



Australian Sports Commission Board Charter

This Charter sets out the role, responsibilities and duties of the Australian Sports Commission (Commission) Board (Board). The Charter has been developed to provide guidance to Board members to ensure the effective operation and accountability of the Board as the accountable authority of the Commission.

The Commission is established under and is governed by the [Australian Sports Commission Act 1989](#) (ASC Act), which sets out the objects, functions and powers of the Commission.

The Commission is also governed by the provisions of the [Public Governance, Performance and Accountability Act 2013](#) (PGPA Act) and the rules made under that Act¹ as applicable to corporate Commonwealth entities and their accountable authorities, including provisions specifying various personal obligations owed by Board members.

It is important that each Board member familiarise themselves with this Charter and their responsibilities under the ASC Act and the PGPA Act.

This Charter is consistent with the ASC Act and the PGPA Act.

Role

The Board is the governing body and accountable authority of the Australian Sports Commission.²

The role of the Board is to guide the strategic direction of the Commission, influence the development of Commission policies and make decisions in regard to the overall management of the Commission's activities consistent with the ASC Act and the PGPA Act.

Membership

The Board comprises the Chairperson, the Deputy Chairperson, the Secretary of the Department, and not fewer than five nor more than 10 other members.³

All members of the Board are appointed by the Commission's responsible Minister (Minister), other than the Secretary of the Department who is an ex-officio appointment.⁴

The Chief Executive Officer and other members of the Commission Executive are not members of the Board.

Responsibilities of the Board

The Board is responsible to the Australian Government for the governance, overall strategy and performance of the Commission, including to:

- a) ensure that the Commission performs its functions and exercises its powers in compliance with the ASC Act, the PGPA Act and other relevant legislation;
- b) ensure that the Commission complies with any applicable government policy orders;⁵
- c) prepare the Commission's corporate plan (and annual operational plan, although in practice the corporate plan meets the requirements for both plans) and submit the plan to the Minister for approval;⁶
- d) ensure that the Commission, to the extent practicable, performs its functions and exercises its powers in a manner consistent with and designed to give effect to its corporate plan and annual

¹ PGPA Act s.101; see [Public Governance, Performance and Accountability Rule 2014](#) (PGPA Rule)

² PGPA Act s.12

³ ASC Act s.13(1)

⁴ ASC Act s.13(2)

⁵ PGPA Act s.22

⁶ PGPA Act s.35; PGPA Rule s.16E; ASC Act ss.23-26



- operational plan;⁷
- e) measure and assess the performance of the Commission in achieving its purposes, prepare annual performance statements to be included in the annual report and ensure records are kept that explain the Commission's performance;⁸
 - f) establish and maintain appropriate systems for risk oversight and management and internal control for the Commission, take all reasonable measures to prevent, detect and deal with fraud, and ensure that the Commission has an audit committee;⁹
 - g) oversee the Commission's finances, including preparing annual budget estimates, ensuring proper accounts and records are kept of transactions and financial position, prepare annual financial statements to be submitted to the Auditor-General and recording in writing as soon as practicable any approval of a commitment of relevant money for which the Board is responsible;¹⁰
 - h) prepare the Commission's annual report, including annual financial statements, annual performance statements and Auditor-General's report, and submit these to the Minister for presentation to the Parliament;¹¹
 - i) keep the Minister informed of the Commission's activities, significant decisions and significant issues that have affected or may affect the Commission;¹²
 - j) oversee the performance of the Chief Executive Officer;¹³
 - k) govern the Commission in a way that:
 - i. promotes the proper (efficient, economical and ethical) use and management of public resources (including money) for which the Commission is responsible;
 - ii. promotes the achievement of the purposes of the Commission; and
 - iii. promotes the financial sustainability of the Commission,and in making decisions for the above purposes, take into account the effect of those decisions on public resources generally;¹⁴
 - l) encourage officials of the Commission to cooperate with others to achieve common objectives, where practicable;¹⁵ and
 - m) when imposing requirements on others in relation to the use or management of public resources (including money) for which the Commission is responsible, take into account both the risks associated with that use or management and the effects of imposing those requirements on others.¹⁶

