

# Sustainability, Diversity, and Inclusion Committee Charter

## 1. Purpose

The Sustainability, Diversity, and Inclusion Committee (the **Committee**) appointed by the Board of the Australian Fencing Federation (AFF) assists the Board in fulfilling its oversight responsibilities relating to:

- The environmental sustainability of the organisation;
- Increasing diversity of the sport of fencing in Australia; and
- Fostering inclusion in the sport of fencing in Australia.

The duties and responsibilities of the Committee are set out in **Appendix A**. The existence of the Committee does not imply the fragmentation or diminution of the role of the Board.

## 2. Authority

The Board has authorised the Committee, within the scope of their duties and responsibilities set out in this charter to:

- perform the activities required to address its responsibilities and make recommendations to the Board;
- select, engage, and approve fees within the delegated authority set by the Board for any professional advisers that the Committee may require to carry out its duties;
- require attendance by specified personnel at meetings as appropriate, with such attendance enforced by the Board; and
- have unrestricted access to management, employees and information it considers relevant to its responsibilities under this charter.

## 3. Membership

The Committee shall comprise at least three, and not more than five, members. The Board, usually on the recommendation of its Nominations Committee (or equivalent), will appoint Committee members and the Committee Chairperson. At least one member of the Committee shall be an independent individual.

Committee member rotation is encouraged.

The AFF may provide a Committee Secretary, if requested by the Committee.

## 4. Chairperson

The Board shall appoint one of the Committee members to be the Committee Chairperson. The Committee Chairperson shall chair the meetings of the Committee and set its agendas.

Should the Committee Chairperson be absent from a meeting, the Committee Members present must appoint a Chairperson for that particular meeting.

## **5. Meetings**

The Committee should meet at least 6 times per year and participants may attend by video conference and/or teleconference. The Committee Chairperson or any Committee Member may call a meeting of the Committee. Committee Members shall declare any conflict of interest before the commencement of each meeting.

## **6. Meeting Attendance**

Any person may be invited by the Committee Chairperson to attend meetings of the Committee, but not necessarily for the full duration of the meeting. Invitees may take part in the business of, and discussions at, the meeting but have no voting rights. A standing invitation shall be issued to the CEO (if one is appointed).

## **7. Quorum and Voting**

A quorum must consist of more than half of the members of the Committee.

Matters will be decided by consensus, or if consensus is not achievable, then by a majority of votes of members present. The Committee Chairperson shall not have a second or casting vote.

## **8. Minutes**

The Committee Secretary or delegate must prepare the minutes of the Committee within seven (7) working days. After the Committee Chairperson has given preliminary approval, the draft minutes are circulated to all Committee members. The minutes must be ratified at the next Committee meeting.

## **9. Conflicts of Interest**

Committee members will be invited to disclose conflicts of interest at the commencement of each meeting. Ongoing conflicts of interest need not be disclosed at each meeting once acknowledged. Where members or invitees are deemed to have a real or perceived conflict of interest, they will be excused from Committee discussions on the issue where a conflict exists.

## **10. Reviews**

The Committee will review at least annually this Committee charter and recommend to the Board for approval any appropriate amendments.

The Nominations Committee will at least annually review the performance of the Committee.

## **11. Reporting**

The Committee will provide minutes to the board subsequent to each Committee meeting.

## Appendix A – Duties and Responsibilities

In assisting the Board in fulfilling their responsibilities, the duties of the Committee are to:

### 1.1. *Sustainability review and actions*

- Manage the sustainability review of the AFF.
- Implement and manage the actions required of the AFF as an outcome of the sustainability review.
- Report to the Board on progress against actions required as part of the sustainability review.

### 1.2. *Reconciliation Action Plan (RAP)*

- Co-design, maintain and review a Reconciliation Action Plan with Indigenous representation for how the AFF can better engage with First Nations communities.
- Manage cultural training and toolkits provided to AFF members.

### 1.3. *Diversity*

- Review the diversity of the AFF's Committees, contractors, volunteers and employees to identify areas where diversity can be improved.
- Review the diversity of the AFF's athletes, coaches, and referees to identify areas where diversity can be improved.
- Manage the implementation of actions to improve diversity across the AFF and the Australian Fencing community.

### 1.4. *Inclusion*

- Review measures of inclusion across the Australian Fencing community and identify actions required to improve inclusion across Australian Fencing.
- Manage the implementation of actions to improve inclusion across the Australian Fencing community.

### 1.5. *Board requests*

- Perform any other duty or undertaking that the Board may request from time to time.

### 1.6. *Reporting*

- The Committee chairperson will report to the Board on the Committee meetings regarding all relevant matters and appropriate recommendations in a written report (with supporting material) for noting or approval by the Board.