PROTOCOLS FOR COUNCILS, BOARDS & COMMITTEES

APPLICABLE TO	All Councils, Boards and their Committees that form the Governance Framework for the Diocese
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Contents

Section 1 - Preliminary

(1) The Bishop of the Diocese of Maitland-Newcastle (**'the Bishop'**), and the Trustees of the Diocese of Maitland-Newcastle (**'Trustees')** may establish Councils, Boards and Committees to support the Bishop and the Trustees undertake the business and work of the Catholic Diocese of Maitland-Newcastle (**'the Diocese'**).

(2) Unless explicitly stated otherwise, any Council or Board, or Committees of those Councils or Boards shall be bound by these protocols in their formation, operation and dissolution.

(3) These protocols are designed to ensure effective governance and a synodal process of discernment within the Councils, Boards, and their committees of the Diocese.

(4) These protocols aim to promote transparency, accountability and synodal discernment.

(5) These protocols do not apply to operational committees, only to those that support the governance of the Diocese by the Bishop and Trustees through a Council or Board.

Section 2 - The Role of the Bishop and the Trustees

(6) The Diocese is and its agencies are operations of the Catholic Church in the Diocese of Maitland-Newcastle and are therefore subject to both canonical and civil laws and governance requirements.

(7) The Bishop holds the canonical role of Bishop and oversees all the operations of the Diocese.

(8) The Trustees were by legislation made the members and board of the body corporate that holds all the assets of the Diocese (*Roman Catholic Church Trust Property Act 1936*), and have overtime, to address the needs of a civil 'legal person' to be identified in other legislation, regulation and contractual arrangements, become the responsible persons for those parts of the Diocese.

(9) In determining what decisions are made by either the Bishop or the Trustees, there will be reference to both the civil laws and the canon laws, and responsibilities and approval pathways are supported by the Diocesan Decision Making Matrix (appendix A).

Section 3 - Creation of a Council or Board

(10) The Bishop may establish from time to time Councils or Boards and shall do so where it is either:

a. canonically required, or

b. where the Bishop determines he or the Trustees would be aided in discharging their responsibilities by a group of properly skilled and experienced individuals providing counsel and advice.

(11) The Bishop will establish any such Councils or Boards by Decree which will promulgate the Statue of the Board or Council, including incorporation of these Protocols.

(12) Councils, Boards and their committees are advisory only. They have no authority to bind, order or direct the Bishop, the Diocese or any member or worker of the Diocese, on any matter in any way (noting however they may hold a role in supporting the Bishop and Trustees oversee the performance of senior staff of the Diocese as outlined in Section 10 below).

Section 4 - Creation of a Committee

(13) If it is determined a Council or Board of the Diocese would benefit from a Committee to consider a particular aspect of the work of that Council or Board in detail, such Committee can be created in either of the following ways:

a. where the statute for a Council or Board provides for the establishment of a standing Committee, or

b. the Chair of the relevant Council or Board may request approval from the Bishop to establish a Committee with either a fixed term or ongoing role in supporting the Council or Board. In order for the Bishop to properly consider such request he would need to hear from either the Chair, or from the Council or Board, as to the purpose of the Committee in order to consider approving establishment of same.

(14) Any Committee of any Council or Board will be governed by these protocols.

(15) The Terms of Reference for any Committee shall be in the form prescribed at Appendix B of these protocols, and requires ratification by the Bishop.

(16) The Bishop may at any time abrogate a Committee (including a Standing Committee) in his sole discretion.

(17) At least 2 members of the relevant Council or Board must be appointed to each Committee and are expected to ensure the relevant Council or Board is kept informed of the key discussions occurring at any Committee meetings.

Section 5 - Membership & Composition

(18) Each Board or Council Statute, or Committee Terms of Reference shall specify the number of members required in each of the following categories:

a. Non-Executive Members: being members who are:

i. not workers engaged by the Trustees or Diocese;

ii. appropriately skilled and qualified to hold membership;

iii. in relation to the Diocesan Finance Council are not (and for all other Councils and Boards should not be) related to the Bishop by the forth degree of consanguinity or affinity (Canon 492 §3); and

iv. may include members drawn from the Trustees.

b. Ex-Officio Members: being designated workers or canonical office holders of the Diocese who actively contribute to the work of the Council, Board or Committee.

i. In every Council, Board and Committee a Trustee may be an ex-officio member, such Trustee to be nominated by the Trustees by ordinary resolution as a recommendation to the Bishop, and appointed by the Bishop.

