



EQUESTRIAN
NORTHERN TERRITORY

EQUESTRIAN NORTHERN TERRITORY
SUB-COMMITTEE CHARTER

Table of Contents

Introduction	3
Charter Purpose	3
Responsibilities	3
Governance and the Sub-Committee process	3
Expectations of sub-committee members.....	4
Legal responsibilities of Sub-Committee members.....	4
Functions of the Sub-Committees.....	5
Position descriptions	5
Sub-committee appointment and tenure.....	5
Confidentiality.....	5
Conflicts of interest	6
Relationship with management	6
Scheduled Sub-Committee meetings	6
Out of Session Decision making	6
Sub Committee Reporting	7
The Sub-Committee and IT	7
Annexure A - Equestrian NT Organisational Chart.....	8
Annexure B – Sub Committee Bylaws	9

TITLE	Equestrian Northern Territory Sub-Committee Charter		
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Version No	2		
Amendments	Inclusion of Jumping NT as a sub committee		
Applies to	ENT Board and its sub committees		
Drafted by	Danila Lochrin, General Manager		
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Signed by			
Related Legislation / Guidance Material:			
<ul style="list-style-type: none"> - <i>the Corporations Act 2001 (Cth) (the Act),</i> - the ENT Constitution, - common law, and - any other relevant legislation 			

Equestrian Northern Territory Sub-Committee Charter

Introduction

This Charter sets out the roles, responsibilities, structures and processes adopted by the Board of Equestrian Northern Territory ("the Board") to manage the affairs of its Sub-Committees.

Charter Purpose

The purpose of the Charter is to:

- formalise procedures to help ensure that Sub-Committees act in a transparent and dutiful manner in both their internal and external dealings

This Charter does not seek to repeat, but amplify, the Constitution. Where a conflict exists between the Charter and Constitution, the Constitution takes precedence.

Responsibilities

The key responsibilities of Sub-Committees are:

- to act in the interest of ENT and its members as a whole
- observe their duties of representatives of the ENT in term of:
 - the Corporations Act 2001 (Cth) (the Act),
 - the ENT Constitution,
 - common law, and
 - any other relevant legislation.

Governance and the Sub-Committee process

Governance is the system that corporate entities (such as sporting organisations) are directed or managed and controlled by.

To do this the Sub-Committees must develop processes that:

- Enable them to exercise leadership, integrity and good judgement, always acting in the best interests of the sport, demonstrating transparency, accountability and responsibility.
- Assist them to determine the sport's strategic direction, its purpose and core values and ethical framework from which operational strategies are developed and implemented.
- Ensure the sport is financially secure and is able to meet all its financial obligations in the normal process of business.
- Ensure the organisation complies with the relevant statutes, regulations and other requirements placed on it by external bodies.
- Identify and serve the legitimate interests of stakeholders.
- Facilitate the regular assessment of their own performance and ensure that there is an effective Board and Committee development program in place, including mechanisms to respond to non-performing individuals.

Expectations of sub-committee members

To execute their governance Sub-Committee members must, as far as possible, possess certain characteristics, abilities and understandings:

1. Responsibilities
Members shall fulfil their fiduciary duty to act in the best interests of Equestrian Northern Territory (ENT) at all times regardless of personal position, circumstances or affiliation and they should be familiar with the ENT Constitution.
Members should always be punctual and attend regularly for the full extent of Sub Committee meetings and be willing to contribute between meetings if required.
2. Strategic orientation
Members should be future oriented, demonstrating vision and foresight. They are required to think conceptually, taking a 'big picture' perspective. They are required to understand and focus on issues that are key to the success of ENT.
3. Integrity and accountability
Sub-Committee members must demonstrate high ethical standards and integrity in their personal and professional dealings and be willing to act on – and remain collectively accountable for their Sub-Committee decisions, even if these are unpopular.
4. Informed and independent judgement
All Sub-Committee members must have (or be able to develop) a sufficient depth of knowledge about the equestrian sport committee's business. This will allow all to make informed and independent judgements about strategic and business plans.
5. Financial literacy
Sub-Committee members must be able to read financial statements and understand the use of financial ratios and other indices used for evaluating financial performance.
6. Participation
Because a committee is only as strong as its members, it is important for all members to be actively involved in Sub-Committee discussion. Members must be able to accept challenge from others without becoming defensive or offensive.

