



CALL FOR NOMINATIONS FOR:

**State Heritage Register Committee
Approvals Committee
Heritage Committee
Technical Conservation Committee
Grants Committee**

Applications are invited for appointment of members to the above Committees. The Committees advise the Heritage Council of NSW on matters relating to the effective management and promotion of NSW's heritage.

The role of the Committees is to provide high level specialist expertise and advice to the Heritage Council to assist with informed decisions and statutory requirements on heritage matters.

We are seeking specialists with experience and technical skills in: archaeology (historic and/or maritime), conservation of environmental heritage, local government, moveable heritage, natural heritage, planning, property, planning or environmental law, property economics, rural interests, Aboriginal heritage, architecture, the built environment, landscape heritage, the building, development and property industries, engineering, sustainability, NSW or Australian history and cultural landscapes.

Remuneration will be in line with the Classification and Remuneration Framework for NSW Government Boards and Committees (December 2015).

The information kit for applicants includes:

- Advertisement placed 25 May 2016 for Appointment of Members.
- Information Package for appointment to a Heritage Council Committee.
- Application form.
- Classification and Remuneration Framework for NSW Government Boards and Committees (December 2015)

Applicants should complete all sections on the application form and provide a cover letter with Curriculum Vitae to support application. If unsuccessful in this round, your details will be held for three (3) years for future vacancies.

Closing date for nominations is 11.59 pm **20 July 2016**.

For further information about the Committees, please contact the Heritage Council Secretariat, Heritage Division, Office of Environment and Heritage on:

HeritageCouncil.Secretariat@environment.nsw.gov.au or (02) 9873 8500

APPLICATION FORM - PERSONAL DETAILS

<p>Criteria for appointment</p> <p>Please indicate against which criteria you possess qualifications, knowledge and skills.</p> <p>If you can associate with more than one criteria, please indicate which is the primary criteria you fulfill with the number 1.</p>	<ul style="list-style-type: none"> <input type="checkbox"/> Archaeology (historic and/or maritime and/or other speciality within the discipline) <input type="checkbox"/> Conservation of environmental heritage <input type="checkbox"/> Local government <input type="checkbox"/> Moveable heritage <input type="checkbox"/> Natural heritage <input type="checkbox"/> Planning <input type="checkbox"/> Property, planning or environmental law <input type="checkbox"/> Property economics <input type="checkbox"/> Rural interests <input type="checkbox"/> Aboriginal heritage <input type="checkbox"/> Sustainability <input type="checkbox"/> Architecture, including landscape architecture <input type="checkbox"/> The built heritage <input type="checkbox"/> The building, development and property industries <input type="checkbox"/> Engineering <input type="checkbox"/> New South Wales or Australian history <input type="checkbox"/> Cultural landscapes <input type="checkbox"/> Other Please State
<p>Please refer to the information provided on the work of the Heritage Council committees and indicate your area of interest.</p>	<ul style="list-style-type: none"> <input type="checkbox"/> Heritage Council Approvals Committee <input type="checkbox"/> Heritage Council State Heritage Register Committee <input type="checkbox"/> Heritage Council Heritage Committee <input type="checkbox"/> Heritage Council Technical Conservation Committee <input type="checkbox"/> Heritage Grants Committee
<p>Please attach a Curriculum Vitae (CV) to support your application. (CV will need to be in either Microsoft Word or PDF format with a maximum size of 200K addressing experience/expertise/qualifications - If nominating for more than one area of expertise, provide supporting evidence for each area).</p>	

If you are unsuccessful in being appointed to a Heritage Council of NSW committee on this occasion.	
<p>Do you consent to your information being kept on file for any future vacancies?</p>	<p><input type="checkbox"/> Yes <input type="checkbox"/> No</p>

SIGNATURE: _____

DATE: _____

Information submitted on this form, including any personal details will be a matter of public record and will be stored in the Office of Environment and Heritage (OEH) records system. You can find out more about how OEH handles the personal information it collects online by reading our privacy policy. By submitting this form, you consent to the collection and use of your personal information in accordance with this policy.

HERITAGE COUNCIL OF NSW COMMITTEE APPLICATION

MEMBER'S PECUNIARY INTERESTS DECLARATION AND UNDERTAKING

I,, give the following undertaking:

1. There is no matter I am aware of concerning my interests*, or any activity in which I am or have been engaged, that may call into question the probity of the Heritage Council of NSW or give rise to any conflict with my responsibilities as a member of that Council and/or its committees;
2. I am aware that I must exercise my responsibilities as a member of a Heritage Council Committee in accordance with the *Conduct Guidelines for Members of NSW Government Boards and Committees*, including in relation to the confidentiality requirements set out in those Guidelines, as well as any applicable Code of Conduct for the Heritage Council of NSW.
3. I have the following interests* in corporations, partnerships, businesses or other organisations that may be relevant to the activities of the Heritage Council of NSW.

Sources of income:

.....
.....
.....

Memberships of Boards and Committees:

.....
.....
.....

Interests and positions in corporations:

.....
.....
.....

Interests and positions in trade unions and professional or business associations:

.....
.....
.....

4. I will formally advise the Heritage Council of NSW and the Office of Environment and Heritage of any significant change in circumstances that affects the accuracy of this declaration and undertaking.

Signature:

Date:

*A member's interests include those of an associate or close relative.



**APPROVALS COMMITTEE
STATE HERITAGE REGISTER COMMITTEE
HERITAGE COMMITTEE
TECHNICAL CONSERVATION COMMITTEE
GRANTS COMMITTEE**

Information Package

The Heritage Council of NSW is seeking expressions of interest for membership on the Heritage Council Committees. This is an opportunity to become actively involved in the heritage of NSW.

The Heritage Council

The Heritage Council of NSW is established under the *Heritage Act 1977* (NSW). The Council is a statutory body that includes members of the community, the government, the conservation profession and nominees of organisations such as the National Trust of Australia (NSW).

The Heritage Council advises the Minister for Heritage (the Minister) on heritage matters in NSW and makes recommendations to the Minister for listing of places and objects on the State Heritage Register (SHR). It also makes decisions about the care and protection of heritage places and items that have been identified as being significant to the people of NSW.

The Heritage Council is appointed by the NSW Government under the *Heritage Act 1977* to:

- provide advice on heritage matters to the Minister;
- recommend items of State significance for listing on the SHR;
- recommend the interim protection of potential heritage items so that an assessment of their significance can be made;
- determine proposed changes to items on the SHR to retain the items' heritage significance; and
- advises the community on heritage matters.

The State Heritage Register

The SHR is a list of heritage items of particular importance to the people of NSW. It includes items of particular importance to specific groups in the community, such as Aboriginal communities, religious groups or people with a common ethnic background. An item is listed on the Register when the Minister agrees to the Heritage Council's recommendation that it is of State heritage significance.

The Heritage Council has developed criteria to assess items to be included on the Register and it advises the community on how to apply them.

Development Approvals

Once an item is listed on the SHR, significant changes to it require the Heritage Council's approval. When considering applications, the Heritage Council ensures that the proposed changes retain the item's heritage significance.

The Heritage Council has three different functions in relation to development approvals:

1) Consent Authority

Managing change to heritage items involves choices between those changes that are likely to retain their heritage significance and those which could diminish it. The Heritage Council is the joint consent authority with the local council (and sometimes with other State agencies) for approving changes to items on the SHR.

Recognising that unused heritage items can quickly decay through neglect or vandalism, the Heritage Council aims to encourage new uses and practical changes. This maintains the continuing life of heritage items and places.

2) Advice to Other Consent Authorities

Other agencies, particularly local councils and the NSW Department of Planning and Environment, regularly refer matters to the Heritage Council. The Heritage Council's advice on these matters is confined to heritage impacts and related issues, while recognising that the other authority may need to take other factors into account.

3) Participation in Committees

Heritage Council members are involved in public and private sector committees set up to find solutions for development proposals involving heritage items. The contribution of Heritage Council representatives is aimed at retaining heritage significance and to continuing the effective use of heritage places.

Remuneration

Remuneration for participation on a Committee will be in line with the Classification and Remuneration Framework for NSW Government Boards and Committees (December 2012).

