

SCHOOL/COLLEGE LOGO

**CHARTER OF**  
**NAME OF SCHOOL/COLLEGE** ADVISORY BOARD  
as part of  
Catholic Education Diocese of Cairns  
Under the auspices of  
**The Roman Catholic Trust Corporation for the  
Diocese of Cairns**

<b>Document name:</b>	
<b>Approved by:</b>	
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## ARTICLE 1: PURPOSE

- 1.1. The <<Name of College/School Advisory Board (the “AB”) is an advisory body as part of Catholic Education Diocese of Cairns (CEDC) under the auspices of The Roman Catholic Trust Corporation for the Diocese of Cairns (the “Diocese”), as established by the authority of the Bishop of Cairns (the “Bishop”) for the service of the Church and the Catholic Education community in the Diocese.
- 1.2. The AB is an advisory body providing advice to the Principal and Leadership Team in the function of the School.
- 1.3. This Charter is the key document which outlines the AB’s objectives, responsibilities and administration to provide good governance, compliance and to safeguard the School’s/College’s values and mission.

## ARTICLE 2: OBJECTIVES

- 2.1. The purpose of this Charter is to establish and provide regulations and principles in the operation of the AB.
- 2.2. The AB’s primary objective is to provide advice to the Principal and Leadership Team on governance responsibilities for <<Name of School/College>> in respect of:
  - Faith formation and educational outcomes
  - Educational policy and compliance
  - Financial and administrative decision-making
  - Risk management and quality assurance
  - Child safety and wellbeing
  - Staff safety and wellbeing
  - Workplace Health and Safety
  - Staffing
  - Strategic planning
  - Student enrolments
  - Parent Engagement
  - Maintenance of facilities
  - Construction of new facilities
  - Compliance with State and Commonwealth legislation including discrimination

## ARTICLE 3: SCOPE

- 3.1. The AB is to assist CEDC to fulfil the mission of Catholic schools in the Diocese in accordance with the Code of Canon Law, Commonwealth and State laws, Diocesan and Catholic Education policies, and the community engaged with Catholic schools.
- 3.2. The AB is a source of advice and counsel to the Principal and Leadership Team in the execution of their duties.
- 3.3. The AB will examine any relevant matters relating to the operation and function of <<Name of College/School>>.
- 3.4. The AB may determine to examine any other matters referred to it by members of the school community and the Principal.
- 3.5. The AB has no executive power of recommendations or determinations.
- 3.6. Matters of governance in relation to <<Name of College/School>> will be reported to the \_\_\_\_\_

Diocesan Education Board of Governance by the CES Executive Director.

- 3.7. The AB deliberations will follow the mission of the Catholic Church including Catholic Education and it will apply the principles of Bishop.
- 3.8. The AB may obtain outside independent professional advice or seek the advice of external parties with relevant experience and expertise, with said cost approved by the Principal prior to such engagement.
- 3.9. The AB shall not control funds, enter into contracts, acquire, hold, dispose of or deal with property, sue or be sued and directly interfere with the operation of <<the name of the College/School>>.
- 3.10. The AB is not a body providing judicial or legal authority.

#### ARTICLE 4: DUTIES AND RESPONSIBILITIES

The AB's goal is to ensure that all its activities are imbued with a Catholic spirit and are directed towards furthering the reign of God in the Diocese. In discharging its responsibilities, the AB will be mindful of the Catholic Church's teaching and traditions and function in accordance with the general and binding principles of governance as follows:

- I. The Love of Christ
- II. The Role of Parents as the Primary Educators of their Children
- III. Faithfulness to the Mission of the Church
- IV. Church Solidarity
- V. Support for the Common Good
- VI. Embracing the Poor and Vulnerable
- VII. Educational Quality
- VIII. Participation (Subsidiarity)
- IX. Inclusiveness
- X. Unity in Diversity
- XI. Stewardship of Resources and Care for Creation
- XII. Rule of Canon Law
- XIII. The traditions and ethos of <<Name of College/School>>
- XIV. Compliance with all Safeguarding standards of the Diocese

Core responsibilities of the AB are as follows:

##### 4.1 SERVANT LEADERSHIP

- 4.1.1. The AB is called to exercise leadership, but this leadership can only be authentic and credible when exercised as service: "You know that the rulers of the heathens have power over them, and the leaders have complete authority: this however, is not the way it shall be among you. If one of you wants to be great, he must be the leader of the rest." (Matthew 20:25-26) ?
- 4.1.2. The AB will reflect and support the Bishop's role and priority for the stewardship of Catholic Education and schools in the Diocese, reflecting contemporary governance practice.
- 4.1.3. AB members will always act in the best interest of <<Name of College/School>>, through faithful, prudent, well-informed and timely service.

