



# GOVERNANCE POLICY

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## Introduction

The Wellington Park Management Trust (the Trust) is a statutory authority established under the *Wellington Park Act 1993* (the Act) to manage and maintain Wellington Park in accordance with the Act.

### 1 Purpose and Application

This Policy and separate Governance Procedures describes the governance arrangements approved by the Trust to administer its affairs in accordance with the Act and accepted governance practice. It applies to the Trust, its members and deputies, and management as appropriate and should be read in conjunction with the Act.

### 2 Definitions

**The Act** is The *Wellington Park Act 1993*.

**The Park** is Wellington Park as established under the Act.

**Trust** means the Wellington Park Management Trust as established under the Act.

**Trust members** are those persons who fill the positions set out in section 10 of the *Wellington Park Act 1993*, either ex officio or appointed by the Minister, and their deputies appointed by the Minister.

**Management** means managers and employees appointed by the Trust to administer its day to day operations under the direction of, and/or delegation from, the Trust.

**Trust staff** are persons who carry out activities in a paid or unpaid capacity under the direction of the Trust to meet the Trust's objectives. Trust staff includes, but is not limited to, Trust employees, volunteers, trainees and apprentices, work experience students, and those who are formally employed by another organisation or agency (such as contractors, subcontractors, consultants) but work for the Trust under formal arrangements with the other organisation or agency that allow them to represent themselves as agents of the Trust. Staff does not include external contractors, subcontractors or consultants engaged under a contract for specific purposes where the terms of their contract does not allow them to represent themselves as agents of the Trust.

### 3 Roles and Responsibilities

#### 3.1 Trust Composition

Under the Act, the Trust comprises eight members, representing government, landowners in the Park and other key stakeholder organisations. Prescribed members are the Director-General of Lands or nominee, Director of National Parks and Wildlife or nominee, and the CEO of Tourism Tasmania or nominee. The Minister also appoints the independent Chairperson, two members nominated by Hobart City Council, one member nominated by Glenorchy City Council and one member nominated by the Hobart Regional Water Board (now TasWater).

Member organisations may nominate one deputy member for each of their members. The deputy of a Trust member is deemed to be a member when performing the duties of a member. A deputy is only to perform the duties of a member if the Trust member for whom he or she is deputy is unable (for any reason) to perform the duties of a member. In the event that both a member and their deputy attend a Trust meeting, only the appointed member has voting rights.

Non ex officio members and deputy members are appointed by the Minister under Instruments of Appointment which specify their tenure, responsibilities and conditions, including remuneration where applicable. Members and deputies are appointed for terms not exceeding three years but, if appropriately qualified, are eligible for reappointment.

Under section 10(2) of the Act, the Minister must appoint the nominees of Hobart City Council, Glenorchy City Council and TasWater.

The Minister may terminate a non ex officio member's appointment under the circumstances prescribed in Schedule 3(7) of the Act.

#### 3.2 Role of the Trust

The role of the Trust is prescribed in the Act as:

- to provide for the management and maintenance of Wellington Park in a manner consistent with the purposes for which the Park is set aside;
- to give effect to any management plan in force for Wellington Park;
- to prepare plans with a view to their submission to the Governor for approval as management plans for Wellington Park and to keep under review the provisions of management plans;
- to ensure that any development undertaken in Wellington Park is consistent with the purposes for which it is set aside and with any management plan;
- when required to do so by the Minister, to advise on any development proposed for Wellington Park;

- to carry out, or arrange for the carrying out of, research and other activities that appear to it to be desirable in connection with the administration of this Act;
- to be the managing authority of Wellington Park; and
- to perform such other functions as are imposed on it by or under this or any other Act.

The Trust may do all things necessary or convenient to be done for or in connection with, or incidental to, the performance of its functions.

In managing the Park, the Trust is responsible for:

- developing and approving the Trust's strategy;
- preparing management plans for approval by the Governor;
- appointing, removing, remunerating and managing the performance of the Manager;
- delegating authority, as required, in accordance with the Act;
- approving operating and capital expenditure and major project budgets;
- ensuring appropriate resources are available to meet the Trust's objectives and functions;
- monitoring business systems and work practices to ensure adequate management of risk, compliance and health and safety, and instigating corrective action as necessary;
- monitoring the performance of the Trust against approved strategies, plans and budgets, and instigating corrective action as necessary; and
- engaging and communicating effectively with Government and key stakeholders.

