Larrakia (Lara-keya)
WA Branch Office, Perth	Nyungar (Noong-ar)
Queensland Branch Office, Brisbane	Turrbal (TUHR-a-bull) People and Yuggerra (YU-ger-a) People
Tasmania Branch Office, Hobart	Mouheneener (Mou-he-neen-er)

For meetings held by videoconference

We acknowledge Aboriginal and Torres Strait Islander Peoples as the First Nations and the traditional custodians of the lands and waters now known as Australia, and Māori as tangata whenua in Aotearoa, also known as New Zealand.

We recognise and value the traditional knowledge held by Aboriginal and Torres Strait Islander Peoples and Māori.

We honour and respect the Elders past and present, who weave their wisdom into all realms of life - spiritual, cultural, social, emotional, and physical.

2 Protocol for New Zealand-based Committees

When a New Zealand-based committee meets face-to-face certain Māori protocols (tikanga) may be followed if appropriate. If a member of the Committee has the relevant skills and knowledge or the

Kaumātua or Kuia is present then generally a karakia (blessing) may start the meeting. The relevant member or the Kaumātua or Kuia may also give a mihi (welcome).

The food (kai) may also be blessed prior to the lunch or meal commencing.

When the meeting closes there may also be a karakia whakamutunga (closing).

A meeting may be referred to as a Hui in New Zealand.

The New Zealand National Office can be contacted via nzoffice@ranzcp.org should you require further information or clarification.

3 Quorum/Voting

The quorum to hold a meeting (face-to-face, teleconference, videoconference or out of session via email) is **50% of the Committee's total voting membership**. For example: if a committee is made up of 11 persons, namely:

- 1 Chair (can vote)
- 8 members which includes 1 person holding a Casual Vacancy position and 1 holding a Proxy (all can vote)
- 1 Co-opted member (cannot vote)
- 1 Observer (cannot vote).

The quorum required to hold a meeting will equal 50% of the 9 voting members i.e. 5 voting members. A vacant role on a committee, Co-opted members and Observers are not counted for quorum purposes, nor are agenda items where a conflict of interest has been declared.

Who can vote?

With the exception of Co-opted members and Observers, all committee members (including those holding a Casual Vacancy role or Proxy role) have voting rights.

College staff are not permitted to vote.

Minimum % of Committee members required for a decision to be made

A decision of the Committee is valid where it is made by a minimum of **50% of its voting membership** who are present.

Where a conflict of interest has been declared and excludes a person from voting, the *minimum 50%* is of those who are eligible to vote and present.

Example: if a committee has 10 members in total and 8 are present at the meeting. 2 of the 8 present are Co-opted (i.e. cannot vote) and 1 voting member has declared a conflict. This would equal 5 members able to vote. Therefore, a minimum 50% of 5 would be 3 members required for a decision to be valid.

Decisions where a quorum is not present

If a quorum is not present, decisions can only be made on agenda items that relate to an already approved policy, procedure or process, to a set of facts, or extending to an established decision.

The Chair is required to seek guidance from the College Executive/Senior Manager or the CEO to confirm where decisions can be made when a quorum is not present.

Options for decision making where there is a quorum not present and agenda items requiring decision do not relate to an already approved policy, procedure or process, to a set of facts, or extending to an established decision

Agenda items can be considered out of session or potentially deferred to the next meeting. Decisions as to which method is appropriate should be made by the Chair in consultation with College staff.

Where there is an equality of votes

The Chair of the meeting has an additional vote where there is an equality of votes.

Meeting decisions will be recorded in the meeting's minutes.

A decision of the Committee is deemed to be a decision of all Committee members present and voting. A Committee member may request that their dissent be recorded in the minutes.

Decisions are to be made in accordance with the committee's individual Regulations/Terms of Reference and/or the Board's delegation, noting that a decision may be a recommendation to the Parent Committee for approval.

4 Minutes

Minutes are a record of what occurred at a meeting.

The Governance Institute of Australia provides that 'minutes are the record of who was at the meeting, the matters under discussion, the decisions made and the material that was relied on to make decisions. The minutes should rely on the papers and not seek to repeat or paraphrase them'.

Best practice minutes include providing a summary of the key points discussed and actions required, they are not a narrative of everything said at the meeting.

If a meeting is to be recorded, prior approval from the Chair must be sort and the Committee must be notified. The Chair or the relevant staff member must announce that the meeting will be recorded prior to the commencement of the recording. The Minutes should also note that there were no objections to the meeting being recorded for minute taking purposes by the Committee members and those in attendance at the meeting and that the recording will be destroyed following the minutes being drafted.

A written record of all proceedings of Committee meetings shall be kept by the College. Draft minutes of all meetings should be promptly circulated to all Committee members after review by the Chair of the Committee and then put to the Committee's next meeting for acceptance.

The minutes of the Committee's meeting must be submitted to the next meeting of the Committee's parent committee for information (it is acceptable if the minutes are still in draft ensuring that the Chair has reviewed them first).

Information for reference

Section C: Committee Operations

The operation of a committee is detailed in the Committee Meeting Operations Regulations. Outlined below is a list of key items that may be relevant.

1 Meeting attendance

It is expected that a Committee member will attend all meetings of the Committee. However, it is acknowledged by the College that an individual's work and family commitments may prevent a member from attending a meeting.

If a Committee member is unable to attend a meeting, the Chair and/or College staff should, where possible, be advised in advance of the meeting (for quorum purposes).

