



AUSTRALIAN MEDICAL ASSOCIATION (ACT) LIMITED

**BOARD GOVERNANCE MANUAL
2024**

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1. Constitution and Objects

1.1 Constitution

To access the ACT AMA constitution, click the following link.

<https://www.ama.com.au/act/governance>

1.2 Objects of the Organisation

The AMA exists to

- promote and advance ethical behaviour by the medical profession and protect the integrity and independence of the doctor/patient relationship.
- promote and advance public health.
- protect the academic, professional, and economic independence and the wellbeing of medical practitioners; and
- preserve and protect the political, legal and industrial interests of medical practitioners.

2. Director Recruitment and Induction

2.1 Director Recruitment and Induction Policy

Policy Name: Board recruitment and induction

Policy Description: The AMA ACT is committed to best practice governance. This policy is designed to ensure that the AMA ACT meets the requirements of the ACNC Governance Standards in relation to Responsible Persons governing the AMA ACT.

This policy sits alongside the AMA ACT Constitution generally requiring that elections be held to appoint Board Directors.

Applies to: Board Directors, CEO, Public Officer

Relevant policy statements and/or principles: -

Board recruitment is based on the encouraging suitably qualified individuals who will represent the organisation and contribute to achieving its objectives.

Procedure:

Identify Preferred Skills and Experience for Board Directors

The Board will utilise the Board Skills Matrix to identify preferred skills, expertise and diversity that are required to fulfil the AMA ACT purpose and strategy. The Director Position Description may then be adjusted to align with any identified competencies and specific requirements.

The Chair will then provide members with the Director Position Description as part of the election information distributed with the notice of the Board Directors' election.

Nomination process

As set out in the AMA ACT constitution, any two ordinary members of the Association may nominate other ordinary members to serve as an office bearer or ordinary member.

The nomination must be in writing, signed by the proposer and the seconder and contain the written consent of the candidate to act if elected. The nomination must also state whether the candidate is nominated as an ordinary member of the Board, or the office to which the candidate is nominated.

Nominations close 28 days prior to the date fixed for the AMA ACT Annual General meeting, or such other date that is fixed by the Board.

As soon as practical after the close of nominations, the Secretary will forward a list of candidates to all current members.

If the number of applications does not exceed the number of vacancies, the applicant will be appointed to the Board as per the position nominated. If there are more applicants than available positions, the Board will undertake the process ballot paper voting as per clause 9.1 of the constitution.

Casual Vacancies

Casual Director vacancies will be advertised through appropriate professional forums consistent with the skills and expertise requirements of the position. Advertisements will be placed in AMA professional publications, professional associations or societies and through networks and referrals. Advertisements will be placed for a 2 to 3-week period.

The Chair and Public Officer will draft the advertisement, The advertisement should contain a brief overview of the position, and include:

- An introduction to the organization.
- specific skills and expertise including qualifications relevant to the identified needs.
- key responsibilities and requirements; and
- Prospective candidates will be provided with the AMA ACT Director Position Description.
- Notice that applicants must be a member of the AMA ACT

Induction

The First Month

Once the Candidate is appointed, the new Director will be on-boarded and required to complete all Governance requirements contained within the On Boarding Pack. The Public Officer / CEO is to email the On Boarding Pack and ensure all governance requirements are met within the first month of engagement.

The First Year

Within the first 3 months of the Director's appointment, the Director will be introduced to the AMA ACT staff. Each staff member will provide a summary of their responsibilities and current issues.

During the first twelve months of the Director's appointment, the Director will be:

- encouraged to tour the facilities and programs that are operated by the AMA ACT.
- given the option of being informally mentored by an existing Board Director; and
- encouraged to undertake formal training in the governance courses listed below, or similar courses approved by the Chair or CEO.
 - AICD Governance Foundations for Not-for-Profit Directors, or
 - AICD Governance for Directors, and

- AICD Finance for Directors.

Related Legislation, Organisational Documents and Other Documents

Legislation:	<i>Equal Employment Opportunity Act</i> <i>Discrimination Act</i> <i>Information Privacy Act</i> <i>Workplace Privacy Act</i>	
Organisational Documents:	Interview template. Advertisement, Selection criteria. Skills matrix	
Other Documents:		

Policy Management

Policy owner (role title):	Board, CEO	
Role responsible for implementing:	Board, CEO	
Review arrangements:	Internally reviewed every two years	
Next Review Date:	2027	

Document History

Date	New	
December 2024	Policy created and endorsed by Board	

3. The Board Charter

3.1 Purpose

A board charter is a policy document that clearly defines the respective roles, responsibilities, and authorities of the board of directors (both individually and collectively) and management in setting the direction, the management, and the control of the organisation.

The board charter is one way of documenting these matters. In addition, as distinct from a constitution or contractual agreement which have a variety of formal requirements which must be met to change these documents, board charters can be changed by the board as circumstances require.

3.2 Compliance with Laws

The AMA is required to comply with several Australian laws. The major areas for company compliance are:

- Labor and employment laws
- Australian Securities and Investments Commission (ASIC)
- Data Protection and Privacy
- Corporations Act 2001
- Work Health and Safety

3.3 Role of the Board

The core role of the Board is governance of the organisation. The Board's responsibilities are to:

- establish a governance framework, including a compliance framework to ensure the organisation meets its obligations.
- set the strategic direction to help the organisation achieve its purpose.
- oversee financial performance of the organisation.
- oversee a risk management strategy and risk management performance.
- oversee the performance and remuneration of the organisation head.
- operate within its powers and policies.
- oversee the occupational health and safety of the organisation.
- manage stakeholders.
- performance management and dispute resolution
- manage the performance of directors.
- resolve disputes between directors.
- assess its own performance.
- follow their organisation's rules on holding meetings and making decisions.
- keep records of meetings.
- follow the code of conduct for directors.
- keep good financial records.

- put controls in place to prevent fraud.
- set up processes to deal with conflicts of interest in directors.
- keep good financial records for at least 3 years for auditing.

3.4 Delegations of Authority

The Board may delegate any of its powers and function (not being duties imposed on the Board as the directors of the company by the law) to one or more committees consisting of such member or members of the Association as the Board thinks fit. Any committee formed must conform to any regulation that may be imposed by the Board and subject to these regulations may co-opt any member or members of the Association to serve on a committee. The Board may appoint one or more advisory committees consisting of such member or members of the Board as the Board thinks fit. Advisory committees (including the Advisory Council) are to act in an advisory capacity only and must conform to any regulations that may be imposed by the Board and subject to these regulations they have power to co-opt any member or members of the Association.

The Board is to establish an Advisory Council whose function is to provide a forum for policy development and policy review and to provide advice to the Board on policy matters. The Advisory Council is advisory in nature only and has no management powers. The Board shall schedule meetings of the Advisory Council not less than four times a year.

3.5 Board Composition

The office-bearers of the Association are a President, a President Elect, a Secretary and a Treasurer. The President, President-Elect, Treasurer and Secretary are to be ordinary members of the Association. However, the Treasurer need not be an ordinary member of the Association.

The Board consists of the office bearers, the Chair of the Advisory Council and seven ordinary members of the Association. The office bearers and the nine elected ordinary member Board members will hold office from the conclusion of the annual general meeting at which they are elected until the conclusion of the annual general meeting following the next annual general meeting.

The Chair of the Advisory Council will hold office on the Board from when elected to the position of Chair of the Advisory Council and notification of that appointment to the Secretary, until the conclusion of the annual general meeting following the next annual general meeting after his or her appointment.

The Association may from time to time increase or reduce the number of office-bearers or ordinary members of the Board.

3.6 Board Meetings

The business of the Association is to be managed by the Board. The Board may exercise all powers of the Association which are not by law or by the AMA ACT Constitution required to be exercised by the Association in general meeting.

The President is to preside as Chair at every meeting of the Board.

3.7 Role, Duties and Responsibilities of Directors

Board directors are to be willing to ask tough and probing questions to vet all sides of an issue. Board directors need to be well-informed and fully engaged with all major issues that affect the corporation. Identifying risks is an integral part of board work because risks are becoming increasingly numerous and complex.

When corporations hit bumps in the road, all fingers typically point back to the board of directors. Board directors must be willing to act quickly and responsibly when they need to take action to comply with fiduciary responsibilities or to uphold good governance standards.

A crisis may occur at any time. Board members' responsibilities state that they need to stand ready to thwart potential crises and to manage developing crises, so they don't adversely affect the corporation.

A full description of responsibilities and expectations of AMA ACT Directors are contained in the code of conduct and commitment statements.

3.8 Role of the Chair

The primary role of the Board chair is to lead and guide the rest of the Board. The board chair also serves as the direct liaison between the Board and management. The Board chair's duties require them to stay in the loop on all board activities. To this end, the Board chair may serve as an *ex-officio* member of all committee meetings. The Board chair should develop solid relationships with the board directors, the CEO, managers, the corporate secretary, and committees in order to lead effectively.

The board chair's responsibilities include helping the CEO to set Board meeting agendas and facilitate board meetings efficiently. During meetings, the board chair guides the rest of the board by focusing on the organization's vision, mission, and strategic direction. The board chair is to set a tone for the meeting that sets the stage for respect, collaboration, and decision-making. The role of board chair is an influential position on an executive committee and the full board to drive the agenda and to identify priorities.

The board chair is to develop a trusted relationship with the CEO and other executives. Working collaboratively, the board chair helps the CEO to translate the board's strategic plans into action.

The board chair needs to be willing to ask the CEO the hard, probing questions that come from the board, and be willing to work in tandem with the CEO during times of

crisis. Both parties work best together when the board chair maintains an open-door policy to keep the lines of communication open.

The board chair also needs to develop a strong relationship with the board directors. The board chair needs to facilitate board meetings in such a way that the board can do its own work. This duty includes encouraging all board members to be actively engaged.

The board chair makes recommendations for committee chairs and seeks approval from fellow board directors.

3.9 Role of the Secretary

The Secretary is to have duties and powers as are determined from time to time by the Board. The Secretary must maintain a register of members of the Association.

3.10 Role of the Chief Executive Officer

The Chief Executive Officer (CEO) reports to a Board of nine directors, all of whom are registered medical practitioners.

The CEO is expected to provide advice to the Board on all issues pertaining to achieving the aims and objectives of the AMA ACT in its role as the principal organisation representing the medical profession and advocating for patients in the ACT now and into the future. At the same time, the CEO is expected to provide leadership to the AMA ACT staff and to effectively manage the secretariat to ensure that AMA ACT resources are used as effectively and efficiently as possible, whilst at the same time delivering on the strategic objectives. The CEO will ensure that the AMA ACT staff are supported in the workplace.

Additionally, it is expected that the CEO will continue to develop AMA ACT so that it remains relevant to its membership. This will require development and maintenance of dynamic external and internal relations, targeted business and operational deliverables, and sound resource management – human, financial and technological.

The key results areas include ensuring financial viability; leading; representing; informing and serving the profession; publishing “Canberra Doctor” and other resource publications; developing relationships with other health professionals and stakeholders; promoting good health and health care; promoting ethical standards amongst the medical profession and promoting the profession as an asset to the community.

3.11 Reviews

The Board will undertake an annual evaluation and performance review as a collective and as individual directors. The Board performance and evaluation policy provides the framework for the review.

