



Australasian Association  
for Quality in Health Care

# GOVERNING BODY MANUAL

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## Contents

INTRODUCTION: .....	2
Role of the Council.....	4
Six (6) key responsibilities are to; .....	4
Structure and Membership of the Council.....	5
Council Member competencies.....	5
Role of all Council Members .....	5
Roles of Council Positions .....	5
Role of other committee(s).....	6
Approved committees are; .....	7
Managing the Council meeting. ....	7
To facilitate an effective meeting the following standards apply; .....	7
Evaluating the Effectiveness of the Council .....	7
Hierarchy of Documents .....	8
Council responsibilities and KPIs.....	9
Delegation Schedule.....	10
Corporate Calendar 2015-16 .....	10

## Introduction

The purpose of this manual is to clearly outline how the Governing Body of AAQHC will fulfill its Council and management responsibilities. This document is an expression of accountability, identifying how AAQHC's performance will be monitored.

Terms used: LIST all key positions and responsibilities ie.

**President.** The person who is ultimately accountable for the success and sustainability of the organisation

**AAQHC Council** The committee which has oversight of strategic directions and management issues for AAQHC.

**Vice President, Secretary and Treasurer.** The persons responsible for the day to day functioning of the Association

All members of the Council are required to be familiar with the contents of this manual which will serve as a reference point for planning and decision making. All changes to this document need to be endorsed by the Council.

## Role of the Council

The President and the Council is responsible for the attainment of strategic objectives, the determination of policy, general organisation and direction and representation of the interest of stakeholders and their client groups. The President and Council also have overall control of the affairs, property and available funds.

Six (6) key responsibilities are to;

1. *provide leadership and representation by:*

- developing and maintaining a direction for the organisation through strategic and operational planning and performance monitoring processes.
- identifying actions, delegations or appointments that ensure the ongoing sustainability and success of AAQHC.
- ensuring evidence based good governance is practiced at all times
- ensuring member satisfaction is a primary concern through effective corporate Council systems.

2. *Maintain effective Council by:*

- Ensuring the activities of AAQHC align with strategic directions
- Operating as a well functioning and supportive Council in accordance with best practice.
- Ensuring AAQHC has evidence based policies and procedures to meet legislative and other requirements and industry good practice.
- Ensuring AAQHC is compliant with any contractual agreements to which AAQHC is a signatory.
- Reviewing and approving delegations.
- Reviewing and approving required reports.
- Ensuring appropriate insurances are in place for professional indemnity, workers compensation, machinery breakdown and public liability.

3. *Overseeing asset management by:*

- Ensuring that assets are maintained and kept in safe and working order.

4. *Oversee the membership by:*

- Establishing a strategic plan, with associated KPI's for membership management
- Providing professional development resources for identified needs.

5. *Ensure there is a culture of continuous quality improvement and risk management in the organisation by:*

- Ensuring continuous improvement and risk management is considered as part of all business activities.
- Ensuring the President and the Council is aware of all corporate risks and that appropriate mitigation strategies are in place.
- Supporting reporting of complaints, incidents, and other events.
- Monitoring risk, complaint and incident data as part of the Council agenda.

## Structure and Membership of the Council

- a) The Council will comprise:
  - Elected representatives from affiliated bodies
  - Four skills based positions
  - Registrar of the Professional Development Advisory Committee (PDAC)
  - The immediate Past President
- b) The Executive of the Council will comprise:
  - The President
  - The Vice President
  - The Honorary Secretary
  - The Honorary Treasurer
  - The Immediate Past President
- c) Commitment expected of members.
  - A commitment to the principles of corporate governance
  - Preparing for and attending the scheduled meetings.
  - In making decisions giving the best interests of AAQHC primacy.
  - Supporting the agreed strategic directions of AAQHC.
  - Working positively and constructively with other Council members

## Council Member competencies.

Each member will bring to the table a range of experiences and competencies to carry out their responsibilities to meet the following requirements;

- Legal and Financial requirements
- Membership management
- Effective meeting procedures
- Strategic and Operational planning
- Quality and risk management.