Heritage Council Committees

The Heritage Council Committees support the work of the Heritage Council. The two committees currently existing are the Approvals Committee and the SHR Committee. The Heritage Council and its Committees generally meet once a month on the first Wednesday of the month. Members are appointed for terms of up to three years.

The State Heritage Register Committee

The SHR Committee is responsible for recommending the advertising of potential items on the SHR and providing expert comment on planning documents for major heritage places.

The Committee operates under delegations from the Heritage Council. The Committee has most of the powers of the Heritage Council related to listing functions.

This Committee meets monthly and provides advice, mainly on the suitability of possible items for listing on the SHR. The Committee reviews community nominations, advising the Heritage Division whether or not it should be considered for listing on the SHR. Under delegation of the Heritage Council, the Committee determines whether or not to advertise the nomination for public comment. The final decision on whether to recommend State listing to the Minister rests with the Heritage Council.

The Committee can also recommend the making of an Interim Heritage Order or Emergency Order to the Minister, although this rarely takes place. Among the Committee's other tasks is to:

- Recommend approval exemptions to the Minister
- Endorse State Government Heritage and Conservation Registers, and

- Advise the Minister on making shipwreck orders.

In the main, the Committee carries out the initial and detailed work in assessing whether a nomination is of potential State significance. The Committee provides detailed listing advice to owners, nominators and the Heritage Division. Concentrating on more strategic issues, the Heritage Council does not have time to carry out this level of assessment.

The Approvals Committee

The Approvals Committee meets monthly and has delegations from the Heritage Council to consider any applications made to the Heritage Council under the *Heritage Act 1977* (NSW). The Committee also provides advice to the Department of Planning and Environment on development applications.

The functions of the Approvals Committee are:

- To make recommendations for general terms of approval or for refusal under Integrated Development Assessment (IDA) for items on the SHR.
- To consider applications for excavation permits under Section 140 of the Heritage Act.
- To comment on development in the vicinity of heritage items of State heritage significance.
- To provide pre-development application advice on proposals which impact on heritage items of State heritage significance.
- To prepare, endorse and review policies on the best practice of making and dealing with applications for approval to carry out development to State significant heritage items.
- To prepare, endorse and review policies for the education of the owners and managers of State significant heritage items about best practice in managing and developing such items.
- To give guidance to other approval bodies on best practice in approving development works impacting on items of State heritage significance.
- To develop an appropriate framework to guide the above role, including terms of reference and model terms and conditions of approval.

Heritage Council Committees

1) *Heritage Committee*

This committee will have a general skill set focusing on heritage including (but not limited to) the skill sets archaeology, history, architecture, Aboriginal heritage, landscape architecture, sustainability, conservation of environmental heritage, the building, development and property industries, local government, moveable heritage, natural heritage, and planning, property or environmental law. that would feed into the development and consideration of operational policy and other matters.

The role of the Heritage Committee is to provide ongoing expert independent advice to supplement and enhance the Heritage Council's knowledge and experience in relation to historical archaeology, Aboriginal heritage, history and maritime archaeology particularly on significant sites and complex issues as they arise.

The Committee assists the Heritage Council of NSW in the management, development of policy for and implementation of programs and policies on heritage matters. The committee promotes best practice in heritage management and community awareness and appreciation of the State's shared heritage resources through education and publications.

Some areas the Committee will assist the Heritage Council include:

- advising on priorities, policies and strategies relating to conservation, management, communication and celebration of heritage items especially those of State significance;
- promoting the recognition of heritage management practice and the involvement of specialists such as historians and archaeologists in all heritage work;
- assisting with the development and review of policies, guidelines and briefs;

- developing strategies for promoting awareness of heritage and projects/operations carried out by the Heritage Division;
- liaising with the heritage profession and community concerning heritage, and keep the Heritage Council and the Heritage Division apprised of developments in the industry;
- promoting accountability in private and public decision making on heritage matters;
- providing advice to the Heritage Council on its responsibilities and its appropriate role in the effective co-ordination and management of programs and policies relating to heritage in accordance with the *Heritage Act 1977*;
- providing assistance to the Heritage Council in liaising with all agencies and community bodies responsible for protecting heritage in NSW;
- providing recommendations on all matters and issues relating to heritage;
- raising standards of, and promoting best practice in heritage identification, investigation, fieldwork techniques, analysis techniques and curation of heritage collections;
- ensuring Aboriginal heritage is managed in a manner consistent with the broad Aboriginal social and cultural values of respectful exchange, community first and undertake our duties with the dignity of first peoples;

Committee members may be called upon to participate in committee generated work programs and carry forward projects as needed, including occasional intersession requests for advice or participation in working groups. Committee members may be invited to represent the Heritage Council on steering committees for major projects and the committees themselves may also host seminars and conferences on particular heritage issues.

2) Technical Conservation Committee

This committee aims to provide a range of technical advice about conserving heritage building materials.

The committee will be an expert committee responsible for providing technical advice about upgrading heritage buildings to satisfy building code, fire, access and service requirements in ways that retain their significance. The range of skills linked to this committee include (but are not limited to) architecture, engineering, sustainability, conservation of environmental heritage, the building, development and property industries, local government, moveable heritage, and planning, property or environmental law, rural interests.

Some areas the Committee will assist the Heritage Council include:

- Advise the Heritage Council on the impact of fire safety, access, services and work health and safety provisions on places of heritage significance;
- Advise government bodies, local councils and building owners on ways of achieving appropriate fire safety, access, services and occupational health and safety provisions without detracting from the significance and integrity of heritage places;
- Review existing legislation involving fire safety, access, services and health and safety provisions in heritage places and advise the relevant authorities of their impact on these places;
- Promote research into fire resistance of traditional building elements, equity of access to heritage places that will minimise the impact on significance, installation of new building services to achieve minimal impact on fabric and significance, and health and safety provisions in heritage places;
- Provide technical advice to the Heritage Division, for buildings of State and local significance;
- Raise standards of and promote best practice in materials and building conservation generally by:
 - identifying and monitoring common and emerging issues in practical building and materials conservation
 - identifying means of improving/developing best practice methods of repair through targeted education or publications

- liaising with academic and training institutions and private industry to encourage targeted materials research (as identified above)
- liaising with academic and training institutions to encourage training (as identified above)
- producing new publications as required and revising existing publications
- assisting in the rationalisation of technical and practical publications to prevent duplication
- providing occasional workshops and seminars on specific technical issues (as identified above);
- Assist the Heritage Division in developing guidelines and educational material on appropriate solutions for fire safety, access, services, and occupational health and safety issues in heritage places while conserving the fabric of heritage places.

This technical committee has been highly regarded in NSW and other Australian states and territories. It provides key advice to home owners and property managers to deliver good heritage conservation outcomes.

3) Heritage Grants Committee

The Heritage Grants Committee provides specialist advice and input to the Heritage Council of NSW to assist in the administration of the NSW Heritage Grants program as set out in section 106 of the Heritage Act. The range of skills linked to this committee include (but are not limited to) general heritage management including local government heritage management, grants funding, the building, development and property industries, local government, moveable heritage, and planning, property or environmental law, rural interests.

The role of the Committee is to assist the Heritage Council by:

- Providing advice and overseeing the direction and priorities for the overall NSW Heritage Grants program;
- Advising on recommendations to the Heritage Council and the Minister on the formal provision of grants administered by the Heritage Division as set out under Section 106 of the *Heritage Act 1977*;
- Considering and advising on other incentives which might assist the conservation of heritage items in NSW;
- Providing the highest level of expertise in the area of grant making for considering all key stakeholders; and
- Providing advice to the Heritage Council upon request (eg. research questions, policy issues etc.).

Application packages can be obtained from the website at: www.heritage.nsw.gov.au

For more information on the Heritage Council of NSW, visit www.heritage.nsw.gov.au or contact the Heritage Council's Secretariat Unit on (02) 9873 8566.

Applications close **11.59 pm Wednesday 20 July 2016**.

HOW TO APPLY

Your application should include:

- a cover letter;
- completed application forms (Personal Details and Declaration of Interests); and
- your Curriculum Vitae (CV) to support your application.

Your CV will need to be in either Microsoft Word or PDF format with a maximum size of 200K addressing experience/expertise/qualifications. If applying for more than one area of expertise, please provide supporting evidence for each area.