c. Standing Attendees: are those workers who hold a standing invite to attend the Council, Board or Committee as an observer, and to be called upon when and if appropriate by the Chair, but do not have an active contribution role to the work of the Council, Board or Committee.

d. Other attendees: Others may be called on from time to time to attend the Council, Board or Committee meeting, and the Chair shall establish their role in such attendance, including for example to present, or be available to answer questions of the members.

e. Specific roles:

i. Presider: Canon 492§1 provides that the diocesan bishop himself or his delegate preside over the Finance Council. For all Councils, Boards and Committees of the Diocese, the Bishop or his nominated delegate, an Ordinary ie Vicar General. The Bishop may nominate a standing delegate to preside, or from time to time make a delegation for a person to preside on his behalf for a single, or series of meetings. At any meeting where the Bishop is in attendance the Bishop will be the Presider for that meeting, notwithstanding any prior or ongoing delegation of that function. The Presider does not vote in the meeting, and the role of the Presider is to ensure:

1. meetings are conducted in accordance with established protocols;
2. the Bishop and Trustees are properly supported both civilly and canonically with the discharge of their duties by the deliberation, and consideration of the Council, Board or Committee, and where required their consent.
3. assistance is provided in resolving any conflicts or disagreements that may arise during meetings; and
4. the Bishop hears from the Council, Board or Committee in accordance with canon law.

ii. Chair: The Chair provides leadership to the Council, Board or Committee, ensuring it operates effectively and efficiently including to:

1. collaborate with the members, the Company Secretary and Diocesan workers;
2. facilitate meetings, ensuring all members have the opportunity to contribute to discussions;
3. guide the meeting to make informed and balanced recommendations or observations; and
4. act as primary liaison between the Council, Board or Committee and the Bishop and Trustees, ensuring effective communication and reporting.

iii. Chief Governance Officer: supports and oversees the governance structures of the Diocese including:

1. Drafting and reviewing statutes, protocols, and terms of reference for councils, boards and committees;
2. Advising on delegations of authority including matters reserved for the Bishop;
3. Coordinating recruitment of boards, committees and councils;
4. Oversight of governance related policies.
5. Supporting the Bishop's strategic vision for a synodal governance model emphasising participation, discernment and collaboration.

iv. Secretary: Also known as the Company Secretary, will be employed by the Trustees for the benefit of the Diocese, and their role will be to ensure the following takes place:

1. Maintaining a register of Members which includes:
   a. Date of birth;
   b. Contact details including email address;
   c. Full name;
   d. Date of appointment as Member;
   e. Assessment against the Competency & Diocesan Representation Matrix; and
   f. Date of cessation as Member if applicable.
2. Facilitating compliance with filing, reporting and disclosure obligations of the Members;

3. Developing and implementing effective compliance processes and procedures for the discharge of the obligations of the Council, Board or Committee;
4. Attending meetings and assisting with capturing the minutes, and framing of resolutions;
5. Providing advice to the Presider and Chair on matters of governance; and
6. Providing appropriate briefings to the members of the Diocese and the role of the relevant Council Board of Committee in the governance of the Diocese.
7. Providing appropriate briefings to the members on the Diocese and the role of the relevant Council, Board or Committee in the governance of the Diocese.

v. Manager Governance Process will work alongside the Company Secretary to support the Council, Board or Committee to ensure:

1. Governance support and secretariat coordination including coordination of meeting schedules, agendas, minutes, meeting papers and follow up actions,

vi. Minute Secretary:

1. To support smooth operation of the meeting, from time to time the Secretary may be supported by a minute secretary whose role will be to support the capture of discussion at the meeting to aid in preparation of the minutes.

(19) The Chief Governance Officer, Company Secretary, Manager Governance Process and Minute Secretary are appointed as notaries under Canon 483 §1. The duties of the notaries are to draw up documents, record information such as meeting minutes and provide acts or instruments upon request (Canon 484).

Section 6 - Mechanism to Appoint & Remove Members

(20) Competency and Diocesan Representation Matrix

a. Each Council or Board shall have a Competency and Diocesan Representation Matrix that outlines the key skills, attributes and group of the Diocese to be represented in its membership.

b. The competencies and attributes of the ex-officio membership can be included in consideration of achieving an appropriate balance of skills and representation in the relevant Council or Board.

c. While consideration is given to a wide range of skills and attributes in any Council or Board, it is only one element of guidance in the Bishop determining membership.