4. Governance Policies - Legislative and Compliance

4.1 Anti-Discrimination and Equal Employment Opportunity Policy

Policy objectives

The Australian Medical Association (ACT) Ltd (AMA ACT) acknowledges that sex discrimination, sexual harassment and sex-based harassment conduct that creates a hostile workplace environment on the ground of sex and victimisation are unlawful and unacceptable. AMA ACT has a legal obligation to eliminate these types of conduct, as far as possible.

AMA ACT's Code of Conduct sets standards of conduct and aligns with the above statements. AMA ACT will not tolerate unlawful and unacceptable behaviour.

AMA ACT is committed, to the extent reasonably possible, to:

- providing a safe environment where AMA ACT staff and others in the workplace are treated fairly, with respect, and are free from unlawful discrimination, harassment, and vilification.
- creating a workplace culture which is focused on equality and respect, and supports people to take bystander action;
- providing a safe and supportive complaints procedure;
- ensuring any workplace participants who make a complaint or take bystander action in response to inappropriate behaviour is protected from victimisation.

AMA ACT is also committed to creating a work environment which promotes harmonious, collaborative, respectful, and professional working relationships.

Coverage and application

This Policy applies to **all employees and all persons** acting on behalf of AMA ACT and or performing work at the direction of, or in connection with AMA ACT - collectively referred to in this Policy as '**workplace participants**'. Typically, this includes AMA ACT's staff, independent members and non-members on Councils and Committees, independent agents providing a service, contractors and consultants, work experience students, as well as volunteers and interns.

This Policy concerns interactions between **workplace participants** both face to face or via information and communication technology including online (e.g., email, social media, video conference) in connection with employment, or performing work related activity in connection with or on behalf of AMA ACT.

This Policy is not limited to the workplace or work hours. This Policy extends to out of work hours interactions where there is a strong connection to the employment relationship, as well as all functions and places that are in connection with work (for example, after hours committee secretariat work, work lunches, conferences, Christmas parties and client functions).

Equal Employment Opportunity (EEO) laws apply to all areas of employment, as well as the provision of goods and services.

While every workplace participant is required to comply with this Policy (as amended from time to time), this Policy does not form part of a workplace participant's contract of employment or contract for service and does not create any rights enforceable by a workplace participant against AMA ACT.

To the extent that there is an inconsistency between the law and this Policy, the law will prevail.

Guiding principles

Further to the objectives of this policy, the following principles provide a framework for guiding the application of this policy.

Pro-active, knowledgeable, and good practice leadership: leader continuously reinforce that sexual harassment is unacceptable, model safe and respectful behaviour, and foster a safe reporting culture.

Prevention: sexual harassment is prevented by addressing gender inequality and unequal power relations as the key drivers and identifying and managing key risk factors. This includes ensuring that employment decisions are based on merit and where appropriate, implementing special measures (i.e. affirmative action) to improve equality of opportunity and benefit from having a diverse workforce.

Early intervention: early intervention approaches are used, where possible, to address workplace sexual harassment, bullying and harassment, and to prevent escalation.

Sexual harassment is a work health and safety issue: all reasonably practicable steps are taken to eliminate or minimise the health and safety risks of sexual harassment in the workplace.

Responsive to diverse needs: understanding, respecting, and embracing the many aspects of a person's identity in preventing and responding to sexual misconduct.

All parties are treated fairly and supported: action to address sexual harassment prioritises the rights, needs and wishes of the reporter and should ensure adequate support is provided to the alleged harasser, including education and behavioural change options, while ensuring procedural fairness to all parties.

Respecting victim-survivors: the safety and wellbeing of victim-survivors is prioritised by providing a trauma-informed approach which supports, listens to, and validates the experience of victim-survivors.

Monitoring regularly: the conduct of workplace participants and the success of prevention and early intervention initiatives through the collection and assessment of appropriate data and observations. Regular reporting on the status quo and any

conduct that creates a hostile workplace environment.

Gender equality in the workplace

AMA ACT aims to fulfil its obligations under the Workplace Gender Equality Act 2012 (Cth) ('the **Act**'), by developing and implementing a workplace program with the aim to eliminate discrimination and contributes to gender equality in employment and in the workplace.

The aim of AMA ACT's actions is to:

- promote and improve gender equality (including equal remuneration between women and men) in employment and in the workplace;
- remove barriers to the full and equal participation of women in the workforce, in recognition of the disadvantaged position of women in relation to employment matters;
- eliminate discrimination based on gender in relation to employment matters (including in relation to family and caring responsibilities);
- foster workplace consultation on issues concerning gender equality in employment and in the workplace; and
- advance gender equality in employment and in the workplace through the conduct of its business.

These actions are about attempting to achieve the potential of all workplace participants. It has direct benefits throughout the organisation. These benefits include increased productivity, increased morale, reduced absenteeism, and higher retention rates of employees.

EEO laws

Under EEO laws, discrimination, vilification, sexual harassment, sex-based harassment, bullying and victimisation in the workplace are unlawful and strictly prohibited.

Direct discrimination

Direct discrimination in employment occurs when a person is treated less favourably than another in their employment because of a reason or ground which is prohibited by law. The prohibited grounds of discrimination are set out in the Federal, State and Territory anti-discrimination laws and include sex, race, age etc.

Grounds of discrimination which operate federally in which workplace participants undertake their work for AMA ACT include those listed below.

• Race (including colour, nationality, descent, ethnic, ethno-religious or national origin)	• Religious belief, affiliation, conviction, or activity
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<ul style="list-style-type: none"> • Sex 	<ul style="list-style-type: none"> • Marital status, domestic status, relationship status
<ul style="list-style-type: none"> • Pregnancy (including potential pregnancy) • Breastfeeding 	<ul style="list-style-type: none"> • Homosexuality, transsexuality and transgender status, sexuality, sexual preference/orientation, lawful sexual activity, gender identity, intersex status
<ul style="list-style-type: none"> • Carers' responsibilities, family responsibilities, carer or parental status, being childless 	<ul style="list-style-type: none"> • Disability/impairment, including physical, mental, and intellectual disability
<ul style="list-style-type: none"> • Industrial/trade union membership, non-membership, or activity 	<ul style="list-style-type: none"> • Age (including compulsory retirement)
<ul style="list-style-type: none"> • Employer association membership, non-membership, or activity 	<ul style="list-style-type: none"> • Political belief, opinion, affiliation, conviction, or activity
<ul style="list-style-type: none"> • HIV/AIDS 	<ul style="list-style-type: none"> • Irrelevant criminal record
<ul style="list-style-type: none"> • Spent convictions 	<ul style="list-style-type: none"> • Defence service

Indirect discrimination

Indirect discrimination may occur when an employer imposes a policy, requirement or condition which applies to everyone equally, but it in fact operates to disadvantage a particular group because of a characteristic of that group, such as their sex, age, race (i.e., a prohibited ground of discrimination).

Example: AMA ACT imposes a requirement for all staff and job applicants to have a driver's license to drive a vehicle to attend off-site meetings. This requirement at first glance appears reasonable because it applies to all. However, in practice this requirement will disadvantage some groups of workers or job applicants. For example, a person with a disability that prevents them from obtaining a driver's license.

Discrimination and harassment

Discrimination also includes the situation where a workplace participant harasses another person based on a ground of discrimination. Harassment is unwelcome conduct that a reasonable person would expect to offend, humiliate, or intimidate. Discrimination including sex discrimination contributes to a hostile workplace. AMA ACT will not tolerate discriminatory conduct and will take steps to eliminate them as far as possible.

Vilification

Vilification is a public act which is reasonably likely, in the circumstances to incite, encourage or urge others to physically harm, hate, have serious contempt for or severe ridicule of a person or group, because of race, disability, gender identity, religious conviction, intersex status or HIV/AIDS status. Vilification is a particularly serious breach of EEO laws and will be dealt with accordingly.

Sexual harassment

Workplace sexual harassment is unwelcome sexual advances, unwelcome requests for sexual favours and/or unwelcome conduct of a sexual nature that occurs in connection with work, which makes a person feel offended, humiliated, or intimidated where a reasonable person would anticipate that reaction in the circumstances (see **Appendix A – Sexual Harassment** (further information). Sexual harassment contributes to a hostile workplace. AMA ACT will not tolerate sexual harassment and occurrences will be dealt with accordingly. The conduct of sexual harassment is not limited to the workplace. It also concerns interactions at all functions and places that are in connection with work. This also extends to the conduct of third parties towards a staff member (and vice versa).

Conduct can amount to sexual harassment even if the person did not intend to offend, humiliate, or intimidate the other person. Sexual harassment does not have to be directed at a particular individual to be unlawful. Also, the unwelcome behaviour of a sexual nature need not be repeated or continuous. A single incident can amount to sexual harassment.

Sex based harassment

Sexual based harassment often occurs in combination with sexual harassment. Sex-based harassment is defined as unwelcome conduct of a seriously demeaning nature by reason of the person's sex in circumstances in which a reasonable person that may offended, humiliate or intimidate. Some examples of sex-based harassment could include:

- asking intrusive personal questions based on a person's sex.
- making inappropriate comments and jokes to a person based on their sex.
- displaying images or materials that are sexist, misogynistic or misandrist.
- making sexist, misogynistic or misandrist remarks about a specific person.
- requesting a person to engage in degrading conduct based on their sex

Sex based harassment contributes to a hostile workplace. AMA ACT will not tolerate sex based harassment and occurrences will be dealt with accordingly.

Bullying

Bullying is repeated, unreasonable and inappropriate behaviour by an individual or group of individuals directed towards an individual or group, which creates a risk to health and safety. It includes both physical and psychological risks and abuse.

Please refer to AMA ACT's Workplace Bullying Policy for more information in relation to workplace bullying.

Victimisation

Victimisation is where a person is retaliated against or subjected to a detriment because they have lodged a complaint, they intend to lodge a complaint, or they are involved in a complaint of unlawful conduct. Workplace participants must not retaliate against a person who raises a complaint or subject them to any detriment.

Victimisation is unlawful and will not be tolerated by AMA ACT. Any person found to victimise, harass, or take reprisal action against individuals participating in procedures associated with this Policy may be subject to separate disciplinary action.

Victimisation - bystanders

Bystanders who witness or are aware of inappropriate behaviour in breach of this Policy occurring in the workplace, can play an important role in preventing such behaviour.

Bystanders that are aware of inappropriate behaviour in breach of this Policy occurring are encouraged to:

- Provide support to the Individual who is being subjected to the behaviour;
- Formally or informally challenge concerning behaviour; and
- Report the behaviour.

AMA ACT will not tolerate any victimisation, bullying, harassment or intimidation against those who take bystander action.

Responsibilities

Workplace participants

All workplace participants must:

- understand and comply with this Policy;
- ensure they do not engage in any unlawful conduct towards other workplace participants, customers/clients or others with whom they come into contact through work;
- ensure they do not cause, instruct, induce, aid, abet or encourage other persons to engage in unlawful conduct;
- follow the complaint procedure in this Policy if they experience any unlawful conduct;
- report any unlawful conduct they see occurring to others in the workplace in accordance with the complaint procedure in this Policy; and
- maintain confidentiality if they are involved in the complaint procedure.

Workplace participants should be aware that legal action can be taken against them individually in which they can be held legally responsible for their unlawful conduct.

Workplace participants, who cause, instruct, induce, aid, abet, permit, or encourage other persons to engage in unlawful conduct, can also be legally liable.