Applications are to be emailed or posted to:

HeritageCouncil.Secretariat@environment.nsw.gov.au

The Secretariat
Heritage Council of NSW
Locked Bag 5020
PARRAMATTA NSW 2124
DX 8225 PARRAMATTA

Applications submitted after the **closing date** of the **20 July 2016** will not be considered.



**Premier
& Cabinet**

NSW GOVERNMENT BOARDS AND COMMITTEES GUIDELINES

SEPTEMBER 2015

Version and amendment table

Date	Version	Amendments
July 2013	1.0	Original release
September 2015	2.0	Amendments to incorporate changes to the appointment process

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1 Introduction

Boards and committees form an important part of the public sector, acting under the direction of government, to provide advice on certain areas of interest, support consultation with the community or oversee service delivery.

The *NSW Government Boards and Committees Guidelines* (the Guidelines) have been developed based on best practice principles to:

- Assist department and agency staff in the establishment and operation of NSW Government boards, committees and similar entities
- Provide guidance about the appropriate government oversight and clear accountabilities between boards and committees and the NSW Government entity to which they are aligned
- Clarify the roles and responsibilities of members and other key participants involved in board and committee activities
- Improve the transparency, integrity and accountability of NSW Government boards and committees.

The Guidelines support the NSW Government's commitment to promote accountability and integrity in the public sector.

1.1 Scope

The Guidelines apply to NSW Government boards and committees with at least one member who is external to Government, including boards, committees, commissions and trusts, whether established under statute or administratively with governing and/or advisory functions.

The Guidelines are designed to be flexible to accommodate the diverse needs of individual boards and committees. They must be read in light of any relevant legislative provisions relating to a specific board or committee. Some types of boards and committees may also have other obligations to comply with.¹

Boards and committees that require Ministerial or Cabinet approval of member appointments should also consult the Public Service Commission's *Classification and Remuneration Framework for NSW Government Boards and Committees*.²

The Public Service Commission has also developed principles-based guidance on member appointments as outlined in *Appointment Standards: Boards and Committees in the NSW Public Sector*.³

¹ For example, entities which are defined as a "government business" (including certain boards and committees) should comply with relevant NSW Treasury guidelines and directives including the NSW Treasury Policy Paper 09-2 (TPP09-2) *Commercial Policy Framework: Guidelines for Boards of Government Businesses* available at: www.treasury.nsw.gov.au

² Public Service Commission, *Classification and Remuneration Framework for NSW Government Boards and Committees* available at: www.psc.nsw.gov.au

³ Public Service Commission, *Appointment Standards: Boards and Committees in the NSW Public Sector* available at: www.psc.nsw.gov.au

Members of boards and committees are also subject to other whole of government policies and guidelines that apply to the public sector generally, such as guidance regarding conflicts of interest and working with children checks.

2 Establishing a new board or committee

The inclusion of a board or committee within an entity's governance structure can be of benefit when entities have considerable powers, significant financial or operational risks, or require independence from other entities or office holders.

Factors to be considered when establishing a board or committee include:

- Whether a board or committee is required
- What type of board or committee is most appropriate – a governing board, advisory board or advisory committee
- Objectives, functions, powers and authority of the board or committee
- Process for developing and amending the charter document or terms of reference
- Number of members required and quorum
- Whether decisions are made by consensus, majority or special majority
- Roles and responsibilities of the members including the Chair
- Skills and expertise required of members
- Nomination and selection process for members and who appoints members
- Length of terms of appointment for members
- Whether members will be remunerated and if so, the remuneration arrangements which will apply⁴ and source of funds
- Whether the operation of the board or committee is time-limited
- Process for the termination of appointments (including prior to expiry)
- Frequency of board or committee meetings
- Reporting arrangements including who the board or committee will report to, the type of reporting required and the content and frequency of reports
- Review mechanisms for the board or committee and its members
- Secretariat support required and who will provide and fund it
- Arrangements for dissolving the board or committee

⁴ Please refer to the Public Service Commission's *Classification and Remuneration Framework for NSW Government Boards and Committees* available at: www.psc.nsw.gov.au

3 Key governance and policy documents

Boards and committees require a number of documents to support their effective governance and operation including a Charter, Code of Conduct (see section 7.1), Reports and Business Plan.

3.1. Charter

Each NSW Government board and committee should have and maintain a document outlining its objectives, any powers or authorities it has, the roles and responsibilities of key participants and other relevant factors. The process for amending the document, including who will be responsible for its approval, should also be outlined. These factors may be outlined in a Charter or the establishing legislation for the board or committee as appropriate.

Boards and committees subject to NSW Treasury's Commercial Policy Framework have additional requirements for developing and applying a Charter.⁵

Copies of the Charter must be kept by the board or committee and should be published in accordance with the NSW Government's Open Government policy.⁶

3.2. Reports

Boards and committees may have a range of reporting requirements to comply with. These requirements should be outlined in the establishing legislation and/or Charter document as appropriate. Periodic reports should identify:

- How the board or committee is delivering on its objectives including a summary of key activities undertaken during the period
- Outcomes achieved and key results for the period
- Meetings held during the period and attendance
- Current membership and any changes that have occurred during the period
- Risk management strategies
- Results of any reviews undertaken
- Ratification of the Charter document and any subsequent amendments.

Some boards and committees may have specific financial reporting requirements under legislation such as the *Annual Reports (Departments) Act 1985* or the *Annual Reports (Statutory Bodies) Act 1984*. Some boards and committees may also be subject to the Treasury Commercial Policy Framework or the Treasury Financial Management Framework.

⁵ Please refer to NSW Treasury TPP09-2 *Commercial Policy Framework: Guidelines for Boards of Government Businesses* available at: www.treasury.nsw.gov.au

⁶ Premier's Memorandum *M2012-10 Open Government* dated 22 August 2012 available at: www.dpc.nsw.gov.au

3.3. Reviews

Monitoring the operation of a board or committee ensures that informed decisions can be made about its ongoing relevance and role in supporting the Government to achieve its objectives.

Appropriate review processes, mechanisms and timeframes should be considered at the time of establishing a new board or committee and included in the establishing legislation and/or Charter. Formal reviews should be conducted at arm's length. The outcomes of any reviews should be included in the board or committee reports.

Formal reviews are generally undertaken every five years or as specified in the board or committee's establishing legislation or charter. In addition, a board or committee may wish to undertake more informal reviews on an annual basis.

A formal review of a board or committee and its members may consider whether:

- The board or committee is fulfilling its functions and objectives, its successes and the outcomes of its work in respect of its business plan
- Delivery through the board or committee is the most cost effective approach
- There is an ongoing need for the board or committee, or if its functions could be delivered through another existing board or committee, or other entity
- The board or committee has an appropriate number of members for the functions being performed
- Members have the appropriate mix of skills, experience, and diversity
- Individual members are fulfilling their responsibilities.

Factors that may be considered as part of a formal review or an internal member review include:

- Participation in and contribution to the objectives and workload
- Meeting attendance and engagement with other members
- Clear understanding of the roles and responsibilities of the board or committee, its members and other key participants involved with the board or committee (see section 4), its operating environment and the relationship with Ministers, statutory officers and other key stakeholders
- Any actual or potential conflicts of interest.

3.4. Business Plan

In addition to a Charter, it may be appropriate to have a Business Plan or Statement of Corporate or Business Intent. This is particularly relevant for commercial entities that are governed by a board. The purpose of a Business Plan or Statement of Corporate or Business Intent is to identify the strategies that will be used to achieve the objectives of the entity and the board or committee. This is usually the basis against which performance of both the entity and the board or committee is monitored.

3.5. Internal audit and risk management arrangements

Where relevant, boards and committees should comply with Treasury's requirements for internal audit and risk management, set out in Treasury Policy Paper 15-03 *Internal Audit and Risk Management Policy for the NSW Public Sector*.⁷ Some boards and committees may also be required to apply the audit and risk management requirements for Government Businesses outlined in Treasury Policy Paper 09-2 *Commercial Policy Framework: Guidelines for Boards of Government Businesses*.⁸

3.6. Indemnifying and insuring members

Appropriate insurance and, where appropriate, indemnity arrangements should be in place for board or committee members. Requests for indemnity will be considered on a case by case basis. Only in exceptional circumstances would an indemnity be granted in advance of the commencement of legal process.