Frequent non-attendance of meetings and/or non-response to matters being considered outside of meetings will be reviewed by the Committee Chair with the individual member concerned. If it is agreed that the Committee member needs to step down from the Committee, a casual vacancy shall arise.

In the case of the Committee Chair not frequently attending meetings and/or non-response to matters considered outside of meetings, the Parent Committee Chair will be advised and may determine the next steps.

'Frequency' is a discretionary matter and will be considered on a case by case basis.

2 Chair

The Chair of the Committee will chair the Committee's meetings.

In the absence of the Chair, the Deputy Chair (if applicable and present) shall act as the Chair for that meeting.

If the Chair or Deputy Chair are not in attendance within fifteen minutes of the meeting's commencement time, the Committee members present shall nominate a Committee member (Fellow or Affiliate) present to chair the meeting.

The Committee Chair shall provide support to Community Members and those with lived experience to ensure that their voices and opinions are appropriately represented at Committee meetings.

3 Travel and Expense Policy and Expense Claim Form

The College will cover the cost of certain expenses related to your capacity as a committee member such as travelling to face-to-face meetings. The College's <u>Travel Guidelines</u> and approved per diems must be adhered to. Reimbursements can be processed by submitting the claim form to the College.

4 IT security and protecting College information

For security and ease of access, Committee meeting papers are, in most cases, circulated via the College's meeting portal. There may also be times where papers and information are circulated via email.

In accordance with the College's Privacy Policy, the security of College information is important to the College.

As you will be receiving information from the College, some useful tips to assist in maintaining IT security of your devices and that of College information include:

- deleting confidential Committee related information from any device once a meeting has concluded.
- setting passwords on devices, having anti-virus software and not sharing your passwords.
- updating your passwords from time-to-time (use a combination of alpha, numeric and symbol).
- ensure any information downloaded on a non-personal device is logged out and documents are not saved.

5 Committee elections and appointments

Committee elections are overseen by the Corporate Governance and Risk Committee and are

coordinated by the College's Governance Unit. The appointment/election process for all committee members, including the Chair and/or Deputy Chair, is outlined in the Committee's Regulations or Terms of Reference.

6 Work Plans

Annual Work Plans are to be set by the Committee at the start of each year and outline the Committee's yearly targets in alignment with the College's Strategic Plan. The Work Plans are a standing item on each Committee agenda and can be updated and amended throughout the year.

7 Support

Each committee is assigned a staff member who supports the Committee to carry out its roles and responsibilities and will act as your point of contact.

The support provided may differ from committee to committee. However, it will generally include setting the meeting agenda in conjunction with the Chair, taking minutes, distributing minutes/action lists, drafting briefing papers/position statements and other Committee specific documents including Work Plan, recording Committee conflicts of interest, maintaining the Committee's risk register, arranging meetings (room bookings and catering) and ensuring approval of Committee member expenses (in line with the College's Delegation of Authority).

The role of senior management and staff present at a committee meeting is to support the Chair and the committee members; to provide, as required, background information pertinent to the topic being discussed; and to offer advice if asked. It is important for the Chair and committee members to respect that the reporting line for a staff member is to management and ultimately to the CEO, rather than to the Chair and/or committee.

8 Community Members/Persons with Lived Experience

The Committee may have a Community Member(s) as part of its composition. At the College, these members can be a consumer and/or carer with lived experience of mental illness.

The role of the Community Member is to provide a consumer/carer perspective on the issues being discussed and recommendations being made. The Committee should ensure that the impact on service users is always a central part of its considerations. It is important that all members of the Committee understand the Community Member's role.

The Committee Chair shall provide support to Community Members and those with lived experience to ensure that their voices and opinions are appropriately represented at Committee meetings.

Community members will be remunerated in acknowledgement of their time on each committee and/or approved project they are part of, including the RAP Steering Group. Remuneration is paid quarterly and is based on Remuneration Tribunal (Remuneration and Allowances for Holders of Part-time Public Office) Determination 2022.

Section D: Committee Specific Information

You will have access to the following documents (available from the staff member who supports the Committee):

- Committee Regulations or Terms of Reference.
- Position Descriptions relevant to the Committee.
- A list of the Committee members.
- The Committee meeting schedule and electronic meeting calendar invitations.
- Minutes of the previous two Committee meetings.
- Conflict of Interest Register.
- Committee Risk Register, noting that each committee is responsible for identifying, managing and elevating risks to the parent committee.
- Committee Work Plan.
- Policy documents that the Committee is responsible for (if applicable).
- Committee Operations Guide to Chairing a Meeting.

Revision Record

Contact:	Governance Unit			
Date	Version	Approver	Description	
21/07/17	1.0	CGRC	New document	
4/07/18	1.1	Senior Manager, Corporate Governance and Risk	Reviewed and updated to capture changes incorporated in the recently reviewed Board Induction Manual for consistency purposes, inclusion of IT security and protecting College information, tips on writing minutes, communication with College committees, and formatting changes	
07/02/19	2.0	CGRC	Reviewed and updated with minor amendments to ensure a consistent message is applied from the <i>Committee Meeting Operations Regulations</i> .	
12/04/19	2.1	Legal Counsel	College management and staff references made consistent throughout the document.	
14/06/2023	3.0	Executive General Manager, Education and Operations	Reviewed and updated to better align with other College documents and business rules. The new version also includes updated links to the new College website.	
2025			NEXT REVIEW	