CEO

In addition to the above responsibilities, the AMA ACT CEO is responsible for ensuring that reasonable and proportionate measures to eliminate relevant unlawful conduct listed in Section 0 are put in place (*positive duty*).

The CEO or delegate are to inform AMA ACT's Board of any serious incidents of misconduct such as sexual assault within a business day of AMA ACT being notified of the incident.

Breach of this policy

All workplace participants are required to comply with this Policy. If a staff member breaches this Policy, they may be subject to disciplinary action, up to and including termination of employment.

Persons performing work at the direction of, or in connection with or on behalf of AMA ACT who are not staff members (for example agents and contractors) who are found to have breached this Policy will be informed of the breach of this Policy along with any punitive measures such as having their contract(s) with AMA ACT terminated or not renewed.

Non-compliance with this policy may also breach applicable EEO law or health and safety laws and may result in legal proceedings being commenced against the individual. In the event of legal proceedings, individuals may be exposed to legal costs, penalties, orders to pay compensation and even imprisonment in some circumstances.

A staff member who cause, instruct, induce, aid, abet, or encourage or permit other persons to engage in unlawful conduct, can also be legally liable.

If a person makes an unfounded complaint or a false complaint in bad faith (e.g., making up a complaint to get someone else in trouble or making a complaint where there is no foundation for the complaint), that person may be disciplined (if a staff member).

Complaint handling procedure

If a workplace participant feels that they have been subjected to any form of unlawful conduct contrary to EEO laws or this Policy or is a witness to such conduct, they should not ignore it. AMA ACT has the following complaint procedure for dealing with these issues.

The complaint procedure has several options available to suit the circumstances of each individual situation.

The way a complaint will be handled is solely at the discretion of AMA ACT's **Complaints Officer**. The **Complaints Officer** is the AMA ACT CEO or the AMA Head of Group HR.

Whilst AMA ACT will endeavour to outline the complaint process options available to a complainant and may seek their views, it will not always be appropriate for the complainant to determine the procedure, but they will be kept informed throughout.

Board related actions

AMA ACT's Board has responsibility for ensuring that AMA ACT has in place a governance framework and a safety management system that in part, helps to provide a safe and respectful workplace by minimising and addressing risks to the health and safety, including both physical and psychological safety of workplace participants.

Reporting

As forms of harassment and discrimination, as well as bullying can be harmful, related incidents are to be reported to the Board as part of AMA ACT's workplace health and safety reporting process.

The CEO or delegate are to inform the Board of any cases of harassment, or discrimination, or bullying at the Board's regular meetings.

Where the incident is of a serious and significant nature, the Board is to be informed within 24 hours of AMA ACT being notified of the incident. This may include incidents involving:

- sexual assault;
- behaviour warranting instant dismissal due to misconduct; or
- a senior employee or where there is legitimate stakeholder interest (e.g. involvement of an agent).

See **Appendix B** – Board reporting for typical report content.

Examples of the ways in which a complaint can be dealt with

Self-help approach (if appropriate)

If a workplace participant feels comfortable doing so, they should address the issue directly with the person concerned. A workplace participant should identify the offensive behaviour, explain that the behaviour is unwelcome and offensive and ask that the behaviour stop.

In some instances, informing the instigator that their behaviour is inappropriate and unwelcome, and asking for it to stop may be sufficient, particularly if the individual was unaware of the impact of their behaviour.

If a workplace participant is unsure about how to handle a situation and is also unsure if they want to make a complaint, they should contact a **Complaints Officer** for support and guidance.

Report the issue

A workplace participant should report the issue to a **Complaints Officer**.

The **Complaints Officer** will aim to deal with the workplace participant's complaint in accordance with this Policy. There are two complaint procedures that can be used: informal and formal (detailed further below). The type of complaint procedure used will be determined by the nature of the complaint that is made.

Informal complaint procedure

Under the informal complaint procedure there is a broad range of options for addressing the complaint. The procedure used to address the issue will depend on the individual circumstances of the case. Possible options include, but are not limited to the **Complaints Officer**:

- discussing the issue with the person against whom the complaint is made; and/or
- facilitating a meeting between the parties in an attempt to resolve the issue and move forward.

The informal complaint procedure is more suited to less serious allegations that if substantiated, might not warrant disciplinary action being taken.

Formal complaint procedure

The formal complaint procedure involves the workplace participant making a written complaint using the formal Complaints Form. **Anonymous reporting** is also available.

One of the following methods are to be used – complete the:

- AMA ACT Conduct at Work Complaints Form (Appendix D) and email it to the Complaints Officers; or

When received, the complaint will trigger a formal investigation to be undertaken and details of the complaint used for this purpose.

Formal investigations will be conducted by an **Investigator** appointed by AMA ACT. This may be either the Head of Group HR, or a suitably qualified external person. AMA ACT has the discretion to determine which option will be adopted.

An investigation generally involves, collecting information about the complaint and then making a finding based on the available information as to whether the alleged behaviour occurred. Once a finding is made, the **Investigator** will make recommendations about resolving the complaint.

If AMA ACT considers it appropriate for the safe and efficient conduct of an investigation, workplace participants may be required to:

- for staff: not to report for work during the period of an investigation. AMA ACT may also provide alternative duties or work during the investigation period. Staff will be paid their normal pay during any such period; or

- for other people (e.g., contractor, agent): not make contact with or conduct work with the complainant who is a professional staff member.

For staff members, AMA ACT may also provide alternative duties or work during the investigation period. Generally, employees will be paid their normal pay during any such period.

For other people (e.g. agents, contractors, consultants, volunteers, interns), the **Investigator** will notify and work through that person's management representative (or directly where no such representative exists) throughout the complaints procedure.

Confidentiality

The **Complaints Officer** and **Investigator** will endeavour to maintain confidentiality to the extent possible, after considering AMA ACT's obligation to provide a safe workplace, afford natural justice to the respondent and any disciplinary action requirements where warranted.

All workplace participants involved in the complaint must also maintain confidentiality, including the workplace participant who lodges the complaint.

Possible outcomes

The possible outcomes will depend on the nature of the complaint and the procedure followed to address the complaint (i.e. informal / formal) in line with the parties involved.

Staff member

Where an investigation results in a finding that a person has engaged in unlawful conduct or breached this Policy, that person may be disciplined where they are an employee of AMA ACT. The type and severity of disciplinary action will depend on the nature of the complaint and other relevant factors.

Where the investigation results in a finding that the person complained against has engaged in serious misconduct, this may result in instant dismissal. Any disciplinary action is a confidential matter between the affected workplace participant and AMA ACT.

Non-staff member

The **Investigator** will notify and work through that agent / contractor's management representative (or directly where no such representative exists) regarding any punitive measures deemed appropriate. Agents and contractors (including temporary contractors) who are found to have engaged in unlawful conduct and/or breached this Policy may have their contracts with AMA ACT terminated or not renewed.

AMA ACT may take a range of other outcomes to resolve a complaint, depending on the particular circumstances. Examples include, but are not limited to:

- training to assist in addressing the problems underpinning the complaint;
- monitoring to ensure that there are no further problems;
- implementing a new policy;
- a temporary freeze on any approved salary increases;
- requiring an apology or an undertaking that certain behaviour stop; and/or
- changing work arrangements.

Criminal behaviour

Suspected criminal behaviour, conduct or activity may be reported to relevant authorities in consultation with the impacted individual.

Questions

If a workplace participant is unsure about any matter covered by this Policy, a workplace participant should seek the assistance of their manager, or a Senior Leader, or the Head of Group HR.

Further information can also be obtained from the:

- Australian Human Rights Commission
- Safe Work Australia
- Fair Work Ombudsman and Fair Work Commission
- The Respect@Work website <https://www.respectatwork.gov.au/>

Support

Being involved in a workplace bullying and harassment including sexual harassment, sex-based harassment, hostile workplace environment incident or investigation can be stressful, difficult, and traumatic and there is no right or wrong way to respond.

Support services are available and staff are encouraged to ask for support in accessing these services if needed – see **Appendix C** – External support services.

Related documents

Other documents that relate to this Policy include:

- AMA ACT Code of Conduct
- Workplace Bullying Policy

Policy Management

Policy owner (role title):	Board, CEO
Role responsible for implementing:	Board, CEO
Review arrangements:	Internally reviewed every three years

Next Review Date:	2027
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Document History

Date	New
December 2024	Policy created and endorsed by Board

Appendix A – Sexual Harassment (further information)

Sexual harassment is any unwanted or unwelcome sexual behaviour where a reasonable person would have anticipated the possibility that the person harassed would feel offended, humiliated, or intimidated. It has nothing to do with mutual attraction or consensual behaviour.

A one-off incident can constitute unwelcome conduct; the conduct does not need to be a continuous or a repeated course of conduct to be considered unwelcome.

Australian courts have also interpreted the phrase 'conduct of a sexual nature' broadly. Conduct of a sexual nature can include physical and/or non-physical conduct and conduct across a variety of different mediums (e.g. in person or through social media). Sexual harassment is unlawful regardless of the sex, sexual orientation, or gender identity of the parties. For example, if a group of workers makes offensive sexual jokes or comments about a colleague who is perceived to be homosexual, it is likely to be unlawful sexual harassment. Likewise, if a colleague asks intrusive questions about the private life or physical appearance of a trans colleague, it is likely to be unlawful sexual harassment.

Sexual harassment is unlawful even if the person committing the harassment had no sexual interest in the complainant. It is important to note that conduct may constitute sexual harassment even if the individuals involved are of the same sex.

General forms of harassment or bullying that are not sexual in nature will not constitute sexual harassment under the Sex Discrimination Act but may nevertheless be unlawful if the conduct constitutes less favourable treatment on the ground of sex or another protected ground. They may also be unlawful under other anti-discrimination laws.

Examples of sexual harassment include:

- staring, leering or unwelcome touching;
- suggestive comments or jokes;
- unwanted invitations to go out on dates or requests for sex;
- intrusive questions about a person's private life or body;
- unnecessary familiarity, such as deliberately brushing up against a person;
- emailing pornography or rude jokes;
- displaying images of a sexual nature around the workplace;
- communicating content of a sexual nature through social media or text message; or
- content of a sexual nature through social media or text messages.

Source: The Australian Human Rights Commission

Appendix B – Board reporting

The following provides a guideline on the information that is to be supplied to the AMA ACT Board.

The reports are to be treated as confidential and without prejudice.

For **Serious incidents**, a report is to be provided to the Board within 24 hours of being notified of the event occurrence:

- Details of the incident including any criminal behaviour
- Initial management response
- Cause analysis and risk assessment
- Corrective actions being taken including making inquiries about additional impacted people
- Immediate outcomes including
- Likely length of investigation to resolution
- Impact monitoring
- Update cycle

For **Non-serious incidents**, a report is to be provided to the Board in line with the regular Board meeting cycle:

- Details of the incident
- Details of any formal investigation carried out
- Details on whether any party to the incident required time away from work, i.e. respondent stood down, stress leave
- Cause analysis and risk assessment
- Corrective actions taken
- Outcomes
- Impact monitoring

Appendix C – External support services

You can contact police regarding any sexual harassment, sexual assault or bullying that involves criminal conduct.

