

Terms of Reference

1. Purpose

The purpose of these Terms of Reference is to provide a framework for the establishment, operating and dissolution of Simulation Australasia's (SimAust) Specialist Communities.

2. Specialist Communities

Specialist Communities (previously known as Divisions) are formed with the approval of the Board to provide opportunity for SimAust members to be involved in, and informed about, their special industry or expertise focus. All Specialist Communities and their organising committees are wholly owned and operated by Simulation Australasia Ltd. ACN 087 862 619 (the "**Company**")

3. Organisation and Membership

- a. Each Specialist Community will have a committee of SimAust Members, including a Chair and Deputy Chair. Specialist Community Committees may, with the approval of the CEO, have additional positions as required.
- b. Each Specialist Community Committee is led by the Chair and at least three other members who form the Specialist Community Committee (eight maximum without board approval).
- c. Any SimAust member can align with one or more Specialist Community.
- d. Specialist Community members are all entitled to nominate to serve on the relevant Committee. Nomination forms for committee members are distributed prior to the election period by the SimAust Office. Membership is for a two (2) year period, then committee members shall retire but they shall be eligible for re-election two more times.
- e. Each Specialist Community Committee shall elect office-bearers (including Chair and Deputy Chair) from among its committee members, to be approved by the Board.
- f. Any SimAust member can alter their Specialist Community membership at any time by contacting the SimAust Office.

4. Specialist Community Committee Standard Procedures

- a. Each Specialist Community Committee can decide on the process for decision-making (i.e. voting, consensus etc.). Where there is an impasse, the matter should be referred to the SimAust CEO for resolution.
- b. SimAust reserves the right to intervene in the functioning of any Committee in the event of unethical, improper or illegal behaviour, activities not consistent with objectives of SimAust, chronic or acute internal conflict or any other matter as deemed appropriate by the Board.
- c. Committee members will be required annually to update their Conflicts of Interest.
- d. Committee members will be covered by Simulation Australasia's Directors and Officers indemnity insurance while conducting SimAust business.
- e. SimAust will indemnify all Committee members for expenses incurred with the defence or settlement of any claim against such person by reason of service as an officer (unless a judgement or adjudication will establish that such claim arose or resulted from any dishonest, fraudulent, criminal, malicious or knowingly wrongful act, error or omission of such person).
- f. Committees may, with the approval of the SimAust CEO, form sub-committees, working groups and special interest groups.
- g. With the approval of the SimAust CEO, Specialist Communities may form affiliations or strategic alliances with organisations sharing the same objectives.
- h. Committee Members may opt out of a particular Specialist Community Committee by providing advice in writing to the SimAust CEO.

5. Specialist Communities - Key Performance Indicators

In order to maintain the community's approved status with the SimAust Board, each Specialist Community Committee will be required to meet the following Key Performance Indicators:

- a. Maintain at least fifteen (15) SimAust members who have registered interest with the community.
- b. Hold at least three (3) Committee meetings per annum with minutes recorded by a SimAust Project Officer.
- c. Provide a high level plan for annual activities to be presented for consideration at the last SimAust Board meeting of the calendar year.
- d. Hold at least two (2) Specialist Community events per annum
- e. Contribute to the SimAust conferences to enhance their quality and richness.
- f. Keep the Specialist Community area on the SimAust website up to date with the assistance of the SimAust Office. Information should be reviewed or refreshed at least every two months.
- g. Provide a contact person for the following groups (this person does not need to be a committee member):
 - i. Standards Committee
 - ii. Professional Development Committee
 - iii. Conference Organising Committee
 - iv. Human Dimensions Committee
 - v. Modelling and Decision Support Committee
- h. Provide an annual report (300 words) to SimAust outlining the activities of the Specialist Community in the previous 12 months across their specific area of interest. The report is required to be provided prior to the SimAust AGM in sufficient time to be included in the SimAust Annual Report.

