

Committee Terms of Reference

A well-functioning committee supports good governance of a project or program. It can assist you to run an effective community hub.

A Terms of Reference (ToR) sets out what the committee will do and explains how the members will work together to achieve shared goals.

A ToR contains clear and specific information on:

- » how the committee is organised
- » what the committee is trying to achieve
- » who the members are
- » when and where they meet.



Figure 1: photo of a project e.g. Phillip St where the ToR is referred to in this document

Who is this for?

This is for **not-for-profit community organisations** who are looking to partner with other organisations to deliver integrated community services in a community.

What does it do?

This guide provides a template to help you develop a **Terms of Reference** that can support the governance practices for your community hub.

ToR Template

Tips for success

- » It may be possible to use (and expand) an existing committee or partnership group for your community hub.
- » Specify the role of the committee and outline what you will deliver so that expectations are clear and supported by project partner organisations.
- » Consider the function of the committee and how long it will continue to meet. Will it be a decision-making or advisory body? Is it time-limited or ongoing?
- » Clarify how decisions will be made by the group and who the committee will report to on progress.
- » Clarify who is accountable for what, and check up-front that project partners are comfortable with what has been agreed.
- » Consider the whole journey. How will the committee evolve from planning through to opening, establishment, etc.
- » Bring everyone with you on the journey, including project partners.
- » Clearly record actions and key decisions. Agree timeframes for work.
- » Develop a workplan for the committee. Identify a committee lead, and gaps where further support or expertise may be required.

While information on a typical ToR is provided below, **your ToR will be unique**. Customise your approach to suit your project, partners and context. Not every section will be right for your committee—delete those sections that aren't relevant.

Examples provided in each section of the template are based on a project initiation committee. This type of committee is useful in the planning phase of a community hub.



Additional tools

The following tools can be used to document the relationships between the legal entities involved in governing your community hub:

- » codes of conduct for committee members
- » roles and responsibility statements for the hub operator to clarify duties and accountabilities
- » governance training to assist and support new committee members to meet their responsibilities.

Additional ToR Examples

- » The Philip Street Communities and Families Precinct Advisory Group ToR
 - The purpose of this Committee is to provide Council with advice on strategic planning, management and service delivery in the establishment phase of the precinct.
- » Queensland Council of Social Service (QCOSS) provides comprehensive information on governance and management including a Terms of Reference template.

Definitions

Definitions are included in Appendix C.

Terms of Reference – V1 – Basic Template

[Name of Committee]

Background

Instructions for this section – delete prior to finalising

This section includes information on the background of the community hub and includes additional context for the committee.

Purpose

Instructions for this section – delete prior to finalising

This section identifies why the committee has been established and outlines its overarching responsibility and objectives.

Term

Instructions for this section – delete prior to finalising

This section confirms how long the committee will be in place. Discuss how the committee (purpose, membership, etc) might evolve through the planning, establishment, growth and maturity phases.

Responsibilities and duties

Instructions for this section – delete prior to finalising

This section sets out the responsibilities of the committee and its members. For example, what are the key tasks, how will they be monitored, what reporting processes are to be followed, how will open and respectful discussions be supported, etc. While bullet points are acceptable, provide enough detail to ensure responsibilities are understood by committee members and organisations.

Membership

Instructions for this section – delete prior to finalising

This section details committee members and their role. For example, some members may be project partners, other may be part of your committee in an advisory capacity.

Chair

Instructions for this section – delete prior to finalising

This section identifies the chair of the committee, as well as arrangements for chairing of the committee if the nominated chair is absent from a meeting.

Decision-making process

Instructions for this section – delete prior to finalising

This section states the process used by the committee to make decisions, e.g. by consensus, by formal voting, with the chair as the final arbiter on all decisions, etc. This section must also detail the process for addressing any unresolved matters. How will disputes be resolved?

Meeting administration: secretariat, agenda, papers and minutes

Instructions for this section – delete prior to finalising

Agree who will provide the secretariat function for the committee (e.g. record holding, servicing of meetings, coordinating a schedule, agenda and papers, taking minutes, maintaining action and decision registers). Agree on how this person will work with the chair.

Agree how the agenda and supporting papers will be developed (and timing) with input from the committee. For example, the secretariat will coordinate with the chair of the committee to draft and prepare the agenda for the committee meeting. Include standing agenda items, such as risk. Provide details for the issue of meeting minutes, actions, and decision summaries, along with applicable timing.

Meeting frequency

Instructions for this section – delete prior to finalising

Provide details of the required frequency of meetings or agreed meeting schedule. Meetings should be conducted as frequently as necessary for the committee to undertake its role effectively.

Governance structure

Instructions for this section – delete prior to finalising

Insert a simple diagram showing where the committee sits within the broader governance system for the project. For example, the relationship between this committee and Project Partners, working groups, the community, etc. How does information flow between these different groups?

Terms of Reference – V2 – Detailed template

[Name of Committee]

Background

Instructions for this section – delete prior to finalising

This section includes information on the background of the community hub and rationale.

