

Basketball ACT Operating Model and Governance Committee – Terms of Reference

1. Purpose

The Board of Basketball ACT (BACT) has resolved to create a Standing Committee to be known as the BACT Operating Model and Governance Committee (Committee) which will derive its authority from responsibilities delegated by the Board of BACT.

The Committee's primary purpose is to provide advice to the BACT Board on the development and implementation of changes to the BACT operating model and review compliance with the club affiliation and governance of member clubs.

The rapid growth of basketball members has put a strain on the basketball system from multiple areas from lack of facilities to Volunteer coaches, Club Committees, and the overall structure of how basketball is delivered in Canberra.

The ACT Government provided BACT with investment funding to assist in the development of and changes to the Operating Model and Governance of Basketball in the ACT. The investment aims to review the operating model and structures of community basketball delivery in Canberra whilst supporting the governance, education, training and enhancement of our club system to better support the growing demands on our volunteers and provide the optimal environment to motivate Canberran's to participate in Basketball.

BACT commissioned an external consultant to assess and evaluate the current operating model, particularly its ability to deliver the organisation's purpose and present findings and recommendations to the BACT Board. This report, combined with other available data will be used to inform changes to the operating model.

These Terms of Reference will govern the roles, responsibilities, composition and membership of the Committee.

2. Authority

The sub-committee is not a decision-making body. The BACT Board is the sole decision maker for all decisions relating to the Operating model.

The Board has authorised the Committee, within the scope of their duties and responsibilities to:

1. Provide advice on proposed operating model changes under consideration by the BACT Board including, but not limited to:
 - implementation issues and risk
 - timing and sequencing of changes
 - stakeholder communication and engagement
 - change management approach

2. Recommend alternate or further actions to support the intent of proposed operating model changes
3. Support the development of an implementation plan for changes approved by the Board
4. Monitor and report on issues and/or the effectiveness of the implementation of operating model changes
5. Review the Member Club Affiliation and Governance structures to ensure compliance with the Basketball ACT Constitution and modern governance standards
6. Other Board directed activities as requested

3. Membership

The Committee will comprise of a diverse range of people with a strong knowledge and understanding of the BACT ecosystem, operating model and governance. Whilst having contemporary knowledge and understanding of issues and factors impacting governance, the workforce and community within the ACT and surrounding region.

As a minimum, the Committee shall consist of eight (8) members across various stakeholder groups from the community. The Committee representation will include:

- Two (2) representatives from the BACT Board
- One (1) representative from BACT Management (CEO or COO)
- One (1) representative from the Technical Officials Community
- One (1) representative from the Coaching Community
- One (1) representative from the Clubs who operate under the Incorporated Associations Act.
- One (1) representative from the Clubs who operate under the Australian Constitution for School Education.
- One (1) Independent representative appointed by the BACT Board

The representatives from the BACT Board will be appointed as the Chairperson and Deputy Chair for the Committee. The Chairperson provides leadership, guidance, and oversight to ensure the subcommittee operates effectively within its designated responsibilities and in alignment with the strategic goals of the Board.

The Committee may invite to meetings key staff and independent experts where agenda items may be relevant to an invitees' responsibilities or where it is determined the invitee may contribute to the Committee achieving its objectives. Invitees may take part in the business of and discussions at the meeting but have no voting rights.

4. Term of Office

Terms of appointment will be for a period of two (2) years and a member may serve up to two (2) consecutive terms.

The Chair, members, and term of appointment of each member shall be determined by the Board and recorded in the minutes of relevant Board meetings.

The BACT Board has the discretion to devolve the Committee and/or remove/appoint members at any time throughout an annual cycle (April – March).

4. Meetings

The Committee shall meet on such occasions as the chair considers is required to properly perform its functions. The Committee Chair may call a meeting at any time but must give adequate notice to the Committee members.

The Committee may meet in person or by any electronic means.

A meeting quorum will be four (4) members of the Committee.

If a member is not present at three (3) consecutive Committee meetings without a leave of absence from the Committee Chair, their membership may be terminated.

5. Agenda and Notice

The Committee Chair in consultation with the Committee, will be responsible for drawing up the agenda (supported by any necessary explanatory documentation) and circulating it to the members of the Committee prior to each meeting.

BACT CEO or their nominee, must notify the members of the Committee of the date, time and location of the meetings as far as possible in advance, but not less than one week before the meeting.

6. Reporting

The Committee Chairperson will report to the Board on the Committee meetings regarding all relevant matters and appropriate recommendations in a written report for noting or approval by the Board.

BACT may at times utilise Artificial Intelligence (AI) tools to support the efficient and accurate recording of action items in meetings held by the Committee. The use of AI aims to enhance administrative processes, improve accuracy, and ensure timely follow-up on decisions.

The AI-generated notes will serve as a draft record and will be reviewed by the meeting Chairperson or designated official to ensure accuracy. AI will support summarising discussions, but final meeting minutes and action items will be validated and approved by a human reviewer before circulation.

AI-generated notes will be stored securely, with access limited to authorised personnel. AI shall not be used for recording confidential or sensitive discussions unless explicitly approved by those present. The effectiveness of AI-assisted notetaking will be reviewed periodically to ensure alignment with best practices. Feedback from Board and subcommittee members will be sought to refine the use of AI tools in meetings.

7. Conflicts of Interest

BACT requires all committee members to disclose any conflict of interest, real or perceived that is relevant to their individual role and responsibilities. This is to be disclosed to the BACT Management in writing as soon as practicable at the time of becoming aware of the issue. Alternately conflicts of interest will be declared at the start of the committee meetings after all members have reviewed the upcoming agenda.

A real conflict of interest exists if the if the personal interests of an individual improperly influences the performance of their official duties. A perceived conflict of interest exists if the personal interests of an individual appear to, or could appear to, improperly influence the performance of the individuals' official

duties. For further information and examples of conflicts of interest, refer to the Basketball ACT conflict of interest policy.

8. Confidentiality

Committee Members acknowledge that during their engagement they will have access to Confidential Information belonging to the Organisation.

Committee Members agree that they shall not at any time during (except in the proper course of carrying out the role) or after their tenure has ended, whether directly or indirectly, disclose to a third party or make use of any Confidential Information.

For the purposes of this Terms of Reference, Confidential Information is defined as all the information including trade secrets, Intellectual Property, marketing and business plans, client and supplier lists, computer software applications and programs, business contacts, finance, data concerning the Organisation or any of its related entities or any client of the Organisation's, finances, operating margins, prospect's lists, and transactions of the Organisation, and any materials provided by the Organisation, but does not include information in the public domain other than through a breach of an obligation of confidentiality.

9. Review

The Board will review its Terms of Reference every two (2) years, or otherwise as it considers necessary. The Committee shall discuss any required changes with the Board and ensure that the Terms of Reference is approved by a resolution of the Board.

ToR last updated and approved by BACT Board:	25 March 2025
Next ToR review date:	March 2027
Responsible Person:	BACT Board