Some board and committee members may already have insurance cover under current whole of government arrangements, such as self-insurance arrangements administered by the Treasury Managed Fund. For further information consult the *Treasury Managed Fund – Statement of Cover including the Scheme Structure*.⁹

Additional whole of government arrangements apply, which may be varied from time to time via Ministerial Memoranda and Department of Premier and Cabinet Circulars.

Premier's Memorandum M1999-11 sets out the guidelines for the Provision of ex Gratia Legal Assistance for Ministers, Public Officials and Crown Employees.¹⁰ It emphasises that the assistance which may be provided is ex gratia, or discretionary, in nature and will not be provided as of right.

Members should be advised to seek independent legal advice on these matters.

3.7. Government Information (Public Access) Act 2009

The *Government Information (Public Access) Act 2009* (GIPA Act) contains a right to information system for NSW Government to make government information more readily available and improve openness and accountability.

The GIPA Act applies to all NSW government agencies, including boards and committees. Board and committee members should be appropriately briefed on their obligations under the GIPA Act.

⁷ NSW Treasury, *Policy Paper 15-03 (TPP15-03) Internal Audit and Risk Management Policy for the NSW Public Sector* available at: www.treasury.nsw.gov.au

⁸ NSW Treasury, *Policy Paper 09-2 (TPP09-2) Commercial Policy Framework: Guidelines for Boards of Government Businesses* available at: www.treasury.nsw.gov.au

⁹ *NSW Treasury Managed Fund – Statement of Cover including the Scheme Structure* available at: **Error! Hyperlink reference not valid.**

¹⁰ Premier's Memorandum M1999-11: *Provision of ex Gratia Legal Assistance for Ministers, Public Officials and Crown Employees* available at: www.dpc.nsw.gov.au

Boards and committees are encouraged to proactively release decisions of their meetings in accordance with the NSW Government's Open Government policy¹¹ unless there is an overriding public interest against disclosure.

4 Roles and responsibilities of key participants

A variety of participants contribute to the success of each board and committee and a diverse mix of skills, experience and qualities are required to support effective performance.

A summary of the roles and responsibilities of key participants involved with boards and committees is discussed below.¹² These should be set out in the Charter document for each board and committee.

4.1. Ministers

The roles and responsibilities of Ministers will vary depending on the board or committee and may include:

- Establishing a board or committee and consulting with the Public Service Commissioner about its classification and remuneration as part of the establishment process
- Making recommendations to Cabinet about member appointments and terminations
- Directing a board or committee to provide advice on a particular issue
- Making decisions based on advice provided by a board or committee
- Receiving and reviewing reports such as annual reports and reviews.

A Minister may have a more arm's length relationship with a governing board to provide it with an appropriate level of independence. A Minister may have a similar relationship with an advisory board where the board is established to provide independent advice to the Minister. The nature of such relationships will be defined in the board's establishing legislation.

A Minister may have a higher degree of control over advisory bodies (for example a Ministerial Advisory Committee or Taskforce) which have been established administratively to support a Minister to carry out his or her functions.

4.2. Secretaries

The roles and responsibilities of a Secretary will vary depending on the board or committee. Secretaries are likely to have a more limited role in relation to governing and advisory boards but may play a role supporting the Minister.

¹¹Premier's Memorandum *M2012-10 Open Government* dated 22 August 2012 available at: www.dpc.nsw.gov.au

¹²For further information refer to the Audit Office of NSW Better Practice Guide *On board: Guide to better practice for public sector governing and advisory boards* available at: www.audit.nsw.gov.au

In relation to advisory committees that provide advice to a department or agency, Secretaries may have a role in:

- Establishing a board or committee and approving member appointments and terminations
- Requesting a board or committee to provide advice on a particular issue
- Receiving reports from the board or committee such as annual reports, performance reports, review reports etc.

Secretaries may also be involved in undertaking or supporting periodic reviews of boards and committees and supporting the winding up of boards and committees.

4.3. Chair

The Chair is responsible for leading the activities of the board or committee. A Chair's responsibilities may include:

- Ensuring that the board or committee performs its functions, acting within any relevant statutory powers, legal obligations and complying with policies relevant to the entity (including whole of government policies)
- Facilitating the conduct of meetings to allow frank and open discussion
- Ensuring individual members make an effective contribution
- Developing the capability of the board or committee and its members
- Facilitating the flow of information to members and stakeholders
- Liaising with the relevant Ministers, Secretaries and Chief Executives
- Reviewing the performance and contribution of members
- Ensuring that appropriate secretariat support is provided
- In some circumstances, providing input into the nomination, selection and recruitment process for new members.

4.4. Members

The roles and responsibilities of board and committee members include:

- Supporting the board or committee to perform its functions
- Attending meetings and participating in decision making processes
- Undertaking consultation or research to support and promote discussion of the agenda items.

Members of governing boards should endeavour to reach consensus decisions. Members may express dissenting views and have these minuted, but in the best interests of the board they should defer to the final decision made.

Members of advisory committees who are appointed to represent the views of an organisation may or may not agree with the decisions of the board or committee and may seek to have their views minuted. In these situations, it may also be appropriate for members to continue to hold these views publicly.

4.5. Chief Executive

A Chief Executive, or similar position responsible for the day-to-day management of an entity, may assist the Chair in his or her role by:

- Contributing to the preparation of meeting papers for the board or committee and providing information to support discussions and decisions (where relevant and appropriate)
- Providing information on the entity's corporate, strategic and business plans to members
- Reporting on the entity's compliance with statutory requirements.

For entities with governing boards, the Chief Executive may also hold a position on the board itself.

4.6. Secretariat support

Quality secretariat support is required to support the effective operation of a board or committee. Key secretariat responsibilities may include:

- Working with the Chair to develop agendas, manage meeting papers and prepare a range of documents to support the operation of the board or committee
- Circulating papers in advance of meetings
- Taking minutes of the meeting including decisions, discussion and any dissenting views where appropriate
- Organising meeting facilities and other meeting logistics
- Liaising with members
- Liaising with other government agencies including central agencies to provide information to enable oversight of boards or committees across the sector.

5 Process for appointment of members

A strong appointment process supports the effectiveness and independence of NSW Government boards and committees.

Ministers and government agencies are required to:

- apply the Public Service Commissioner's Appointment Standards and document the appointment process that has been followed for each appointment,
- ensure appropriate probity checks are conducted on the recommended candidate prior to approval,
- seek Cabinet approval of appointments listed in 5.1 below, and
- advise the Department of Premier and Cabinet of all appointments directly approved by a Minister.

These requirements apply to all Ministerial appointments and reappointments to NSW Government boards and committees, including boards of Government Business Enterprises and State Owned Corporations, and to paid and unpaid, and full and part-time positions on these bodies.

Where a board or committee is established under legislation (including under the *Corporations Act 2001*) any appointment processes specified in the legislation should also be followed.

For a new board or committee, where appointments require Ministerial or Cabinet approval, the appointment process should not start until the Public Service Commissioner provides a classification and remuneration recommendation under the Classification and Remuneration Framework.

Cabinet has agreed that all Ministerial appointments to NSW Government boards and committees are required to follow the Public Service Commissioner's principles-based guidance *Appointment Standards – Boards and Committees in the NSW Public Sector*¹³ (Appointment Standards).

The Appointment Standards address a range of issues for consideration including:

- Skills, experience and knowledge required of members
- The process for filling a member vacancy
- Identification of potential candidates
- Criteria for assessing potential candidates
- Assessment panels
- Membership tenure
- General advice for candidates for appointment.

5.1 Cabinet consideration of appointments

From 1 October 2015, Cabinet will approve Ministerial appointments, and reappointments to:

- NSW Government boards and committees classified as Group A, Group B, and at levels 3 and above in Groups C, D, and E in the Public Service Commission's *Classification and Remuneration Framework for NSW Government Boards and Committees*¹⁴ (Classification and Remuneration Framework),
- Category 1 Reserve Trusts,
- An appointment that is required by law to be made by the Governor,
- Any NSW Government board or committee position not in the above categories that is remunerated at greater than \$10,000 per annum,

¹³ Public Service Commission, *Appointment Standards: Boards and Committees in the NSW Public Sector* available at: www.psc.nsw.gov.au

¹⁴ Public Service Commission, *Classification and Remuneration Framework for NSW Government Boards and Committees* available at: www.psc.nsw.gov.au

- Acting positions in the above categories of 12 months or longer,
- A new board or committee where the Public Service Commissioner's classification and remuneration recommendation has been received and inaugural appointments are being made, and
- Any other appointment to a NSW Government board or committee which the Premier or Minister considers warrants Cabinet consideration, with the Premier's approval.