##### 4.2 ACCOUNTABILITY AND TRANSPARENCY

The AB will assist the Principal, where possible, in ensuring that <<Name of College/School>> meets its obligations.

##### 4.3 DUE DILIGENCE

4.3.1 The AB members must exhibit high standards of care and diligence to discharge their duties to <<Name of College/School>>.

4.3.3 AB's members must demonstrate due diligence in adhering to the advisory nature of their role.

#### 4.4 INTEGRITY

4.4.1. The AB members will demonstrate the highest standards of personal and professional conduct in line with the ten principles of the *Diocesan Code of Conduct*:

- I. Commit to the Highest Ethical and Safeguarding Standards
- II. Act in a Professional and Respectful Manner
- III. Use Diocesan Position and Resources responsibly
- IV. Avoid Conflict of Interest
- V. Ensure Fitness for Duty
- VI. Always Safeguard Children and Vulnerable Adults
- VII. Respect Confidentiality and Privacy
- VIII. Ensure Compliance with Relevant Laws and Diocesan Policies
- IX. Use Electronic Communications and Social Media respectfully
- X. Use Intellectual Property responsibly

4.4.2. The AB members will be familiar and compliant with relevant overarching CEDC policies publicly available on the Catholic Education Services (CES) website. Such policies would include: Safeguarding Children and Young People; Student Protection Processes and Guidelines; Grievance Policy (Maintaining Right Relations); Work Health and Safety; Conflict of Interest (Staff); Code of Conduct.

#### 4.5 INDEPENDENCE

The AB members will act collectively as an advisory board and will be directly accountable to the Principal of <<Name of College/School>>. They will act in an objective, impartial manner, free from any actual or perceived bias or conflict of interest.

All AB members will be required to sign a Privacy Statement and submit a Conflict-of-Interest declaration.

### ARTICLE 5: TERMS OF REFERENCE

The AB shall provide advice on:

#### 5.1 FAITH FORMATION AND EDUCATION STANDARDS

5.1.1. The AB will have particular regard for providing comment to the Principal in relation to the maintenance and enhancement of the Catholic identity of <<Name of College/School>>, the appropriate spiritual formation of its staff, and support for the faith journey of students including those aspects that engender a lifelong engagement with faith.

5.1.2. From the perspective of Catholic faith, the AB will welcome discussion within <<Name of College/School>> to foster respectful understanding of, and dialogue with, those from other faith backgrounds.

5.1.3. The AB will be informed by the Principal and/or Leaders within the school of student education outcomes garnered from presentations of a wide range of data to discern, through

collaboration with the Principal and the Leadership Team, the effectiveness of school strategies for learning and improvement.

## 5.2 PLANNING AND STRATEGY

- 5.2.1. The AB will participate in the development of strategic (3-5 years) and annual plans for <<Name of the College/School>> and participate in reviews and longer-term planning as required.
- 5.2.2. The AB will be made aware of the effectiveness of the implementation of the <<Name of College/School>> strategic plan through the school's normal reporting processes.
- 5.2.3. The AB will collaborate with the Principal on any emerging needs of the school.

## 5.3 POLICIES

The AB will provide recommendations on <<Name of College/School>> policies as requested by the Principal.

- 5.3.2 The policies will provide the general expectations and requirements for governance.

## 5.4 STUDENT SAFETY AND WELLBEING

The AB will be informed by the Principal and/or Leaders within the school of student safety and effectiveness of school strategies for student safety and wellbeing.

## 5.5 FINANCIAL

- 5.5.1 The Principal will provide to the AB information on financial matters through financial documentation.
- 5.5.2 The AB may provide financial opinion if/as requested by the Principal.

