



### **Terms of Reference – Committee on Nature-based Health**

#### Purpose:

The Outdoors Queensland Committee on Nature-based Health will provide the Outdoors Queensland Board with advice, recommendations and assistance in the establishment of a Queensland nature-based health peak body.

#### Scope:

The Outdoors Queensland constitution sets out specific rules relating to Committees (clause 7.14), including the following points:

- Committees operate as advisory bodies only, providing advice, recommendations and assistance to the Outdoors Queensland Board.
- Committees are only able to make decisions on behalf of the Board if expressly delegated and directed by the Board to do so in relation to specified matters.
- If the Board has delegated powers to a committee, that committee must exercise the powers in accordance with any directions of the Board.
- Committees may consist of Directors or other persons as the Board thinks fit.
- The Board may vary the size, representation, membership or function of each committee as the Board sees fit from time to time.
- A Committee appointed by the Board will operate until it fulfills the purpose for which it was established or until revoked by the Board of Directors or until the next Outdoors Queensland Annual General Meeting. If a Committee is revoked, the Board may decide to re-establish that Committee with the same Committee members or different Committee members.
- If an appointed Committee member is absent without leave from three (3) consecutive meetings of the committee, the position shall be automatically vacant. If any vacancy occurs in a Committee for any reason, it may be filled by the Board.
- The meetings and proceedings of Committees shall be governed as far as possible, and with reasonable changes, by the provisions of the Outdoors Queensland constitution relating to meetings and proceedings of the Board.

#### Responsibilities:

Key responsibilities of the Committee on Nature-based Health include:

- Providing a forum to discuss complex issues related to the purpose.
- Sharing knowledge relevant to the purpose.
- Identifying key actions to achieve the purpose and provide recommendations relating to key actions.
- Providing the Outdoors Queensland Board with advice, recommendations and assistance to establish a Queensland nature-based health peak body, with a report to be provided by the Committee to each Outdoors Queensland Board meeting.

#### Process:

Committee meetings will be governed by the provisions of the Outdoors Queensland constitution relating to Board meetings.

- Meeting notice
  - Notice of a Committee meeting must be given to each Committee member.
  - A notice of a Committee meeting:
    - Must specify the time and place of the meeting,
    - Must state the nature of the business to be transacted at the meeting,
    - May be given immediately before the meeting, and
    - May be given in person or by post, by telephone, email or other electronic means.



- A Committee member may waive notice of any Committee meeting by notifying Outdoors Queensland in the same manner as required for notice of meetings.
- Quorum
  - No business shall be transacted at a Committee meeting unless a quorum of Committee members is present at the time the business is dealt with.
  - A quorum consists of more than 50% of the total number of Committee members.
- Chairperson
  - A Chairperson shall be appointed at the first meeting of the Committee and shall act in that capacity at all subsequent meetings until the next Outdoors Queensland Annual General Meeting.
  - The Chairperson of the Committee must preside as Chairperson at each meeting of the Committee.
  - If at a meeting of the Committee there is no Chairperson, the Chairperson is not present within 30 minutes after the appointed start time of the meeting, or the Chairperson is not willing to act as Chairperson for any reason, the Committee members present must select one of their number to be Chairperson for that meeting.
  - The Chairperson is responsible for ensuring the good conduct of the meeting and that the decisions of the meeting are in accordance with these Terms of Reference.
- Decisions
  - Questions arising at a Committee meeting are to be decided by a simple majority of votes cast by Committee members present, and any decision is for all purposes a decision of all members of the Committee.
  - In the case of an equality of votes upon any proposed resolution, the Chairperson of the meeting will not have a second or casting vote, and the proposed resolution is to be taken as having been lost.
- Frequency
  - The Committee shall meet quarterly (every 3 months) unless otherwise determined by the Chairperson.
  - Special or additional meetings may be determined by the Chairperson as required.
- Conflicts of Interest
  - Committee members must avoid situations in which their personal interests (whether financial, family or otherwise), conflict or might reasonably be thought to conflict with their duty to the Committee.
  - A potential conflict of interest may occur if a financial interest or a relationship influences or appears to influence the ability of a Committee member to exercise objectivity.
  - Any potential conflicts of interest must be declared by the Committee member.
  - The Committee will maintain a Declaration of Interests register, which will document declared interests and steps taken by the Committee member and/or the Committee to manage potential conflicts of interest.
  - Committee members agree that they will not directly advocate to government or other decision-makers on matters within the remit of the Committee.
- Confidentiality and Communication
  - Committee members agree to respect the confidentiality of information shared within the Committee.
  - Agreed key messaging may be developed and distributed by Outdoors Queensland to support communication of outcomes from the Committee.

