

## Policy & Governance (P&G) Committee - V1.2

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## 1. Role

The purpose of the Policy & Governance (P&G) Committee is to assist the Stormwater Australia Board of Directors fulfil its responsibilities by providing direction and guidance in relation to strategy and initiatives, in the following areas:

- 1.1. Keeping the Board informed of current relevant best practices in governance and policy;
- 1.2. Reviewing corporate governance and policy trends for their applicability to Stormwater Australia;
- 1.3. Updating and developing Stormwater Australia's corporate governance principles, governance practices, and policies;
- 1.4. Advising those responsible for appointing directors to the Board on the skills, qualities and professional or educational experiences necessary to be effective Board members; and
- 1.5. Such other initiatives or activities in relation to policy and governance as the Committee determines necessary or desirable.

In fulfilling its obligations, the P&G Committee is to provide advice and recommendations to the Board within the scope of its terms of reference as outlined in this Charter.

## 2. Responsibilities

The P&G Committee is responsible for fulfilling the role described above. Without limiting the generality of that responsibility, the Committee is responsible for:

- 2.1. assessing the Board's and organisation's risk and needs, within the scope of the role of the Committee, and proposing to the Board any changes necessary or desirable;
- 2.2. ensuring the adequacy and integrity of the systems for determining, managing, and deploying policy and governance initiatives;
- 2.3. overseeing the appointment and performance of any consultants and sub-Committees operating within the scope of the role of the Committee;
- 2.4. reporting and making recommendations to the Board, as necessary or desirable, within the scope of the role of the Committee;

- 2.5. ensuring systems are in place which deliver compliance with the law and reporting obligations, and relevant reports are provided to the Board;
- 2.6. Evaluating whether Stormwater Australia's governance principles, systems, and practice, and policies, are aligned with, and adequate and suitable for achieving, the Board's activities and strategic objectives, and:
  - 2.6.1. Reporting on any such evaluation, and
  - 2.6.2. Making recommendations arising from any such evaluation;
- 2.7. Reviewing and recommending to the Board appropriate financial and resource investments to support and improve Stormwater Australia's policy and/or governance, as well as its policy and governance support of member States;
- 2.8. Undertaking such other activities as are necessary or desirable to properly perform the role set out above; and
- 2.9. Performing such tasks as are allocated by the Board.

### **3. Membership and Meetings**

- 3.1. The P&G Committee shall be appointed by the Board and comprise of more than one and up to three Directors of the Board.
- 3.2. The P&G Committee shall be appointed two yearly, with casual vacancies filled as needed.
- 3.3. The Board shall appoint a Director as P&G Chair, who shall not be the Chair of the Board.
- 3.4. The Chair of the Board will be an ex-officio member of the Committee.
- 3.5. The Executive Officer, or absent an Executive Officer a member of the P&G Committee appointed by the Committee, is Secretary of the P&G Committee and will participate in all meetings as such.
- 3.6. The Committee shall meet at least three times per year, and may be in person, or by phone or other electronic means. The Chair can call a meeting of the Committee at any other time and shall do so at the request of a member of the Committee.
- 3.7. Other Board directors shall have an open invitation to attend all Committee meetings, but not speak unless the Committee so determines, and shall not vote.
- 3.8. The Committee may extend an invitation to any person to attend all or part of a meeting.

3.9. Members must be given one weeks' written notice of meetings and items to be discussed at any meeting, except that in the event of unanimous agreement of Committee members, this notice period can be reduced or increased.

3.10. A meeting quorum shall be at least two Committee members present.

## 4. Authority

4.1. The Committee may investigate any activity within its Charter.

4.2. The Committee shall review all policy and/or governance initiatives, strategies, investments and activities before they are determined by the Board.

4.3. The Committee may utilise the National Committee for specific working group initiatives.

4.4. The Committee may work with other Board Committees on relevant initiatives.

4.5. With Board approval, the Committee may have the authority to commission research and obtain professional advice from appropriate stakeholders and external advisors.

4.6. In the event of urgent necessity, the Chair of this Committee in consultation with the President has the powers of the Committee.

## 5. Reporting

5.1. The Committee Secretary will be responsible for:

5.1.1. Minutes – circulation to all Committee members for review within two weeks of meeting, and

5.1.2. Collation of business papers, including agenda.

5.2. The Chair of the Committee will report to the Board of Directors at the next ordinary Board meeting following each Committee meeting on all matters relevant and major Committee activity, and to special Board meetings when necessary or desirable or requested by the Board.

## 6. Review and Access

The Committee will review its charter every three years or as often as the Committee determines and make any recommendations to the Board to alter the charter.

The Charter will be available on the Stormwater Australia website and and/or a copy will be made available on request.

Authorisation and Review			
<u>Version</u>	<u>Approved by</u>	<u>Date Approved</u>	<u>Next Review</u>
1.0	Policy and Governance Committee	23 March 2018	May 2021
1.1	Board	26 March 2018	May 2021
1.2	Board	5 July 2018	May 2021