## 5.6 STAFFING

- 5.6.1. The Principal will provide updates to the AB on staff practices that have regard for:
  - I. Ethical and professional standards;
  - II. Provision of quality education;
  - III. Safety and wellbeing;
  - IV. Formation consistent with Catholic values and practice; and
  - V. Matters relating to competent leadership within the school.

## 5.7. RISK MANAGEMENT AND COMPLIANCE

- 5.7.1. The AB will be made aware by the Principal of the key processes undertaken to address risk management and compliance activities within the school.
- 5.7.2. Any opinion provided by the AB will incorporate consideration of student wellbeing and safety including student protection, the management of complaints, health and safety standards and compliance with codes of practice.
- 5.7.3. This may also incorporate staffing matters.
- 5.7.4. The members of the AB shall be fully indemnified, at law, including civil indemnity in respect of all or any recommendations or decisions of the AB in the conduct of their duties or roles.

## 5.8. COMMUNITY AND PARTNERSHIPS

- 5.8.1. The AB will be made aware of the engagement of the school with the communities it serves, the relationship with parents/carers and the shared role of families and schools in the education of students.
- 5.8.2. The AB should be given opportunity to provide opinion on ways to engage in community partnerships and advocacy that enhance the capacity of the school to express their Catholic identity and enhance opportunities for students.

## 5.9. INCLUSION

Any advice considered by the AB should be guided by the preference for inclusivity in Catholic schools, including, but not limited to:

- I. Preferential options for the poor;
- II. Students and families with disability;
- III. First Nations families with additional regard for the Traditional Owners within the Diocese; and
- IV. Those coming from backgrounds of disadvantage, including displaced families and refugees.

## ARTICLE 6: ADMINISTRATION

The AB will conduct its operations efficiently with the objective of providing useful considered opinion to the Principal.

### 6.1 MEMBERSHIP AND ATTENDANCE

- 6.1.1. The AB will normally have no less than 5 and no more than 12 members.
- 6.1.2. The Priest chaplain or Priest/community leader and the Principal will be ex officio members of the AB. Ex officio members have the same rights as other members to attend meetings and participate in discussions and form numbers for a quorum.
- 6.1.3. AB composition should seek to draw relationships with the local Parish and wider communities, including First Nations and/or ethnic community members.

### 6.2 MEMBER FUNCTIONS

- 6.2.1. The Chair of the AB will be responsible for providing leadership to the AB, including:
  - Organising and chairing effective AB meetings;

- Assisting in the compilation and timely distribution of agenda items;
- Encouraging participation at AB meetings and creating a positive cohesive board culture;
- Monitoring AB members' tasks and progress;
- Ensuring implementation and/or closure of such tasks;
- Requesting appropriate advice when necessary;
- Coordinating an evaluation process of the AB; and
- Representing the AB as reasonably requested by the Principal.

6.2.2. All members of the AB are to have no material or financial interest in the school.

6.2.3. One member of the AB is to act as Secretary to provide a record of meetings.

6.2.4. The role of members is to:

- Attend meetings and participate in the fulfilling of the AB functions;
- Abide by relevant policies and procedures;
- Engage with best practice in supporting the Principal and the school.

### 6.3 APPOINTMENT AND REMOVAL OF MEMBERS

6.3.1. AB nominations will involve a call for nominations from within the school and local Parish. This may include a direct invitation to certain school/Parish/community members to consider nominating for the AB.

6.3.2. Intending AB members will complete a nomination form which includes a Declaration of Eligibility and any other procedures to align with Diocesan policy, including Safeguarding of children.

6.3.3. All nominations will be subject to a prayerful discernment process that will generally involve the AB and/or a select committee of the AB. The process should address conflicts or potential conflicts of interest. The process will have regard for confidentiality and be respectful towards all nominees.

6.3.4. Recommendations for appointment will be made by the AB to the Board of Governance Education. The Board of Governance Education's decision will be final, with no provision for appeal.

6.3.5. Appointment for other than ex officio positions will be by an official Letter of Appointment issued by the CES Executive Director for and on behalf of the Board of Governance Education.

6.3.6. No new member can take up an AB position without completing an appropriate formation program.

6.3.7. Ex officio members will remain AB members for the term of their substantive position.

6.3.8. Where an AB member is in serious breach of or fails in their obligations under the provisions of this Charter, that member may be dismissed by the Board of Governance Education, administered by a letter of dismissal.