Ministers may directly approve all other NSW Government board and committee appointments.

The following information should be prepared for all appointments. Where Cabinet approval is required an additional Cabinet Submission is not necessary to support Cabinet's consideration of board and committee appointments.

5.1.1 Appointment Form

Information on recommended candidates is captured on the [Appointment Form](#) (Appendix 1).

The Appointment Form includes the following:

- details about the board or committee, including classification under the Classification and Remuneration Framework
- details about the appointment, including position and period of appointment including dates
- details about the candidate, including relevant qualifications and expertise, criteria for and conditions of appointment or reappointment, whether they are a public servant or on the Lobbyist Register, and who is nominating the recommended candidate
- information on the current composition of the board or committee.

5.1.2 Statistical Nomination Form

To monitor the diversity of board and committee members, the [Statistical Nomination Form](#) (Appendix 2) captures information about:

- The candidate's gender
- Whether the candidate is from a culturally or linguistically diverse background
- Whether the candidate is Aboriginal or Torres Strait Islander
- Whether the candidate has a disability
- Whether the candidate is a young person (under 25 years of age).

5.1.3 Appointment Process Information Form

To support a robust and transparent process, information is required to be provided on the appointment process that has been followed for each appointment. This is

collected in the [Appointment Information Process Form](#) (Appendix 3) and includes the following:

- Whether a selection panel was convened
- How/if the vacancy was advertised
- How/if diversity of board composition has been considered
- Whether reference and/or relevant probity checks have been carried out.

5.2 Deadlines for Cabinet submissions

The deadline for receipt of appointments for submission is **nine working days** prior to the Cabinet meeting where the appointment will be considered.

Where appointments are to commence during December and January papers must be submitted earlier than normal, as there is usually a period of several weeks from mid-December when Cabinet may not meet.

5.3 After Cabinet approval

Once Cabinet has made a decision on the proposed appointment, the Ministerial and Correspondence Services Branch in the Department of Premier and Cabinet will provide written advice of the decision to the Minister. Where an appointment requires Executive Council approval and an Executive Council Minute has been provided with the appointment form, Cabinet Secretariat will take the necessary steps to list it on the Executive Council agenda.

If an appointment is deferred by Cabinet it is the responsibility of the Minister to correct any issues and resubmit the appointment. Deferred appointments are not automatically relisted. If an appointment is not approved or it is deferred it cannot proceed to an Executive Council meeting.

5.4 Executive Council and appointments

An [Executive Council Minute](#) (Appendix 4) should be completed for appointments that require the Governor's approval, including:

- An explanatory note
- Appointment form identifying the board or committee, name of appointee, position title, remuneration, period of appointment and commencement date
- A brief resume for each appointee.

As a general principle, it is unacceptable for appointments which have a retrospective effect to be submitted to the Executive Council. It is recognised that on occasion exceptional circumstances will arise. In these instances, Ministers are to include in the explanatory note reasons for the retrospective appointment and ensure measures have been put in place to prevent a recurrence.

Where a retrospective appointment is being put forward, two separate Executive Council Minutes need to be submitted:

- Minute dealing with the retrospective period of the appointment
- Minute covering the period from the Executive Council meeting at which the appointment is approved to the end of the appointment term.

5.5 Direct appointments by Ministers

Unless indicated in 5.1, Ministers can directly approve the appointment of a member to a NSW Government board or committee for which they have responsibility.

Ministers are required to ensure that the appointment process follows the Public Service Commission's *Appointment Standards*. Following approval of an appointment, the Minister is responsible for ensuring that the Appointment Form (described in 5.1.1) and the Appointment Process Information Form (described in 5.1.3) are provided to the Department of Premier and Cabinet, prior to the commencement of the appointment term.

This information should be emailed to: boards@dpc.gov.nsw.au.

5.6 Appointments by departments and agencies

Board and committee appointments which do not require Ministerial or Cabinet approval will still require some level of approval by the department or agency. A submission should be prepared for the approver's consideration (e.g. Secretary or other appropriate approver) which covers the same key points required for Cabinet or a Minister's approval.

5.7 Appointment letter

Once an appointment has been approved, the new member should be advised in writing by the Minister or relevant agency and provided with a copy of the board or committee's code of conduct and induction pack. Members should sign and return a copy of the letter, code of conduct and completed pecuniary interest declaration for inclusion in the board or committee's records.

5.8 Expiry, reappointment and termination of appointments

Members may leave a board or committee for a variety of reasons including where the member's term has expired, the member has resigned or the member has been asked to resign.

5.8.1 Expiry

Board and committee members' terms are for a fixed period. Terms should be monitored to ensure that upcoming vacancies can be filled upon expiry.

5.8.2 Member reappointments

As good practice, members should not serve more than two consecutive terms on a board or committee, unless otherwise stipulated in legislation or where such limitation would be contrary to the public interest.¹⁵

Member reappointments require a submission to be prepared for Cabinet or the appropriate approvers' consideration as per the normal appointment process. For reappointments beyond two terms, the submission should include justification as to why this is recommended.

5.8.3 Terminations of appointments prior to expiry

In some exceptional cases, a member's appointment may need to be terminated prior to the expiry of their term, for example where:

- The member is no longer able to commit adequate time to his or her role
- There has been a disagreement with other members that cannot be resolved
- There is a conflict of interest that cannot be mitigated
- The member no longer meets the membership criteria, such as where the member:
 - was appointed as a representative of another entity and no longer represents that entity
 - is declared bankrupt
 - is convicted of a criminal offence
 - is unable to perform the duties of office due to illness or other commitments
 - has failed to attend an adequate number of meetings
 - breached the board or committee's code of conduct
 - breached the Lobbyist Code of Conduct (see section 5.8 below).

In these circumstances, the matter should be referred to the head of the relevant department or agency and/or the Minister.

Agencies are requested to advise the Ministerial and Correspondence Services Branch in the Department of Premier and Cabinet of terminated appointments by emailing boards@dpc.nsw.gov.au.

5.9 Certain Lobbyists ineligible for appointment

Lobbyists and the employees, contractors or persons otherwise engaged by the lobbyist to carry out lobbying activities are ineligible for appointment to any Government board or committee if the functions of the board or committee relate to any matter on which the lobbyist (or person engaged by the lobbyist) represents the

¹⁵ Public Service Commission, *Appointment Standards – Boards and Committees in the NSW Public Sector* available at: www.psc.nsw.gov.au

interests of third parties, or has represented the interests of third parties in the 12 months prior to the date of the proposed appointment.¹⁶

Lobbyists appointed to Government boards or committees must not represent the interests of a third party to a Government Representative in relation to any matter that relates to the functions of the board or committee. Lobbyists can be removed from the Register for breaches of this requirement.¹⁷

This policy applies to all NSW Government boards and committees, including the boards of State Owned Corporations.

5.10 Privacy and Personal Information Protection Act 1998

NSW public sector entities including boards and committees must observe the *Privacy and Personal Information Protection Act 1998* when collecting and handling information relating to members or potential candidates for membership.

Entities requesting personal information from members or potential candidates must make the person aware of the purposes for which the information is being collected, the intended recipients of the information, why it is necessary for the information to be collected and the right to access and correct the information.

Individuals should be informed that their personal information may be disclosed to other NSW Government departments and agencies, including the Department of Premier and Cabinet, and/or Ministers for the purposes of the appointment process.

The personal information should not be used for any purpose that was not originally disclosed to the person unless the person has consented to that use.