Purpose

Instructions for this section – delete prior to finalising

This section identifies why the committee has been established and outlines its overarching responsibility and objectives.

The [Name of Committee] (the committee) is established to [insert text, e.g. manage the planning and delivery of the [...] Community Hub].

The purpose of [the committee] is to be an [insert type of committee] committee that [insert text].

Term

Instructions for this section – delete prior to finalising

This section confirms how long the committee is expected to meet over the course of the project. Discuss how the committee (purpose, membership, etc) might evolve through the planning, establishment, growth and maturity phases.

When will the ToR be reviewed by the committee? All committees should have routine health checks to make sure they are on track and still have the right people around the table.

This Terms of Reference is effective from [insert date] to [insert date]...

Responsibilities and duties

Instructions for this section – delete prior to finalising

This section sets out the responsibilities of the committee and how it will deliver the project. While bullet points are acceptable, provide enough detail to ensure responsibilities are understood by committee members and organisations.

To fulfil its purpose, the role of the committee includes...

Membership

Instructions for this section – delete prior to finalising

This section details who will be involved and provide representation at committee meetings.

The committee comprises representatives from [*insert Partner Agency Organisations*]...

Committee members are responsible for...

Refer to **Appendix A** for a list of the committee's members, including full (voting) members and non-voting standing attendees.

Members are to make their best endeavour to attend meetings. Refer to **Procedures** section for further information on the use of proxies.

Chair

Instructions for this section – delete prior to finalising

This section identifies the Chair of the committee (position), as well as arrangements for chairing of the committee if the nominated chair is absent from a meeting.

The chair of the committee is *[insert name]*.

If the committee chair is absent from a meeting, the functions of this role are to be undertaken by *[insert text, e.g. the deputy chair]*.

Authority and tolerances

Instructions for this section – delete prior to finalising

This section should include reference to the authority of the committee, including the areas of responsibility for which the committee can make recommendations, has rights for decision-making, or the ability to authorise actions.

Authority

The committee is authorised by Partner Sponsors to undertake the following actions:

- *identify and assess...*
- *regularly review...*
- *endorse/recommend...*
- *approve...*
- *oversee...*

Authority of nominated working groups or sub-committees

Instructions for this section – delete prior to finalising

The committee has the authority to set up groups to work under it (e.g. working group). Working groups should generally be problem-focussed, time-specific and task-orientated.

The committee may delegate authority to a working group comprised of one or more members of the committee.

[Insert details of any standing sub-committees]

Decision-making process

Instructions for this section – delete prior to finalising

This section states the process used by the committee to make decisions, e.g. by consensus, by formal voting, with the chair as the final arbiter on all decisions, etc. This section must also detail the process for addressing any unresolved matters. How will disputes be resolved?

Ethics, confidentiality, privacy

Instructions for this section – delete prior to finalising

This section should outline the expected minimum behaviours of members with respect to conflicts of interest, privacy (e.g. *Information Privacy Act 2009*), confidentiality and related matters.

Procedures

Instructions for this section – delete prior to finalising

This section details the procedures which assist the committee to exercise its functions. Not all of these may be relevant to your committee, just chose the most relevant.

Meeting frequency

Instructions for this section – delete prior to finalising

Provide details of the required frequency of meetings or agreed meeting schedule. Meetings should be conducted as frequently as necessary for the committee to undertake its role effectively.

The committee will meet [*insert frequency, e.g. five times per annum or as otherwise determined by the Chair*]. Generally, meetings will be scheduled for [*insert duration, e.g. 90 minutes*].

The proposed meeting schedule is provided in **Appendix B**.

Quorum

Instructions for this section – delete prior to finalising

State the minimum requirements to establish a quorum considering both full member and chair requirements. Example text is provided below and should be adapted to suit the individual committee.

A majority of committee members must be present to provide a quorum. That is, half of the members plus one.

Use of proxies

Instructions for this section – delete prior to finalising

State whether proxies are allowed. Identify any applicable requirements in the selection of proxies, what their responsibilities are in the meeting, including whether they are to be involved in decision making.

Members are expected to attend meetings personally. However, members may nominate a proxy to represent them in extenuating circumstances, with prior advice being given to the chair. Proxies are expected to act with the authority of the member they represent.

A person acting in a membership position is considered a member of the committee for the term of their acting arrangement.

Standing invitees

Instructions for this section – delete prior to finalising

State applicable requirements for standing invitees, including what their responsibilities are in the meeting.

For example:

- » *Queensland Government agencies*
- » *Australian Government agencies*
- » *industry, universities and training providers*
- » *social service providers*
- » *community representatives*

Where necessary, people may be invited to attend committee meetings to assist the committee to understand or interpret complex matters, identify potential risks, encourage appropriate debate of issues, and pose questions that might otherwise go unasked.

The chair may invite non-members to attend a meeting to provide specific advice to the committee. This would typically include additional representation for the supporting sub-committee(s) or for a specialist briefing.