6.3.9. Where an AB fails to function satisfactorily within the provisions of this Charter, the CES Executive Director will be responsible for a program of special assistance designed to restore the AB to a state of effective functioning. If this process, in their opinion, fails, the Bishop has the authority to dissolve the AB. The instrument of dissolution may be a letter of dismissal to all AB members.

6.3.10. AB Secretary will maintain a register of AB members which will include AB appointment and

reappointment dates, Blue Card details and AB attendance record.

#### 6.4 TERMS OF OFFICE

AB members will serve terms of 3 years, with no member to serve more than 2 terms unless otherwise determined by the CES Executive Director.

#### 6.5 MEETINGS

- 6.5.1. The AB will meet regularly, but at least once per term.
- 6.5.2. Each meeting will begin with prayer and reflection led by the ex officio or Chair or a member.
- 6.5.3. Special meetings may be convened as required to fulfil the AB members' responsibilities or at the request of the Principal or the majority of members.
- 6.5.4. Meetings should be convened with at least 7 days' notice to all members and where possible, with the early distribution of agendas.
- 6.5.5. A quorum will be a simple majority of members and will be required for all meetings to proceed.
- 6.5.6. The Chair (or nominee) and Principal must be present at any meeting.
- 6.5.7. Meetings may be held in person or using any electronic means, such as videoconferencing, consented to by a majority of the members.
- 6.5.8. Decisions of the AB should reflect the Shared Wisdom and Collaborative Ministry models in preference to a process of voting.
- 6.5.9. While ex officio members are expected to be part of all AB discussions and actions, there may be occasions, where by virtue of their position, they are required to act separately from the AB. In some cases this may involve asking the AB to alter its decision without revealing a specific reason for doing so.
- 6.5.10. Minutes of the proceedings of AB meetings will be maintained by the AB Secretary.
- 6.5.11. No business will be transacted until the minutes of the previous meeting have been confirmed or otherwise dealt with.
- 6.5.12. The AB is able to invite members of the community with special expertise to attend AB meetings to inform discussions.

#### 6.6 COMMITTEES AND WORKING GROUPS

The AB may set up committees or working groups from within its number. The AB will determine terms of reference for any committees or working groups. The terms of reference must be consistent with the AB charter.

#### 6.7 ANNUAL WORKPLAN

Each year, the AB will agree on a forward meeting schedule which will include meeting dates, location and proposed agenda items with reference to the responsibilities as detailed in this Charter.

### ARTICLE 7: ELIGIBILITY AND DEVELOPMENT

- 7.1. AB members must hold a Blue Card or Blue Card Exemption and comply with all other Diocesan standards to ensure the safeguarding of children.
- 7.2. Intending members must declare that they have not been found guilty or convicted of a serious



criminal offence or an offence relating to dishonesty.

7.3. All members will undergo an induction program and familiarise themselves with their duties as an AB member in relation to this Charter and relevant laws.

7.4. Continuing members will engage with professional development and training to have the necessary current knowledge and skills to best serve the school.

## ARTICLE 8 CONFLICT-OF-INTEREST

9.1. Members must always act in the best interest of the school and must avoid conflict-of-interest in accordance with *CEDC Conflict-of-Interest Policy*.

9.2. Conflicts-of-interest occur when duty to act in the best interests of the school is or may be in conflict with the opportunity or potential to get a personal benefit.

9.3. If a member of the AB finds themselves in a conflict-of-interest, they shall immediately disclose the conflict to the Chair in writing.

9.4. The Chair will consult with the Principal or delegate in deciding matters relating to the declared conflict-of-interest.

9.5. The member with disclosed conflict should not participate in any discussion on matters where they have a conflict and will leave the meeting until the discussion of such matters is over.

9.6. The Chair and the Principal (or nominee) must at all times avoid conflict-of-interest and must not chair AB meetings in situations if they are in any conflict.

## ARTICLE 9: REPORTING AND REVIEW

10.1. Where serious concerns have been raised at an AB meeting, or where the Chair has otherwise been informed of a serious or reportable matter, the Chair shall report to the Principal (or nominee) as soon as possible after the issue has been raised and maintain confidentiality in relation to the matter.

