2. Membership of a committee

This chapter looks at:

* how committees are appointed
* role and tenure of committee members
* duties of outgoing committee
* induction of incoming committee.

## 2.1 How committees are appointed

Committees of management are appointed by the Minister or, where applicable, the Minister’s delegate. Most are appointed for a three year term. Usually, all members are appointed with the same start and finish date. However, sometimes a casual vacancy arises and is filled for the remainder of the term of the committee.

It is Victorian government policy that all appointments to public sector boards and committees should, as far as practicable, reflect the diversity of the Victorian community (e.g. approximately 50% women).

The process of appointment or reappointment depends on the type of committee: community elected, user group, or ‘skills-based’.

Community elected committees

For small (category 3) committees, appointments are usually made following a public election process:

* The committee is notified by DELWP in writing four months before its term expires of the need to hold a public election meeting. The committee advertises the public election meeting in the local newspaper and other forums, such as community notice boards. The notice includes details of the date, time, place and purpose of the election meeting; invites readers to stand as candidates for committee membership; and encourages public attendance and voting.
* If the committee holds an annual general meeting (AGM), the election meeting is often held straight after it on the same day.
* The election meeting is chaired by the retiring chair or by a person chosen from outside, such as a local council representative.
* Those in attendance at the election meeting vote to choose the candidates who will be recommended to the Minister for appointment to the incoming committee. Proxy and postal votes are not usually permitted. Contact your local DELWP regional office for further information.
* Details of the recommended candidates are submitted for Minister approval via the DELWP regional office.

A person who wishes to be a candidate in the election but cannot attend the election meeting can be nominated in advance in writing.

User group committees

For user-group committees:

* The committee is notified by DELWP in writing four months before its term expires.
* Members are asked to contact their respective user groups to have representatives nominated to the incoming committee. If there are council representatives, council is asked to nominate a representative to the incoming committee.
* If any committee member positions are not linked to a user group, candidates are elected and recommended for appointment in the same way as for community elected committees (see above).
* When all the recommended candidates have been determined, their details are submitted to the Minister for approval, via the DELWP regional office.

‘Skills-based’ committees

For large (category 1 and 2) committees, vacancies are usually advertised on the DELWP website, print media and/or social media, and may also be advertised on the Victorian Government website for [board vacancies](http://getonboard.vic.gov.au/). Candidates with the requisite skills and expertise submit an expression of interest in being appointed to serve on the committee. Following a skills-based selection process, the Minister appoints the new committee.

Casual vacancies

A casual vacancy is one that arises during the committee’s three year term, for example, if a committee member resigns or is removed by the Minister. A casual vacancy must be filled if the committee has less than three people remaining. It should also be filled if there is difficulty maintaining a quorum at meetings or if skills which are needed on the committee are absent. Casual vacancies are also usually filled if there is more than 12 months of the committee’s term remaining or if the committee requests this occur. The Minister makes the appointment in accordance with the relevant process. For further information, contact your local DELWP office.

Documents required before appointment

Certain forms must be completed and submitted to DELWP during the appointments process. These include:

* a consent to probity checks being conducted
* a declaration of interests that may conflict with your duties as a committee member.

Probity checks

Personal and professional integrity are vital attributes for a committee member. The [Appointment and Remuneration Guidelines for Victorian Government Boards, Statutory Bodies and Advisory Committees](http://www.dpc.vic.gov.au/index.php/resources/governance/appointment-and-remuneration-guidelines) require that applicants undergo certain probity checks. A Statutory Declaration attesting to your integrity cannot negate this requirement.

The minimum probity checks that DELWP must conduct, with your written permission, are a National Criminal Record check (a police check), an Australian Securities and Investment Commission (ASIC) check, and an Australian Financial Security Authority (AFSA) check.

In limited circumstances, the Secretary of DELWP can waive the police check requirement. However, a waiver is usually only possible for small (category 3) committees and is not possible for every such committee. ASIC and AFSA checks are still always required. Your DELWP regional office has information on whether a waiver applies to your committee.

Declaration of Private Interests

As part of the appointments process, you must submit a *Declaration of Private Interests,* in which you declare any interests that may cause a conflict with your role as a committee member. To see the form, go to the ‘Information for Committees of Management’ page on the [DELWP website](http://www.depi.vic.gov.au/forestry-and-land-use/managing-land/managing-crown-land/committee-of-management-newsletters).

It is important to note that having interests that may conflict with your role as a board member does not usually preclude you from being appointed to a committee. If you are appointed, the interests are recorded in the *Register of Interests*. If a conflict arises with an item on the agenda at a committee meeting, you declare the interest and it is managed in accordance with your committee’s policy on *Conflict of Intere*st. For details, see ‘Conflict of Interest’ in chapter 4.

