Vision Australia

Client Services Committee Charter

## Purpose

The purpose of the Client Services Committee (“the Committee”) is to provide governance oversight of the services provided to clients of Vision Australia, acting on delegation from the Vision Australia Limited Board (“the Board”).

## Roles and Objectives

The role of the Committee is to provide governance oversight of:

* 1. the Organisation’s engagement with clients where this identifies emerging trends in service delivery need or issues with current services.
	2. the quality of services provided to Vision Australia clients, particularly to ensure that evidence-based services are delivered.
	3. clinical and service delivery risk management, in particular with respect to professional registration, accreditation and legislation.

## Committee Functions and Responsibilities

The Committee will:

* 1. oversee strategies and plans for quality improvement, clinical governance, evaluate client & volunteer participation and client based research activities;
	2. receive and review by exception, all relevant audits or reviews pertaining to service delivery, quality and clinical governance and monitor management responses;
	3. receive and review reports on the management of complaints, outcome measures, client satisfaction results and monitor management responses; and
	4. report to the Board on the matters listed in 3(a) to (c) above.

## Membership of the Committee

* 1. Unless otherwise determined by the Board, the Committee will comprise a minimum of three directors. The Chair of the Board and Chief Executive Officer (CEO) are ex-officio members of the Committee.
	2. The Chair of the Committee is appointed by the Board from the directors participating on the Committee.
	3. The Committee may in accordance with Clause 8.12 of the Constitution co-opt persons to the Committee who are not members of the Board. To fulfil its role effectively, the Committee will at times require specialist expertise and will co-opt members as required.
	4. A majority of the Committee members at any time will be Vision Australia Limited directors.
	5. Other Vision Australia Limited directors who are not Committee members may attend meetings of the Committee. Members of management may attend meetings of the Committee by invitation.

## Management Support for the Committee

* 1. General Managers responsible for service delivery will attend meetings of the Committee and provide reports as requested by the Committee.
	2. Secretariat for the Committee will be provided by the Board Secretary. Prior to each meeting, the Board Secretary will consult with the Chair regarding the agenda and papers required for the conduct of the Committee’s business. The Board Secretary will be responsible for the preparation of information to support the Committee’s business and will ensure these papers are available to Committee members seven days in advance of each meeting.

## Independent Expert Advice

The Committee may at any time seek independent advice and may appoint and terminate advisors as required. Before engaging external advice, the Chair of the Committee will consult with the Vision Australia Chair and CEO to obtain the funding and other resources required to procure independent expert advice.

## Meeting and Procedural Matters

* 1. The Committee will meet four times a year. A Committee calendar will be maintained to ensure that all material areas of Committee responsibility are addressed in a timely way. The Committee may in accordance with clause 8.17 of the Constitution conduct meetings without all Committee members being involved in the meetings in the physical presence of one another provided that all Committee members involved in the meeting are able to participate in the discussion.
	2. The quorum for the Committee will be two members who are directors. A quorum will not be achieved if directors are not the majority of members present.
	3. Directors and co-opted members are eligible to vote.
	4. Minutes of Committee meetings will be recorded. Following review of the minutes by Committee members, and approval of the Committee Chair, these minutes will be made available to the Board at the earliest practical opportunity (usually as part of the next set of board papers).
	5. The Chair will, if requested, provide a brief oral report as to any material matters arising out of the Committee meeting. All directors may, within the Board meeting, request information of members of the Committee.
	6. At the discretion of the Chair and members of the Committee, any matters deemed to be of major importance should be referred to the Board for its attention.

## Conflict of Interest

* 1. Vision Australia has a duty to take reasonable steps to ensure that Directors and co-opted members comply with their duties in relation to disclosure of interests and conflicts of interest. Vision Australia acknowledges that its reputation and brand will be protected best where the highest standards are applied to ensuring that all Directors’ and co-opted members’ interests are disclosed and where a procedure is adopted to ensure that Directors and co-opted members do not act when an actual or perceived conflict of interest exists. Vision Australia has agreed a policy for identifying and recording Directors’ and co-opted members’ interests and for managing conflicts of interest. Compliance with this policy at all times is considered to be best practice and in the best interests of Vision Australia.

## Committee Review

* 1. Annually, the Committee will review its Charter and may if deemed necessary, recommend amendments to the Charter for Board approval.
	2. Annually, the Committee will undertake an evaluation of its performance against its Charter. The results of this review are to be reported to the Board.
	3. Annually, the Board will review the composition of the Committee and will make such changes as are necessary to ensure the Committee is able to fulfil its purpose.