If you feel unsafe now, call **000**

National	
Lifeline: 24-hour crisis support and suicide prevention	Ph: 13 11 14
1800Respect: sexual assault or sexual harassment	Ph: 1800 737 732
Beyondblue: mental health support	Ph: 1300 224 636

Appendix D - AMA ACT Conduct at Work Complaints Form

CONFIDENTIAL

Complaints Form

AMA ACT's formal complaint procedure provides opportunity for workplace participants to make a confidential written complaint about unwelcome conduct and submitting a copy to the **Complaints Officer** (CEO or AMA Head of Group HR). This will trigger an investigation into the matter. The Complaints Form will be used as a record. To afford fairness and due process, the details of the complaint will be shared with the person(s) against whom the complaint has been made.

Part A – About you (complainant)

Your Name: Add your details here

Contact details: (phone and email): Add your details here

Today's date: Use the drop down

If you are making a complaint on behalf of someone else as a **Bystander**, please provide details about this person. Seek permission from the victim first before recording their name and contact details.

Their Name: Add their details here.

Contact details (phone and email): Add their details here.

If you are the victim (not the Bystander) and someone is assisting you with the complaint (e.g.; support person), please provide details about this person.

Their Name: Add their details here.

Contact details: (phone and email): Add their details here.

Were there any witnesses to the event you are complaining about? Seek permission from the witness/s prior to recording their name/s and contact details.

Witness 1: Add their details here.

Contact details: (phone and email): Add their details here.

Witness 2: Add their details here.

Contact details: (phone and email): Add their details here.

Witness 3: Add their details here.

Contact details: (phone and email): Add their details here.

Part B – Who is the complaint about

Please enter the name of the person or people involved.

Respondent 1: enter their name here

Contact details: (phone and email): enter their contact details here

What is your working relationship to this person: enter details here

Respondent 2: enter their name here

Contact details: (phone and email): enter their contact details here

What is your working relationship to this person: enter details here

Part C – What behaviour are you reporting

Select the box(s) that best represent your complaint.

Bullying: <input type="checkbox"/>	Sexual harassment: <input type="checkbox"/>	Sex based harassment: <input type="checkbox"/>	Subjected to hostile workplace on the grounds of sex: <input type="checkbox"/>
I have experienced / observed racial hatred: <input type="checkbox"/>	I have been discriminated against or observed discrimination: <input type="checkbox"/>	I have been victimised or observed victimisation: <input type="checkbox"/>	Other: <input type="checkbox"/>

Note: Sexual harassment is any unwelcome conduct of a sexual nature made to the person harassed. sex-based harassment is unwelcome conduct of a demeaning nature because of the person's sex. These types of harassment need only occur once. Bullying is a repeated behaviour.

Part D – Timing and location of event

When and where did the alleged event(s) occur: add details here

Part E – How do you think this complaint could be resolved?

Add what you think would resolve the matter here

Part F – Provide a summary of the event you are complaining about

In describing the event, please consider the following dimensions:

- what happened, including the types of behaviour and the impact the behaviour had;
- how it happened (e.g. face to face, via online video);
- whether there are any supporting documents (please attach);
- the characteristics of the environment where the event occurred;
- was it a single event or an event that follows other similar events involving the respondent(s)
- has there been past attempts to addressing the behaviours at the informal level – if so, when and how did these take place.

Add your details here.

AMA ACT Code of Conduct

Purpose

The Australian Medical Association (ACT) Ltd (AMA ACT) Code of Conduct recognises the importance of a work environment which actively promotes best practice, values the contributions that all employees can make, and a safe workplace.

The purpose of this Code is to describe the standards of behaviour and conduct expected from AMA ACT's staff (regardless of their role or position in the organisation) and others in their dealings with customers, suppliers, clients, co-workers, management, and the public.

AMA ACT expects all staff and others in the workplace to observe the standards set out in this Code.

Compliance with this Code is expected, as it helps shape:

- a workplace culture which promotes equality, harmonious, collaborative, respectful, and professional working relationships; and
- a safe work environment that enables all to make valued contributions and supports people to take bystander action.

AMA ACT will not tolerate unsatisfactory behaviour. Non-compliance may result in disciplinary action up to and including the termination of either employment or contract for services.

Where relevant, this Code operates in conjunction with other policies relating to minimum standards of behaviour and conduct, contract of employments or contract for services.

Coverage and application

This Code applies to all directors and staff of AMA ACT and all persons performing work at the direction of, or in connection with AMA ACT. Typically, this includes, agents and contractors providing a service, as well as work experience students, volunteers, and interns. Collectively, staff and persons connected to AMA ACT's work are referred to in this Code as '**workplace participants**'.

The Code does not form part of a workplace participant's contract of employment or contract for services.

Code requirements

All workplace participants are expected to observe the highest standards of ethics, integrity, and behaviour during their employment or engagement with AMA ACT.

This Code provides an overview of AMA ACT's fundamental business values. It is by no means exhaustive but summarises some of AMA ACT's most important policies, which are based on standards that underlie business ethics and professional integrity.

As representatives of AMA ACT, all workplace participants are expected to conduct themselves in a professional and courteous manner and observe the following standards of behaviour both inside the workplace and outside the workplace where the workplace participant can be perceived as representing AMA ACT:

- Comply with all laws, policies, procedures, rules, regulations and contracts.
- Comply with all lawful and reasonable directions from AMA ACT.
- Be honest and fair and act with integrity in dealings with customers, clients, suppliers, co-workers, management, and the general public.
- Display the appropriate image of professionalism at the workplace. This includes dressing professionally with business attire, ensuring their appearance is neat and tidy.
- Treat customers, clients, suppliers, co-workers, company management and the public in a non-discriminatory manner with proper regard for their rights and dignity. In this regard, discrimination, vilification, sexual harassment, sex-based harassment, bullying and victimisation and other unlawful conduct including aggression, violence and abusive language, will not be tolerated.
- Promptly report any violations of law, ethical principles, policies, and this Code.
- Maintain punctuality. If a workplace participant is late or cannot report for work, please let the supervisor know as soon as possible.
- Do not use work time for private gain. If a workplace participant is required to leave the work premises for personal reasons, they should advise their manager well in advance.
- AMA ACT has a legitimate interest in the private activities of workplace participants where such activities may bring disrepute upon AMA ACT in its relationships with customers, clients, suppliers, and the general public at large and may possibly call the workplace participant's fitness for continued employment or to provide services into question.
- Maintain and develop the knowledge and skills necessary to carry out duties and responsibilities.
- Observe health and safety policies and obligations and co-operate with all procedures and initiatives taken by AMA ACT in the interests of work health and safety.
- Be truthful in all dealings with persons encountered at the workplace. Workplace participants must not make false or misleading declarations during the performance of their duties or when providing services on behalf of AMA ACT. A declaration can be considered to be misleading if information is omitted or presented in a manner that enables a misleading view of the situation to be formed. This includes failure to comply with reporting requirements and falsifying records and other documents.
- Refrain from any form of conduct which may cause a workplace participant to feel offended, humiliated, or intimidated where a reasonable person would anticipate that reaction in the circumstances or give rise to the reasonable suspicion or appearance of improper conduct or biased performance.

- Not act for an improper or ulterior purpose to the detriment (whether perceived or actual) of AMA ACT including its reputation.
- Workplace participants must not abuse the advantages of their position for private purposes or solicit or accept any gift or benefit in connection with their employment or engagement which might compromise or be seen to compromise their integrity or AMA ACT's reputation.
- Respect AMA ACT's ownership of its property including but not limited to funds, equipment, supplies, records and confidential information (however described).
- Maintain during their employment or engagement with AMA ACT, the confidentiality of any confidential information, records or other materials acquired during the employment or engagement with AMA ACT.
- While employed at AMA ACT, not accept any employment with another organisation that is a supplier or competitor of AMA ACT, or any other employment that conflicts with your position at AMA ACT including your availability to perform your role.
- Not make any unauthorised statements to the media about AMA ACT's business.
- Never report for work in circumstances where there is a risk that you could be affected by or 'under the influence' of illicit drugs or alcohol (e.g., if you have ingested or otherwise taken drugs or alcohol the night before or in the period leading up to your next work period). If a workplace participant is taking prescription medication that may affect their ability to undertake work or their behaviour in the workplace, they must inform their manager at the commencement of their working day. Workplace participants may be required to produce medical evidence to prove their medication does not affect their capacity to perform their duties in a safe manner without harm to themselves or others.

Issues for managers

In line with their role responsibilities, are to:

- Promote a team spirit.
- Maintain confidentiality so far as is reasonably practicable when conducting investigations into grievances and disputes.
- Avoid bias in decision making.
- Ensure compliance with AMA ACT's procedures when carrying out counselling and discipline.
- Exercise objectivity when administering rewards or discipline.
- Not condone, permit, or fail to report any breaches of the Code as outlined above by workplace participants under their supervision.

Breach of Code

A breach of this Code may lead to disciplinary action including, but not limited to, termination of employment or services.

Suspected criminal behaviour, conduct or activity may be reported to relevant authorities in consultation with the impacted individual.

Questions

If a workplace participant is unsure about any matter covered by this Code, they are to seek the assistance of the AMA ACT CEO.

4.2 Workplace Bullying Policy

Policy Objectives

The Australian Medical Association (ACT) Ltd (AMA ACT) is committed to as it reasonably can:

- providing a safe environment where employees and others in the workplace are treated fairly, with respect, and dignity.
- creating a workplace culture which is focused on equality and respect, and supports people to take bystander action; and
- a safe and supportive complaints procedure.

Bullying is a risk to the health and safety in the workplace and is also harmful not only to person(s) who is the target of the behaviour, but also AMA ACT's culture and reputation. Bullying is unacceptable and will not be tolerated.

This Policy outlines the responsibilities of AMA ACT and workplace participants in relation to preventing bullying in the workplace.

Coverage and Application

This Policy applies to **all employees and all persons** performing work at the direction of, or in connection with, or on behalf of AMA ACT - collectively referred to in this Policy as '**workplace participants**'. Typically, this includes AMA ACT's staff, contractors, and temporary staff.

This Policy is not limited to the workplace or work hours. This Policy extends to all functions and places where is work performed or is work related as authorised or permitted by AMA ACT, For example, work lunches, conferences, Christmas parties and client functions.

While every workplace participant is required to comply with this Policy (and as amended from time to time), this Policy does not form part of a workplace participant's contract of employment or any contract for service.

To the extent that there is an inconsistency between the law and this Policy, the law will prevail.

Responsibilities

Everyone at the workplace has a responsibility to prevent bullying from occurring.

Under relevant health and safety legislation ('WHS Legislation'), AMA ACT has the primary duty to eliminate or minimise, as far as reasonably practicable, the risks to health and safety in the workplace. This duty includes the implementation of strategies to prevent workplace bullying.

Workplace participants are also required under the WHS Legislation to take reasonable care for their own health and safety, as well as that of others at AMA ACT's workplace. All workplace participants must also comply with any reasonable instruction given by AMA ACT.

Meaning of workplace bullying

Workplace bullying is repeated, unreasonable behaviour by an individual or group of individuals, directed towards a workplace participant(s) that creates a risk to health and safety. It includes both physical and psychological risks and abuse.

'Repeated behaviour' refers to the persistent nature of behaviour and can refer to a range or pattern of behaviours over a period of time (for example, verbal abuse, unreasonable criticism, isolation and subsequently being denied opportunities — i.e. a pattern is being established from a series of events).

'Unreasonable behaviour' means behaviour that a reasonable person, having regard to all the circumstances, would view as unreasonable in the circumstances and may result in that employee feeling victimised, humiliated, undermined, or threatened by that behaviour, regardless of what the intention of the behaviour is.