## Role of all Council Members

Each Council member has a responsibility to:

- Abide by the values of AAQHC
- Observe the rules of the meetings.
- Ensure all papers are read prior to the meetings.
- Declare a conflict of interest.
- Attend planning events or other activities as required.
- Represent AAQHC in a positive manner.
- Maintain the confidentiality of minutes
- Not make improper use of information gained through membership.
- Not act on any AAQHC matters without the consent of the President

## Roles of Council Positions

- d) President is elected by Council, chairs Council and is responsible for:

- Holds the key position of accountability within the Association
  - Provides leadership to ensure that the Council upholds its collective responsibility to remain accountable to the membership for the efficient use of the Association's resources and for the monitoring of its financial performance
  - Is required, beyond all others, to understand and ensure compliance with the Constitution
  - Is required, beyond all others to ensure that the Association fulfils its obligations under the Act, its obligations to the Office of Consumer and Business Affairs and other government departments as appropriate
  - Is responsible for ensuring that the Council meets as constitutionally required, that proper meeting procedures as agreed by Council are followed and that at all times the Council works cooperatively for the benefit of members
- e) Vice President is elected by Council and:
- Will chair meetings in the absence of the President
  - Will work in consultation with the President and assist with duties as requested by the President
  - Will assume the role of Acting President in the absence of the President
- f) Honorary Secretary is elected by Council and is responsible for:
- Organising all meetings of the Association in accordance with the Constitution
  - Responsible to the Council for correspondence to the Council
  - Responsible for the use, application and safe storage of the Common Seal
  - Ensuring the proper, accurate recording of meetings and for the proper and safe storage of those records
  - Auditing the systems in place for the recording of meeting proceedings, the storage of records and the management of correspondence
  - Maintaining a register of Councilors' terms of office and notifying impending re-election three months prior to the Annual General Meeting
  - Writing a synopsis of the Council Minutes as a public document for posting on the AAQHC website
- g) Honorary Treasurer is elected by Council and is responsible for:
- Ensuring that the Council is fully informed of the financial position of the Association including contractual arrangements, and alert the Council to the financial implications
  - Ensuring that the Council is fully informed of the financial position of the Association including contractual arrangements, and alert the Council to the financial implications of any decision/actions
  - Ensuring that the Association fulfils its financial obligations to members, the Australian Taxation Office and any other relevant instrumentalities
  - Ensuring that Public Liability Insurance is current
  - Ensuring that the Association is operating in a solvent state and is exercising appropriate financial management
  - Ensuring that there are appropriate levels of financial accountability in place and to regularly monitor these
  - Ensuring that there is a detailed budget in place and that financial reports against this budget are provided to Council members

## Role of other committee(s)

AAQHC has a number of other working parties and committees to assist with effective management of the organisation. This also enables other Council members to participate

in committees and decision making processes. Each committee will have terms of reference, and the Council shall approve the terms of reference of these working groups/ committees and shall receive copies of the minutes of these meetings.

**Approved committees are;**

Executive

Professional Development and Credentialing

- h) Executive
  - The Executive Council comprises the President, Vice President, Honorary Secretary, Honorary Treasurer and the Immediate Past President, and has the authority to make decisions on behalf of Council where there are matters requiring urgent resolution.
  
- i) Professional Development & Credentialing (PDAC) Sub-committee Role
  - Will be chaired by a AAQHC Councilor
  - Will function in accordance with Council endorsed Terms of Reference
  - Will ensure that such Credentialing Policies and Procedures as endorsed by Council are actively promoted and implemented
  - Will actively promote credentialing and facilitate the application process
  - The executive Council will appoint a Registrar
  - Will facilitate and support ongoing education and development
  - Will ensure that the Credentialing Policies and Procedures are followed and the examination and assessment process is consistent and fair
  - Will provide a bi-monthly portfolio report to Council.

The effectiveness of these committees is to be evaluated on an annual basis.

