

STATE MEMBERS' ADVISORY COMMITTEE TERMS OF REFERENCE



Endorsed by Board: 3 December 2019

Review Date: December 2021

1. PREAMBLE

Leading Age Services Australia Limited (**LASA**) and its Controlled Entities (**Company** and/or **Group**) is governed by a Board of Directors (**Board**).

LASA understands and values the importance of industry representation and leadership and that our Members, as service providers, are deeply influenced by the way in which the industry is governed, funded, and regulated. It is critical that LASA is well positioned and supported to represent the industry with credibility and authority on behalf of our Members.

The Board and Executive (CEO and General Managers) is assisted in this endeavour by a number of inputs including state level Members' Advisory Committees (State MACs).

The State MACs act as a structured mechanism for Member feedback to the Board and Executive on issues of strategic importance.

2. OBJECTIVES

The prime objectives of the State MACs are to:

- provide a conduit to the Board on issues of strategic importance to Members (including issues emerging) in relation policy and advocacy areas which affect the industry nationally and locally;
- provide feedback on issues of significance referred to the State MACs by the Board such as policy development;
- provide to the State and General Managers information on operational challenges and performance and areas of potential opportunity which would be of benefit to Members; and
- act as a point of reference to ensure that LASA's key activities (Member Services, Member Relations, Corporate Services and Policy and Advocacy activities) are reflective of, and responsive to, the needs of Members.

3. STATE MAC MEMBERSHIP

The State MAC membership will consist of:

- Up to 11 members representing the span of Membership interests in the State; and
- The LASA Elected state-based Director.

Individuals who are employees of current and ongoing LASA Member organisations only may nominate and participate as a MAC member. If a MAC member resigns, the MAC may seek a nomination for this vacancy. Membership of the MAC sits with the individual not with their employer organisation. Should the organisation cease to be a LASA Member, the position of the individual on the MAC will also cease.

A Chair and Deputy Chair will be appointed annually by the State MAC from its members (LASA officers are not eligible for these positions). To assist with communications from the State MAC to the Board and assure a degree of independence that is required, the Elected state-based Director will not be the State MAC Chair.

Ideally membership make up will be reflective of the Member composition in the relevant state. Information on local Membership will be provided to the State MAC by the State Manager. This information will include the numbers of Members, operation type (private, not-for-profit, government), service(s) delivered so that consideration can be made by the MAC when considering its make up that it is reflective of membership in the State.

State MAC members will be appointed by the State MAC with the nominations and appointments process to observe the following guidelines where possible:

- Appointments are to be for a three year term and State MAC members may renominate for two further terms. Should it not be possible to recruit sufficient new members at the expiry of the term(s), the State MAC may choose to reappoint a State MAC member for a further term;
- The nomination process will seek experience and expertise aligned with the objectives of LASA;
- A Call for Nominations for vacant State MAC positions will be published in LASA's e-communications, including a copy of the Terms of Reference, with a prescribed nomination form to be completed by nominees. A deadline for submission of nominations will be included. Should a State MAC be seeking particular skills, expertise or representation from a particular sector this should be included in the Call for Nominations;
- In its appointment decisions, the State MAC will consider, amongst other matters it deems relevant, the representativeness of the proposed appointees with the Membership in its jurisdiction, along with the remainder of the Committee members;
- Each State MAC, with the support of the State Manager (or delegate), will manage its own nomination and appointment processes, including timing and staggering of departures and appointments; and
- State MAC appointments and office-holder appointments (i.e. Chair and Deputy Chair) will be made by the State MAC at a quorate meeting only.

All members of the State MAC shall have one vote in State MAC decisions on any matter put to vote. The relevant LASA State Manager (or their delegate) will provide Secretariat services to the State MAC.

4. ATTENDANCE

The LASA State Manager (or delegate) will attend each State MAC meeting and a standing invitation will be made to a member of the Policy and Advocacy team for policy and submission based discussions. The Chair may also invite others to be in attendance as required and not necessarily for the full duration of the meeting. Other internal and external attendees may be invited to attend as required by the Committee.

Members will make all reasonable attempts to attend meetings or to proffer their apologies in advance. Should a member find regular attendance difficult, the Chair and member will discuss the appropriateness of continued participation.

A State MAC member may, with the consent of the Chair, send a representative to attend a State MAC meeting in his or her place if they are unable to attend a State MAC meeting.

5. MEETINGS

The State MAC shall meet formally up to six (6) times per year and the schedule of meetings will be agreed in advance. Additional meetings may also be convened as required or requested by Chair. The timing of meetings will be agreed with members and reviewed annually to ensure that attendance can be maximised.

The quorum will be a third of members of the MAC, although the MAC may continue to meet and discuss issues if not quorate, but must note that the meeting was inquorate when referring matters for Board or Executive consideration.

State MAC meetings are to be conducted in a format agreed by the members. Participation in State MAC meetings is at the member's expense.

In the absence of the Chair, the Deputy Chair shall chair the meeting. In the absence of both the Chair and Deputy Chair, the members can select a member as Chair for that meeting.

The State Manager will prepare the Agenda in collaboration with the State MAC Chair. The agenda and any supporting papers should be dispatched one week in advance of each meeting by the State Manager (or delegate). The supporting papers for each agenda item are to be relevant, clear, complete and concise.

A written record of all meetings shall be kept and confirmed and signed by the Chair at the next scheduled meeting. The State Manager (or their delegate) will draft the minutes of each meeting. The minutes are not a verbatim recording of the meeting but should accurately record the issues discussed and any recommendations to be made to the LASA Board. The minutes are to be circulated to State MAC members within one week of the meeting. The minutes are not provided to the Board.

The State Manager will provide to the LASA CEO a succinct high level summary of the meeting on the prescribed template, including items for Board consideration. This report will be incorporated into LASA's Board papers for reporting and discussion as a standing agenda item at each meeting of the LASA Board.

The appropriate Elected Director from each state may give a verbal report on the outcomes of the State MAC meeting during discussion at each Board meeting.

A Board report to State MACs will be issued (via the CEO's office) within three weeks of the LASA Board meeting.

6. RELATIONSHIPS

The remit of State MACs is to consider strategic issues that they believe warrants LASA's Board visibility and/or consideration thereof.

The State MAC will work with the LASA Board and Executive to ensure a stronger and more influential voice on issues and initiatives of importance to our Members and will act as a conduit for review of issues of strategic and operational importance from and to Members and the Board.

The State MAC will work with LASA Executives to ensure that LASA's operations are meeting the needs of its Members efficiently and effectively. The State MAC will also provide a sounding board for ideas and initiatives under consideration. The State MAC will also assist in evaluating LASA's performance in delivering on key commitments to Members.

The relationship between State MACs and LASA is represented in [Appendix 1](#). State MACs provide reports to the Board but are not part of the formal reporting structure of the Board. They act as an advisory structure to the Board, and more generally to the organisation as a whole by representing the views of Members in a jurisdiction.

7. AMENDMENTS TO THE TOR

The State MAC will review this TOR every two years or at any other time as determined by the LASA Board. Any amendments to the TOR must be endorsed by the LASA Board.

8. CONFIDENTIAL INFORMATION

Members may participate in Departmental Committees or Working Groups that require non-disclosure agreements to be signed as a condition of participation. State MAC members will respect the obligations of their colleagues who enter into such agreements.

APPENDIX 1

