

Terms of Reference

RTO Steering Committee

ROLE

The NSW Health Registered Training Organisation (RTO)'s Steering Committee is established to develop and oversee the strategic direction for the NSW Health RTO and monitor the RTO's performance. The Committee will ensure the RTO's strategic direction aligns with NSW Health priorities. The Steering Committee will support the HETI Chief Executive to carry out their function as the Chief Executive of the NSW Health RTO.

FUNCTIONS

1. Exercising overall responsibility for developing and overseeing the NSW Health Registered Training Organisation's strategic initiatives and meeting NSW Health priorities through Vocational Education and Training.
2. Exercising overall responsibility for the NSW Health RTO's strategic direction, governance, operations, risk management, compliance and sustainability to ensure the continued delivery of high quality outcomes through quality improvement strategies and independent reviews.
3. Exercising overall responsibility for ensuring the effectiveness of the NSW Health RTO's reporting systems, data quality and delegation of authority.
4. Exercising overall responsibility for RTO policies and the submission of documents for RTO registration, accreditation or contract renewal not limited to the Australian Skills Quality Authority and the Department of Education.

ACCOUNTABILITY

The Registered Training Organisation Steering Committee reports to the Office of the Chief Executive of the Health Education and Training Institute (as the statutory governing authority), who in turn reports to the Secretary of the NSW Ministry of Health. The Registered Training Organisation Steering Committee will provide reports and make recommendations to the Office of the Chief Executive of the Health Education and Training Institute and Ministry of Health in relation to the management and performance of the Registered Training Organisation.

COMPOSITION

The composition of the Registered Training Organisation Steering Committee will be:

Chair: HETI Chief Executive (ex officio)

Members:

Director Mental Health and Higher Education (ex officio)

Director Corporate Support and Business Partnerships (ex officio)

Executive Manager NSW Health RTO (ex officio)

External independent RTO experts (two)

No less than two and up to four Delivery Site Directors nominated from the delivery sites (ex officio)

Independent members will be appointed by the Health Education and Training Institute Chief Executive for a term of two years. Independent member(s) will be selected according to the varied skill sets assessed to be required for the Registered Training Organisation Steering Committee. Potential candidates will meet with the Chief Executive to identify fit and interest for membership of the Registered Training Organisation Steering Committee.

Secretariat support will be provided by the RTO Executive Office.

Ex officio members have full voting rights, including the right to abstain if they choose, and may nominate a representative to attend in their place.

If a member requires a period of leave, a temporary member can be approved by the Health Education and Training Institute Chief Executive.

STANDING ORDERS

The NSW Health Registered Training Organisation Steering Committee is to meet at least 3 times per year. Urgent matters can be dealt with in between meetings by means approved by the Steering Committee.

A quorum consists of 50% of the membership plus one (including at least 50% of the external members).

In voting to determine a matter an absolute majority is required. In the event of a tied vote, the matter can be further discussed, at the discretion of the Chair. If a further vote is also tied, the chair has a casting vote.

REVIEW OF TERMS OF REFERENCE

The NSW Health RTO Steering Committee will review its membership and performance against this Terms of Reference on an annual basis. The Terms of Reference will be reviewed annually. There will be a major review of the functioning of the NSW Health Registered Training Organisation Steering Committee at least every five years by an independent assessor.

ADDENDUM A

Role Description for the NSW Health RTO Steering Committee Chair

General

- Oversee the functions as set down in the NSW Health RTO Steering Committee Terms of Reference (ToR) are followed
- Ensure meeting matters are dealt with in an orderly, efficient manner
- Bring impartiality and objectivity to meetings and decision-making
- Facilitate resolution of issues and address conflict within the Steering Committee. Use the agreed dispute resolution processes should they be required
- Speak publicly on behalf of the NSW Health RTO.