(21) Appointment of Non-Executive Members

a. Non-Executive Members are appointed at the sole discretion of the Bishop.

b. Non-Executive Members cannot be either:

i. current worker

ii. been engaged as a worker within the preceding five (5) years from the date of appointment of the Diocese or any of its agencies or Parishes, noting however:

iii. the Bishop may in his discretion approve a prior worker who seeks appointment, provided they have not been a engaged as a workerwithin the preceding two (2) years from the date of appointment; and

iv. for a particularly distinguished worker who has entered retirement, the Bishop may invite them at any time to apply be a Non-executive member at any time.

c. Other than appointments of Non-Executive Members from the Trustees, a Non-Executive Member of the Board shall not be appointed by the Bishop unless the vacancy of such position is first advertised in a public forum. For the avoidance of doubt, advertisement of such vacancy on a publicly accessible website will satisfy the requirement of this clause.

d. The requirement to publicly advertise a vacancy does not apply if the number of Non-Executive Members is reduced to fewer than the minimum indicated in the relevant statute.

(22) In advertising a vacancy, potential candidates for Non-Executive Membership shall:

i. provide a copy of their Curriculum Vitae;

ii. provide responses to questions including as to their connection to the Catholic Church, or if they are not of the Catholic Faith, how they believe they will be able to discharge the duties of a Member within a Catholic Church context;

iii. attend either an information day, or information discussion so they have a full understanding of the role;

iv. attend such interview or discussion as the Bishop determines;

v. confirm their commitment to:

1. attendance at the scheduled meetings;

2. attendance at twice annual retreat and workshop days for both transaction of business and formation; and
3. engage in ongoing formation and training opportunities (at the cost of the Diocese).

b. The Bishop shall consider the suitability of an applicant with respect to the Competency and Diocesan Representation Matrix before appointing a Non-Executive Member with an aim to having a range of skills and diversity that best supports the operations of the Council, Board or Committee.

(23) Term of Appointment of Members:

(24) A Non-Executive Member who is a Trustee shall remain a Non-Executive Member until such time as they are either removed, or cease to be a Trustee.

a. Otherwise, a Non-Executive Member:
   i. shall be appointed to the relevant Council, Board or Committee for a period of up to five (5) years from the date of appointment;
   ii. upon expiration of a term of office may be reappointed at the Bishop's sole discretion for an additional term; or
   iii. may only be reappointed for two (2) consecutive terms and other than in exceptional circumstances determined by the Bishop, is not eligible for re-appointment thereafter.

(25) Appointment of the Chair:

a. Every second year each Council, Board or Committee will review the appointed Chair and seek interest from the Non-Executive Members in filling the role of the Chair. The Presider will consider those who have expressed interest, where appropriate have individual consultations with Members of the committees, and confirm appointment of the Chair for the following two year period.
b. Where the Chair is unavailable for any meeting, the Presider will appoint a temporary Chair from the Non-Executive Members.

(26) Removal of Members:

a. A Member stops being a Member, either at a date agreed by the Bishop or otherwise immediately if they:
   i. give written notice of resignation to the Bishop either directly or through the Chair;
   ii. are removed as a Member by the Bishop. The Bishop is under no obligation to

provide any reason for the removal.

iii. become ineligible to be a director as defined under the Corporations Act 2001 (Cth) or the Australian Charities and Not-for-profits Commission Act 2012 (Cth);

iv. become insolvent or bankrupt under the Bankruptcy Act 1966 (Cth);

v. are convicted of an indictable offence or a serious crime;

vi. are absent for two (2) consecutive meetings without reasonable excuse as determined by the Chair;

vii. are absent for more than two thirds of the meeting in any 12 month period;

viii. have been reported to the Congregation for the Doctrine of the Faith pursuant to Canon 1395;

ix. die; or

x. become of unsound mind.

b. Where a Member stops being a member (other than in the event of their death) the Secretary, on behalf of the Bishop, must provide written notice to the Member of their removal.

Section 7 - Meetings

(27) Number of Meetings:

The minimum annual requirement for meetings shall be specified in the relevant statute.

(28) Quorum:

a. The requirement for quorum for a meeting shall be specified in the relevant statute, and no meeting shall be deemed quorate without a Presider in attendance.

b. No meeting shall be held unless the meeting is quorate.

