

Australian Academy of Law

Governance Committee Terms of Reference

The principal role of the Governance Committee is to support the Board in ensuring that the Academy and its governing and management organs maintain a contemporary approach to governance that is appropriate for a not-for-profit organisation of the nature of the Academy, particularly regarding ethical decision-making, charitable fundraising and expenditure of moneys raised.

More specifically, the Governance Committee has the following responsibilities:

- To review ongoing compliance with:
 - the *Corporations Act 2001* (Cth);
 - the *Australian Charities and Not-for-Profits Commission Act 2012* (Cth);
 - applicable taxation legislation and other applicable legislation;
 - the Academy's Constitution; and
 - applicable general law,and to recommend to the Board action on compliance matters.
- To consider any risk exposures to which the Academy may be exposed, including in relation to (but not limited to) directors' duties and conflicts of interest.
- To provide a forum for members of the Academy to raise concerns about the governance of the Academy.
- To liaise with other Committees on matters of intersection in relation to governance, including by ensuring that their Terms of Reference are appropriate and fit-for-purpose for their mandates and include specific attention to matters of governance as relevant to their work.
- To report regularly to the Board on its work.

The Governance Committee aims to meet at least three times a year (and otherwise as required).

The Board appoints up to six members to sit on the Governance Committee, most (but not necessarily all) of them Directors. Members' names are shown on the Academy's website under the "Committees" tab in the "About" drop-down menu. The Chair may from time to time invite others to join the Committee, or to sit in on meetings of the Committee, temporarily or for specific projects.