6. Specialist Community Support

Simulation Australasia will provide ongoing support to the Specialist Communities by:

- a. Allocating a SimAust Project Officer to support the Chair and Committee in their activities. This will include providing administrative support for committee meetings.
- b. Providing a monthly update of SimAust members who have aligned with each Specialist Community.
- c. Providing seed-funding for events, projects and activities based on business case submissions received from the Specialist Community Committee (see Attachments 1 and 2).

7. Position of Specialist Community Chair

The Specialist Community Chair provides leadership to the Specialist Community and its activities. They are to chair the Specialist Community Committee and to take a lead role in:

- a. Forming the Specialist Community Committee.
- b. Ensuring, in collaboration with the SimAust CEO, that the tenets in 4 b) are observed at all times. The SimAust CEO maintains the right to seek advice and assistance from the SimAust Board to resolve any disagreement in this respect.
- c. Convening committee meetings.
- d. Ensuring, in collaboration with the Committee and the SimAust CEO, that the Community's annual KPI's are met.
- e. Liaising with other Specialist Community Chairs at regular SimAust Committee Chair's Meeting. These meetings are chaired by the SimAust CEO to discuss collaborative opportunities, Professional Development, Standards, and the annual conference.
- f. Working in collaboration with the SimAust CEO and nominated SimAust Project Officer.

The Deputy Chair will assist the Specialist Community Chair when required and stand in when the Chair is unavailable.

8. Reporting and Communications

- a. All correspondence from Specialist Community Committees will be sent through the SimAust Project Officer using SimAust approved branding templates.
- b. SimAust will provide a standard SimAust PowerPoint slide to be used as a backdrop to meeting presentations.
- c. Specialist Communities must use the Board approved branding on any documentation (templates available).

9. Specialist Community Activities and Expenses

- a. The involvement of any member, invited guest or speaker is on a voluntary basis and SimAust will not be responsible for any expenses other than those from the pre-approved business case submissions.
- b. No formal or contractual SimAust arrangements with any external organisation can be entered into by any Specialist Community Chair or Committee members. All contractual agreement proposals must be submitted to the SimAust CEO for approval by the Board.
- c. Sponsorship should not be sought beyond assistance with venues and speakers. If funding is required for a project, the Specialist Community Committee must approach SimAust for seed funding or have SimAust submit a grant application on the Specialist Community's behalf.

10. External Grants, Bequests and Donations

- a. No Specialist Community may solicit grants, bequests or donations without the prior approval of the SimAust CEO.
- b. Where a Specialist Community Committee is seeking funding from an external funding authority, either alone or in concert with other internal or external entities, applications must be signed off, and submitted, via the SimAust CEO and SimAust Office on behalf of SimAust and the relevant Specialist Community.
- c. Specialist Community Committees should first seek approval from the SimAust CEO prior to commencement of any grant funding application preparation.
- d. In the event that individuals or entities wish to make a donation or bequest for the benefit of a particular Specialist Community, SimAust will be the legal recipient of the funds and will administer them on behalf of the donor in accordance with their expressed wishes.
- e. Where donations or bequests received specify a particular Specialist Community but not how the funds are to be applied, the Board will determine its specific use in consultation with the SimAust CEO and Specialist Community Chair.

11. Amendment or Removal of a Specialist Community

- a. The Committee may require restructure if it has been inactive for 6 months.
- b. If there has been no Specialist Community activity for a period nine months, SimAust will reserve the right to dissolve the Community and its Committee and withdraw approval for the Community's ongoing operations.
- c. If SimAust receives complaints about Specialist Community Committee meetings, or if it has any other reason to believe it is not operating satisfactorily it may, after due consideration and consultation with committee Chair and Deputy Chair, enforce changes or declare the Specialist Community closed and remove reference from the SimAust website.
- d. All changes to these Terms of Reference are subject to the approval of the Simulation Australasia Board.