Legal responsibilities of Sub-Committee members

Sub-Committee members are required to act competently, honestly, in good faith and in what they consider to be the best interests of the organisation.

Competency – you must act competently. Committee members must exercise care, skill and diligence in making decisions. The duty of care, skill and diligence is a subjective duty. Breaching this care of duty is deemed reckless in exercising your office.

Honesty – under common law a Committee member must act in good faith in the interests of the organisation.

Improper purposes – a Committee member must not use their powers for improper purposes.

Conflicts of interest – a Committee member must declare conflicts of interest.

Taking advantage of opportunity – the general rule is that a Committee member must not use their position to make profit. If they do, then they must account to the organisation for the profit made.

Functions of the Sub-Committees

A Sub-Committee can be responsible for:

- The day-to-day running of the respective equestrian sport and function in the State.
- Developing their respective equestrian sport, setting objectives, applying policies; and in conjunction with the Board determining the sport's strategic direction.
- Reporting to and receiving direction from their respective national Equestrian Sports Committee in all matters pertaining to their sport.
- Monitoring performance against agreed goals.
- Conducting events and the like for the development and promotion of the respective equestrian Sport.
- Making recommendations to the Board regarding the conduct of the respective equestrian sports as required.

Position descriptions

All committee members should hold a high level of confidentiality, and are obliged to:

- Take reasonable steps to place themselves in a position to monitor the management of the respective equestrian sport.
- At least obtain a general understanding of the business of the organisation (ENT) and the effect that the changing economy may have on the business and their particular sport.
- Attend meetings whenever they are reasonably able to do so, in accordance with the constitution.
- Keep themselves informed about the activities of the organisation.

Sub-committee appointment and tenure

At the Boards discretion they can appoint members or advertise positions vacant to members.

Initial tenure is 12 months rolling at the Boards discretion. There is no maximum tenure period.

Confidentiality

The Corporations Act obligates Members not to use confidential information in their own interest or to the detriment of the organisation. However, that is insufficient to cover the circumstances under which a Board operates.

All proceedings of the Sub-Committee are strictly confidential and will not be disclosed to any person other than Directors, except as agreed by the Board or as required by law.

Sub Committee members are expected to sign a Deed of Non-disclosure (NDA). A decision by a Sub Committee member not to sign the NDA will be respected but may be considered grounds for a conflict of interest in some Board discussions, requiring that they are excused from those discussions.

Conflicts of interest

Members have a fiduciary and statutory duty not to place themselves in a position which gives rise to, or is perceived to give rise to, a real or substantial possibility of conflict, whether it be a conflict of interest or conflict of duties.

Members are to:

- declare existing or potential material conflicts when appointed and on an ongoing basis as the need arises.
- when a conflict of interest arises, leave the Sub-Committee meeting and not vote on any resolution that relates to the conflicted issue, unless the Members who do not have a material interest in the matter have passed a resolution that identifies the Member, the nature and extent of the Member's interest in the matter and his or her relationship to the affairs of the organisation and states that the interest should not disqualify the Member from voting on the issue

Relationship with management

Management of the day to day business of ENT is to be conducted by or under the supervision of the General Manager, and by those to whom the management function is properly delegated by the General Manager.

While Members have a right to information about ENT's operations and activities, unfettered and unstructured demands for information can be a major imposition on the work of ENT staff.

Members are asked to consider what information they do need, for what purpose and to discuss how best to structure requests to minimise the impact and gain the best outcome.