10.2. The minutes of all AB meetings are to be circulated to the members.

10.3. This Charter and its provisions may be modified by passing a special resolution with the approval of the Principal and Catholic Education Diocese of Cairns.

10.4. This Charter supersedes and cancels any previous constitution, charter or provisions to that effect for the AB.

## Appendix 1: Code of Conduct for Members of Diocesan Councils, Board and Committees



# Diocese of Cairns

<b>Document Name:</b>	GOV.DIO.POL Code of Conduct for Members V.01
<b>Approved by:</b>	Bishop of Cairns
<b>Approval date:</b>	13 June 2022
<b>Next review date:</b>	3 years from last approval/review date or as required
<b>Previous approval/review dates:</b>	NEW

## Code of Conduct for Members of Diocesan Councils, Boards and Committees

### 1. **Purpose**

- 1.5. It is the policy of The Roman Catholic Trust Corporation for the Diocese of Cairns (the “Diocese”) that council, board and committee members (“Members”) serving on various Diocesan and Parish governance bodies are bound by this Code of Conduct (the “Code”).
- 1.6. Members are committed to observing and promoting the highest standards of ethical conduct in the performance of their responsibilities on all governing bodies of the Diocese, in addition to values which they may have.
- 1.7. Members pledge to accept this Code as a minimum guideline for ethical conduct.

### 2. **Values**

- 2.1. Members are representatives of the Catholic Church and as such must ensure their behaviour and personal conduct meet the highest ethical standards in line with the Catholic Ethos.
- 2.2. Members are expected to uphold Christian values and behave with integrity by acting in good faith, for a proper purpose and in the best interest of the Diocese.

### 3. **Professional Excellence**

- 3.1. Members will maintain a professional level of courtesy, respect, and objectivity in all Diocesan activities.
- 3.2. Members have a duty of loyalty and responsibility to act in good faith and with honesty, integrity, due diligence, and reasonable competence in the best interests of the Diocese.
- 3.3. Members must not engage in conduct likely to bring discredit upon the Diocese and adversely affect its reputation, or take improper advantage of their position as Members.
- 3.4. Members will make attendance at meetings a high priority, and prepare for meetings by reviewing the meeting agenda and supporting materials.
- 3.5. Members must be informed, and have an understanding about the nature of the Mission and Diocesan operations.

3.6. Members must understand the responsibilities of their role.

**4. Conflicts of interest and the disclosure of pecuniary interests**

- 4.2. Members must not allow personal interests, or the interest of any associated person or representative to conflict with the interest of the Diocese.
- 4.3. Members are required to identify and disclose any conflicts (actual, potential or perceived) to the Chair, prior to, or at the beginning of each meeting.
- 4.4. The Chair will manage the conflict as per the relevant constituent document of the governing body.

**5. Confidentiality and Official Information**

- 5.1. Members will not disclose any confidential information belonging to, or obtained through their affiliation with the Diocese, unless the Diocese has authorised disclosure or the disclosure is required by law.
- 5.2. Members are required to demonstrate professionalism, good judgment, and care at all times in handling any information related to the Diocese to avoid unauthorised or improper disclosures of confidential information.
- 5.3. Prior to commencement of their service with the Diocese Members will sign a non-disclosure statement affirming their commitment to confidentiality.

**6. Gifts and Benefits**

Members must not accept gifts or benefits that could place them under an actual or perceived financial or moral obligation to other organisations, or to individuals.

**7. Compliance with the Diocesan Policies**

- 7.1. All Members are bound by publicly available overarching Diocesan policies, such as the Diocesan Code of Conduct.
- 7.2. Members must have a good working knowledge of the Diocesan governing documents pertaining to their role.
- 7.3. Members will act within their powers and for the functions set out in the Diocesan governing documents.

**8. Professional Development**

Members will engage with ongoing professional development provided by the Diocese, and will always aim at best practice in governance.

