



## Governance Committee Charter

### 1. Introduction

The Board of Directors of Recfishwest is committed to excellence in corporate governance and enhancing the interests of the association's members. Each year the Board provide Corporate Governance Statement which reflects both the 4th edition of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (ASX Principles and Recommendations), and the 2nd edition of the Australian Institute of Company Directors (AICD) Not-For-Profit Governance Principles.

The Annual Recfishwest Corporate Governance Statement can be found on our website [here](#).

### 2. Purpose

The Governance Committee is charged with ensuring that Recfishwest, to the greatest extent possible, complies with the principles and recommendations espoused by the ASX and AICD.

The Recfishwest Governance Committee regularly reviews its corporate governance systems with the aim of ensuring that Recfishwest continues its commitment to good corporate governance, by having regard to all relevant developments in its operating environment.

### 3. Size & Composition

- a) The Committee will have a chair determined by the Board.
- b) The Committee may invite management and external advisors to Committee meetings from time to time.
- c) The Committee must consist of a minimum of three members being Directors or such other persons as may be appointed by the Board from time to time.
- d) The requirement for a minimum three members is in addition to the Chairman of the Board who is an ex-officio non-voting member of all of the Associations Committees pursuant to the section 16.1 of the Associations constitution.
- e) The Committee will have a quorum based on 50% of the members of that committee, excluding the Chairman of the Board.

### 4. Reporting of the Committee

The Committee will regularly update the Board about its activities and make appropriate recommendations to the Board. The Chair of the Committee will report to the Board at

the next Board meeting following a meeting of the Governance Committee, on any matters under consideration.

#### **5. Members Terms of Appointment**

The Committee is convened each year by the Board, which will determine its membership.

#### **6. Termination of Membership**

The Board can remove any member from the Committee. A Director whose term expires or is not entitled to be a director is no longer a member of the Committee unless the Board agrees to their further co-option.

#### **7. Meetings**

The Committee will devise its annual meeting plan taking into account deadlines of the Board for key recommendations.

The Committee meetings are regulated by the Constitution, this Charter, Board Charter, Code of Conduct and Conflicts of Interest Policy determined by the Board. The Charter also regulates the conduct of co-opted members of the Committee and advisers and visitors to the Committee.