

# Terms of Reference

## Contract of Appointment Advisory Committee



### Role

The Contract of Appointment Advisory Committee (the Committee) is an advisory committee of Strata Community Association "SCA (Vic)" that focuses on ensuring that the SCA (Vic) Contract of Appointment (Management Agreement) is fit for purpose by use by SCA (Vic) members.

### Purpose

To monitor the SCA (Vic) Contract of Appointment template remains compliant with relevant legislation, aligned with industry best practices, and responsive to the needs of SCA (Vic) members by utilising their feedback and recommending required amendments/updates to the SCA (Vic) Board.

### The Committee's key roles include (but are not limited to)

- Consider Victorian and federal legislation relevant to contract law and the strata industry.
- Provide recommendations to the SCA (Vic) Board regarding updates to the Contract of Appointment templates.
- Review educational resources and tools to assist members in understanding and using the Contract of Appointment.
- Advise on issues related to compliance, risk mitigation, and industry standards for contracts.
- Advise when it may be prudent for the board to engage legal opinion on changes to the COA
- Review feedback from members and assist in addressing queries regarding the Contract of Appointment.
- Identify emerging trends and legislative changes impacting contract administration and recommend necessary adaptations.
- Collaborate with other advisory committees as required.
- Provide recommendations and feedback on matters as required to the Board.

### Responsibilities of Committee Members

Committee members must:

- Protect all confidential information from unauthorised access.
- Declare any conflicts of interest.
- Maintain confidentiality regarding materials, correspondence, and discussions.
- Be available for meetings and respond to email correspondence.
- Prepare for meetings by familiarising themselves with materials circulated in advance.
- Participate in any research projects as required.
- Attend at least 75% of all scheduled meetings.

### Composition and Tenure

- The Committee will consist of members with expertise in contract law, strata industry practices, and related fields. The SCA (Vic) Board will appoint members.

- The maximum number of Board members on the Committee is not to exceed 50% of the total number of Board members.
- Temporary members with specific expertise may be appointed as needed.
- Over 50% of the total members of the Committee are required for a quorum at a meeting.
- Members will serve until the date of the next Annual General Meeting unless they resign or are removed by the SCA (Vic) Board.

### Code of Conduct

Members are expected to adhere to the SCA (Vic) Code of Conduct as well as:

- listen, keep an open mind and be constructive;
- participate, ask questions and give feedback;
- ask for clarification should it be required;
- give everyone a chance to speak;
- have an opinion; a healthy debate is welcomed; and
- be prepared to carry out all majority decisions of the Board and promote those decisions to all stakeholders.

### Meetings

- Meetings will be scheduled and convened by the SCA (Vic) Secretariat.
- Meetings will be held a minimum of four times per year and as required and will proceed on the basis of a circulated agenda.
- The timing of meetings will be determined by the Convenor in consultation with committee members.
- Recommendations of the Committee will be made on a majority basis.
- Minutes of meetings will be provided to committee members within 7 business days of the meeting and will also be made available to the SCA (Vic) Board.
- One volunteer CPD point will be provided for each committee meeting until the maximum is reached.

### Committee Member Recruitment, Resignation & Removal

Should a member no longer wish to participate in the Committee, they are requested to resign in writing to the SCA (Vic) office addressed to the convenor of the Committee. The SCA (Vic) Board will determine and allocate a further board member if a replacement member is required.

Removal of a committee member is a decision that will be made solely by the SCA (Vic) Board.