5.11 Working With Children Check

A Working With Children Check is a prerequisite for paid and unpaid child-related work and may be required for membership of some boards and committees. Please contact the Office of the Children's Guardian for more information.¹⁸

5.12 Members contesting elections

Board members are considered to be public sector employees when contesting elections. Members of boards and committees should be aware of arrangements for contesting elections. These are outlined in the joint Department of Premier and Cabinet Circular C2013-04 and Public Service Commission Circular 2013-03 *Contesting Elections*.¹⁹

¹⁶ Premier's Memorandum M2014-13 *NSW Lobbyists Code of Conduct* available at: www.dpc.nsw.gov.au

¹⁷ *NSW Lobbyists Code of Conduct*. For further information, and to view the current list of registered lobbyists, please visit the NSW Electoral Commission website at: www.lobbyists.elections.nsw.gov.au

¹⁸ More information is available at: www.kidsguardian.nsw.gov.au

¹⁹ Department of Premier and Cabinet Circular C2013-04 and Public Service Commission Circular PSCC2013-03 *Contesting Elections* available at: www.dpc.nsw.gov.au

6 Member induction and development

All board and committee members should be appropriately briefed on their role and accountabilities. This should include an induction at the commencement of their membership and ongoing member development opportunities.

6.1 Induction

The induction of new members is an important process that may be delivered by the board or committee and/or department or agency staff.

The induction should include an opportunity to meet with the Chair and other members, relevant training and an induction package. The induction package may include:

- Letter of appointment specifying the term of appointment, roles and responsibilities of the member and level of remuneration
- A copy of the establishing legislation, charter and code of conduct
- A brief history of the board or committee, information about current members and copies of minutes from meetings held over the last 12 months
- A schedule of board or committee meeting dates, attendance requirements, arrangements for notice of absence and upcoming meeting dates
- Relevant information about the public sector and the board or committee's role within the context of government (including an organisation chart)
- For governing boards, an overview of the governed entity, strategic and operational plans, financial statements and annual report
- Information about the board or committee's operating environment, including brief discussion of relevant trends, issues and stakeholder groups
- Copies of any delegations in place
- Arrangements for declaring interests including conflicts of interest
- Government policy statements affecting the board or committee.

7 Conduct of members

As public officials, members of boards and committees have a particular obligation to act in the public interest. All members of NSW Government boards and committees must:

- Comply with the Ethical Framework for the public sector set out in the *Government Sector Employment Act 2013*
- Comply with the board or committee's Code of Conduct
- Have a clear understanding of their public duty and legal responsibilities
- Act for a proper purpose and without exceeding their powers.

The primary source of information on the role and functions of the board or committee is the board or committee's Charter document and/or the legislation which establishes the board or committee and its functions.

Boards and committees must also comply with a broad range of whole of government regulations and policies including those stipulated in legislation, regulations, Ministerial Memoranda, Department of Premier and Cabinet Circulars, Treasury publications and Public Service Commission policy documents.

All members of NSW Government boards and committees should consider the following factors when carrying out their duties.

7.1 Code of conduct

Each board and committee should have a Code of Conduct defining its values and the minimum standards of behaviour expected of its members. Codes of Conduct should be periodically reviewed and where necessary amended to reflect any changes in circumstances. The Code should be endorsed by the board or committee and signed by each member. For governing boards, consideration should be given to making sure the governed entity also has a Code of Conduct for its staff.

Further guidance may be obtained from the Public Service Commission's *Direction No 1 of 2015*²⁰ and *Behaving Ethically: A guide for NSW government sector employees*.²¹

7.1.1 Lobbying

The *NSW Government Lobbyist Code of Conduct* regulates contact between registered lobbyists and Government representatives and restricts the circumstances in which a lobbyist can be appointed to a NSW Government board or committee.

NSW Government boards and committees should consider incorporating some or all aspects of the Lobbyist Code as part of their own Code of Conduct as appropriate, particularly having regard to the extent of the involvement of members of the board or committee in Government decision-making and policy development.²²

7.2 Public expenditure

Members must ensure the efficient and responsible expenditure of public monies in accordance with legislation and Government policies and guidelines. Members of governing boards must comply with government financial, asset management and procurement requirements. Information on financial and asset management requirements is available from NSW Treasury. Information on procurement requirements is available from the Department of Finance, Services and Innovation.

²⁰ Public Service Commission, *Direction No 1 of 2015* available at: www.psc.nsw.gov.au

²¹ Public Service Commission, *Behaving Ethically: A guide for NSW government sector employees* available at: www.psc.nsw.gov.au

²² For further information, and to view the current list of registered lobbyists, please visit the NSW Electoral Commission website at: www.lobbyists.elections.nsw.gov.au

7.3 Ethical decision making

Decisions of the board or committee should be made in the light of applicable legislation, the code of conduct, Government policy and agency objectives. Decisions and outcomes must be in the public interest and be able to withstand public scrutiny. Conflicts of interest, including personal gain at public expense, must be avoided.

7.4 Conflicts of interest

Members of government boards and committees are appointed for their expertise and skill in particular areas. As a consequence of their expertise in these areas there may be the potential for conflicts of interest to arise between a member's duties to the board or committee, and his or her personal interests (or his or her duties towards others).

A conflict of interest exists when it is likely that a member could be influenced by a personal or business interest. If a conflict of interest leads to partial decision making, it may constitute corrupt conduct. A conflict of interest, whether real, potential or perceived, may arise for example from:

- Other directorships or employment
- Professional and business interests and associations
- Investment interests or the investment interests of friends or relatives
- Family relationships
- Participation in party political activities
- Personal beliefs or attitudes that affect impartiality.

A member has a duty to declare any private interest that may impinge on a board or committee decision. When an issue arises, the board or committee member must as soon as practicable disclose full and accurate details of the interest or issue to the board or committee. A member must disclose interests to the board or committee (which include positions and pecuniary interests) in corporations, partnerships or other businesses or organisations that may be relevant to the activities of the board or committee. A member's interests include those of an associate or close relative. Disclosure should be made at the beginning of a member's term and during the term as necessary. A register of such interests should be maintained by the board or committee and must also be reported to the Minister. A [Member's Pecuniary Interest Declaration Form](#) (Appendix 5) should be used to disclose relevant interests.

7.5 Mechanisms for Avoiding or Managing a Conflict of Interest

Where a conflict of interest has been identified, the matter should be considered by the board or committee. The board or committee should make a decision as to how to manage the conflict of interest and record reasons for that decision.

There are a number of ways of managing conflicts of interest including:

- Agreeing that the member will not to take part in any discussion of the board or committee relating to the interest or issue, not receive any relevant board or committee papers, be absent from the meeting room when any discussion or vote is taking place and not vote on the matter
- Divestment of the interest/issue that is creating the conflict, for example the sale of shares
- Severing the connection, for example resignation from a position in another organisation giving rise to the conflict
- Resignation of the member from the board or committee

The Code of Conduct, particularly the section on conflicts of interest, should address areas of concern or risk to the board or committee and include specific examples where possible. The establishing legislation may also include requirements for managing conflicts of interest. For information on dealing with conflicts of interest, please contact the Independent Commission Against Corruption (ICAC).

7.6 Use of public resources

Furniture, equipment, staff and other resources may be provided to a board or committee to perform its functions and should be used only in relation to those functions and in accordance with any guidelines or rules about the use of those resources.

7.7 Use of official information

Members must not disclose official information or documents acquired as a consequence of their membership, other than as required by law, or when the member has been given proper authority to do so.

7.8 Gifts and benefits

Members should be aware that it is illegal to seek, offer or receive money or gifts in order to obtain a benefit or favour. Members must also not accept gifts or benefits that could place them under an actual or perceived financial or moral obligation to another organisation or individual. Gifts or hospitality of nominal value may be accepted in limited circumstances where the member's position will not be compromised. A board or committee may establish a Register of Gifts to provide a high degree of transparency. For further information refer to ICAC.

7.9 Reporting suspected corrupt conduct

Corrupt conduct can be generally understood as the dishonest or partial exercise of public official functions. It may also involve the conduct of non-public officials which adversely affects the honest and impartial exercise of a public official's functions. Principal officers are required to report corrupt conduct or suspected corruption to ICAC.²³ A principal officer of a public authority is its most senior officer, usually the

²³ Section 11 of the *Independent Commission Against Corruption Act 1988*

Secretary, Chief Executive Officer, General Manager or Chairperson of a board or committee.

For conduct to be considered corrupt under the *Independent Commission Against Corruption Act 1988* definition it has to be serious enough to involve a criminal offence, a disciplinary offence, be grounds for dismissal or, in the case of Members of Parliament, involve a substantial breach of their Code of Conduct.

