



BRISBANE BOYS' COLLEGE



Clayfield College



SUNSHINE COAST
GRAMMAR SCHOOL

Risk, Child Safeguarding & Assurance Committee

August 2022



PMSA

PRESBYTERIAN AND METHODIST
SCHOOLS ASSOCIATION

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1. Preamble

It will be asked, what is the aim of the promoters of this undertaking and of the Churches which have accepted it?

Our answer is – “The whole movement has been an inspiration of faith ...

The education of our young people is to us a matter of vital concern, and we felt we ought to be doing more than we have done to surround them with influences which would help to strengthen their Christian faith, and to form in them the Christian character.”

Hardie, D. (1918). ‘The Official Historic Statement,’ PMSA

2. Purpose

The Board of the Presbyterian and Methodist Schools Association (PMSA), through the PMSA Constitution and By-laws, has resolved to establish a committee of Board to be known as the Risk, Child Safeguarding and Assurance Committee (RCSA) with its objectives, composition, term of office, powers and authority, and duties and responsibilities as set out below. The Committee is responsible for governing the activities of the Committee within the parameters, guidelines and frameworks determined by the Board and provide regular reports to the Board.

3. Legal Entity

- 3.1 The PMSA was established as a body corporate by letters patent granted in 1918 pursuant to the “Religious Educational and Charitable Institutions Act 1861” and is the legal entity for the four PMSA schools. The PMSA is a joint mission of the Uniting and Presbyterian Churches with a mission to provide outstanding teaching and learning environments, permeated by Christian faith and actions.
- 3.2 The PMSA is a large not-for-profit organisation registered under the “Australian Charities and Not-for-Profits Commission Act 2012 (Cth.)” (ACNC Act) whose purposes are to advance education and to advance religion.
- 3.3 The PMSA is subject to the “ACNC Act”, the Australian Education Act, 2013 and the “Education (Accreditation of Non-State Schools) Act 2017 (Cth.)”.

4. Relationship

The Committee has an important relationship with the PMSA Board to provide advice which enables achievement of the objects of the PMSA and supports and promotes the sustainability of each individual PMSA school.

5. Objectives

The primary objective of the Committee is to assist the PMSA Board in fulfilling its responsibilities relating to the risk management, child safeguarding and assurance practices and operating activities of the PMSA.

The Committee must always act within the Vision Mission and Values of the PMSA.

6. Duties and responsibilities

Consistent with the objectives of the PMSA, the Committee will oversee and assess the effectiveness of the PMSA’s systems of internal control through the specific duties and responsibilities of the Committee as follows:

Enterprise risk management

The Committee will:

- (1) make recommendations to the Board in relation to the effectiveness of and improvements to the PMSA enterprise risk management Framework and internal controls including:
- (2) conducting an annual review of and making recommendations to the Board in relation to changes to the PMSA's Risk Appetite Statement and risk tolerance settings;
- (3) overseeing an annual review of the effectiveness of the implementation of PMSA's enterprise risk management and internal control systems; and
- (4) receive reports from management on strategic and organisational risks, fraud control and other matters to ensure a common understanding of key risks to PMSA and confirm the effectiveness of processes for identifying, escalating, and managing risks.

Oversight and consideration of financial risk will be undertaken as a responsibility of the Finance and Audit Committee.

Child Safeguarding

- (1) Provide oversight of the implementation of the PMSA Child Safeguarding Framework to ensure PMSA embeds a culture that protects children and young people from abuse and other harm and promotes child safety.
- (2) Provide oversight of the management of a program coordinating serious complaints alleging historical sexual abuse under civil claims and the National Redress Schemes.
- (3) Monitoring the effectiveness of the implementation of the National Child Safe Principles.

Insurance

- (1) Provide oversight in the review of all insurance policies and coverage and provide recommendations to the Board on any required changes.
- (2) Monitoring the external environment for current trends to ensure that there is adequate insurance coverage for the group.

Internal controls and policies

- (1) evaluate the adequacy of PMSA's Policies and Procedures Management Framework and assess PMSA's compliance with policies and procedures.
- (2) monitor the standard of corporate conduct in areas such as arm's length dealings and actual or potential conflicts of interest, gifts and benefits; and

Legal and compliance management

The Committee will:

- (1) monitor the adequacy of PMSA's management of legal and compliance risks and internal compliance management systems including the effectiveness of the systems in monitoring compliance by the PMSA with relevant laws and regulations.
- (2) review any regulatory or external investigatory reports presented to the PMSA to determine if lessons can be learnt and ensure appropriate management action is taken.
- (3) Support will be provided from the Finance and Audit Committee for financial related legal and compliance matters.

Internal Assurance

- (1) Responsibility of overseeing and reviewing the recommendations of any internal assurance program where/once established.

7. Powers

- 7.1 The Committee shall have the authority to seek any information they require, as authorised by the Committee, from any officer or employee of the PMSA or the PMSA's associated bodies.

- 7.2 The Committee is authorised to consult with independent experts for such advice as it reasonably considers necessary to execute its duties and responsibilities.
- 7.3 The Committee has no authority to engage any services without prior approval of the PMSA Board.

