

Community Advisory Committee

Terms of Reference

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1. Background

Comm Unity Plus Services Ltd, trading as commUnity+ (commUnity+, or the Company), is a community-based organisation limited by guarantee and a registered charity with the Australian Charities and Not-for-Profit Commission (ACNC).

commUnity+ is a not-for-profit community organisation that delivers community services and programs in Melbourne's West and North, with a focus on community development and early intervention and prevention on social issues. commUnity+ delivers a range of services and programs, including:

- Community Education (both accredited and non-accredited training)
- Brimbank Melton Community Legal Centre
- Children's Contact Services
- Neighbourhood House
- Other community engagement and development initiatives

commUnity+ is:

- (a) governed by an elected, voluntary Board of Directors.
- (b) committed to the principles of good governance, and articulates this commitment through two key documents:
 - a. commUnity+ Constitution
 - b. commUnity+ Board Charter

Clause 25.3 within the Constitution states the Board has the power to establish Committees and delegate some of its power to the Committee.

The commUnity+ Board has established a voluntary Community Advisory Committee (CAC).

2. Purpose

2.1 The purpose of the CAC is to:

- (a) assist the Board in fulfilling its corporate governance and oversight responsibilities regarding:
 - i. To provide a voice for the community to the commUnity+ Board in strategic decision-making.
 - ii. To inform commUnity+ managers and directors about the strengths, needs and aspirations of the communities that we work with.
 - iii. To provide feedback and suggestions for commUnity+ programs and initiatives.
 - iv. To discuss ideas and challenges for the local community and to contribute to solutions.
 - v. To build community governance and leadership skills, and
 - vi. provide advice and make recommendations to the commUnity+ Board on these matters.

3. Appointment of Committee

3.1 The Committee will provide feedback and recommendations on the Chair positions.

3.2 The Board shall, at their first meeting following the Annual General Meeting (AGM), determine the members and the Chair of the Committee until the next AGM.

3.3 If the Chair resigns outside the AGM cycle, the Board will determine a new Chair who will continue until the next AGM cycle.

4. Authority

- 4.1 The CAC is a Committee of the Board of commUnity+ from which it derives its authority and to which it regularly reports.
- 4.2 The Board authorises the Committee to:
- (a) Investigate any matter within its Terms of Reference.
 - (b) Act in an advisory capacity to commUnity+ staff and directors.
 - (c) Make recommendations only to the Board on any matters within its established responsibilities.
- 4.3 The Board does not authorise the Committee to:
- (a) Make any decisions on behalf of commUnity+
 - (b) Make any statements on behalf of commUnity+

5. Membership Structure

5.1 Chairperson

- (a) The Chair of the Committee is elected by the Board and must be a Board Director of commUnity+.
- (b) In the absence of the Chair of the Committee or an appointed deputy, the remaining members present shall elect one of themselves to chair the meeting.

5.2 Membership

- (a) The Committee will be made up of members of the communities in which commUnity+ works in and should reflect the diversity of these communities.
- (b) The Committee shall consist of up to 10 members, including:
 - a. At least two commUnity+ Board Directors; and
 - b. Up to eight community members.
- (c) The Chair of the commUnity+ Board of Directors (if they are not a member of the Committee) is invited to participate in all meetings of the Committee and other Board Committees.
- (d) External, independent persons may be appointed to the Committee by the Board.
- (e) All community members must have a connection to an area that commUnity+ provides services in and have a strong interest in contributing to their community.
- (f) The General Manager Family and Community Services will attend all meetings of the Committee as the appropriate management representative and other members of management attend meetings of the Committee by invitation.
- (g) The committee will be supported by the Company Secretary in managing the preparation of papers, agendas, and minutes. A member of commUnity+ staff will act as Secretariat for the meetings. These individuals do not have voting rights.
- (h) The Committee membership may be amended at any time by the Board with the Board to consult with the CAC prior to making any changes to membership of the Committee.
- (i) Committee members may resign from the Committee at any time, in writing, addressed to the Chair of the commUnity+ Board of Directors.
- (j) Individuals employed by commUnity+ cannot be a member of the Committee.

5.3 Term and Casual Vacancies

- (a) The term of appointment to this Committee in the year of establishment is to the first Board Meeting following the next AGM. Thereafter membership of the Committee will be considered on a rolling basis.
- (b) The Board from among their members shall fill casual vacancies occurring in membership of the Committee.

6. Meetings

6.1 Frequency of Meetings

- (a) The meeting frequency of the Committee will be at the discretion of the Board but should be at least four times per year.
- (b) Meetings of the Committee may be called by the Chair of the Committee at any time to consider any matters falling within these Terms of Reference.
- (c) The Committee may meet in person or via videoconference.