## Managing the Council meeting.

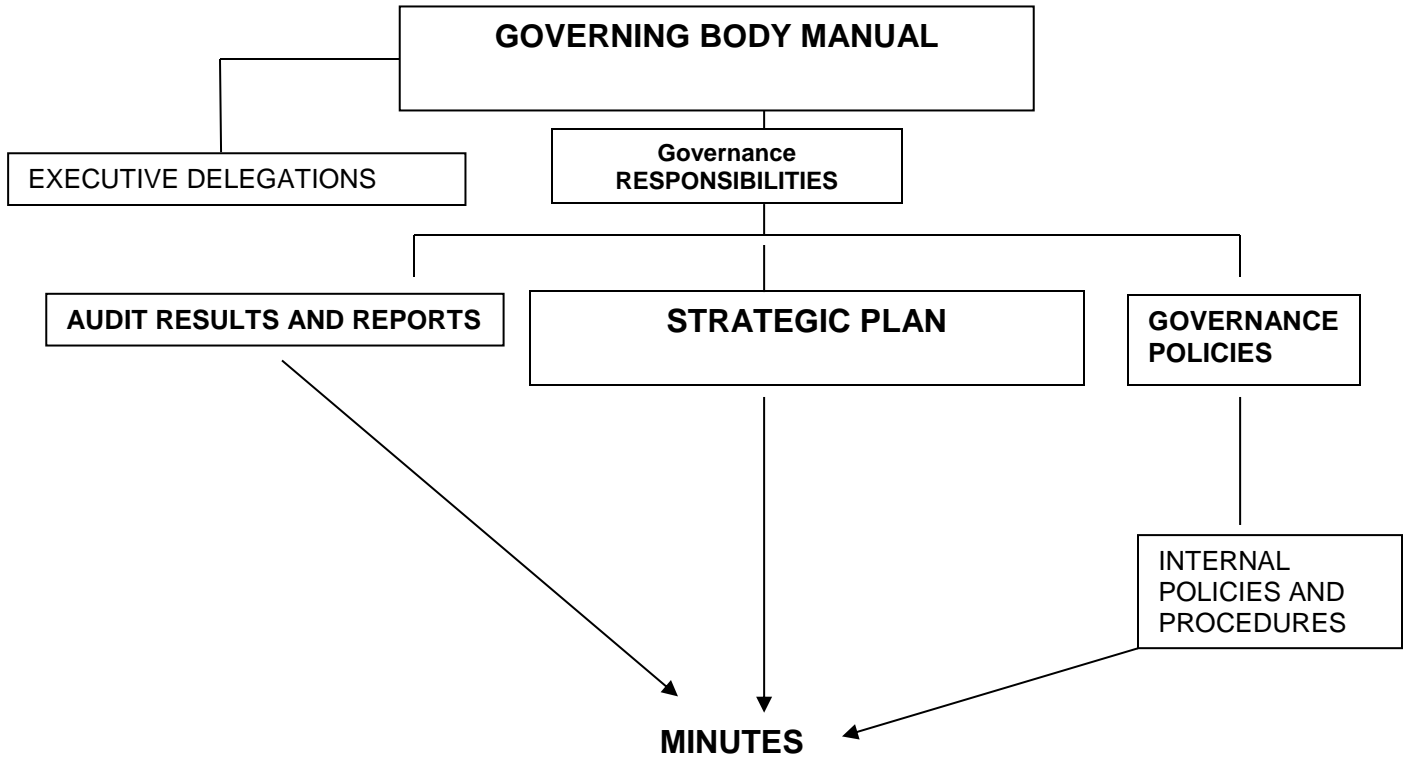
To facilitate an effective meeting the following standards apply;

- Minutes from meetings are distributed in a timely manner
- The Agenda is established with the President and is distributed prior to the scheduled meeting.
- Minutes of the previous meeting are true, endorsed and signed.
- Business arising is discussed in the first instance and outstanding actions are monitored until closed.
- A register of attendance is maintained.
- Minutes are securely stored.

## Evaluating the Effectiveness of the Council

Evaluation will occur on an annual basis using agreed KPIs.

# Hierarchy of Documents





## Council responsibilities and KPIs

<b>Responsibility</b>	<b>KPIs</b>
Developing and maintaining a direction for the organisation through strategic and operational organisational planning and performance monitoring processes	Strategic Plan is reviewed every 2 years and is adopted. Annual priorities are determined Performance against objectives is monitored Major variations are approved and annual priorities adjusted.
Delegating accountability for key procedures, processes	Delegation schedule in place 100% compliance Delegation reflects current organisation structure
Ensuring all new members receive appropriate induction	100% of new members have signed the declaration
Corporate Policies are reviewed every three years, new/amended policy changes are reflected in minutes	100% of policies are current Minutes reflect policy endorsements, changes.
Ensuring AAQHC is compliant with contractual agreements	100% of agreements are detailed in a contract register. 100% of agreements are current 0 grievances as a result of non-compliance with the agreement
Establishing a stable membership	Number of members joining Number of members with ongoing membership
Establishing a stable IT environment	Disaster recovery plan is in place and is current Corporate record keeping plan is in place System down time Asset register is maintained 100% of licenses are current
Ensuring a culture of quality and risk management	An integrated framework exists for quality and risk Policies are in place to support CQI and risk A risk register is maintained and monitored An incident management system is in place. Data is reviewed and monitored at each monthly meeting Number of improvements made Number of risks mitigated

## Delegation Schedule

ITEM	DELEGATION	APPROVED BY
Appointment Council Members	Constitution governs appointments. Council is responsible for organising elections.	Council
Authorising invoices for payment	Treasurer	Council
Employment of support staff	President	Council
Engagement of Contractors	President and Council	Council
Speaking to Media	President or Vice President	Council

## Corporate Calendar

Month	Meetings	Agenda	Other events
Every month	Council	Data from audits and other reports New/revised policies Incidents/complaints Risk Register	
Every 12 months	Annual General Meeting	New appointments Changes to Constitution	