Secure storage of information provided

The results of probity checks, *Declaration of Private Interests,* and other information provided to DELWP by a candidate as part of their application are stored securely and dealt with in accordance with the *Privacy Protection and Data Act 2014* and the *Public Records Act 1973*.

## 2.2 Role of committee members

Responsibilities of committee members

Committee members co-operate together as a team to manage, improve, maintain and control the reserve, and are collectively accountable to the Minister. A committee member’s responsibilities include:

* attending committee meetings and participating in discussion and decision making
* participating in committee activities and business
* participating in the preparation and implementation of any required plans (management, financial, business) and subsequent reporting against these plans
* bringing any identified problems or issues to the committee’s attention.

Additional responsibilities of office bearers

Certain committee members have additional responsibilities as officer bearers. Each committee must have a chair and may appoint a secretary and a treasurer. Some committees also appoint other office bearers, for example, large committees may need a deputy chair, assistant secretary, and assistant treasurer. On the other hand, small committees sometimes combine the functions of secretary and treasurer into one position. To help maintain transparency and accountability, the role of chair and treasurer should always be held by different committee members. If this is not possible, contact your local [DELWP regional office](http://delwp.vic.gov.au/about-us/regions-and-locations) for advice.

Chair

For incorporated committees, the Minister appoints a member as chair. For unincorporated committees, either the Minister appoints a member as chair or the committee is permitted to do so.

The key responsibility of the chair is to facilitate the committee's operations. This includes:

* providing guidance and leadership to ensure the successful functioning of the committee
* representing the committee in the public domain
* presiding at committee meetings. For details see ‘Chair’s role at committee meetings’ in chapter 3
* monitoring to ensure that administrative and other tasks arising from committee meetings are carried out
* on behalf of the committee, notifying the Minister, via the local DELWP regional office, of any significant risks to the effective management of the reserve.

Secretary

The committee appoints one of its members as secretary. The key responsibility of a secretary is the administration of the committee. This includes:

* recording the minutes of all committee meetings
* receiving incoming correspondence and bringing it to the attention of the committee
* drafting and despatching outgoing correspondence
* keeping committee members properly informed, including sending them agendas with notice of upcoming meetings, copies of correspondence, reports, etc.
* maintaining and securely storing committee records
* liaising with the chair between meetings so as to ensure that the business of the committee is attended to.

Treasurer

The committee appoints the treasurer. The key responsibility of the treasurer is to keep the committee’s financial records in good order. This includes:

* maintaining a bank account in the name of the committee (signatories to the account should be the chair, the secretary and the treasurer, with any two to sign)
* recording and banking money received
* paying accounts as authorised by the committee
* keeping all invoices, receipts, cheque butts, bank statements and other financial records for audit purposes
* reporting current details on bank balances, transactions since the previous report, the committee’s current financial position and any other information that the committee may require, at each committee meeting
* preparing an annual financial report based on the financial year immediately past (1 July–30 June)
* submission of the annual return to DELWP if required.

Assistance from volunteers and staff – maintaining role distinction

Sometimes, a committee engages a person who is not a committee member to undertake particular tasks, for example:

* a person with relevant skills to keep the books and/or undertake secretarial duties (e.g. a volunteer or local accountant or bank manager engaged on a retainer or honorarium)
* a manager employed to manage the reserve and/or undertake administrative work.

This person’s role must never be confused with that of a committee member. To help maintain role distinction and the committee’s independence, volunteers and staff members do not attend committee meetings unless invited by the chair for specified agenda items; do not participate in committee discussion unless invited to do so; and never participate in committee decision-making. The committee remains accountable for the tasks that the person performs. For details, see ‘Invited guests’ in chapter 3.

## 2.3 Resignation or removal from office

Resignations

Resigning from the committee

If you decide to resign from the committee, you must submit your resignation in writing to the Minister or, where applicable, the Minister’s delegate. To arrange this, contact your local DELWP regional office for details of the correct process to follow. Reasonable notice should be given so that a new committee member can be recruited if necessary. If you resign, you must hand over all committee records in your possession to the committee.

Resigning as an office bearer but remaining on the committee

Sometimes, a member decides to remain on the committee but to resign from their position as chair, treasurer, secretary, or other office bearer.

* To resign as chair but remain on the committee, submit your resignation in writing to the person (or position) who appointed you. If you are submitting your resignation to the Minister, or the Minister’s delegate, contact your local [DELWP regional office](http://delwp.vic.gov.au/about-us/regions-and-locations) for information about the correct procedure. Also notify the committee in writing.
* To resign as treasurer, secretary, or other office bearer but remain on the committee, notify the committee in writing. The committee will record your resignation in committee minutes and choose another member to fill the office.