(29) Format:

The Board may hold their meetings:

a. in person;

b. virtually by use of technology or electronic means that has appropriate functionality to ensure appropriate presentation, discussion and resolution can be had;

c. in a mixed mode of in person or virtually; or

d. as otherwise agreed by the Chair and the Presider.

Section 8 - Decision Making Process

(30) Voting at a meeting:

a. Only Non-Executive members shall be entitled to vote;

b. Neither the Presider nor the Chair or any other member will be entitled to a second or casting vote;
c. Motions may be carried by consensus, or where consensus cannot be reached, by a simple majority of Members present at the meeting.
d. A motion that is carried other than by consensus shall still be captured as the decision of the meeting and while discussion will be reflected in the minutes, abstaining or dissenting opinions will not be documented unless the member abstaining or dissenting specifically requests to have their vote recorded in the minutes at the time of casting their vote.

(31) Circular Resolutions:

a. The Council, Board or Committee may pass a circular resolution without a Meeting being held.
b. When a circular resolution is proposed, a suitable timeframe in all of the circumstances must be proposed, and adequate information for the resolution to be considered must be provided;
c. When a circular resolution is signed by members, it can be signed either in counterpart (each member signing a document identical to all the other members but for their signature) or all members can sign the same document so each member agreeing would sign on the same physical document.
d. The Secretary may send a circular resolution by e-mail to the Members and the Members may agree to the resolution by sending a reply e-mail to that effect, including the text of the resolution in their reply, but the response must be in writing and any response in writing that is clear in its intent may be counted.
e. A circular resolution is determined if there is a simple majority in response to the motion, provided:
    i. the time given to reply to the circular resolution has passed and votes from the membership that would form a quorum have been received; or
    ii. if the time to reply has passed and a quorum was not yet achieved, when the last Member to achieve quorum signs or otherwise agrees or votes against the resolution in the manner set out in this clause.
f. Determination of a circular resolution must be tabled at the next meeting of the Council, Board or Committee.

Section 9 - Agenda & Reports

(32) Each meeting shall have an Agenda prepared in advance by the Secretary in consultation with the Chair that will take in to account:

a. the workplan of the relevant Council, Board or Committee;

b. requests from the Bishop to have the Council, Board or Committee consider an item and provide him with their thoughts to aid his discernment;

c. items the Chair wishes to have discussed; and

d. items Senior Leadership have requested be presented.

(33) A reporting template will be set as the form for Reports to be presented to the Councils, Boards and Committees and all Reports should be provided in the relevant form.

Section 10 - Oversight of Senior Staff

(34) The statute of the relevant Council or Board may provide for a Senior Staff member of the Diocese to report to the Council or Board.

(35) The purpose of this oversight is to assist the Bishop and the Trustees oversee the strategic and mission accountability and performance of the senior staff to ensure alignment with the Diocese mission, goals and objectives.

(36) Each Senior Staff member who reports to a Council or Board will, day to day for the purposes of facilitating the operations of the Diocese and their remit, have an operational reporting line. Oversight of their performance should wherever possible be in consultation with their operational manager.

(37) As a part of the oversight, the Council or Board will:

a. annually conduct a review and assess the performance of the Senior Staff member in achieving mission and strategic objectives, providing recommendations to the Bishop and Trustees for any necessary actions or improvements;

b. monitor generally the implementation of mission and strategic initiatives by Senior Staff, ensuring they are executed effectively and in accordance with the directives of the Bishop and the Trustees;

c. the Chair of the relevant Council or Board shall ensure opportunities for confidential in camera discussions, both during meetings and privately with the Chair, for senior staff members who report to the Council or Board. These discussions will enable senior staff to confidentially raise concerns regarding the conduct or performance of other senior staff, or any issues related to maladministration, corruption, or other matters. This

process is essential to ensure the Diocese operates transparently, maintains integrity, and effectively stewards its resources to support its mission and charitable objectives.

Section 11 - Conflict of Interest

(38) Each Member must provide a written declaration to the Chair declaring any personal interests, or potential, perceived, or actual conflicts of interest, they may have regarding their position on an annual basis, commencing from their appointment as Member.

(39) Ex-officio Members will declare conflicts of interests in accordance with the requirements of their employment and the policies and procedures of the Diocese.

(40) Members and Ex-officio Members must, whether or not prior disclosure has been made, disclose a personal interest, or an actual, potential, or perceived conflict of interest in a matter that is being considered at a Meeting of the Board as soon as they become reasonably aware, or ought to have become reasonably aware.