6.2 Quorum and Committee Resolutions

- (a) The quorum for the Committee shall be a simple majority of members including at least one director.
- (b) The Committee shall reach decisions by a simple majority of those voting on the issue in question. If the numbers of votes for and against a certain proposal is equal, the Committee Chair shall have a casting vote.

6.3 Record of Meetings

- (a) The Committee shall ensure that an agreed written record of each of their meetings is forwarded to the Board in a timely manner.
- (b) Draft minutes of each Committee meeting are to be approved by the Committee Chair and circulated to all Committee members by the Company Secretary with the next meeting pack.
- (c) Minutes will be approved by the Committee at the next meeting.

6.4 Agenda and Papers

- (a) The agenda and supporting papers will be delivered to all Committee members and other attendees (if appropriate) at least one week before a meeting.

6.5 Reporting

- (a) The Committee is accountable to the Board of Directors.
- (b) Minutes of each Committee meeting will be provided to the Board at the next Board meeting as approved by the Chair of the Committee.
- (c) The Committee Chair shall regularly report to the Board on all matters relevant to the role and responsibilities of the committee.
- (d) The Committee Chair will report and make recommendations, as appropriate, to the Board after each Committee meeting on matters dealt with by the Committee.
- (e) When appropriate, the Committee will seek direction and guidance from the Board on matters within the Terms of Reference.
- (f) The Committee shall ensure that the Board is made aware in a timely manner of the Committee's activity and any matters that may have significant impact upon the organisation.

6.6 Reimbursement

- (a) Reasonable costs to support committee participation, including to remove barriers to participation and governance training and development, will be met by the organisation or reimbursed. The expense must be approved by the Chair of the Committee prior to expense being committed.

6.7 Attendance

- (a) Members must provide reasonable notice to the Chair of the Committee if they are unable to attend an upcoming meeting.
- (b) If a member is absent for two consecutive meetings without notice or justifiable reason, the Committee will review their membership.
- (c) Meetings are not open to the public.
- (d) Non-members may attend at the invitation of the Chairperson.

7. Responsibilities

7.1 Consultation with the Board

- (a) The Board must consult with the Committee in relation to matters within the CAC Terms of Reference.
- (b) The Committee must keep the Board informed of the implementation of the Committee's work plan.

8. Governance and Resources

- 8.1 The Committee shall, via the Company Secretary to the Committee, make available to new members of the Committee a suitable induction process and, for existing members, ongoing training as discussed and agreed by the Committee.
- 8.2 Committee members must disclose any general or material conflicts of interest prior to their appointment, and on an ongoing basis, as per the Conflict-of-Interest Policy.
- 8.3 Committee members must abide by any commUnity+ Policy that relates to Committee members or volunteers. These policies must be made available to all members.
- 8.4 The Committee shall give regard to any relevant legal or regulatory requirements and associated best practice guidance, as well as to the risk and reputation implications of its decisions.
- 8.5 The Committee shall abide by the commUnity+ Privacy Policy.
- 8.6 The Committee shall have access to sufficient resources to carry out its duties.
- 8.7 Key work plan items include but are not limited to:
 - (a) Consultation with the Board around major strategic changes to policy or services
 - (b) Review of Community Consultation data and provide recommendations.
 - (c) Connect and consult with the community regarding operational and strategic matters being considered by commUnity+.

9. Performance Review

- 9.1 The Committee shall evaluate its own performance, composition and Terms of Reference at least once a year to ensure it is operating effectively and recommend any changes it considers necessary to the Board for approval.
- 9.2 The Committee shall meet in a private session, with management present, at least once a year, to assess the effectiveness of management support for the Committee.
- 9.3 The Board will evaluate the performance of the Committee annually.

10. Complaints

10.1 The Committee shall manage grievances in accordance with the Board Policy Suite Grievance Policy.

11. Review

Activities	Frequency
Review Terms of Reference	Annually

The Committee must regularly, and in any event no less than once every two years, review the Terms of Reference and any other charters, guidelines, and related governance documents of commUnity+ as may be in place from time to time and make any changes it recommends to be necessary or desirable.

12. Responsibility

Level	Position
Authorisation	The Board
Responsibility for implementation	Committee Chair

The CAC Committee Chair is responsible for the implementation and review of this policy.

All CAC members are responsible for adhering to all applicable clauses.

13. Related Documents

Legislation:	- Corporation Act
Organisational Documents:	- Constitution - Grievance Policy - Code of Conduct Policy - Delegation Policy - Board Policy Suite

14. Version Control

Version	Code Type	Change	Authorised	Date
1	TOR003	Initial	Board	26 September 2023
1.1	TOR003	Reviewed	Board	22 December 2023