

CULTURAL FACILITIES CORPORATION

ADVISORY COMMITTEES CHARTER

**Updated version approved by the Board of the Cultural Facilities Corporation
23 June 2021**

CULTURAL FACILITIES CORPORATION (CFC)

ADVISORY COMMITTEES CHARTER

1. Introduction

In accordance with Section 8(1)(a) of the *Cultural Facilities Corporation Act 1997*, the CFC has established the following Advisory Committees:

- Canberra Theatre Centre Advisory Committee;
- Canberra Museum and Gallery Advisory Committee; and
- Historic Places Advisory Committee.

The Advisory Committees play a significant role in the work of the CFC and make an important contribution to its functions and activities.

This Charter has been prepared to guide the work of the Advisory Committees.

2. Role of the Advisory Committees

The Advisory Committees are responsible to the Board of the CFC through the CFC's Chief Executive Officer (CEO) and through the Director of the relevant program area.

The main role of the Advisory Committees is to provide strategic and policy advice, within the context of the CFC's Strategic Plan and annual Corporate/Business Plans.

This role encompasses the following responsibilities:

- participating in at least three meetings each year;
- providing advice on matters relating to the Terms of Reference for the Committee – refer to Section 3 below; and
- providing advice on any matters specifically referred to the Committee by the Board or CEO.

3. Terms of Reference for the Advisory Committees

Canberra Museum and Gallery Advisory Committee

The Canberra Museum and Gallery (CMAG) Advisory Committee is responsible to the Board of the CFC, through the CFC's CEO, for providing strategic and policy advice on how CMAG can provide cultural leadership, excellence and innovation in the presentation and interpretation of visual arts and social history through its collection and exhibition functions.

The Committee may be invited to provide advice about other aspects of CMAG's functions from time to time.

In performing the above role, the Committee serves as an important link between CMAG and the wider community, and advocates for the value of CMAG in the community.

The Committee does not advise on operational or programming matters.

Historic Places Advisory Committee

The Historic Places Advisory Committee is responsible to the Board of the CFC, through the CFC's CEO, for providing strategic and policy advice on how ACT Historic Places can provide cultural leadership, excellence and innovation in cultural heritage management and interpretation.

The ACT Historic Places are Lanyon Homestead, Calthorpes' House and Mugga-Mugga Cottage.

The Committee may be invited to provide advice about other aspects of the functions of the Historic Places from time to time.

In performing the above role, the Committee serves as an important link between ACT Historic Places and the wider community, and advocates for the value of ACT Historic Places in the community.

The Committee does not advise on operational or programming matters.

Canberra Theatre Centre Advisory Committee

The Canberra Theatre Centre (CTC) Advisory Committee is responsible to the Board of the CFC, through the CFC's CEO, for providing strategic and policy advice in relation to how the planned development of the Canberra Theatre Centre can provide cultural leadership, excellence and innovation.

The Committee may be invited to provide advice about other aspects of the functions of the CTC from time to time.

In performing the above role, the Committee serves as an important link between the CTC and the wider community, and advocates for the value of the CTC in the community.

The Committee does not advise on operational or programming matters.

4. Contact between the Board and the Advisory Committees

Contact between the Board and the Advisory Committees will be achieved by the following means :

- a summary report from each Advisory Committee meeting will be provided to the Board;
- the Directors of the CFC's program areas will brief the Board about the work of the committee relating to their area, when they attend their annual strategic discussion with the Board;
- Board Members may be invited to attend meetings of the Advisory Committees;
- specific issues dealt with by an Advisory Committee may be the subject of a report to the Board;
- the Board will respond to any recommendations made to it by Advisory Committees;
- Advisory Committee members will be invited to events in their area of responsibility, such as theatre opening nights and exhibition openings, which will provide an opportunity for them to meet informally with Board members on these occasions; and
- the Board will host at least one function per year for Advisory Committee members, in recognition of their important contribution to the CFC.

5. Membership and skillsets

The membership of each Advisory Committee will comprise :

- generally between six and eight members, including a Convenor and Deputy Convenor; and
- appropriate senior staff of the CFC as determined by the CEO, as ex officio members.

The following specific qualities and skills will be selected from, for representation on the Advisory Committees.