(41) The disclosure of a conflict of interest under this clause will be reported in the minutes.

(42) A Member or Ex-officio Member who discloses a conflict of interest must not vote on the matter and must manage that conflict of interest in a manner agreed with the Chair and the Presider, and generally should not be present while the matter the conflict relates to is being discussed.

Section 12 - Training and Development

(43) Members shall receive an orientation/induction facilitated by either the Chief Governance Officer or the Secretary.

(44) Members shall receive ongoing training and development to enhance their governance skills and knowledge.

(45) Training programs provided by the Diocese shall include topics such as legal and regulatory requirements, ethical conduct and effective decision making.

Section 13 - Reporting

(46) All Councils, Boards and Committees shall maintain accurate records of their activities and decisions, supported by the Secretary.

(47) Regular reports shall be provided to the Bishop and Trustees, as well as to Senior leadership of the Diocese, and from time to time communication reports shall be provided to the whole of the Diocese.

(48) Reports are to be prepared that demonstrate transparency and accountability of the Council, Board or Committee and the Diocese.

Section 14 - Member Duties

(49) Conduct

a. Each Member must comply with:
   i. the provisions of the Diocese of Maitland-Newcastle Code of Conduct;
   ii. any policies or procedure of the Diocese as altered to from time-to-time;
   iii. the terms of these Protocols; and
   iv. the relevant Statute or Terms of Reference.
b. Each Member must provide the Secretary with a current Working with Children Check.
c. Each Member must provide the Secretary with a current National Police Check.

(50) Duties

a. The Members must:
   i. exercise their powers and discharge their duties with care and diligence;
   ii. act in good faith in the best interest of the Diocese;
   iii. not take advantage of an opportunity for personal gain;
   iv. not misuse their position as a Member or information gained as a Member; and
   v. be aware of and comply with the requirements of the following legislation to the extent they are relevant:
      - *Child Protection (Working with Children) Act 2012 (NSW)*
      - *Child Protection (Working with Children) Regulation 2013 (NSW)*
      - *Children and Young Persons (Care and Protection) Act 1998 (NSW)*
      - *Children and Young Persons (Care and Protection) Regulation 2012 (NSW)*

(51) Synodal Discernment

a. Members are expected to actively participate in a synodal discernment processes. This involves prayerful reflection, open dialogue, and collaborative decision-making, guided by the principles of communion, participation, and mission, to ensure alignment with the values and teachings of the Catholic Church.

Section 15 - Evaluation & Feedback

(52) Each Council, Board and Committee shall annually conduct a self-assessment of their performance.

(53) The results of the self-assessment shall be reported to the Bishop and Trustees and used to improve governance practices.

Section 16 - Remuneration & Expenses

(54) Remuneration

a. Non-Executive Members in nominated positions may receive an honorarium either annually or for each meeting they attend in their capacity as Member.
b. The amount of the honorarium will be set by the Bishop.
c. Each Member will be paid the honorarium referred to in this clause as agreed with the Bishop, or otherwise either the amount per meeting, or a pro rata amount per meeting, within fourteen days of each meeting they attend.
d. Each Member is solely liable to meet any taxation obligations that may arise from the honorarium referred to in this clause.
e. The honorarium referred to in this clause will be paid from the funds of the Diocese.
f. The honorarium referred to in clause this clause must not be paid using:
    i. the funds of the Catholic Schools Office or any Catholic school within the Diocese in accordance with section 83C(2)(c) of the *Education Act 1990 NSW*;
    ii. any funds received by CatholicCare Social Services Hunter-Manning or any other Diocesan Agency which are to be used for specific purposes or prohibited from being used to pay Members; and
    iii. any tax-deductible donations received by a Diocesan Agency which is registered as a Deductible Gift Recipient under the *Income Tax Assessment Act 1997 (Cth*).

(55) Reimbursement of expenses

a. Members of the Board are entitled to receive reimbursement of expenses reasonably incurred in fulfilling their obligations as Member, provided:
    i. the expense is incurred in accordance with applicable policies and procedures;
    ii. where possible and reasonable, the expense is approved in advance, noting generally any expense not approved in advance of expenditure will generally not be approved; and
    iii. a tax invoice is provided.
b. For the purposes of this clause, approval must be provided by the following:
    i. Chair, if the expense is under $100; or
    ii. Council, Board or Committee, if the expense is $100 or greater.

c. For the purpose of this clause, reasonable expenses may include expenses related to the following: technology and communication, travel, membership with the Australian Institute of Company Directors (pro rata if the Member sits on more than one board), professional advice and accommodation.