Duties of Board Members

Board members are officials of the Australian Sports Commission.¹⁷

Each Board member must:

- a) comply with all legal obligations applicable to their conduct as a Board member, including their statutory duties to:
 - i. act with the degree of care and diligence that a reasonable person would exercise if the person were a Board member of a Commonwealth entity in the Commission's circumstances;¹⁸
 - ii. act honestly, in good faith and for a proper purpose;¹⁹

⁷ ASC Act s.27

⁸ PGPA Act ss.37-39

⁹ PGPA Act ss.16 and 45; PGPA Rule ss.10 and 17

¹⁰ PGPA Act ss.36, 41, 42 and 52; PGPA Rule s.18

¹¹ PGPA Act ss.43(4) and 46; PGPA Rule s.17BE; ASC Act s.48

¹² PGPA Act s.19

¹³ ASC Act s.29

¹⁴ PGPA Act s.15

¹⁵ PGPA Act s.17

¹⁶ PGPA Act s.18

¹⁷ PGPA Act s.13

¹⁸ PGPA Act s.25

¹⁹ PGPA Act s.26



- iii. not improperly use their position as a Board member, including to gain benefit for themselves or another person;²⁰
- iv. not improperly use information obtained through their position as a Board member, including to gain benefit for themselves or another person;²¹
- v. disclose any material personal interest that relates to the affairs of the Commission to each other Board member as soon as practicable after becoming aware of the interest, including details of the nature and extent of the interest and how it relates to the Commission, and not be present if the matter is considered at a Board meeting and not vote on the matter, unless formally authorised;²² and
- vi. not engage in any paid employment that, in the opinion of the Minister, conflicts with the proper performance of the functions of the Board member;²³
- b) without limitation to their statutory obligations in relation to material personal interests:
 - i. ensure that any personal interests or roles do not influence or interfere with the proper performance of their responsibilities and duties as a Board member;
 - ii. identify any actual, perceived or potential conflicts of interest (whether conflicts of personal interest or conflicts of roles) that may relate to the affairs of the Commission;
 - iii. disclose to the Board any actual, perceived or potential conflict of interest as soon as practicable after becoming aware of the conflict, specifying the nature and extent of the conflict and how the conflict relates to the affairs of the Commission; and
 - iv. take all appropriate actions to resolve any conflict of interest, including actions directed by the Board;
- c) without limitation to their legal obligations applicable to their conduct as a Board member:
 - i. behave in a manner that is consistent with the standards required of Commission employees under the Commission's [Code Of Conduct](#), including to uphold the ASC Values of Respect, Integrity, Teamwork and Excellence; and
 - ii. comply with all Commission policies and procedures specified as applicable to Board members;²⁴
- d) not purport to bind the Commission or make corporate or policy statements to the public unless authorised by the Board; and
- e) comply with all reasonable requests from the Chairperson to assist with the promotion of the Commission's activities.

Termination of appointment

The Minister may terminate the appointment of an appointed Board member:

- a) if the Board member contravenes their general duties as an official under the PGPA Act;²⁵ or
- b) for misbehaviour or physical or mental incapacity;²⁶

and shall terminate the appointment if the Board member:

- c) becomes bankrupt;²⁷ or
- d) is absent from three consecutive Board meetings and has not been granted a leave of absence by the Chairperson (or Minister in the case of the Chairperson);²⁸ or
- e) engages in any paid employment that, in the opinion of the Minister, conflicts with the proper

²⁰ PGPA Act s.27

²¹ PGPA Act s.28

²² PGPA Act s.29; PGPA Rule ss.14-15

²³ ASC Act s.16(2)

²⁴ For example, the Commission's Anti-Doping Policy, Child Safe Policy, Preventing and Responding to Sexual Misconduct Policy, Fraud and Corruption Control Plan, Accountable Authority Instructions; see [Policies and Procedures](#)