CTC Advisory Committee

- commercial/business expertise;
- communications expertise;
- experience in marketing;
- experience in tourism;
- Indigenous engagement expertise;
- experience in design/placemaking/planning; and
- a keen interest in creativity.

CMAG Advisory Committee

- museum expertise;
- an ability to bridge visual arts and social history disciplines;
- Indigenous engagement expertise;
- philanthropic skills;
- arts practice experience/practicing artist;
- experience in marketing; and
- experience in tourism.

Historic Places Advisory Committee

- cultural heritage management and interpretation expertise;
- museum learning expertise, especially with regard to secondary and tertiary education;
- Indigenous engagement expertise;
- commercial/business development skills;
- experience in marketing; and
- experience in tourism.

6. Appointment process

The Board will promote diversity on the Advisory Committees by actively encouraging applications from women; Aboriginal and Torres Strait Islander people; people from culturally and linguistically diverse backgrounds; people who identify as Lesbian, Gay, Bisexual, Transgender, Intersex and Queer; people with disability; and people of different age groups.

The Board will generally appoint members of the Advisory Committees for a three-year term through a process known as a “full renewal process”. Procedures to be followed for a full renewal process are set out in Subsection 6.1.

The Board may, however, at its discretion, choose to renew the membership of any or all of the Advisory Committees for a shorter period than three years, where this is in the best interests of the CFC. This process is known as an “interim renewal process”. Procedures to be followed for an interim renewal process are set out in Subsection 6.2.

6.1 Full renewal process

In a full renewal process, the Board will appoint members of the Advisory Committees for a three-year term.

Following the completion of a term of appointment, a member may seek renomination for a further term.

Prior to the expiry of the terms of existing members, the CEO will :

- write to existing members, asking whether they wish to seek renomination for a further term;
- arrange for public advertisements to be placed, including on the JobsACT website, calling for expressions of interest in becoming a member of one of the Advisory Committees;
- consult with the ACT Government Service's Diversity Offices, to encourage applications from a diverse range of people; and
- directly approach people with the appropriate expertise, where this is considered necessary to ensure an appropriate range of expertise on each Advisory Committee.

The Board will make appointments after taking into account the nominations received through the above means, and so as to achieve an overall balance of expertise on each Committee.

Once the Board has determined the membership of an Advisory Committee, it will appoint a Convenor and Deputy Convenor for that Committee from amongst the membership.

Where casual vacancies in membership arise, the Board will make any necessary new appointments.

In determining membership of the Advisory Committees, the CFC will be guided by the following general principles –

- (a) that diversity factors be taken into account in considering membership across the three Advisory Committees rather than within each Committee's membership;
- (b) that each Committee comprise generally between six and eight members, including the Convenor and Deputy Convenor;
- (c) that the contribution, attendance record, and the balance of qualities and skills on each Committee, be considered in determining the appointment of existing members who may have sought reappointment;
- (d) that respondents to public advertisements and through the ACT Government Service's Diversity Offices for expressions of interest in Advisory Committee membership, with appropriate qualities and skills, be considered for appointment; and
- (e) that individuals with appropriate qualities and skills be directly approached, where this is necessary to provide a balance on the Advisory Committees.

6.2 Interim renewal process

In an interim renewal process, the Board will renew the membership of any or all of the Advisory Committees for a period shorter than the usual three-year term, through a streamlined process involving the extension of the terms of current Committee members.

This will be undertaken, prior to the expiry of the terms of existing Committee members, by the CEO writing to existing members, asking whether they wish to continue as members for the further term determined by the Board.

During an interim renewal process, the Board may appoint other members to the Committees, in addition to the renewal of the terms of existing members, where the Board considers this is necessary to achieve an appropriate size and skillset on each Committee during the interim period. In these circumstances, the additional members will be appointed for the length of the interim period determined by the Board.

7. Meetings of the Advisory Committees

Advisory Committee members will be expected to attend at least three meetings of their Committee in each financial year. During these meetings, each Committee will progress an annual work program determined between the Director of the relevant program area and that Committee's Convenor and Deputy Convenor.

The first meeting in each financial year will also include an opportunity for the Committee to be provided with an overview and outlook for the year by the CEO.