Examples of workplace bullying

Bullying behaviours can take many different forms, from the obvious (direct) to the more subtle (indirect). The following are some examples of both direct and indirect bullying. The examples below do not represent a complete list of bullying behaviours. They are indicative of the type of behaviours which may constitute bullying and therefore are unacceptable to AMA ACT.

Direct	Indirect
abusive, insulting or offensive language or comments	unreasonably overloading a person with work, or not providing enough work
spreading misinformation or malicious rumours	setting timeframes that are difficult to achieve, or constantly changing them
behaviour or language that frightens, humiliates, belittles or degrades, including over criticising, or criticism that is delivered with yelling or screaming	setting tasks that are unreasonably below, or above, a person's skill level
displaying offensive material	deliberately excluding or isolating a person from normal work activities
inappropriate comments about a person's appearance, lifestyle, family, sexual preferences or any personal or private matter	withholding information that is necessary for effective performance of the person's job

teasing or regularly making someone the focus of pranks or practical jokes interfering with a person's personal property or work equipment, or harmful or offensive initiation practices	deliberately denying access to resources or workplace benefit and entitlements, for example training, leave etc. deliberately changing work arrangements, such as rosters and leave, to inconvenience a particular worker or workers
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Single incident

A single incident of unreasonable behaviour does not usually constitute bullying. However, it should not be ignored as it may have the potential to escalate into bullying behaviour.

Intentions

A person's intention is irrelevant when determining if bullying has occurred. Bullying can occur unintentionally, where actions which are not intended to victimise, humiliate, undermine, or threaten a person actually have that effect.

What does not constitute workplace bullying

Managing workplace participants does not constitute bullying, if it is done in a reasonable manner. Managers have the right, and are obliged to, manage workplace participants. This includes directing the way in which work is performed, undertaking performance reviews and providing feedback (even if negative) and disciplining and counselling staff. Examples of reasonable management practices include:

- setting reasonable performance goals, standards, and deadlines in consultation with workers and after considering their respective skills and experience;
- allocating work fairly;
- rostering and allocating working hours in a fair and reasonable manner;
- transferring a workplace participant for legitimate and explained operational reasons;
- deciding not to select a workplace participant for promotion, following a fair and documented process;
- informing a workplace participant about unsatisfactory work performance in a constructive way and in accordance with any workplace policies or agreements;
- informing a workplace participant about inappropriate behaviour in an objective and confidential way;
- implementing organisational changes or restructuring; and

- conducting performance management processes.

Preventing workplace bullying

AMA ACT will take all reasonable steps to prevent bullying through a risk management process. This process includes, but is not limited to:

- identification of bullying risk factors — these are issues and situations which could contribute to bullying such as the way in which staff are managed, or organisational changes such as redundancies (see Appendix A – **Sexual Harassment (further information)** common risk factors);
- assessment of the likelihood of bullying occurring from the risk factors identified and their potential impact on the workplace participants or workplace;
- eliminating the risks, as far as reasonably practicable, or controlling, or minimising, them as far as reasonably practicable;
- reviewing the effectiveness of the control methods put in place and the process generally; and
- informing and training workplace participants about bullying, how to deal with it and its impact on the workplace.

Management's responsibilities

Managers and supervisors have a key role in the prevention of workplace bullying. Managers and supervisors must ensure:

- they do not bully workplace participants, clients, or customers;
- that they do not aid, abet, or encourage other persons to engage in bullying behaviour;
- all workplace participants who report to them are aware and understand this policy and their responsibility to comply with it;
- all workplace participants who report to them understand that any bullying in any form is unacceptable and will not be tolerated by AMA ACT;
- they act promptly and appropriately if they observe bullying behaviours or if a complaint is made. If this is not possible, or is inappropriate, inform the Head of Group HR as soon as possible;
- all workplace participants who report to them understand that they should report any bullying behaviour; and
- all workplace participants who report to them are aware and understand the complaint procedures.

Workplace participant's responsibilities

All workplace participants must ensure they:

- understand and comply with this Policy;

- do not engage in any conduct which may constitute bullying towards other workplace participants, customers/clients or others with whom they come into contact through work;
- not aid, abet or encourage other persons to engage in bullying behaviour;
- follow AMA ACT's complaint procedure if they experience bullying;
- report any bullying they see occurring to others in the workplace in accordance with this policy; and
- maintain confidentiality if they are involved in the incident which has been reported.

Complaint handling procedure

If a workplace participant feels that they have been bullied, or they have observed a colleague being bullied as a bystander, they should not ignore it.

Any bullying issue should be brought to AMA ACT's attention as soon as possible. There are several options available to workplace participants as outlined in this section.

The way a complaint will be handled is solely at the discretion of AMA ACT.

Whilst AMA ACT will endeavour to outline the complaint process options available to a complainant and may seek their views, it will not always be appropriate for the complainant to determine the procedure, but they will be kept informed throughout.

Confront the issue

If a workplace participant feels comfortable doing so, they should address the issue with the person concerned.

The workplace participant should identify the bullying behaviour, explain that the behaviour is unwelcome and offensive, and request that it stop.

This is **not** a compulsory step. If a workplace participant does not feel comfortable confronting the person, or the workplace participant confronts the person and the behaviour continues, the worker should report the issue to their manager. If the manager is the alleged perpetrator, then the matter should be reported to a senior manager, or to the Complaints Officer (see Section 8.2).

If at any time, a workplace participant is unsure about how to handle a situation they should contact the **Complaints Officer** (see below) for support and guidance.

Reporting the issue

There are two complaint procedures that can be used to resolve bullying complaints:

- Informal; and
- formal.

The type of complaint procedure used depends on the nature of the complaint that is made.

The aim is to ensure that workplace participants are able to return to a productive and harmonious working relationship as soon as possible.

AMA ACT provides access to two **Complaints Officers**:

- AMA ACT CEO
- AMA Head of Group HR.

Informal complaint procedure

Under the informal complaint procedure, there are options available for addressing the complaint. The procedure used will depend on the individual circumstances of the case. Possible options include, but are not limited to:

- the **Complaints Officer** discussing the issue with the person against whom the complaint is made; and/or
- the **Complaints Officer** facilitating a meeting between the parties in an attempt to resolve the issue and move forward.

The informal complaint procedure is more suited to less serious allegations that if substantiated, might not warrant disciplinary action being taken.

Formal complaint procedure

The formal complaint procedure is appropriate for more serious allegations, or if senior management are involved.

The formal complaint procedure involves the workplace participant making a written complaint using the formal Complaints Form. **Anonymous reporting** is also available.

One of the following methods are to be used – complete the:

- **AMA ACT Conduct at Work Complaints Form** and email it to the Complaints Officers; or
- **AMA ACT Anonymous Complaints Form Unwelcome Conduct**

Commented [PS1]: To be provided.

When received, the complaint will trigger a formal investigation to be undertaken and details of the complaint used for this purpose.

Formal investigations will be conducted by an **Investigator** appointed by AMA ACT. This may be either the Head of Group HR, or a suitably qualified external person. AMA ACT has the discretion to determine which option will be adopted.

An investigation generally involves, collecting additional information about the complaint, followed by making a finding based on the available information as to whether the alleged behaviour occurred. Once a finding is made, the **Investigator** will make recommendations about resolving the complaint and whether any appropriate disciplinary action is considered appropriate.

If AMA ACT considers it appropriate for the safe and efficient conduct of an investigation, workplace participants may be required to:

- not to report for work during the period of an investigation if they are staff. AMA ACT may also provide alternative duties or work during the investigation period. Staff will be paid their normal pay during any such period; or
- not make contact with or conduct work with the complainant who is a staff member.

Dealing with bullying complaints

In handling bullying complaints, AMA ACT will adopt the following principles:

- take all complaints seriously;
- act promptly to investigate the matter;
- where a non-staff member is involved (e.g., agent, contractor), the AMA ACT **Investigator** will notify and work through that agent / contractor's management representative (or directly where no such representative exists);
- will not victimise any person who makes a complaint, any person accused of bullying, or any witnesses and will direct other workplace participants not to victimise any person involved in a complaint.
- support all parties.
- be impartial.
- communicate the investigation or complaint process to all parties involved, including estimating length of time for resolution.
- maintain confidentiality as far as possible. However, it may be necessary to speak with other people (e.g., witnesses to determine what happened, to obtain legal advice, and to report findings. It will also be necessary to speak to those against whom the complaint has been made to afford fairness.
- All workplace participants involved in the complaint must also maintain confidentiality, including the workplace participant who lodges the complaint.
- Spreading rumours or gossip may expose the workplace participant responsible to a defamation claim.
- act appropriately. If a complaint is made and it appears that bullying has occurred, AMA ACT will take appropriate action in relation to the complaint.
- keep records, as documentation is essential. A record of all meetings and interviews stating who was present and agreed outcomes will be maintained.

Possible outcomes

AMA ACT takes seriously its commitment to provide, so far as is reasonably practicable, a safe and healthy work environment, free from bullying.

Punitive actions will be taken where an investigation into a complaint finds that a workplace participant has breached this policy.

This extends to a person who makes a false complaint, or a complaint in bad faith (e.g., making up a complaint to get someone else in trouble, or making a complaint where

there is no foundation for the complaint). That person may also be exposed to a defamation claim.

The possible outcomes for breaching this policy will depend on the nature of the complaint and the procedure followed to address the complaint (i.e. informal / formal) in line with the parties involved.

Staff member

Where an investigation results in a finding that a staff member has engaged in bullying behaviour, that person may be disciplined.

The type and severity of disciplinary action will depend on the nature of the complaint and other relevant factors. Where the investigation results in a finding that the person complained against has engaged in serious misconduct, this may result in dismissal.

Any disciplinary action is a confidential matter between the affected workplace participant and AMA ACT.

Non-staff member

Agents and contractors (including temporary contractors) who are found to have engaged in bullying behaviour may have their contracts with AMA ACT terminated or not renewed.

Questions

If a workplace participant is unsure about any matter covered by this Policy, a workplace participant should seek the assistance of the AMA ACT CEO or the AMA Head of Group HR.

Support

Being involved in a workplace bullying or a hostile workplace environment incident or investigation can be stressful, difficult, and traumatic and there is no right or wrong way to respond.

Related documents

Other documents that relate to this Policy include:

- AMA ACT Code of Conduct
- Anti-Discrimination and Equal Employment Opportunity Policy

Policy Management

Policy owner (role title):	Board, CEO
Role responsible for implementing:	Board, CEO

Review arrangements:	Internally reviewed every three years
Next Review Date:	2027

Document History

Date	New
December 2024	Policy created and endorsed by Board

Appendix A – common risk factors which may lead to bullying

Bullying can result from several different factors in a workplace, from the general culture to poor management skills. Some risk factors which make bullying more likely to occur are:

- **organisational change** — i.e. significant change in the workplace that may lead to job insecurity for example, restructure and redundancy, introduction of technology, change in management.
- **the culture** — the promotion of aggressive behaviour as a means of ensuring work participants are performing their roles, or adopts a culture in which it is acceptable to ignore aggressive behaviours.
- **negative leadership styles** — such as strict, autocratic management styles, which do not allow for flexibility or involvement by employees; or passive, 'laissez-faire' management styles which are characterised by a tendency to avoid decisions, inadequate supervision and little guidance to workers.
- **inappropriate systems of work** — this includes excessive workloads, unreasonable timeframes, uncertainty about roles and how they should be performed, and lack of support.
- **poor work relationships** — this can be characterised by poor communication between workplace participants and management, or negative relationships with supervisors or colleagues, excessive criticism by manager and the exclusion or isolation of workers.
- **workforce characteristics** — groups of workplace participants may be at a higher risk of bullying because of certain characteristics: for example, young workers, new workers, injured workers, workers in a minority group because of their race, disability, religion, gender or sexual preference.