Scheduled Sub-Committee meetings

The constitution does not prescribe a minimum amount of planned Sub-Committee meetings required per calendar year. A Sub-Committee will assess if they need to meet based on the following considerations:

- Is there a clear purpose for the meeting and do those who are expected to attend understand the purpose.

In order for the meeting to be effective:

- Make sure you have an agenda and that it has been circulated (within an appropriate time prior to the meeting) along with any associated documents that meeting attendees need to refer to.
- Reporting back to board with actions and decisions monthly at Board meeting

Out of Session Decision making

Any urgent decision that cannot wait until the next Sub-Committee meeting may be dealt with by a resolution out of session. The decision will be made by a simple majority.

Sub Committee Reporting

The sub committee will provide the Board at their monthly meeting a list of key decisions made and a summary of activity.

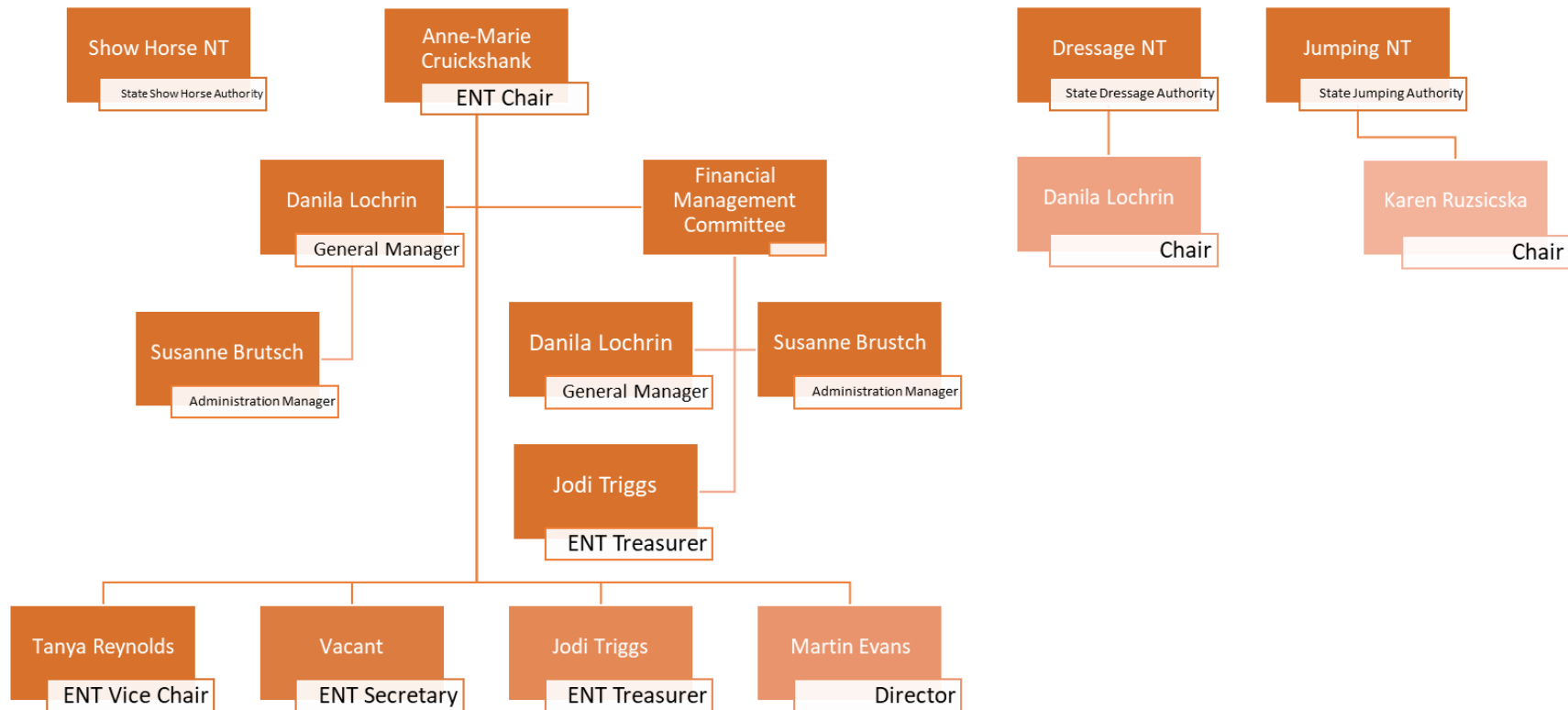
The Sub-Committee and IT

The Sub-Committee adopts collaborative IT solutions to share information and to conduct the meetings. Members are expected to have sufficient IT expertise and infrastructure to be able to adopt standard user products such as videoconferencing and document file shares.

Sub-Committee meetings may be conducted by phone, collaborative IT tools or circular resolution.

Annexure A - Equestrian NT Organisational Chart

Equestrian NT Organisational Chart



Annexure B – Sub Committee Bylaws



EQUESTRIAN
NORTHERN TERRITORY

EQUESTRIAN NORTHERN TERRITORY
SUB-COMMITTEE BYLAWS

1. Purpose

The Committees of Equestrian Northern Territory (ENT) are Sub-Committees of the ENT Board of Directors and are in all respects accountable to, and subject to, its control.

The overall purpose of each Committee is to assist the Board in advising, promoting and developing each discipline, or function.

Each Committee is an administrative representative of the ENT Board and will conduct business as such to reflect this. Committees are not authorised to enter into any contract or to incur liabilities on behalf of ENT or independently.

2. ENT Sub Committees

All ENT Sub Committees will be managed in accordance to these by-laws and are listed below:

- Financial Management Committee
- Dressage NT
- Jumping NT
- NT Show Horse

Financial Management Committee