A report must be made to the ICAC as soon as you have a reasonable suspicion that corrupt conduct may have occurred or may be occurring. Matters must be reported to the ICAC regardless of any duty of secrecy or other restriction on disclosure. It is important that reports to the ICAC be made without advising the person(s) to whom the report relates and without publicity.

The *Public Interest Disclosures Act 1994* provides protection to public officials who voluntarily report suspected corrupt conduct. Board and committee members can make reports to the Chairperson of the Board or to the principal officer of the relevant public authority where that is available to the board or committee in accordance with the agency's internal reporting guidelines. Members can also report directly to the following investigative bodies:

- Disclosures concerning corrupt conduct should be made to the ICAC
- Disclosures concerning maladministration should be made to the NSW Ombudsman
- Disclosures concerning serious and substantial waste of public money should be made to the NSW Auditor General

8 Remuneration and other financial considerations

A number of remuneration and financial considerations may arise in respect of boards and committees. Agencies should seek independent professional advice for any specific matters arising in relation to particular boards and committees.

8.1 Classification and Remuneration Framework for NSW Government Boards and Committees

The Public Service Commission has developed a *Classification and Remuneration Framework for NSW Government Boards and Committees*²⁴ covering all boards and committees where appointments require Ministerial or Cabinet approval. The Remuneration Framework provides a consistent, equitable and fiscally responsible approach to determining fees payable to chairs and members.

For board and committee appointments which do not require Ministerial or Cabinet consideration, a recommendation from the Public Service Commissioner is not

²⁴ Premier's Memorandum M2012-18: *Classification and Remuneration Framework for NSW Government Boards and Committees* available at: www.dpc.nsw.gov.au. Guidelines to assist agencies implement the classification and remuneration framework are available at: www.psc.nsw.gov.au

required. Payment of any fees to members of these boards and committees should however be consistent with the Remuneration Framework.

8.2 Payments to individuals

NSW Government policy is that payment of any fees and/or allowances and reimbursement of expenses is to be made to the individual board or committee member.

There may be limited circumstances where the statutory instrument establishing a board or committee or its Charter specifies that a particular organisation is to be represented on the board or committee. In this instance, remuneration may be paid to that organisation instead of the individual member. Members who are required to remit the fees to their organisation should provide written confirmation from the organisation for Pay As You Go (PAYG) withholding purposes.

8.3 Payments to Public Sector Employees

In line with policy decisions against “double-dipping”, public sector employees appointed to NSW government boards or committees do not receive remuneration.

Ministers may seek an exemption from this policy from the Public Service Commissioner in circumstances where public sector employees serving on boards or committees:

- Have the approval of their employing agency to sit on the board or committee
- Are not acting as a representative of their employer or of the Government
- Work for the board or committee concerned will take place outside working hours or approved leave will be taken at the time and
- There is no conflict of interest arising from the combination of their role as a public sector employee and their role on the board or committee.

It should be noted that all employees of NSW public service Departments, statutory bodies outside the public service and State Owned Corporations are considered to be public sector employees for the purposes of this policy.

8.4 Taxation obligations

Agencies may have taxation obligations arising from the remuneration of members of boards and committees including:

- PAYG withholding²⁵
- Superannuation guarantee contributions²⁶
- Fringe Benefits Tax (FBT)²⁷

²⁵ For further guidance please refer to Australian Taxation Office *Taxation Ruling TR 2002/21 Income Tax: Pay As You Go (PAYG) Withholding from salary, wages, commissions, bonuses or allowances paid to office holders (TR 2002/21)* and *Taxation Ruling 2005/16: Income Tax: Pay as You Go – withholding from payments to employees (TR 2005/16)*

²⁶ Obligations may arise under either the *First State Superannuation Act 1992* (NSW) or the *Superannuation Guarantee (Administration) Act 1992* (Cth)

- Goods and Services Tax (GST)²⁸

Taxation obligations will depend on the functions of the board or committee, the manner in which the board or committee is established and the appointment and duties of the member. The starting point for this analysis should be the statutory instrument establishing the board or committee or its terms of reference or other constituting documents.

Agencies should seek independent professional advice for any specific taxation matters arising in relation to particular boards and committees. Further information is also available on the Australian Taxation Office website at www.ato.gov.au.

Members of boards and committees must seek their own professional advice on such matters.

8.5 Out of pocket expenses

Board and committee members may be reimbursed for legitimate expenses incurred while carrying out their duties such as travel, accommodation and meals. Board and committee members may, in some instances, also receive an allowance for the use of a private motor vehicle. Receipts must be provided for all amounts being claimed. Arrangements relating to the reimbursement of expenses and payment of motor vehicle allowances should be stipulated in the board or committee's establishing legislation and/or charter and must comply with relevant Department of Premier and Cabinet Memorandum and Circulars and Public Service Commission Directives.

8.5.1 Travel, accommodation and meals

Board and committee members are entitled to be reimbursed the amount of actual expenses incurred when required to travel on official business. Travel arrangements must comply with NSW Treasury and Finance Circular OFS-2014-07: *Official Travel within Australia and Overseas*.²⁹

Approved daily amounts are published in the NSW Treasury and Finance Circular OFS-2014-08 *Australian and Overseas Travelling Allowances for Official Travel for Senior Officials*.³⁰ The table below summarises the application of these amounts to members of boards and committees.

²⁷ For further guidance please refer to NSW Treasury TPP 13-02 *Fringe Benefits Tax Manual Policy and Guidelines Paper* dated September 2013 available at: www.treasury.nsw.gov.au

²⁸ Members who are independent contractors for tax purposes should provide the paying entity with a valid tax invoice so that the paying entity can claim any GST input tax credit in relation to the payment made to the member

²⁹ NSW Treasury and Finance Circular OFS-2014-07: *Official Travel within Australia and Overseas* available at: www.finance.nsw.gov.au

³⁰ NSW Treasury and Finance Circular OFS-2014-08: *Australian and Overseas Travelling Allowances for Official Travel for Senior Officials* available at: www.finance.nsw.gov.au

Remuneration	Domestic travel	Overseas travel
Classified as level 1 or 2 in any of the Remuneration Framework classification groups or receive a daily sitting fee	Reimbursed the cost of actual expenses incurred up to the maximum daily amounts in Category C in the ATO Table	Receive an allowance at the non-SES daily rate
Classified under one of the remaining levels in any of the Remuneration Framework classification groups	Reimbursed the cost of actual expenses incurred up to the maximum daily amounts in Category 'A' or 'B' in the ATO Table, subject to the portfolio Minister's approval	Receive an allowance at the SES rate or the Department Head Rate, subject to the portfolio Minister's approval

8.5.2 Use of private motor vehicles

The relevant agency head, or other appropriate approver, may authorise a board or committee member to use a private motor vehicle for work where:

- it will result in greater efficiency or involve the Department in less expense than if travel were undertaken by other means; or
- the board or committee member is unable to use other means of transport due to a disability.

The conditions for the payment of these allowances are the same as those under the *Crown Employees (Public Service Conditions of Employment) Reviewed Award 2009*.³¹

³¹ For current rates please refer to Treasury Circular NSWTC 14/30 *Review of Meal, Travelling and Other Allowances* available at: www.treasury.nsw.gov.au

9 Contacts for further information and advice

NSW Government boards and committees are supported by a number of agencies who can be contacted for further information and advice.