**9. Acting Fairly and Impartially**

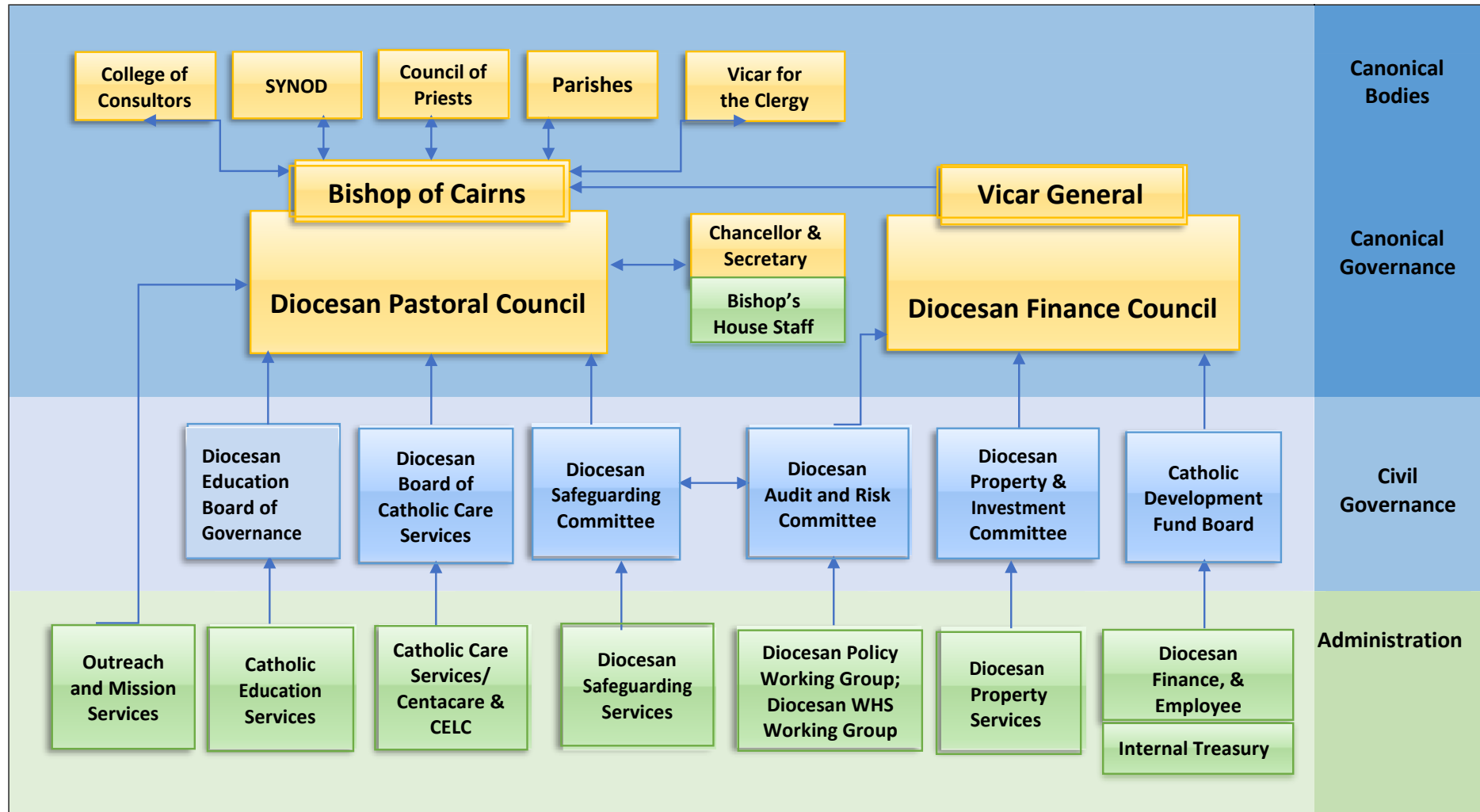
- 9.1. Members will bring scrutiny, checks and balances, and an independent judgement to decisions.
- 9.2. Members will communicate and discuss decisions in an objective and courteous manner and will avoid bias, discrimination, or self-interest.
- 9.3. Members will demonstrate respect for others by engaging in professional dialogue aimed in the best interest of the Diocese.

**10. Suspected Improper Conduct or Misconduct**

10.1. Members will report improper conduct or misconduct which has been, or may be occurring by a Member, and report the details to the Chair or, if inappropriate, to the Chancellor or the Bishop.

10.2. Members will keep any reports relating to misconduct confidential unless disclosure of such information is required by law.

## Appendix 2: Organisational Chart - Diocese of Cairns



## CEDC Organisational Structure