You must hand over all committee records associated with your office, so that these can be treated in accordance with the requirements of the *Public Records Act 1973* and provided to the new office bearer.

Removal from office

Under the *Crown Land (Reserves) Act 1978,* the Minister has the power to remove committee members at any time. Misconduct or non-performance are examples of when this might occur. In addition, a position on an incorporated committee automatically becomes vacant in certain circumstances.

Non-performance

The judgement that a fellow committee member is not satisfactorily carrying out their duties is difficult and subjective. If this issue arises, the first step is for the chair or committee as a whole to discuss the matter with the member concerned. Often, this will resolve the issue, with either the member accepting that more is required of them or resigning. If poor performance continues and the member is reluctant to resign, the other committee members should contact their local DELWP office for advice.

Incorporated committees – position becomes vacant in certain circumstances

Under the *Crown Land (Reserves) Act 1978,* a committee member’s position on an incorporated committee also becomes vacant if he or she:

* is absent from four consecutive meetings without the committee’s permission
* becomes bankrupt or has property that becomes the subject to control under bankruptcy laws
* is convicted of an indictable (serious) offence
* becomes incapable of performing their duties as a committee member, for example, due to chronic illness
* is removed from office by the minister.

## 2.4 Outgoing committee – the hand over process

An outgoing committee has a duty to properly brief the incoming committee and to hand over all committee records that it holds. The outgoing chair leads this process, with assistance from the outgoing secretary and outgoing treasurer. It should be conducted in a professional, courteous, and timely manner by all outgoing and incoming members involved.

Committee records

All committee records must be handed over to the custody of the incoming committee, including the electronic version, if it was created that way. This includes all:

* minutes and related papers
* correspondence received and copies of correspondence sent
* management plans/statements and corresponding performance reports
* business plans, work schedules, financial plans and annual budgets
* other financial records and reports
* documentation relating to contracts (leases, licences, contracts for services, etc.)
* employment records and contracts
* committee policies.

In addition, as part of the hand over process, the outgoing treasurer:

* balances the books prior to hand over
* provides an appropriate briefing, including advising the incoming committee about any committed funds
* organises the changeover of bank account details
* advises service providers (such as gas, phone, water) of the incoming committee’s contact details
* advises the [Australian Taxation Office](http://www.ato.gov.au/Non-profit/Getting-started-for-non-profit-organisations/Registering-your-organisation/Keep-your-organisation-s-registration-details-up-to-date/) of the incoming committee’s contact details.

For further information about committee records, see ‘Record keeping’ in chapter 5.

Confidentiality and proper use of information - ongoing requirement

It is important for outgoing members to remember that even when they are no longer a committee member they are still bound by the confidentiality and proper use of information requirements in the *Public Administration Act 2004*. For details, see chapter 4.

## 2.5 Incoming committee – the induction process

The incoming committee should ensure that it is properly briefed by the outgoing committee and that all committee records held by the outgoing committee, including those listed above, are handed over to them.

All members of the incoming committee should familiarise themselves with their responsibilities as committee members, including the decision-making standards and processes that must be complied with. Each member should ensure they have their own copy of and read:

* the guidance notes in DELWP’s **induction pack**. Topics include meetings and decisions, conflict of interest, code of conduct, and dispute resolution.
* the committee’s policies on the above topics. The incoming committee should also ensure that its policies on these topics are consistent with the model polices in DELWP’s **policy pack**. If no suitable policy exists, the committee can simply insert its name into the model policy and adopt it at a committee meeting.
* these guidelines and the [Director’s Code of Conduct](http://vpsc.vic.gov.au/resources/directors-code-of-conduct-and-guidance-notes/).

Committee members should also ensure they understand the particulars of the reserve which the committee has been appointed to manage. The new committee should review the management plan or management statement and update it if necessary.

It is important to note that new committee members are not formally appointed and cannot conduct committee business until approved by the Minister or, if applicable, the Minister’s delegate.

**Guidance**

The guidance resources (e.g. policy pack with model polices, induction pack with guidance notes) offered by DELWP to assist committees are listed in the *Help from DELWP* guidance note.

They are available from the [Committees of Management](http://www.delwp.vic.gov.au/committees) support module ([www.delwp.vic.gov.au/committees](http://www.delwp.vic.gov.au/committees))
or contact your local regional [DELWP office](http://delwp.vic.gov.au/about-us/regions-and-locations). An induction video is also available on [You Tube](https://www.youtube.com/watch?v=RIW9BEvUQyM).