

The Future Governance Committee Overview

Background

The RACGP Board completed an independent review of its processes, compliance responsibilities, and operational issues that affect the governance of the RACGP in June 2023. Two key areas for enhancement were identified:

1. Strengthen the role and input of Faculties and members in developing the policies, positioning and advocacy in pursuit of the RACGP's purpose, to ensure 'a strong GP profession that keeps Australia healthy', and
2. Strengthen the Board as a GP led, skills-based Board that relentlessly focuses on creating the future for the GP profession.

The review identified that there is an opportunity to review the Board and Faculties' structural relationship to align with contemporary guidelines, which recommends smaller boards for effective and strategically focused leadership. The second element was to explore ways to improve the Faculties' impact by better harnessing the member voice for policy positioning.

The RACGP's *Constitution* was identified as a poorly drafted document that did not meet with contemporary governance principles. The review recommended using the Australian Charities and Not-for-Profits (ACNC) template constitution as it uses modern language and would demonstrate adherence to ACNC requirements. The RACGP *Constitution* forms part of the broader Board structure review, as it would need to incorporate changes to the proposed governance model.

The Future Governance Committee operates on behalf of the Board and is formed to provide research, timeframes and processes for member engagement and final recommendation for member approval at a General Meeting regarding constitutional changes, as per the Recommendations of the Board Governance review.

Role of the Committee

The responsibilities of the Future Governance Committee are:

- Review the *Constitution* and Board governance model, including:
 - Research member organisations which had similar structures and successfully worked with members to strengthen Faculties and Board governance capabilities.
- Review the Presidential term (currently two years) and the timing of the President-elect role in the election cycle. With an increasingly complex reform in the sector, we want to ensure the President is positioned to be thoroughly informed, can engage effectively with stakeholders, and is prepared for director responsibilities.
- Review the education governance model and its structural relationship with the Board, and research other academic governance models.
- Through a co-design process, identify evidence-based options for structural change to recommend to the board. The board would then select a preferred model to put to members at a General Meeting.
- Communicate with and engage members in the consultation and co-design process e.g. member forums, workshops and other communications.
- Develop an implementation plan for the preferred model and have oversight of the process to approve the changes at a General Meeting. (Note, this could be the Annual General Meeting (AGM) or an Extraordinary General Meeting (EGM)).

The work of the committee has already begun and is expected to continue until the AGM in November 2025.

Membership

Name	Title
Members	
Dr Siân Goodson	Board Chair, Committee Chair
Dr Michael Wright	President
Georgina van de Water	Chief Executive Officer
Dr Tess van Duuren	Censor-in-Chief
Dr Cathryn Hester	Director and QLD Faculty Chair
Dr Rebecca Loveridge	Director and GPs in Training Faculty Chair
TBA	Registrar
TBA	Fellow
TBA	Fellow
Advisory and Support	
Alice Crowley	Communications Manager Special Projects
Amanda Semertzian	Company Secretary / secretariat role

The Committee will draw on expertise of RACGP Members, staff and other Board directors as required.

The independent specialist will initially be engaged to support the research phase and will be required to have deep experience working with member-based organisations. Legal expertise will also be required in the later stages, with preparing the *Constitution* updates and related documentation.

Meetings

The committee meets monthly, usually online, or by any means where everyone can hear and be heard. Meetings run for up to two hours. The Chair ensures every meeting has a clear purpose, agenda and a summary of decisions and assignments.

Meeting papers will the agenda, previous minutes, previous action items and any other documents/information to be considered at the meeting.

Remuneration

Non-director Fellows and Registrar Committee members can claim \$125 per hour plus GST for preparation and attendance at taskforce meetings.

Quorum and Decision-making

Half the number of committee members plus one represents a quorum.

A course of action requires support from a majority of members.

Out of Session decisions: Urgent items may be considered out of session (by email) when required and agreed by the Chair.

Confidentiality

Committee members will receive or have access to confidential, sensitive and personal information. They acknowledge they must only use or disclose such information to the extent necessary to satisfy their duties and responsibilities.

If there is uncertainty as to whether any information is confidential, such information is deemed confidential and not within the public domain.

Committee members must safeguard the confidentiality of any information received by adopting and maintaining reasonable precautions.

Committee members must not make any press or other announcements or releases in connection with any deliberations, outcomes or decisions of the Committee.

Committee members must notify the RACGP General Manager if they become aware of any actual, suspected or likely disclosure of confidential Foundation information.

If requested by the RACGP Chair of the Board or their delegate, Committee Members must return or destroy any information (whether confidential or not) in their control or possession that they have received in connection with their role as Committee members.

Conflicts of Interest

Committee members must disclose any actual, potential or perceived conflicts of interest, including any financial or other interest, to the Chair as soon as they become apparent.

Committee members must comply with the RACGP *Conflict of Interest Policy*.

Delegation

The Committee has the authority to engage consultants to support the delivery of its scope of activities as long as it is within the Board approved budget.

Reporting

The Committee reports on its activities to the RACGP Board at each Board meeting and provides minutes after each meeting.