8. Membership

- 8.1 The PMSA Board shall appoint the Committee. It shall have a maximum of five members, composed of up to two Board Members and other members as determined by the Board.
- 8.2 The PMSA Chief Executive Officer (CEO) and Executive Director Legal, Risk and Corporate Affairs are appointed as ex officio members with no voting powers. Other senior executives of the Group Office who have the appropriate skills and/or experience in relation to the business may be appointed as ex officio members with no voting powers.
- 8.3 It is preferable that all governance members be independent of School Advisory Councils, except in extenuating circumstances, and be free from interests, which might, in the opinion of the PMSA, be construed as a conflict of interest. If a member is a member of another PMSA Committee or School Advisory Council, such role shall be declared and the member shall abstain from any discussions or decisions concerning issues that may affect that committee or school.
- 8.4 The Committee may from time-to-time invite any other person to attend meetings and participate in discussions concerning specific issues.

9. The Chair

- 9.1 The Chair of this Committee will be an independent with regular attendance at the PMSA Board meetings in accordance with the Board calendar.
- 9.2 The Chair will be appointed by the PMSA Board with nominations for Chair to be approved at the Annual General Meeting.

10. Quorum

A quorum shall consist of three Committee members.

11. Term of membership

- 11.1 The Chair shall be appointed for a period of up to two years as determined by the Board.
- 11.2 Member's term of membership of the Committee shall be for a period of up to three years as determined by the Board.
- 11.3 At the conclusion of a term, a Committee member shall be eligible for reappointment for a term of up to three years.

12. No remuneration

- 12.1 No Committee member may receive any remuneration for service in their capacity as a Committee member.
- 12.2 Notwithstanding Clause 13.1, a Committee member may be reimbursed for reasonable travel and other business expenses incurred in connection with their role on the Committee in line with Clause 7.2 of the Constitution.

13. Vacation of office

- 13.1 Removal from office

- (1) The PMSA Board may dismiss a Committee member, including a Committee Chair. Prior to such action, the PMSA Chair will consult the CEO and the individual concerned.
- (2) A Committee member has no right of appeal against the decision of the PMSA Board.

13.2 The office of a Committee member immediately becomes vacant if the Committee member:

- (1) dies;
- (2) becomes bankrupt or compounds with creditors or otherwise takes advantage of the laws in force for the time being related to bankruptcy;
- (3) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
- (4) is convicted of an indictable offence or an offence punishable on summary conviction for which the person is sentenced to imprisonment, other than in default of payment of a fine;
- (5) has been convicted on indictment or summarily and sentenced to imprisonment, other than in default of payment of a fine and the rehabilitation period in relation to the conviction has not expired;
- (6) becomes disqualified from being a director under the Corporations Act 2001 (Cth) (Corporations Act) or a responsible entity under the ACNC Act or any order made under the Corporations Act or the ACNC Act;
- (7) no longer complies with the Working with Children Act; or
- (8) resigns from office in accordance with clause 13.3.

13.3 Resignation

- (1) A Committee member may resign from office by giving written notice to the Chair.
- (2) The resignation of a Committee member takes effect on the date of receipt of the notice of resignation or any later date provided in the notice.

14. Meetings

The Company Secretary serves as Secretary to the Committee and assists the Chair in drawing up the agenda for each meeting which shall be circulated, at least one week prior to the meeting, to Committee members. The Secretary is also responsible for keeping and circulating the minutes of meetings.

The Committee shall hold up to six regular meetings each year and such additional meetings, as the Committee Chair shall decide to fulfil its duties. Meetings shall be held at least to undertake the following:

- (1) at the planning stage of the external audit program;
- (2) prior to the meeting of the PMSA Board which approves the risk management framework;
- (3) prior to the meeting of the PMSA Board which approves the annual operational plan;
- (4) prior to the meeting of the PMSA Board which approves the annual report and accounts; and
- (5) prior to any significant Risk Management decisions being recommended to the PMSA Board.

In addition, the Committee Chair shall call a meeting of the Committee if requested to do so by the PMSA Board.

15. Reporting

15.1 The Chair of the Committee shall:

- (1) Ensure the minutes of each meeting are provided to the Board;
- (2) Provide a written report to the Board at any time as requested by the Board; and
- (3) Attend the PMSA Board meetings as outlined in the PMSA annual calendar.

16. Operations

Independence is essential to the effectiveness of this Committee. This is achieved primarily by including within its voting membership up to two independent external members to strengthen the Committee's objectivity. The Committee Chair also has the discretion to invite an Auditor to any meeting.

17. Authority

The minutes of the Committee meetings will be provided to the PMSA Board after each Committee meeting (15.1).

The Committee shall have no executive powers with regard to its findings and recommendations. These executive powers remain with the PMSA Board.

The Risk, Child Safeguarding and Assurance Committee may request and/or be granted delegated authority to undertake initial negotiations to employ or retain independent risk related experts.

18. Charter Review

The Charter shall be reviewed annually or more frequently by the Board as required.

19. Revisions Register

Version	Date of Approval	Responsible Officer
01	02 August 2022	Company Secretary