AMA ACT will consider these factors when undertaking its risk management process.

4.3 Resolution of Workplace Grievances Policy

Policy Name: Resolution of Workplace Grievances

Policy Description: AMA ACT has developed these procedures for the resolution of complaints, grievances, or problems raised by employees relating to human resource management and employment matters. These procedures emphasize a participative professional approach to grievance resolution through informal procedures and mediation and are designed to lead to a prompt and fair resolution of disputes.

Purpose: The purpose of this policy is to provide a process for the quick and effective resolution of grievances.

Applies to: Board Directors, CEO, Senior managers.

Policy Principles

- AMA ACT (staff and volunteers) are entitled to fair, impartial and confidential treatment in relation to these procedures which are based on the rules of natural justice (hearing, bias, evidence).
- Grievance procedures will not be used to challenge decisions of the AMA ACT or procedures required by industrial legislation or regulations.
- In certain circumstances grievance procedures may not be applicable and other AMA ACT policies, complaints resolution, and particular dispute resolution procedures may apply.
- Work will continue as normal other than with respect to genuine health and safety issues while parties to the grievance resolve the matter in accordance with this policy.
- Matters raised within these procedures may be withdrawn by the employee, or nominated representative, by notice in writing to the CEO (or Senior Manager).
- Any compromises or agreements made during this grievance resolution procedure shall not form precedents in similar grievances and are without prejudice to future positions which AMA ACT might take in regard to similar circumstances.

Resolution of Workplace Grievances Procedures

First Level

An employee raising a complaint with AMA ACT within these grievance procedures is encouraged initially to attempt to resolve the matter through discussions with the other party or parties involved where safe and appropriate to do so.

The employee will verbally advise their immediate supervisor of the situation before they approach the other staff member. However, where an employee claims to have been aggrieved by their immediate supervisor, the employee shall instead inform the supervisor's immediate manager if the employee feels unable to approach the immediate supervisor on the grievance issue. If the issue directly involves the Manager, the matter will be referred to the CEO or an authorized delegate of the CEO.

The person with whom the grievance was raised shall make a full verbal response to the employee as soon as possible from the date the matter was raised. The matter may be resolved at this point.

Second Level

If the employee who has advised of a grievance is dissatisfied with the reply, then the employee should verbally advise the CEO of the unresolved grievance. At the request of the parties involved in the grievance process, or at the discretion of the CEO, processes will be instigated as soon as possible (or as soon as practical) to arrange

mediation of the grievance with the aggrieved person(s) by an independent and neutral mediator, and/or another Senior Manager) or another alternate dispute resolution process which ever is most practical. The matter may be resolved at this point.

Third Level

If the matter remains unresolved, it may be referred by the CEO to the Board of Directors. Where the grievance remains unresolved following the conclusion of the mediation, the employee shall advise the CEO in writing who will then hand the matter over to an independent external investigator. The independent external investigator shall make all reasonable attempts to establish the validity of the grievance and shall be given access to all relevant information. The process shall commence as soon as it is practical.

The independent external investigator's recommendations will be forwarded to the CEO for consideration and determination. The determination of the CEO will be final and binding on all parties. The parties may seek assistance from a representative of their choice to appear on their behalf to help negotiate a resolution to the matter. Notification of this must be received by AMA ACT in writing.

4.4 Privacy Policy

Policy name: Privacy

Policy Description: AMA ACT collects and administers a range of personal information for the purposes of managing its business affairs. The organisation is committed to protecting the privacy of personal information it collects, holds, and administers.

AMA ACT recognizes the essential right of individuals to have their information administered in ways which they would reasonably expect – protected on one hand and made accessible to them on the other. These privacy values are reflected in and supported by our core values and philosophies and reflected in our Privacy Policy, which is compliant with the Privacy Act 1988 (Cth).

AMA ACT is bound by laws which impose specific obligations when it comes to handling information. The organisation has adopted the following principles contained as minimum standards in relation to handling personal information.

Purpose: the purpose of this policy is to provide a framework for AMA ACT in dealing with privacy considerations.

Policy:

AMA ACT will:

- Collect only information which the organisation requires for its primary function.
- Ensure that stakeholders are informed as to why we collect the information and how we administer the information gathered.
- Use and disclose personal information only for our primary functions or a directly related purpose, or for another purpose with the person's consent.
- Store personal information securely, protecting it from unauthorized access; and
- Provide stakeholders with access to their own information, and the right to seek its correction.

Policy Management

Policy owner (role title):	Board, CEO
Role responsible for implementing:	Board, CEO
Review arrangements:	Internally reviewed every two years
Next Review Date:	2027

Document History

Date	New
December 2024	Policy created and endorsed by Board

Privacy Procedures

Introduction

The Board of AMA ACT is committed to protecting the privacy of personal information which the organisation collects, holds and administers. Personal information is information which directly or indirectly identifies a person.

Responsibilities

AMA ACT's Board is responsible for developing, adopting, and reviewing this policy.

AMA ACT's CEO is responsible for the implementation of this policy, for monitoring changes in Privacy legislation, and for advising on the need to review or revise this policy as and when the need arises.

Procedures - Collection

AMA ACT will:

- Only collect information that is necessary for the performance and primary function of AMA ACT.
- Collect personal information only by lawful and fair means and not in an unreasonably intrusive way.

- Notify stakeholders about why we collect the information and how it is administered.
- Notify stakeholders that this information is accessible to them.
- Collect personal information from the person themselves wherever possible.
- If collecting personal information from a third party, be able to advise the person whom the information concerns, from whom their personal information has been collected.
- Collect Sensitive information only with the person's consent or if required by law. (Sensitive information includes health information and information about religious beliefs, race, gender, and others).
- AMA ACT will only collect sensitive information about an individual if such collection is necessary to prevent or lessen a serious and imminent threat to the life or health of any individual, where the individual whom the information concerns:
 - is physically or legally incapable of giving consent to the collection; or
 - physically cannot communicate consent to the collection; or
- If AMA ACT collect information during the course of business activities, the following conditions must be satisfied:
 - The information relates solely to the members of the organisation or to individuals who have regular contact with it in connection with its activities.
 - at or before the time of collecting the information, AMA ACT inform the individual whom the information concerns that it will not disclose the information without the individual's consent; and
 - The collection must be necessary for the establishment, exercise, or defense of a legal or equitable claim.
- AMA ACT will collect health information about an individual if:
 - The information is necessary to provide a health service to the individual; and
 - The information is collected as required or authorised by or under law and in accordance with rules established by competent health or medical bodies that deal with obligations of professional confidentiality which bind the organisation.
- Determine, where unsolicited information is received, whether the personal information could have collected it in the usual way, and then if it could have, it will be treated normally. (If it could not have been, it must be destroyed, and the person whose personal information has been destroyed will be notified about the receipt and destruction of their personal information).

Use and Disclosure

AMA ACT will:

- Only use or disclose information for the primary purpose for which it was collected or a directly related secondary purpose.
- For other uses, AMA ACT will obtain consent from the affected person.
- In relation to a secondary purpose, use or disclose the personal information only where:

- a secondary purpose is related to the primary purpose and the individual would reasonably have expected us to use it for purposes; or
- the person has consented; or
- Certain other legal reasons exist, or disclosure is required to prevent serious and imminent threat to life, health, or safety.
- In relation to personal information which has been collected from a person, use the personal information for direct marketing, where that person would reasonably expect it to be used for this purpose, and AMA ACT has provided an opt out and the opt out has not been taken up.
- In relation to personal information which has been collected other than from the person themselves, only use the personal information for direct marketing if the person whose personal information has been collected has consented (and they have not taken up the opt-out).
- In each direct marketing communication with the individual, AMA ACT draw to the individual's attention, or prominently displays a notice, that he or she may express a wish not to receive any further direct marketing communications.
- State in AMA ACT privacy policy whether the information is sent overseas and further will ensure that any overseas providers of services are as compliant with privacy as AMA ACT is required to be. Such disclosures will only be made if:
 - the overseas recipient of the information is subject to a law, binding scheme or contract which effectively upholds principles for fair handling of the information that are substantially similar to the National Privacy Principles; or
 - the individual consents to the transfer; or
 - the transfer is necessary for the performance of a contract between the individual and the organisation, or for the implementation of pre contractual measures taken in response to the individual's request; or
 - the transfer is necessary for the conclusion or performance of a contract concluded in the interest of the individual between the organisation and a third party; or
 - The organisation has taken reasonable steps to ensure that the information which it has transferred will not be held, used, or disclosed by the recipient of the information inconsistent with the National Privacy Principles.
- In relation to the overseas transfer of personal information, if it is impractical for AMA ACT to receive the person's consent to that transfer, AMA ACT must have sufficient reasons to believe that the person would likely give consent could they be contacted.
- Provide all individuals access to personal information except where it is a threat to life or health or it is authorized by law to refuse and, if a person is able to establish that the personal information is not accurate, then AMA ACT must take steps to correct it. AMA ACT may allow a person to attach a statement to their information if AMA ACT disagree it is inaccurate.
- Where for a legal or other reason we are not required to provide a person with access to the information, consider whether a mutually agreed intermediary would allow sufficient access to meet the needs of both parties.

- Make no charge for making a request for personal information, correcting the information, or associating a statement regarding accuracy with the personal information.
- Each written direct marketing communication with the individual must set out AMA ACT's business address and telephone number and, if the communication with the individual is made by fax, or other electronic means, a number or address at which the organisation can be directly contacted electronically.
- If the disclosure of sensitive information is necessary for research, or the compilation or analysis of statistics, relevant to public health or public safety and it is impracticable for AMA ACT to seek the individual's consent before the use or disclosure and the use or disclosure is conducted in accordance with guidelines approved by the Commissioner under section 95A, the organisation may make such a disclosure.
- If AMA ACT has sufficient reasons to believe that an unlawful activity has been, is being or may be engaged in, and the disclosure of personal information becomes a necessary part of its investigation of the matter or in reporting its concerns to relevant persons or authorities, the organisation may make such disclosures.
- AMA ACT may further disclose personal information if its disclosure is mandated by an enforcement body or is required for the following:
 - the prevention, detection, investigation, prosecution or punishment of criminal offences, breaches of a law imposing a penalty or sanction or breaches of a prescribed law.
 - the enforcement of laws relating to the confiscation of the proceeds of crime.
 - the protection of public revenue.
 - the prevention, detection, investigation or remedying of seriously improper conduct or prescribed conduct.
 - the preparation for, or conduct of, proceedings before any court or tribunal, or implementation of the orders of a court or tribunal.
 - For the purpose of this Clause, AMA ACT must make a written note of the use or disclosure.

Storage AMA ACT

- Implement and maintain steps to ensure that personal information is protected from misuse and loss, unauthorized access, interference, unauthorized modification, or disclosure.
- Before AMA ACT discloses any personal information to an overseas recipient including a provider of IT services such as servers or cloud services, establish that they are privacy compliant. AMA ACT will have systems which provide sufficient security.
- Ensure that AMA ACT's data is up to date, accurate and complete.