### **3.3 Role of the Chairperson**

As a member of the Trust, the Chairperson has the same formal duties and responsibilities as other members. However, the Chairperson has the following further responsibilities approved by the Trust:

- lead the Trust in the discharge of its functions and powers to ensure it meets its responsibilities;
- chair Trust meetings and other Trust sessions ensuring that it comes to clear conclusions and that conclusions and directions are properly recorded in the Minutes;
- be kept fully informed by management on current and emerging issues that may be of interest to other Trust members;
- establish Trust meeting agendas in consultation with management;
- on behalf of the Trust, provide guidance and mentoring to the Manager as necessary and to oversee the process to evaluate the Manager's performance;
- act as the Trust's spokesperson on matters of policy and decisions made by the Trust;
- represent the Trust as required from time to time; and
- exercise formal delegations as authorised and issued by the Trust from time to time.

### **3.4 Role of Trust Members and Deputy Members**

As members of the Trust, individual members recognise their contribution to successfully achieving the Trust's purpose and functions. Expectations of Trust members and deputies are that they will:

- act in good faith in the best interests of the Trust as a whole;
- act for proper purpose;
- act with care, skill and diligence;
- avoid conflicts of interest;

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- refrain from making improper use of information gained through their role as a Trust member or deputy;
- refrain from taking improper advantage of the position of Trust member or deputy;
- behave honestly and with integrity when attending to their duties as a Trust member;
- maintain the confidentiality of matters dealt with in their role as Trust member or deputy, subject to the information-sharing protocol outlined in the Trust's Governance Procedures;
- comply with the Act and any other legislation, regulations and policies applicable to the Trust and Trust members and their deputies;
- suitably prepare for, and participate in, meetings to assist efficient and effective decision making and conduct of meetings; and
- work collegially with the Chairperson and other Trust members to facilitate orderly completion of business.

It is also expected that individual Trust members will fully brief their deputy before the deputy attends Trust meetings.

### **3.5 Role of Manager**

The primary role of the Manager is to achieve the Trust's purpose and functions through the day to day management of the Trust Office, in accordance with the Trust's directions, strategies and management plans.

The Trust has approved a formal position description for the role of Manager. In summary, the Manager will:

- work with staff to achieve the Trust's objectives within agreed strategies and plans, and risk, governance, cultural and financial parameters;
- in consultation with the Trust, develop strategies, plans, projects and budgets to meet the Trust's objectives, for Trust approval, and implement these;
- administer the activities and finances of the Trust on a day to day basis;
- establish a strong working relationship with the Trust and Chairperson;
- keep the Chairperson fully informed on current and emerging issues that may be of interest to other Trust members;
- develop and maintain effective systems for managing risk and compliance, ensuring work health and safety, and ensuring reliable and accurate reporting;
- within the delegations approved for the role, maintain primary contact and develop effective working relationships with key stakeholders, media and relevant government agencies and member bodies;
- within the delegations approved for the role, represent the Trust in dealings and negotiations with other statutory organisations, special interest and community groups, and commercial organisations;
- represent the Trust on other statutory committees and bodies formed as required;
- act as the Principal Officer under relevant Acts applicable to the Trust;
- act as the Trust's spokesperson on operational matters;
- act within the authority delegated to the role by the Trust; and
- immediately advise the Trust of any material matter likely to seriously impact the Trust including any notifiable Work Health and Safety incidents.

### **3.6 Role of Committees**

At its discretion, the Trust may establish any Committees it considers necessary to assist it through the provision of advice to perform its functions.

## **4 Key Trust Functions**

### **4.1 Strategies and Master Plans**

Together with Management, the Trust develops and ultimately approves strategies and plans to implement the Wellington Park Management Plan and to meet the Trust's objectives, functions and responsibilities.

Subsequently, it monitors the implementation of strategies and plans and instigates corrective action as appropriate.

### **4.2 Working with the Manager**

The Trust is responsible for appointing and removing the Manager, determining the remuneration and terms and conditions of appointment, and for monitoring and managing the ongoing performance of the Manager.

On behalf of the Trust, the Chairperson maintains a working relationship with the Manager in terms of day-to-day operations as needed and to ensure the Trust's decisions are implemented.

The Chairperson will seek the input of Trust members as appropriate when formally evaluating the performance of the Manager.