To assist each Committee in addressing its work program and to use time efficiently during meetings, the Director of the relevant program area will provide Committee members with a background briefing report prior to each Committee meeting.

The Convenor will chair all individual meetings of the Committee where he or she is present. In the absence of the Convenor, the Deputy Convenor will chair the meeting. Meetings will normally be conducted in an informal manner, with decisions based on general agreement. A quorum at meetings is a majority of appointed members.

In addition to the three meetings a year for each individual committee, Committee members may also be invited to attend a plenary session once a year, to allow all the Committees to come together for discussions e.g. for a planning workshop.

Board Members may be invited to meetings of Advisory Committees. Other visitors may be invited to meetings of Advisory Committees as necessary.

The CEO will make available secretariat services for the Advisory Committees.

8. Responsibilities of Advisory Committee members for meeting attendance

To ensure a continuity of ideas and to gain the full benefit of the Advisory Committees' expertise, members are expected to attend each of the meetings scheduled throughout the year, unless exceptional circumstances arise.

A member may seek leave of absence from the Convenor if he or she expects to be unable to participate in the Committee for a period of time. Where a member fails to attend two consecutive meetings without leave of absence from the Convenor, the member's term of appointment ceases.

Where a member is unable to attend meetings for a lengthy period (for example, due to extended illness or overseas absence), the Board will, after consultation with the member, decide whether to conclude that member's term of appointment and make any necessary new appointment.

9. Expenses

Participation in the Advisory Committees is on an unpaid basis. However, the CFC will meet all reasonable expenses incurred by members in attending meetings, provided that these are discussed with and agreed with the CEO in advance.

10. Confidentiality

Issues dealt with by the Advisory Committees may be confidential and if so, should not be discussed outside the meeting. The ex officio members of each Advisory Committee will advise members where any matter is confidential. In addition, a member may request that a particular item be discussed in confidence.

Advisory Committee members should not make public statements or media announcements about Advisory Committee matters unless authorised to do so by the CEO.

11. Code of conduct and conflict of interest

Code of conduct

Members will be required to abide by the ACT Public Service Code of Conduct.

The Board may terminate a member's appointment in a situation where that member does not comply with the Code of Conduct.

Conflict of interest

Where a member is aware that a matter under discussion at a meeting of an Advisory Committee could constitute an actual or perceived conflict of interest, the member should draw the matter to the attention of the Convenor (or Deputy Convenor, in the Convenor's absence) and leave the room while the matter is being discussed. All such occasions will be noted in the summary report of the meeting.

12. Special provisions regarding separate engagement of an Advisory Committee member in a paid capacity

The CFC would not generally expect to engage an Advisory Committee member in a paid capacity during the term of their membership, due to the potential for conflict of interest. In certain circumstances however (for example, where an Advisory Committee member has specialised skills that the CFC wishes to use), the CFC may wish to engage a member in a paid capacity, separately from his or her Advisory Committee membership.

For example, the CFC may wish to :

- commission an Advisory Committee member to undertake an expert consultancy;
- engage an Advisory Committee member to undertake a specific conservation project;
or
- purchase a work of art by an Advisory Committee member.

In such circumstances it is important both for the Advisory Committee member and for the CFC that there is no perception that the payment relates to membership of the Advisory Committee. For this reason, the member who is being engaged in a paid capacity must either take leave of absence from Advisory Committee membership for the period of the paid

engagement, or absent themselves from any part of a meeting during the period of the paid engagement that relates in any way to the subject matter of the paid engagement. Any period of absence taken in this way will count as approved leave of absence, for the purposes of Section 8 of this Charter.

These special provisions apply in addition to the general code of conduct and conflict of interest provisions set out in Section 11 of this Charter.

13. Donations to the CFC by an Advisory Committee member

Any potential conflicts of interest regarding donations made to the CFC by an Advisory Committee member will be referred to the CEO for consideration and resolution.

14. Review of this Charter

This Charter will be reviewed prior to any full or interim renewal process for the Advisory Committees, to allow consideration of the future direction of the Committees at that time.

15. Conclusion

The CEO can provide advice with any queries relating to this Charter.