Destruction and de-identification AMA ACT

- Destroy personal information once is not required to be kept for the purpose for which it was collected, including from decommissioned laptops and mobile phones.
- Change information to a pseudonym or treat it anonymously if required by the person whose information AMA ACT holds and will not use any government related identifiers unless they are reasonably necessary for our functions.

Data Quality

AMA ACT will:

- Take reasonable steps to ensure the information AMA ACT collects is accurate, complete, up to date, and relevant to the functions we perform.

Data Security and Retention

AMA ACT will:

- Only destroy records in accordance with the organization's Records Management Policy.

Openness

AMA ACT will:

- Ensure stakeholders are aware of AMA ACT's Privacy Policy and its purposes.
- Make this information freely available in relevant publications and on the organization's website.
- On request by a person, AMA ACT must take reasonable steps to let the person know, generally, what sort of personal information it holds, for what purposes, and how it collects, holds, uses, and discloses that information.

Access and Correction

AMA ACT will:

- Ensure individuals have a right to seek access to information held about them and to correct it if it is inaccurate, incomplete, misleading, or not up to date.
- If the individual and AMA ACT disagree about whether the information is accurate, complete, and up to date, and the individual asks AMA ACT to associate with the information a statement claiming that the information is not accurate, complete, or up to date, the AMA ACT will take reasonable steps to do so.
- AMA ACT will provide the individual with their reasons for denial of access or a refusal to correct personal information.
- AMA ACT can withhold the access of an individual to his/her information if:
 - providing access would pose a serious and imminent threat to the life or health of any individual; or

- providing access would have an unreasonable impact upon the privacy of other individuals; or
- the request for access is frivolous or vexatious; or
- the information relates to existing or anticipated legal proceedings between the organisation and the individual, and the information would not be accessible by the process of discovery in those proceedings; or
- providing access would reveal the intentions of the organisation in relation to negotiations with the individual in such a way as to prejudice those negotiations; or
- providing access would be unlawful; or
- providing access would be likely to prejudice an investigation of possible unlawful activity; or
- an enforcement body performing a lawful security function asks AMA ACT not to provide access to the information on the basis that providing access would be likely to cause damage to the security of Australia.
- Where providing access would reveal evaluative information generated within the organisation in connection with a commercially sensitive decision-making process, AMA ACT may give the individual an explanation for the commercially sensitive decision rather than direct access to the information.
- If AMA ACT decides not to provide the individual with access to the information on the basis of the above-mentioned reasons, AMA ACT will consider whether the use of mutually agreed intermediaries would allow sufficient access to meet the needs of both parties.
- AMA ACT may charge for providing access to personal information. However, the charges will be nominal and will not apply to lodging a request for access.

Identifiers

- AMA ACT will not adopt as its own identifier of an individual an identifier that has been assigned by any third party. It may however adopt a prescribed identifier by a prescribed organisation in prescribed circumstances.
- AMA ACT will not use or disclose the identifier assigned to an individual by a third party unless:
 - the use or disclosure is necessary for the organisation to fulfil its obligations to the agency; or
 - The use or disclosure is by a prescribed organisation of a prescribed identifier in prescribed circumstances.

Anonymity

- Allow people from whom the personal information is being collected to not identify themselves or use a pseudonym unless it is impracticable to deal with them on this basis.

Making information available to other organisations

AMA ACT can:

- Release information to third parties where it is requested by the person concerned.

4.5 Delegations of Authority Policy

Policy Name: Delegations of Authority

Description: Delegations of authority are the mechanisms by which AMA ACT enables the officers of AMA ACT to act on its behalf. This policy sets out the circumstances under which the Board may delegate its responsibilities to the CEO.

Purpose: The purpose of the Delegations of Authority Policy is to establish a framework for delegating authority to the CEO in a manner and to an extent that facilitates efficiency and effectiveness while conforming to the CEO's documented accountabilities and responsibilities.

Policy

Delegations of authority within AMA ACT are generally intended to achieve four objectives:

- to ensure the efficiency and effectiveness of the organisation's administrative processes;
- to ensure that the appropriate officers have been provided with the level of authority necessary to discharge their responsibilities; and
- to ensure that delegated authority is exercised by the most appropriate and best-informed individuals within the organisation; and
- to ensure internal controls are effective.

The role of the Board of AMA ACT is to:

- Ensure the AMA ACT is true to its Mission.
- develop in partnership with the CEO and Staff the Strategic Plan and subsequently endorse the strategic and policy framework for the entity,
- ensure the financial viability of the entity, and
- ensure compliance with all legislative and statutory duties and obligations.

The role of the CEO is to:

- act as executive officer to the Board, including advising and informing the Board in its governance role,
- manage the day-to-day affairs and activities of the organisation consistent with the Board endorsed strategic, policy and financial framework, and
- implement Board decisions (as and when required)

Delegation of authority from the Board to the CEO (the CEO has power to):

- make decisions regarding certain matters (see schedule below)
- prepare & make recommendations to the Board on certain matters.
- spend or commit money up to a certain amount.
- represent the Board in any aspect of the organization's affairs, activities, or interests consistent with the Board-endorsed strategic, policy and financial framework.

- act in a specific capacity to commit the organisation.
- delegate authority (within the authority delegated to the position of CEO) to others.

STATEMENT OF DELEGATION OF AUTHORITY TO THE CEO

Finance	Purchase of goods, equipment & services	Value up to \$5000	CEO	Subject to funds being available
Finance	Purchase of goods, equipment & services	Value over \$5000	Board	Subject to funds being available
	Write-offs/debt recovery	Write-offs up to \$5000	CEO	Board to be advised of amounts & reasons of write-offs
Finance	Write-offs/debt recovery	Write-offs over \$5000	Board	Board to be advised of amounts & reasons
	Disposal of Assets	Authorize the recovery of debts by court action	CEO	Board to be advised of amounts & reasons
		Assets up to \$5000 to be disposed (excluding land and buildings)	CEO	Board to be advised
Finance	Disposal of Assets	Assets over \$5000 to be disposed (excluding land and buildings)	Board	Board to be consulted prior to disposal
		Land and Buildings of any value	Board	
Finance	Purchase of motor vehicles	vehicle will be approved by the Board	CEO	Board to approve
Finance	Bank accounts	Opening/closing bank accounts	Board	
Finance	Signatories	New signatories	Board	
Finance	Payment summaries	CEO		
Finance	Verification and authorization of accounts payable	CEO		
Finance	Cheques and electronic transfers	Any two authorised signatories		
Finance	Credit/Purchasing Cards	CEO		Inform The Board

Category	Subject	Instruction	Approval level	Additional Process requirements
Finance	Investment of funds (financial assets)	Investment of funds to interest earning investments	Board	CEO recommendation & Committee/Board endorsement
Business Development	Leases	Submit proposals for lease agreements for less than 5 years (initial term)	Board	Refer to Board
		Submit proposals for lease agreements greater than 5 years (initial term)	Board	Refer to Board
Business Development	Contracts	Submit proposals for contract agreements for an initial term of less than 5 years	CEO	Refer to Finance & Risk Committee/Board
		Submit proposals for contracts agreements for an initial term greater than 5 years	Board	Refer to Finance & Risk Committee/Board
Legal	Litigation Claims and Commercial Disputes	Legal advice required prior to any settling of litigation claims (including any administrative proceeding in front of a governmental/regulatory agency) or commercial disputes up to \$5000.	CEO	Board to be informed
		Legal advice required prior to any settling of litigation claims (including any administrative proceeding in front of a governmental/regulatory agency) or commercial disputes over \$5000.	Board	Board to be informed
		Legal advice required prior to initiating any legal action (including any administrative proceeding in front of a governmental/regulatory agency) or commercial disputes of any value (excluding debt recovery - see above in Finance).	Board	Board to be informed by CEO
HR	Staff development	Approve expenditure on staff development up to \$2,000 per instance per employee.	CEO	Board to be informed
		Approve expenditure on staff development over \$2,000 per instance per employee.	CEO	Board to be informed

Category	Subject	Instruction	Approval level	Additional Process requirements	
HR	Appointment and retention of staff	Creation of a permanent position that is accountable to CEO in an Executive Management role	Board	Board to be informed	
		Negotiation of salary for new appointments, and/or resulting from performance reviews and/or for acting in positions directly accountable to the CEO	CEO/Board	Board to be informed	
HR	Termination / Redundancy of Staff	The dismissal of a staff member directly accountable to the CEO or the structuring of roles that results in the redundancy of a staff member directly accountable to the CEO	CEO	Board to be informed	
HR	Leave/Travel approval	Approve leave of absence for the CEO	Board Chair	Chair to approve CEO leave applications	
		Approve Acting CEO arrangements during CEO leave of less than 2 weeks.	Board Chair	Board to be informed	
		Approve Acting CEO arrangements during CEO leave of more than 2 weeks.	Board Chair	Board to be informed.	
Property & Assets	Approval of project variations & progress payments	Capital project variations up to \$5000	CEO	Subject to funds being available	
		Capital project variations over \$5000	Board	Subject to funds being available	
Admin	Operational policy approval	Approve policies & procedures that effect the overall management of AMA ACT operations (non-governance policies)	CEO	Policies must be consistent with Board decisions (where applicable) & all relevant statutes, guidelines, or best practice	
Admin	Governance Policy	Approve CEO endorsed Board	Board		

Category	Subject	Instruction	Approval level	Additional Process requirements	
Admin	Use of company seal		Board Chair	Board to be informed	
Brand/ reputation	Public Relations	Authorize routine public/media statements on behalf of AMA ACT	CEO/Board Chair	Board to be informed	
Brand/ reputation	Public Relations	Respond publicly to significant issues on behalf of AMA ACT	CEO/Board Chair	Chair/Board to be informed prior to Statements being made	

Policy Management

Policy owner (role title):	Board, CEO
Role responsible for implementing:	Board, CEO
Review arrangements:	Internally reviewed every three years
Next Review Date:	2027

Document History

Date	New
December 2024	Policy created and endorsed by Board

5. GOVERNANCE POLICIES BOARD OPERATIONS

5.1 AMA ACT Board Code of Ethics and Conduct Principles

The Board has adopted a Code of Conduct for Directors to promote ethical and responsible decision-making by the Directors. The code is based on a code of conduct for Directors prepared by the Australian Institute of Company Directors.

The principles of the code are:

- A director must act honestly, in good faith and in the best interests of the organisation as a whole.
- A director has a duty to use due care and diligence in fulfilling the functions of office and exercising the powers attached to that office.
- A director must use the powers of office for a proper purpose, in the best interests of the organisation as a whole.
- A director must recognise that the primary responsibility is to the organisations members as a whole but should, where appropriate, have regard for the interest of all stakeholders of the organisation.
- A director must not make improper use of information acquired as a director.
- A director must not take improper advantage of the position of director.
- A director must not allow personal interests, or the interests of any associated person, to conflict with the interests of the organisation.
- A director has an obligation to be independent in judgment and actions and to take all reasonable steps to be satisfied as to the soundness of all decisions taken as a Board.
- Confidential information received by a director in the course of the exercise of directorial duties remains the property of the organisation and it is improper to disclose it, or allow it to be disclosed, unless that disclosure has been authorised by the organisation, or is required by law.
- A director should not engage in conduct likely to bring discredit upon the organisation.