Ethical Behaviour

- At all times act honestly in good faith and in the best overall interests of the NSW Health RTO.
- Use due care and diligence in fulfilling my role and exercising any powers, duties and functions under the Health Services Act 1997 and in accordance with the Minister's determination under the Health Services Act 1997
- Not use the powers of the role for an improper purpose or take improper advantage of the position held
- Not allow personal interests or the interests of any associated person to conflict with the interests of the NSW Health RTO and the Health Educational and Training Institute
- Be acquainted with Government policy and NSW Health Policy as they apply to public health organisations and take all reasonable steps to be satisfied as to decisions taken in the role
- Not engage in conduct likely to bring discredit on the NSW Health RTO, the Health Education and Training Institute or NSW Health
- Endorse the principles of ethical behaviour contained in the NSW Health Code of Conduct and commit self to show leadership by complying with the regulations and spirit of that Code of Conduct

Confidentiality

- Understand that improper use or disclosure of confidential information may cause harm to the NSW Health RTO, Health Education and Training Institute, the NSW Ministry of Health; and/or current or potential students of the NSW Health RTO
- Take all reasonable steps to ensure that any confidential information is kept confidential
- Not discuss any aspect of the work of the NSW Health RTO without the approval of the NSW Health RTO Steering Committee
- Acknowledge that the following items are to be maintained as confidential:
 - Information produced as part of the work of the NSW Health RTO Operations and Compliance Committee and/or NSW Health RTO Steering Committee, and
 - Discussions held during the process.

Conflicts of Interest

Remain aware of any related interest that may create, or appear to create, a conflict of interest. Immediately bring to the attention of the NSW Health RTO Steering Committee any potential conflict of interest arising.

Role Description for the NSW Health RTO Steering Committee Members

Ethical Behaviour

- At all times act honestly in good faith and in the best overall interests of the NSW Health RTO
- Use due care and diligence in fulfilling my role and exercising any powers, duties and functions under the Health Services Act 1997 and in accordance with the Minister's determination under the Health Services Act 1997
- Not use the powers of the role for an improper purpose or take improper advantage of the position held
- Not allow personal interests or the interests of any associated person to conflict with the interests of the NSW Health RTO or the Health Education and Training Institute
- Be acquainted with Government policy and NSW Health Policy as they apply to public health organisations and take all reasonable steps to be satisfied as to decisions taken in the role
- Not engage in conduct likely to bring discredit on the NSW Health RTO, Health Education and Training Institute or NSW Health
- Endorse the principles of ethical behaviour contained in the NSW Health Code of Conduct and commit self to show leadership by complying with the regulations and spirit of that Code of Conduct

Confidentiality

- Understand that improper use or disclosure of confidential information may cause harm to the NSW Health RTO, Health Education and Training Institute, the NSW Ministry of Health; and/or current or potential students of the NSW Health RTO
- Take all reasonable steps to ensure that any confidential information is kept confidential
- Not discuss any aspect of the work of the NSW Health RTO without the approval of the NSW Health RTO Steering Committee and Chair
- Acknowledge that the following items are to be maintained as confidential:
 - Information produced as part of the work of the NSW Health RTO Operations and Compliance Committee and/or NSW Health RTO Steering Committee, and
 - Discussions held during the process.

Conflicts of Interest

Remain aware of any related interest that may create, or appear to create, a conflict of interest. Immediately bring to the attention of the Chair of the NSW Health RTO Steering Committee, any potential conflict of interest arising.

ADDENDUM B

In the absence of an ASQA definition of an independent member, the NSW health RTO Steering Committee will adopt the TESQA definition of an independent member.

TESQA definition of an independent member[^]

TEQSA has defined an independent member “... is a person who is independent from management and who does not have (or intend to have) any material or significant dealings with the provider (or an associated entity) that could interfere with the exercise of independent judgement as a director. Where members of governing bodies are paid fees for undertaking their responsibilities, TEQSA does not consider this to compromise their independence. However, payment for other roles, e.g. transactions with related parties, may compromise independence.”

Clarification as to how independence may be defined includes the following:

- has not had an employment relationship with HETI within the last three years
- has not had a business relationship or other material contractual relationship with HETI within the last three years
- does not have a direct or indirect material financial interest with the provider
- is not involved in the day-to-day management functions of the provider and not allied with the interests of management
- is sufficiently impartial and disconnected from HETI’s operations, such that they are in position to hold management to account and act in the organisation’s best interests
- does not have a material personal interest (i.e. doesn’t stand to gain, benefit or suffer a loss) in the outcome of a Governing Council meeting

[^] TEQSA Guidance Note: Corporate Governance, Version 2.4, 26 August 2019