### **4.3 Policy Approvals**

The Trust is responsible for approving Trust policies.

### **4.4 Legal Proceedings**

The Trust is responsible for approving any legal proceedings to be commenced by the Trust in its name, and developing strategies to defend any legal proceedings brought against the Trust.

### **4.5 Compliance**

The Trust is committed to acting with the highest ethical standards and complying with its obligations under adopted codes and standards, as well as legislation and regulations that apply to it. Trust members are required to comply with Trust policies that apply to them individually and collectively.

The Trust monitors the effectiveness of procedures and systems implemented to manage compliance.

### **4.6 Risk management**

The Trust recognises risks that have the potential to impact the achievement of its objectives and functions and has developed a policy to mitigate these risks. The Trust will work to implement the risk mitigation measures identified in the risk register that accompanies the Risk Management Policy.

### **4.7 Work Health and Safety**

The Trust recognises its responsibility to ensure a safe and healthy environment for its management, staff and contractors. It has a Work Health and Safety Policy and commits to actively managing and monitoring the work environment in accordance with the Policy.

### 4.8 Monitoring and Oversight

The Trust is responsible for the overall performance of the Trust and the achievement of its objectives and functions. To this end, the Trust establishes key performance indicators and measures, monitors progress towards these through established reporting requirements, and instigates corrective action as appropriate.

Management is responsible for ensuring reports to the Trust are complete, accurate and reliable, and delivered in a timely manner.

### 4.9 Ministerial and Stakeholder Relations

The administration of the Act has been assigned to the Minister for Environment, Parks and Heritage with responsibility in relation to the administration of the Act conferred upon the Department of Primary Industries, Parks, Water and Environment (Administrative Arrangements Order, No.2, 2019).

The Trust is responsible for maintaining high-level engagement with the Minister, the Department and other key stakeholders.

The Trust is also responsible for preparing submissions to the Governor to introduce, amend or revoke legislation or regulations related to the Park and its activities.

### 4.10 Conflicts of Interest (including pecuniary interests)

Members (and deputies) have an ongoing duty to disclose in a Trust meeting any direct or indirect interest, whether pecuniary or otherwise, they have in a matter being considered, or about to be considered, by the Trust as soon as it arises. Such disclosures must be recorded in the meeting Minutes. This includes related party transactions as defined in the Trust's Related Parties Policy. Declared related party transactions will be recorded in the Trust's related party register.

In relation to conflicts of interest Clause 4 of Schedule 3 of the Act prescribes that:

“ (1) If a member of the Trust has or acquires an interest (whether pecuniary or otherwise) that would conflict with the proper performance of the member's functions in relation to a matter being considered or about to be considered by the Trust, the member must disclose the nature of that interest at a meeting of the Trust.

(2) A disclosure under subclause (1) is to be recorded in the minutes of the meeting of the Trust and the member must not, unless the Trust otherwise determines –

(a) be present during any deliberation of the Trust with respect to that matter; or

(b) take part in any decision of the Trust with respect to that matter.

(3) For the purpose of making a determination by the Trust under subclause (2) in relation to a member who has made a disclosure under subclause (1), a member who has a direct or indirect **pecuniary** interest in the matter to which the disclosure relates must not take part in the making by the Trust of the determination.”

In general, the Trust will only consider allowing a member with a conflict of interest in a particular matter to remain in a meeting if it feels that the member may be able to provide information that would assist the Trust in its deliberations on that matter.



**Wellington Park**  
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Sponsored travel should not be accepted without the prior approval of the Trust. Sponsored travel will only be approved if it is considered to be of benefit to the Trust, its activities and functions or otherwise involves a broader public benefit

### **4.11 Gifts, Hospitality, Entertainment and Other Benefits or Inducements**

Trust members and staff will abide by the Trust's Offers of Gifts and Benefits Policy. The Policy generally precludes Trust members and staff from accepting gifts or benefits in the course of their duties. However, there are a number of limited exceptions which are set out in the Policy.

Under no circumstances are Trust members or staff to solicit gifts or benefits.

## **5 Variation of Policy**

The Trust reserves the right to review, vary or revoke this policy at any time.

Reviewed by the Wellington Park Management Trust on: 9 April 2019

Next review of the policy by: June 2021

Dr Christine Mucha

Trust Chairperson