Section 17 - Indemnity & Insurance

(56) Indemnity

a. The Diocese shall indemnify every Member from and against all costs, losses, and expenses which any Member may properly incur or become liable to pay by reason of any contract entered into, or other act, or thing, in any way in the discharge of their duties.

(57) Insurance

a. The Diocese shall at all times keep in place a directors and officers' liability insurance policy providing coverage for a person who is or has been a Member of the Board against any liability incurred by the person acting reasonably in their capacity as a Member of the Board.

(58) Access to necessary documentation

a. The Council or Board may have access to any documentation within the possession, custody, or control of the Diocese, that is reasonably required to fulfil the functions of the Council or Board, except for:

i. legally privileged communications; or

b. documents to which the Bishop expressly prohibits disclosure; or

c. Documents from the Diocesan archives unless permission is granted either of the Bishop or both the Moderator of the Curia and the Chancellor (canon 487).

d. Documentation can be requested by a Member in writing to the Secretary, including outline of reasons why the documentation is reasonably required to fulfil their functions. This may include documents by which their nature are public and pertain to their personal status (canon 487 §2). The Secretary will support the Bishop to determine whether access is reasonable in the circumstancesand where reasonable will provide the documentation or other relevant information to meet the request. The Secretary may determine the type and nature of access, including for sensitive documents, having the documents made available at the offices of the Diocese in a secure way.

Section 18 - Confidentiality & Intellectual Property

(59) Confidentiality

a. All Members must maintain the Confidential Information of the Diocese and must not disclose to any persons any Confidential Information disclosed to them during their role as Member, unless required by law or with the prior written consent of the Bishop.

b. Members must sign a Confidentiality and Non-Disclosure Agreement in the form approved by the Chief Governance Officer.

c. Members must not make public statements, including to the media or on social media, about the Diocese, its agencies or otherwise make public statements which expressly or implicitly denote them to be a public representative of the Diocese, without the prior written consent of the Bishop.

d. This clause does not apply to Members who are Trustees, ex-officio Members or Members employed by the Trustees who may be authorised and required by virtue of their role to make such statements, provided at all times they comply with the relevant Diocesan policies.

e. Members may make their status as a Member public.

(60) Intellectual property

a. All Intellectual Property of any Member prepared in their capacity as a Member of the Board, including reports, commentary, or other content, is the property of the Diocese.

Section 19 - Dispute Resolution

(61) Those Members involved in a dispute must try to informally resolve it between themselves.

(62) If those Members involved in a dispute fail to informally resolve it between themselves, they must meet to negotiate in good faith.

(63) If those Members in the dispute do not resolve it after meeting to negotiate in good faith, each Member must provide the other with a statement of issues relating to the dispute. Upon receipt of a statement of issues, a Member must respond within 14 days.

(64) If after that the dispute remains unresolved, the Members involved must notify the Chair in writing of the nature of the dispute. Upon receipt, the Chair must issue a determination of the dispute within 10 days.

(65) If the Chair is one of the Members in dispute, the Bishop will appoint a Trustee to issue a determination in accordance with this clause.

Section 20 - Dissolution

(66) Any Council, Board or Committee may be dissolved at the sole discretion of the Bishop.

Section 21 - Notices

(67) A notice required to be given under these Protocols or relevant Statute must be in writing and can be in the form of an e-mail.

(68) Any notice given is effective immediately, unless otherwise required by this Statute or expressly stated in a notice.

Section 22 - Document Review

(69) These protocols will be reviewed by the Chief Governance Officer when there is a legislative change, organisational change, delegations change, technology change or at least every 3 years to ensure it continues to be current and effective.

(70) In reviewing these protocols, the Chief Governance Officer must consult with each Council, Board and Committee.

REVISION NO.	PREPARED/REVISED BY AND DATE	AMENDED SECTION(S)	AMENDMENT DESCRIPTION	APPROVED BY AND DATE

Section 23 - Glossary Terms and Definitions

All terms and definitions must be consistent with the *Glossary / Policy Library (catholic.org.au)*

TERM	DEFINITION
Key Personnel	Senior staff members who report directly to a Council or Board and whose performance and strategic alignment are subject to oversight under these protocols

TERM	DEFINITION