



Executive Committee

Terms of Reference

1. Purpose

The ANZCA Executive Committee reports to the ANZCA Council as per regulation 2. The purpose of the ANZCA Executive Committee is to assist the President and the Chief Executive Officer (CEO) in dealing with matters which arise between Council meetings and carry forward to Council matters that are in need of Council consideration, action or ratification. Substantive decisions on these matters must be reported to the Council at its next meeting and, unless the Council decides otherwise, the noting of such reports in the Council's minutes will constitute ratification.

2. Terms of reference

2.1 The ANZCA Executive Committee's roles are to consider and, and where relevant (i.e. considering delegations) make recommendations to the ANZCA Council on:

- 2.1.1 Any changes to the objectives and priorities of the College which may become necessary.
- 2.1.2 The progress and any required amendment to the approved strategic plan.
- 2.1.3 The annual budget.
- 2.1.4 Other indicators, both financial and non-financial, of the performance of the College.
- 2.1.5 Any changes required to the delegations, rules, regulations, by laws, policies, codes and protocols of the College.
- 2.1.6 Any recommendations of management and any consequent action which may be necessary.
- 2.1.7 Provide advice to the CEO on appointments and roles of Directors of Professional Affairs (DPAs).
- 2.1.8 The operation of the committees, subcommittees and working groups of Council, and any action necessary with regard to their terms of reference, membership or performance.
- 2.1.9 Reports, recommendations and proposals of the committees, subcommittees and working groups of Council. Those which are sufficiently developed will be brought to the attention of Council with the recommendations of the Executive Committee.
- 2.1.10 Removal and reinstatement of Fellowship.
- 2.1.11 Nominations and, as relevant, appointments of College representatives to external bodies.

2.2 The ANZCA Executive Committee has the following delegated powers:

- 2.2.1 The power to supervise the day-to-day business of the College and such other functions as the Council in its discretion think fit.
- 2.2.2 The power to act during intervals between meetings of Council in accordance with the power delegated to it. In addition, in cases of emergency, the Executive will have the absolute discretion to exercise such powers and functions as it deems necessary.
- 2.2.3 The power to access such documents as it requires to fulfil its responsibilities. Executive Officers of the College, and external advisers, will attend committee meetings as requested by the chair
- 2.2.4 The power to obtain such independent professional advice as is necessary for it to discharge its duties.
- 2.2.5 The power to approve Admission to Fellowship by Training and Examination and Admission to Fellowship by Assessment in accordance with Regulation 6.
- 2.2.6 The power to nominate and, as relevant, appoint College representatives to external bodies.
- 2.2.7 The power to approve award of the ANZCA Diploma of Advanced Diving and Hyperbaric Medicine in accordance with regulation 36.

2.3 The roles of the ANZCA Executive Committee do not include:

- 2.3.1 Acting on behalf of the Council in a manner that exceeds the committee's delegations under the Constitution (Article 14), Regulation 2 and these terms of reference.

2.4 The important groups for co-ordination and communication for the ANZCA Executive Committee are:

- 2.4.1 The ANZCA Council (governance)
- 2.4.2 Management
- 2.4.3 The FPM (ANZCA) Board via the FPM Dean.

3. Membership

- 3.1 The membership of the Executive Committee is outlined in ANZCA regulation 2.
- 3.2 Members of Council and senior staff with particular portfolios may be invited to attend the Executive Committee meetings, as appropriate and at the discretion of the chair. This may include members who are not Fellows of the College.

4. Meetings

- 4.1 The Executive Committee will hold at least six regular meetings per year and such other meetings as may be requested by a member or an auditor. Meetings may be held by electronic means.
- 4.2 A quorum for a meeting will be a majority of the voting members, noting that in committees with an even number of voting members, this is half plus one. If at any time the number of members is less than a quorum, the committee may meet only for discussion purposes.

- 4.3 Questions arising at a meeting of the committee (either in person, or by electronic means) are decided by a majority of votes of voting members present and voting, with abstentions not being counted in the total number of votes. The chair has a casting vote in addition to a deliberative vote where there is an equality of votes.
- 4.4 For an electronic vote, questions are decided in the affirmative if at least 75% of all voting members (other than any member on a leave of absence or any member abstaining in writing) vote in favour.
- 4.5 The discussions of each ANZCA committee, subcommittee and working group are confidential to its members.
- 4.6 Conflicts of interest will be managed in accordance with the ANZCA conflict of interest policy. The members of the Executive Committee will undertake their work in accordance with relevant.
- 4.7 ANZCA policies. Bullying, discrimination and harassment will be managed, as relevant, in accordance with the ANZCA Policy on Bullying, Discrimination and Harassment for Fellows and Trainees Acting on behalf of the College or undertaking College functions (available at www.anzca.edu.au/resources/corporate-policies), and staff policies (available by contacting the CEO at ceo@anzca.edu.au).

5. Reporting

- 5.1 The committee's proceedings will be recorded in minutes which will be included in the papers prepared for the next ANZCA Council meeting after each meeting of the committee. Decisions made electronically will be recorded in the minutes of the next Executive Committee meeting. As part of the discussion of the Executive minutes at Council, the president will bring to the attention of the ANZCA Council all matters which the committee deems appropriate for their attention and will seek consideration of any recommendations.

6. Administrative Support

- 6.1 Administrative support for the ANZCA Executive Committee will be provided by the Corporate Office.

Version control

Version	Author	Reviewed by	Approved by	Changes
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1	Executive	Executive	Council	Revision of Executive Charter (2005)
1 (amended)	L Roberts	Executive	Council Oct 2011	Addition of confidentiality & conflict of interest clauses
1 (amended)	L Roberts	Executive	Council Nov 2011	Addition of bullying, harassment policy etc.
1 (amended)	L Sorrell	Executive	Council Feb 2012	Addition of financial reporting and planning
1 (amended)	L Sorrell	Executive	Council Aug 2012	Inclusion of additional delegation of power – item 5
2	L Roberts	Executive	Council Feb 2014	Planned review

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2 (amended)		Executive	Council April 2014	Updating definition of quorum and financial reporting.
2 (amended)	L Roberts	Executive	Council April 2015	Amendment to "membership"
2 (amended)	L Roberts SJenkins	Executive	Council Feb2017	Addition to delegated power: approve Diploma Adv DHM
3	J Ilott	Executive	Council July 2019	Inclusion of FPM dean as a member of the committee
4	N Fidgeon	Executive	Council December 2021	Remove 2.1.7 - <i>Appointments to the positions of the CEO and Company Secretary</i> Remove 7 – <i>Financial reporting and planning</i>

Next review: November 2023