The Financial Management Committee (FMC) will be responsible for but not limited to:

- Reviewing, monitoring ENT financials and financial risk
- Providing advice and recommendations about financial and budgetary matters
- Developing the ENT strategic annual budget
- Providing recommendations in the best interest of ENT

Dressage NT

Dressage NT (DNT) will be responsible for but not limited to:

- Providing advice and recommendations about national rules to the National Discipline Committee (NDCS).
- Promoting and guiding the discipline within the Northern Territory, in line with National policy.
- Assisting developing the NT discipline calendar.
- Making decisions in the best interest of the discipline.
- Staying abreast of current issues and developments within the discipline.
- In conjunction Officials, assisting with the maintenance, training and appointment of an adequate number of officials.

Jumping NT

Jumping NT (JNT) will be responsible for but not limited to:

- Providing advice and recommendations about national rules to the National Discipline Committee (NDCS).
- Promoting and guiding the discipline within the Northern Territory, in line with National policy.

- Assisting developing the NT discipline calendar.
- Making decisions in the best interest of the discipline.
- Staying abreast of current issues and developments within the discipline.
- In conjunction Officials, assisting with the maintenance, training and appointment of an adequate number of officials.

NT Show Horse

NT Show Horse (NTSH) will be responsible for but not limited to:

- Providing advice and recommendations about national rules to the National Discipline Committee (NDCS).
- Promoting and guiding the discipline within the Northern Territory, in line with National policy.
- Assisting developing the NT discipline calendar.
- Making decisions in the best interest of the discipline.
- Staying abreast of current issues and developments within the discipline.
- In conjunction Officials, assisting with the maintenance, training and appointment of an adequate number of officials.
- Organise, manage and promote show horse events and clinics within agreed ENT budget constraints and framework i.e. NT Show Horse and Rider Championships
- Engage, manage and promote show horse sponsors
- Develop and manage social media channels
- In conjunction with the Chief Measurer develop and implement NT measuring calendar