A director has an obligation at all times, to comply with the spirit, as well as the letter of the law and with the principles of the Code. The principles are supported by guidelines as set out by the Australian Institute of Company Directors for their interpretation. Directors are also obliged to comply with the organisations Code of Ethics and Conduct, as outlined below.

Code of Ethics and Conduct

The organisation has implemented a Code of Ethics and Conduct, which provides guidelines aimed at maintaining high ethical standards, corporate behaviour, and accountability within the organisation.

All directors are expected to:

- respect the law and act in accordance with it.
- respect confidentiality and not misuse company information, assets, or facilities.
- value and maintain professionalism.
- avoid real or perceived conflicts of interest.
- act in the best interests of members.
- by their actions contribute to the company's reputation as a good corporate citizen which seeks to respect the community and environment in which it operates.
- perform their duties in ways that minimise environmental impacts and maximise workplace safety.
- exercise fairness, courtesy, respect, consideration, and sensitivity in all dealings within their workplace and with customers, suppliers, and the public generally.
- act with honesty, integrity, decency, and responsibility at all times.

5.2 Director Commitment statement

I will exercise the duties and responsibilities of this office with integrity and professionalism and hereby commit to:

1. To establish as a high priority my attendance at all meetings of the board, committees, and task forces on which I serve.
2. To come prepared to discuss the issues and business to be addressed at scheduled meetings, having read the agenda and relevant background material.
3. To work with and respect the opinions of my peers who serve this board and leave my personal prejudices out of all board discussions.
4. To always act for the good of the organization.
5. To always represent the organization in a positive and supportive manner and in all places.
6. To observe the procedures, and display courteous conduct in all board, committee, and task force meetings.
7. To refrain from intruding on administrative issues that are the responsibility of management, except to monitor the results and prohibit methods that conflict with board policy.
8. To avoid conflicts of interest between my position as a board member and my personal life. If such conflict does arise, I will declare that conflict before the board and refrain from voting on matters in which I have conflict.
9. To support in a positive manner all actions taken by the Board of Directors even when I am in a minority position on such actions.
10. To respond promptly to communication from fellow directors, the CEO and Chair.
11. To agree to serve on at least one committee or working group and participate in the accomplishment of its objective. If I chair the board, a committee, or a working group, I will:
 - call meetings as necessary until objectives are met.
 - ensure the agenda and support materials are mailed to all members in advance of meetings.
 - conduct the meetings in an orderly, fair, open, and efficient manner.
 - make committee program report/minutes to the board at its scheduled meetings.
12. As needed, to participate in:
 - strategic planning retreats
 - board self-evaluation programs.
 - board development workshops, seminars, and other educational events which enhance my skills as a board member.

I understand that the time commitment for a Director of AMA ACT may be between 1-3 hours per week on average.

Signed: _____ Name: _____

Date: ____/____/____

5.3 Board Performance and Evaluation Policy

Policy Name: Board Performance and Evaluation

Policy Description: Board performance and evaluations provide the Board with an opportunity for consideration, reflection and discussion of its performance, including the performance of its Chair, Committees and individual Directors.

Purpose: The purpose of these evaluations is not only to review the effectiveness of individual directors and the Board but also to identify gaps in skills, experience and expertise that would need to be filled in order to promote Board effectiveness and satisfy fitness requirements.

Policy

The Board will assess, at least annually, the Board's performance relative to its objectives. It will also assess, at least annually, the performance of Board and individual Directors, including the Chair.

The means of assessment will be determined by the Board, Assessment may be qualitative, quantitative or both. Performance evaluation may be conducted using one or more of the following, or by any other means agreed by the Board from time to time:

- Board and self-evaluation surveys completed by Directors.
- exit interviews with outgoing directors.
- expert third party evaluation; and/or
- feedback from stakeholders, including the CEO and senior managers.

Internal reviews: Internal reviews may be conducted by the Chair or may be delegated to another Director.

External reviews: External reviews may be commissioned by the Chair, who may commission an expert third party facilitator to lead or co-lead (with the Chair) the performance evaluation process, which may include analysis of results and formulation of recommendations.

Board

Evaluation may include the Board's:

- performance relative to its objectives, strategic direction, and planning
- leadership and culture
- behavioral aspects such as quality, level of contribution, collegiality, and approach to teamwork
- accountability and fulfilment of responsibilities
- composition, structure, and skills
- policy development

- succession planning, mentoring and supervision.
- interaction and relationship with the CEO and management
- management of agendas, papers, meetings, and minutes.

Chair

Evaluation may include the Chair's:

- competence and diligence in leading the Board.
- facilitating and guiding strategy development
- relationships with other directors
- relationship with the CEO
- relationships with stakeholders
- promoting constructive and respectful relations between directors, and between directors and management, and
- conduct of meetings.

Individual Director

Evaluation may include the individual director's:

- competence and judgement
- knowledge and experience relevant to the activities of the AMA ACT.
- ethics and values
- diligence and contribution, and
- behavioral qualities, including collegiality and approach to Board debate.

Outcomes and Recommendations

The Board is to openly discuss the results and recommendations of evaluations, and to decide any changes which are required to be made and within a specified timeframe. The Board shall record the outcome of such decisions.

Targeted training and ongoing development

Director performance evaluations may be used to identify targeted training for individual directors and ongoing development sessions for the Board as a whole.

Timeframe to action performance recommendations

Recommendations from the performance evaluation process will be actioned within a reasonably practicable timeframe. As an example, the Board may decide the following timeframe is appropriate.

June - Release the Evaluation for Directors to complete and conduct any informal qualitative research.

July - present results to the Board.

August - General findings and recommendations presented to the Board.

September - Individual and Board recommendations implemented.

Performance that is below expectation.

Where concerns arise from the evaluation in relation to any individual Director's performance being below expectation, the Chair will manage the performance assessment and recommended course of action. This may include targeted training or seeking to resolve this issue in conjunction with the Board if appropriate.

If the concern relates to the Chair, then the Chair shall discuss the matter as appropriate with the Board.

Responsibility

Responsibility for the operation of this policy is held by the Board including monitoring the implementation of recommendations from the performance evaluation process.

Monitoring, Evaluating and Review

This policy will be reviewed by the Board as required, in light of relevant regulatory initiatives or any significant changes to constituent legislation or business objectives, to assess its continuing currency.

Policy Management

Policy owner (role title):	Board, CEO
Role responsible for implementing:	Board, CEO
Review arrangements:	Internally reviewed every two years
Next Review Date:	2027

Document History

Date	New
December 2024	Policy created and endorsed by Board

5.4 Board Evaluation Questionnaire

Instructions: Using the scale below, for each statement, write in the number (from 1-5) that best corresponds with your perception:

- 5 To A Great Extent
- 4 To A Significant Extent
- 3 To A Limited Extent
- 2 Never or Not at all
- 1 Unsure

Core Responsibilities

In your opinion, to what extent does this Board:

- 1. Effectively articulate your organisation's mission to the community
- 2. Have an effective, ongoing system for updating policies and procedures as needed.
- 3. Evaluate the performance of the CEO, at least annually.
- 4. Fully support the CEO in accomplishing their directives
- 5. Ensure adequate financial controls and practices to prevent fraud and abuse.
- 6. Ensure well defined lines of authority to protect the organisation's assets.
- 7. Actively participate in the annual financial audit and budgeting process.
- 8. Understand financial and operational benchmarks.
- 9. Engage in constructive, on-going communication with the CEO.
- 10. Effectively mitigate, identify and manage risks, and ensure a culture of safety.
- 11. Ensure compliance with relevant laws and regulations

Comments on Board Responsibilities:

Board Composition and Recruitment

In your opinion, to what extent...

- 1. Is the board the "Right size" (Enough people to accomplish the work - with everyone meaningfully engaged)
- 2. Does the board adequately represent the demographics of the populations served?
- 3. Is there a thoughtful, ongoing process for recruiting new board members.
- 4. Do new board members receive adequate orientation and ongoing training?
- 5. Does the board have adequate finance, educational and legal representation?
- 6. Do board members stay on the board for a significant period (low turnover)

7. Is there sufficient board turnover to bring in needed perspectives, energy, and ideas.

Comments on Board Composition and Recruitment:

Strategy

In your opinion, to what extent...

1. Does the Board effectively articulate the organisation's Strategy?
2. Does the Board stay focused on strategic, overarching issues and not day to day operations?
3. Understand and engage in effective long term strategic planning and annual review.
4. Actively monitor progress towards the organisation's key strategic pillars and organisational key results.
5. Consider and consult on social impact / outcomes measurement processes and reviews in determining the organisation's Strategy.

Comments on Strategy:

Board Engagement and Commitment

In your opinion, to what extent...

1. Does everyone on the board know each other and feel a sense of cohesion and unity?
2. Does every board member attend meeting regularly?
3. Does every board member participate actively in board discussions?
4. Do individual board members actively seek the information they need to be effective?
5. Do board members fully understand what is expected of them?
6. Is there a mechanism to deal with, and if necessary, dismiss, disruptive or non-contributing members?
7. Are there opportunities for board members to celebrate successes and accomplishments?
8. Are members asked how to improve the way the board functions?

Comments on Board Engagement and Commitment:

Board Meetings

In your opinion, to what extent...

1. Is there sufficient opportunity for discussion of important issues?
2. Do Board members faithfully and constructively express their concerns?
3. Are Board members meaningfully prepared for board meetings?
4. Do Board members receive board materials well in advance of meetings?
5. Does the Board use parliamentary procedure to run effective meetings?
6. Are Board and staff conflicts prevented, identified, and resolved effectively?
7. Are there strong, relevant agendas set for each board meeting?
8. Are members given opportunities to contribute to the agenda or suggest ways to improve meetings?

Comments on Board Meetings:

Board Red Flags

In your opinion, to what extent...

1. Does the organisation experience chronic unplanned deficits or rapid depletion of funds?
2. Do you feel that your opinions are valued and acknowledged?
3. Does the Board ask and interrogate the tough questions?
4. Has the organisation failed to meet important goals or targets?
5. Is there “underground communication,” “corridor talk,” or political manoeuvring outside of meetings?
6. Are you likely to come off the Board in the near future?

7. Are there unaddressed potential conflicts of interest?
8. Does the board “Rubberstamp” CEO recommendations without discussion or debate?
9. Is the board preoccupied with operational details instead of the big picture governance?
10. Do board members request special favours from the CEO and staff?
11. Do board members use information gained on the board for their own personal gain?
12. Does the executive fail to adequately involve the full board in important decisions?
13. Is there deadlock or paralysis on important decisions?
14. Do board members ignore or circumvent board policies and decisions?

Comments on Board Red Flags:

General Questions

In your opinion, what areas of the Board do you think could be improved?

In your opinion, what suggestions do you have for making the Board function better?

In your opinion, how can the Board and Management help you be a more effective Board Member?

Self-Evaluation

To What Extent...

1. Do I understand and support the Mission of the organisation?
2. Do I find serving on the Board to be a satisfying and rewarding experience?
3. Am I an active and informed participant in Board and Sub-Committee meetings?
4. Do I self-assess my current capabilities and skills as a board Director against the skills matrix criteria?
5. Do I engage in on-going professional development activities to broaden my knowledge, skills and experience as a board Director?
6. Do I actively seek feedback, coaching and/or mentoring from other Board members?
7. Do you feel like you make a contribution to the Board and organisation?
8. Are you engaged with the Board, organisation, and the role?

Comments Self-Evaluation:

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