

Subject:	Committee Charter	Doc No.:	CORP CH004	Version:	2.1
Category:	Corporate	Owner:	CEO	Authoriser:	Board

Rev	Date	Comments	Owner	Checked By	Approved By	Next Review
1	June 2018	New Charter	Company Secretary	Board	Board	May 2019
2	June 2022	Revisions to Charter	Company Secretary	Clinical Governance Committee		
2.1	July 2022	Revisions to Charter	Company Secretary	Board Co-Chairs	Board	

## 1 Purpose

- 1.1 The primary purpose of the Clinical Governance Committee (Committee) is to provide independent advice, assurance and assistance to the Board and the Executive on NQPHN’s compliance with the Clinical Governance Framework and Commissioning Framework, when adopted, and specifically in relation to clinical governance, commissioning (specifically, planning and design of services), stakeholder engagement and continuing development and refinement of the Health Needs Assessment (HNA) and related strategic planning documents.

## 2 Membership of the Committee

- 2.1 At least three Board Directors appointed by the Board with at least one, and preferably two with clinical expertise, appointed by the Board.
- 2.2 At least one independent member endorsed by the Committee and appointed by the Board upon the recommendation of the Nominations & Remuneration Committee and who has expertise across commissioning and/or clinical governance.
- 2.3 Non-committee members, including members of management may attend meetings of the Committee at the invitation of the Committee Chair.
- 2.4 The Committee Chair will attend the Clinical Council as a Board representative, and the Clinical Council shall have an Independent Chair.
- 2.5 The Company Secretary must attend all Committee meetings.

## 3 Committee Charter

This Committee Charter:

- should be read in conjunction with the Clinical Governance Framework and the Commissioning Framework.
- defines the respective roles, responsibilities, and authorities of the Committee, both individually and collectively, in making recommendations.
- support the working relationship between Directors and Officers.
- support the Board to meet the objects of the company as outlined in the Constitution.



NQPHN acknowledges the Aboriginal and Torres Strait Islander peoples as Australia’s First Nation Peoples and the Traditional Custodians of this land. We respect their continued connection to land and sea, country, kin, and community. We also pay our respect to their Elders past, present, and emerging as the custodians of knowledge and lore.



## 4 Key Responsibilities

4.1 The Committee's key responsibilities and functions are to:

- a) Clinical Governance:
  - i. Provide recommendations and review the embedding of the Clinical Governance Framework of the National Safety and Quality Health Service (NSQHS) Standards into all commissioning activities.
  - ii. Provide recommendations and provide clinical governance oversight to support the Commissioning process.
  - iii. Provide recommendations and provide clinical governance risk evaluation
  - iv. Any other matters referred to the committee by the Board
  - v. To make recommendations to the Board as required
- b) Clinical Council and the Community Advisory Group
  - i. To consider the advice of Clinical Council and the Community Advisory Group and
  - ii. To make relevant recommendations to the Board
- c) Commissioning:
  - i. Provide review from time to time and provide recommendations to the executive on the application of and compliance with the Commissioning Framework.
  - ii. To make recommendations to the Board as required

## 5 Committee process

- 5.1 **Quorum** - A quorum shall be two Board Director members; should a quorum not be present during the course of the meeting, the remaining business shall be held over to the next meeting.
- 5.2 **Meetings** - The Committee should meet a minimum of four times per annum. Additional meetings shall be scheduled, at the discretion of the Chair, or upon request from a Committee member to the Company Secretary.
- 5.3 **Reporting to the board** –
- a) The Committee Chair will provide a brief verbal report as to any material matters arising out of the Committee meeting.
  - b) The minutes of the Committee meetings are to be included in the Board papers for the next Board meeting following a Committee meeting.
  - c) Recommendations from the Committee to the Board shall be included in the Board papers and be accompanied by information supporting the recommendations in sufficient detail to enable Directors to make an informed decision.
- 5.4 **Delegated Authority** – All delegations to the Committee are in accordance with the Delegation Matrix Policy.

## 6 Related Documents

- Commissioning Framework
- Clinical Governance Framework

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- Corporate Governance Framework
- Policy Governance Framework
- Enterprise Risk Management Framework
- Compliance Framework
- Delegations Matrix Policy.

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