²⁵ PGPA Act s.30

²⁶ ASC Act s.19(1)

²⁷ ASC Act s.19(2)(a)

²⁸ ASC Act s.19(2)(c)



performance of the functions of the Board member.²⁹

Committees

The Board may establish such committees as it sees fit to assist the Board.³⁰ Committees may comprise of Board members only, or a combination of Board members and other persons (in which case a Board member must be its chairperson).³¹

In establishing any committee, the Board will issue terms of reference or a charter which specifies the functions and responsibilities of the committee, the need for disclosure of interests³², any powers delegated to the committee³³ and the required quorum for meetings of the committee.³⁴

The Board must establish an audit committee with a written charter issued by the Board setting out the audit committee's functions, which must include reviewing the appropriateness of the Commission's financial and performance reporting and systems of risk oversight and management and control.³⁵

Delegation

The Board may delegate any of the Commission's powers under the ASC Act, other than certain powers specified in the ASC Act,³⁶ to an individual member of the Board, a committee established by the Board as specified above, the Chief Executive Officer, Director of the AIS or any Commission employee.³⁷

Chairperson

The Chairperson is responsible for ensuring that the Board successfully discharges its role, including:

- a) conduct of all Board meetings, including the approval of the agenda;
- b) chairing meetings of the Board;
- c) providing leadership to the Board;
- d) being the key contact for dialogue with the Minister on behalf of the Commission;
- e) maintaining a regular dialogue with the Chief Executive Officer; and
- f) monitoring Board performance.

Meetings

The Board shall hold such meetings as are necessary for the efficient performance of the Commission's functions.³⁸ The Chairperson may at any time convene a Board meeting, and must convene a Board meeting upon receipt of a written request signed by at least three other Board members.³⁹ The Minister may at any time convene a Board meeting.⁴⁰

Meetings are presided by the Chairperson or, if the Chairperson is not present, the Deputy Chairperson or, if neither is present, a member appointed by those members present to preside at the meeting.⁴¹

²⁹ ASC Act s.19(2)(e)

³⁰ ASC Act s.22(1)

³¹ ASC Act ss.22(2) and (3)

³² ASC Act s.22(7)

³³ ASC Act s.54

³⁴ ASC Act s.22(4)

³⁵ PGPA Act s.45; PGPA Rule s.17

³⁶ The Board cannot delegate its powers under ss.22, 23, 25, 26, 28(1), 29(1), 30(1), 39 and 40 of the ASC Act.

³⁷ ASC Act s.54

³⁸ ASC Act s.21(1)

³⁹ ASC Act s.21(2)

⁴⁰ ASC Act s.21(3)

⁴¹ ASC Act ss.21(4) and (5)



Attendance

Members who are unable to attend a scheduled meeting should advise the Chair and Board Secretariat seeking a meeting apology or leave of absence.⁴²

Decisions

At a Board meeting, five members constitutes a quorum.⁴³

All questions shall be decided by a majority of votes of the members present and voting at the meeting.⁴⁴ The Chairperson (or Deputy Chairperson or other person presiding in place of an absent Chairperson) will have a deliberative vote and, in the event of an equality of votes, a casting vote.⁴⁵

A Board resolution may also be passed by a circulated written resolution signed in favour by a majority of the members (being a majority that includes the Chairperson).⁴⁶

Administrative Arrangements

Planning

The Board will develop a forward meeting schedule that includes the dates and locations of each meeting for the upcoming year.

Performance Review

The Board will ensure that a review of its performance is undertaken periodically, pursuant to a transparent assessment process.

Review of Charter

The Board will review this Charter at regular intervals, including as required from time to time due to changes in relevant legislation, and will make appropriate revisions.

⁴² ASC Act s.14

⁴³ ASC Act s.21(7)(a)

⁴⁴ ASC Act s.21(7)(b)

⁴⁵ ASC Act s.21(7)(c)

⁴⁶ ASC Act ss.21(8)-(10)