9.1 Department of Premier and Cabinet

The Ministerial and Correspondence Services Branch can provide additional assistance to departments and agencies about NSW Government boards and committees. Please contact Ministerial and Correspondence Services Branch at:

Department of Premier and Cabinet
Level 8
52 Martin Place
SYDNEY NSW 2000
Phone: (02) 9228 4199
Email: boards@dpc.nsw.gov.au
Fax: (02) 9228 4004
www.boards.dpc.nsw.gov.au

The Cabinet Secretariat Branch can provide assistance to departments and agencies regarding the Cabinet appointment process. Please contact Cabinet Secretariat Branch at:

Department of Premier and Cabinet
Level 14
52 Martin Place
SYDNEY NSW 2000
Phone: (02) 9228 4605
Email: peggy.phan@dpc.nsw.gov.au

9.2 Public Service Commission

For more information on the Remuneration Framework and Appointment Standards, please contact:

Public Service Commission
Level 14-17, Bligh House
4-6 Bligh Street
SYDNEY NSW 2000
Phone: (02) 9272 6006 or (02) 9228 6051
Email: boardremuneration@psc.nsw.gov.au
www.psc.nsw.gov.au

10 Appendices

Appendix 1: Appointment Form

All sections of this form, the Statistical Nomination form and Appointment Process Information form must be complete

1. Entity details

Entity Name	Portfolio
Cluster	Establishing Instrument
Meeting frequency	New entity <input type="checkbox"/> Yes <input type="checkbox"/> No

2. Position details

Position type: <input type="checkbox"/> Chair <input type="checkbox"/> Member	Ex Officio: <input type="checkbox"/> Yes <input type="checkbox"/> No	Position title: (e.g. Director, Trustee etc.)	Membership type: <input type="checkbox"/> Full-time <input type="checkbox"/> Part-time
Does the appointment require: Cabinet consideration <input type="checkbox"/> Yes <input type="checkbox"/> No Governor approval <input type="checkbox"/> Yes <input type="checkbox"/> No	Reason for appointment <input type="checkbox"/> New Appointment – position was: <input type="checkbox"/> Reappointment – proposed appointee was first appointed in the year:		
Criteria for appointment to position (attach separate sheet if necessary)			

3. Appointee's Details

Title	First Name	Middle Name	Last Name	Post-nominals
Home Address	Gender <input type="checkbox"/> Male <input type="checkbox"/> Female	Date of Birth		
Email address	Telephone	Mobile		
Qualifications and expertise				

Is the appointee:

1. a public sector employee?	<input type="checkbox"/> No <input type="checkbox"/> Yes –
2. on the Lobbyist Register?	<input type="checkbox"/> No <input type="checkbox"/> Yes – refer to M2014-13 for eligibility
3. a member of other Government boards and committees?	<input type="checkbox"/> No <input type="checkbox"/> Yes –

Term of appointment	Start date	Expiry date	Nominee of
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4. Public Service Commission Classification and Remuneration Framework (refer to Premier's Memorandum M2012-18)

PSC approval date	Entity Group & Level Group: Level:	Remuneration range for the position type under the Framework <input type="checkbox"/> Annual range: \$ to \$ <input type="checkbox"/> Daily sitting fee of (or up to) \$
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Recommended remuneration for the position (as supported by the PSC)

<input type="checkbox"/> Annual fee of \$	<input type="checkbox"/> Daily fee of \$	<input type="checkbox"/> No fee
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5. Appointee's Remuneration (to be approved by Minister/Cabinet)

Recommended remuneration for the appointee

<input type="checkbox"/> Annual fee of \$	<input type="checkbox"/> Daily sitting fee of \$	<input type="checkbox"/> Unpaid	<input type="checkbox"/> Other
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6. Existing Members and Term Expiry Dates (attach a separate sheet if necessary)

Name:	Term expiry:	Name:	Term expiry:
Name:	Term expiry:	Name:	Term expiry:
Name:	Term expiry:	Name:	Term expiry:

Appendix 2: Statistical Nomination Form

Department of Premier and Cabinet Nominee Statistical Information Form

This document is to accompany the appointment form and replaces the covering letter. Omission of any information may delay appointments to Cabinet.

- Please list all nominations being put forward for appointment/reappointment and provide statistical information.

NAME	PLEASE TICK
1.	<input type="checkbox"/> Male <input type="checkbox"/> Female <input type="checkbox"/> Culturally diverse, specify ancestry _____ <input type="checkbox"/> Aboriginal <input type="checkbox"/> Person with a disability <input type="checkbox"/> Young person
2.	<input type="checkbox"/> Male <input type="checkbox"/> Female <input type="checkbox"/> Culturally diverse, specify ancestry _____ <input type="checkbox"/> Aboriginal <input type="checkbox"/> Person with a disability <input type="checkbox"/> Young person
3.	<input type="checkbox"/> Male <input type="checkbox"/> Female <input type="checkbox"/> Culturally diverse, specify ancestry _____ <input type="checkbox"/> Aboriginal <input type="checkbox"/> Person with a disability <input type="checkbox"/> Young person
4.	<input type="checkbox"/> Male <input type="checkbox"/> Female <input type="checkbox"/> Culturally diverse, specify ancestry _____ <input type="checkbox"/> Aboriginal <input type="checkbox"/> Person with a disability <input type="checkbox"/> Young person
5.	<input type="checkbox"/> Male <input type="checkbox"/> Female <input type="checkbox"/> Culturally diverse, specify ancestry _____ <input type="checkbox"/> Aboriginal <input type="checkbox"/> Person with a disability <input type="checkbox"/> Young person

- Name of Board: _____
 - What is the current composition of the board or committee: M:F
 - What is the proposed composition of the board or committee: M:F
- Minister's Offices and Agencies are asked to consider women when putting forward nominations and encouraged to use the Department of Premier and Cabinet's register to find suitable candidates to fill vacancies and advertise on the web site www.boards.dpc.nsw.gov.au

To use the register or advertise please contact boards@dpc.nsw.gov.au or phone 9228 4199

- If there are any questions regarding these appointments Department of Premier and Cabinet should contact:

Name: _____ Phone _____

Email _____

- If your Board/Committee requires remuneration to be set, to claim an exemption for public servants for payment or any other remuneration claim, please contact Public Service Commission on 92726006.

Appendix 3: Appointment Information Process form

Use this form for an appointment to a NSW board or committee.
This information is not required for Statutory Officers, Judicial Officers or ex officio appointments.

Entity name

Candidate name

Merit and Fairness

1. Was the vacancy advertised?

Yes No –

Advertisement followed guidelines for recruitment advertising in the NSW public sector.

2. Did an assessment panel/committee assess the candidate?

Yes No –

An approved panel/committee was constituted which included both men and women, and at least one person with relevant subject matter knowledge.

Diversity

3. How was consideration given to the principle of diversity, including the representation of Aboriginal and Torres Strait Islander people, women, people from culturally and linguistically diverse backgrounds, people with a disability and young people?

Integrity

4. Was a referee check conducted on the candidate prior to their nomination?

Yes No –

5. Were probity checks conducted on the candidate prior to their nomination?

Yes – No –

The following probity checks were conducted, and did not preclude the candidate's suitability for the position:

- ASIC Banned and Disqualified search
- ASIC Enforceable Undertakings Register search
- Australian Financial Security Authority *National Personal Insolvency Index* search
- NSW Police Force *National Police Check*
- Office of the Children's Guardian *Working with Children Check*



Minute Paper for the Executive Council

Subject: - [Insert Subject – Palatino 14 italic]

[Insert Department – Palatino 14]

Document Number: [Insert # - Palatino 10]

*Approved by the
Executive Council,*

I RECOMMEND for the approval of
His Excellency the Governor, with the
advice of the Executive Council, that
[Insert Relevant Text - Palatino 14]

Clerk of the Council.

Minute No.

Date

Approved,

Governor

[Insert Minister's Name – Palatino 14]
**[Insert Minister's Portfolio – Palatino
14 Bold + Underline]**

*His Excellency the Governor
and The Executive Council*

Appendix 5: Member's Pecuniary Interest and Declaration Form

MEMBER'S PECUNIARY INTERESTS DECLARATION AND UNDERTAKING

[INSERT BOARD/COMMITTEE NAME]

I, [INSERT MEMBER'S NAME], give the following undertaking:

1. There is no matter I am aware of concerning my interests*, or any activity in which I am or have been engaged, that may call into question the probity of the [Board/Committee], or give rise to any conflict with my responsibilities as a member of that [Board/Committee];
2. I am aware that I must exercise my responsibilities as a member of the [Board/Committee] in accordance with the Code of Conduct for the [Board/Committee].
3. I have the following interests* in corporations, partnerships, businesses or other organisations that may be relevant to the activities of the [Board/Committee]:

Sources of income:

.....
.....

Memberships of Boards and Committees:

.....
.....

Interests and positions in corporations, partnerships and/or businesses:

.....
.....

Interests and positions in trade unions, professional, business or community associations and organisations:

.....
.....

4. I will formally advise the [Board/Committee] and the [Name of Agency] of any significant change in circumstances that affects the accuracy of this declaration and undertaking.

Signature:

Date:

*A member's interests include those of an associate or close relative.