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| Subject: | Governance | Distribution: | Member Only | | |
| Authorised by: | Board of Directors | Approved Date: | 7/8/2021 | Review Date: | August 2023 |

Purpose and Scope

This Charter sets out the governance mechanisms and structures that apply to the Diversity and Inclusion Committee (Committee), established by the USANZ Board of Directors (Board).

Charter

1. Committee Objective

The objective of the Committee is to develop and then oversee the implementation of the Society's Diversity and Inclusion Plan (D&I Plan) including the development of a Statement of Cultural Inclusivity and Acknowledgement that includes Australian and New Zealand First Nation's people. Specifically, the Committee is tasked with:

- Reviewing the Royal Australasian College of Surgeons Diversity and Inclusion Plan to identify any measurable objectives and tasks that may be undertaken by USANZ over the next 3 years. Initially, the D&I Plan should target 2 groups: women and Indigenous peoples.
- Identifying responsible officers, stakeholders and resource requirements for each task set out in the Draft D&I Plan.
- Identifying how progress towards each objective will be measured – i.e. how will we know whether we have succeeded.
- Identifying organisations and individuals for inclusion in consultative processes to ensure impacts of policies and initiatives are considered, and that there is greater acceptance in the communities most affected.
- Reviewing USANZ position statements and policies on Indigenous Health and other objectives arising from the implementation of the Diversity Plan.

2. Authority

2.1 Committee

The Committee is directly responsible and accountable to the Board for the exercise of its responsibilities. The Committee does not have delegated authority to represent USANZ views in relation to specific matters or responses, without the prior endorsement of the Board.

The Board authorises the Committee to:

- Draft a USANZ D&I Plan for consideration by the Board.
- Identify resource requirements for both the development and implementation phases of the Plan, for approval by the Board or CEO in accordance with the Delegations of Authority Policy.
- Receive and consider documents relating to the development or implementation of initiatives intended to promote diversity and equality within USANZ.

- Be responsible for ensuring the Board is made aware of contentious or significant developments as they arise.
- Draft USANZ responses to any organisations or individuals within the scope of the Committee's objectives.
- Draft USANZ policy responses and positions statements within the scope of the Committee's objectives.
- Identify, consult and liaise with other USANZ members or external stakeholders or representative groups as required.

In carrying out their duties, Committee members are required to:

- Retain in confidence all information disclosed to them in their capacity as a Committee member.
- Act with reasonable care and diligence and in the best interests of USANZ.
- Not improperly use information or their position for personal gain.
- Immediately disclose and manage any perceived or actual conflicts of interest.

2.2 Composition

The Committee is appointed by the Board of Directors and will include representation from women and from people with culturally and linguistically diverse (CALD) backgrounds. It will be comprised no more than 6 members, including the following:

- Committee Leadership: The Chair of the Committee will be a Director appointed by the Board. The inaugural Chair of the Committee will be Karen McKertich.
- Committee members will be appointed with the aim of including representation from:
 - Board Representative: The inaugural Board Representative appointment to the Committee is Melvyn Kuan.
 - New Zealand Section: based on recommendation from the NZ Section Representative on the Board. The inaugural NZ Section Representative appointment to the Committee to be Leanne Shaw.
 - Surgical Women in Australia and New Zealand (SWANZU) Community: based on recommendation from the SWANZU Committee Chair. The inaugural SWANZU Representative appointment to the Committee is Caroline Dowling.
- Chief Executive Officer: The CEO holds an ex-officio position on the Committee to ensure USANZ has the capacity and resources to implement activities or policies.
- The RACS Specialty Elected Councillor will be co-opted onto the Committee on matters where there is overlap with the RACS Diversity and Inclusion Plan or the RACS Indigenous Health Committee.

3. Tenure

The commencement date of the Committee will be the date of approval of this Charter.

The Committee operations will be reviewed at the August 2022 Board meeting to determine ongoing requirements.

4. Proceedings of Meetings

- The Committee will meet electronically as the need arises.
- A quorum for a meeting of the Committee will be four members, including the CEO and Committee Chair.

- The Committee may extend an invitation to any person to attend all or part of any meeting which it considers appropriate.
- The Committee Chair is responsible for drafting a summary report of Committee activities to the Board on a quarterly basis.

Roles and responsibilities

- Set out in the Policy

Related policies, documents and legislation

- Board Charter
- Delegations of Authority Policy

Definitions

- Set out in the Policy

Superseded documents

- None

Revision history

| Version | Date | Notes | By |
|---------|------------|-----------------|--------------------|
| 1.0 | 7 Aug 2021 | Policy Approved | Board of Directors |

Review date

This policy will be reviewed in 2 years. The next review date will be at the August 2023 Board meeting.

Contact

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