Refer to **Appendix A** for a list of standing invitees (non-voting) observers of the committee, who are considered to have key roles in ensure the committee is briefed appropriately to achieve its purpose

Secretariat

Instructions for this section – delete prior to finalising

Agree who will provide secretariat function for the committee (e.g. record holding, servicing of meetings, coordinating a schedule, agenda and papers, taking minutes, maintaining action and decision registers). Agree on how this person will work with the chair.

Agree how the agenda and supporting papers will be developed (and timing) with input from the committee. For example, the secretariat will coordinate with the chair of the committee to draft and prepare the agenda for the committee meeting. Include standing agenda items, such as risk. Provide details for the issue of meeting minutes, actions, and decision summaries, along with applicable timing.

Agenda, papers and minutes

Instructions for this section – delete prior to finalising

Agree how the agenda and supporting papers will be prepared with input from the committee. For example, the secretariat will coordinate a draft agenda with the chair. Set clear timeframes for feedback from the committee and include standing agenda items, such as risk. Give sufficient time for the committee to review any papers for discussion ahead of the meeting.

Out of session arrangements

Instructions for this section – delete prior to finalising

Detail the procedure for the consideration of matters between formal meetings, and how the outcomes are communicated to stakeholders and Partner Agency Organisations.

Induction of new members

Instructions for this section – delete prior to finalising

Outline the process for induction of new members. Include information on processes for remote members, accessibility, etc.

The Secretariat is to provide the following information to new members:

- copy of the Terms of Reference
- full list of members of the committee and their contact details (**Appendix A**)
- copies of minutes from the last two meetings (or another relevant timeframe)
- copies of significant policy or other documents that relate to issues discussed by the committee as required from time to time.

Review of committee performance

Instructions for this section – delete prior to finalising

Detail the procedure for the assessment of committee performance, including whether it will be an internal or external review, assessment measures, distribution of report and required frequency of review.

Consider a less formal 6 monthly health check discussion.

An annual review of the performance of the committee, for the previous 12 months, will be undertaken at the commencement of each financial year. The committee will devote at least part of one meeting to a review of its achievements over the preceding 12 months.

The review will also consider any changes to membership or procedures that may need to occur in the subsequent 12 months.

A report on the review's findings is to be provided to Partner Sponsors.

Risk and compliance management

Instructions for this section – delete prior to finalising

Detail the way in which a risk management framework will be incorporated into the committee's operation. One example is for briefing papers to include a section to identify and assess the impact on key risks and risk categories. Another example is a standing agenda item to monitor implementation of risk treatment plans that are relevant to the business of each committee, understand any changes in context that may influence the risk profile for areas of business within the remit of the committee, and consider any emerging risks.

What legislative requirements does this committee support? How does the committee address compliance with this legislation?

[Insert text]

Governance Structure

Instructions for this section – delete prior to finalising

Insert a simple diagram showing where the committee sits within the broader governance system for the project. For example, the relationship between this committee and project partners, working groups, the community etc. How does information flow between these different groups?

Appendices

Appendix A: Membership

Instructions for this section– delete prior to finalising

The composition of the membership should be listed in the table below. This should be a listing of the positions (roles) selected to be members of the committee, as the membership applies to the position, not the person. There should be a clear distinction between full (voting) members and non-voting standing attendees.

Table 1.0 Committee members (voting)

Committee members (position-based)
[Position title] [Organisation]
[Position title] [Organisation]
[Position title] [Organisation]
[Position title] [Organisation]

Table 2.0 Standing invitees (non-voting)

Standing invitees (position-based)
[Position title] [Organisation]
[Position title] [Organisation]
[Position title] [Organisation]
[Position title] [Organisation]

Table 3.0 Secretariat

Secretariat	Contact
[Position title] [Organisation]	XXXX XXXX

Appendix B: Standing agenda items and meeting schedule

Table 4.0 Standing agenda

Standing Agenda Items
Minutes and actions from previous meeting
Risk
[Insert topic]

Table 5.0 Meeting schedule

Month	Agenda Topics
[Month]	[topic] [topic]
[Month]	[topic] [topic]
[Month]	[topic] [topic]
[Month]	[topic] [topic]

Appendix C: Definitions

Partner Agency Organisation

Accountable to: Organisational corporate governance arrangements.

The Partner Agency Organisation will participate in a collaborative partnership within the timeline proposed to deliver integrated services from the community hub as defined in the agreed business case.

The Partner Agency Organisation is responsible for:

- » participation in project governance through providing representation on the Steering Committee to oversee and manage the project implementation phase
- » providing a Partner Sponsor for decision-making support over the life of the project and ensuring alignment with their organisation's strategic objectives.

Partner Sponsor

Accountable to: Head of Partner Agency Organisation (CEO, Director-General or senior executive).

The Partner Sponsor will act as project champion and provide an oversight function.

Partner Sponsors are responsible for:

- » ultimate decision-making accountability throughout the lifespan of the project
- » responding to escalated issues
- » prioritisation of the project within their agency, as appropriate.