

Raising Standards – Protecting Patients

TERMS OF REFERENCE



Name	The Council and Executive	
Type	Governance	
Date	May 2023	
Review/ cessation date	Review <input type="checkbox"/>	Cessation <input type="checkbox"/>
Overview	<p>The Council is made up of up to six (6) general Council members (councillors) and the five (5) members of the Executive Committee (President, Vice President, Treasurer, Secretary, Censor in Chief). The Executive team attend both Executive committee meetings and Council meetings, and for the purpose of this Terms of Reference the group will be referred to collectively as ‘the Council’.</p>	
Aim	<p>The Council has the powers to manage the business and affairs of the College.</p>	
Objectives	<p>The Constitution of the ACCSM establishes the Council as the governing body of the college. The Council is responsible for:</p> <ol style="list-style-type: none"> 1. Defining and identifying the mission, purpose and strategic priorities of college. 2. Advancing the profession of Cosmetic Surgery and Medicine through development of stakeholder relationships. 3. The Council is responsible for appointing members to the Executive positions. 4. Enhancing stakeholder understanding of cosmetic surgery and medicine and growing awareness of cosmetic surgery within the medical and general community. 5. Supporting and expanding the existing network of the college. 6. Convening the annual general meeting. 7. Overseeing the delivering of the annual conference, and other education opportunities as appropriate. 8. Convening a special general meeting where required 9. Conducting an appeal process where a nomination for membership or a CPD decision has been rejected. 	

	<ol style="list-style-type: none"> 10. Resolving to suspend or expel a member where the Council considers that the member has: <ol style="list-style-type: none"> a) persistently refused or neglected to comply with a provision or provisions of the Constitution; or b) has persistently and willfully acted in a manner prejudicial to the interests of the association. 11. Setting the fees payable for annual membership and the training programs. 12. Considering matters referred by the Board of Censors relating to the governance and operations of the ACCSM CPD Home – including evaluations, conflicts of interest, accreditation, reporting, policy and process changes. 13. Advocating with government and regulatory agencies for the purposes of facilitating the delivery of cosmetic surgery and medicine services.
<p>Scope</p>	<p>Activities are subject to scope limitations as outlined below.</p> <ol style="list-style-type: none"> 1. Approval of College expenditure (subject to any resolution passed by the association in the general meeting). 2. Approval of projects relevant to the objectives of the Board of Censors 3. May exercise college’s power to borrow. 4. May exercise power to give security. 5. Delegate powers to any other committee deemed appropriate.
<p>Reporting arrangements</p>	<p>The Council will:</p> <ul style="list-style-type: none"> • Report to the college membership at the Annual General Meeting
<p>Liaison and links</p>	<ol style="list-style-type: none"> 1. ACCSM Board of Censors. 2. Subspecialty groups of surgery. 3. Other college committees. 4. Medical specialty and medical training organisations. 5. Medicare, state, and federal government.
<p>Membership</p>	<p>The Council shall be comprised of up to eleven (11) members. This includes the five (5) members of the Executive committee.</p> <p>Each member of the Council must be a Fellow of the College.</p> <p>The Council may co-opt a person or persons to assist them in their deliberations provided that such co-opted person shall have no vote in college decisions.</p>

Terms of membership

Member Terms

The terms of the members of the Council are two years.

Unless Council determines that exceptional circumstances apply, council members may serve no more than three consecutive terms, and after not serving for a term, are eligible for re-election as a member.

The executive members terms are as follows:

President: The President may serve no more than two consecutive years, unless the conduct of college business, in the opinion of a unanimous vote of all councillors, would be significantly adversely affected by changing Presidents at that time in which case the President may continue in that capacity for no more than one further year.

Vice President: The Vice-President shall ordinarily be the President-elect which status must be confirmed by Council before the position of President is conferred, and who shall automatically serve a further two years on Council after his terms as Vice President if his Presidency is confirmed by Council without being subject to re-election.

Other Executive: may serve no more than one term of two consecutive years, except as agreed by Council.

Chairperson

The President is the chairperson of all meetings of the Council.

If at a meeting of the Council no President has been elected or the President is not present within 10 minutes of the time appointed for the holding of the meeting, or is unwilling to act, the Vice-President shall be the chairperson of the meeting.

If no President or Vice-President has been elected or if at any meeting the President or Vice-President is not present within half an hour of the time appointed for holding the meeting, the Council Members present will choose one of their number to be chairperson of that meeting.

Meetings

Meeting frequency

1. The Council must meet at least four times a year.
2. The Executive will meet as they deem required separately from the Council. The quorum for Executive meetings should be no less than 2 members.
3. Members who are absent from scheduled meetings for a six-month period without the consent of the Council may be removed.
4. Twenty-one days' notice of every Council meeting will be given to each Council Member, except in the case of an urgent matter when the Executive Committee may authorise a meeting of the Council on a minimum of seven days' notice.

5. Notice of a meeting of Council Members may be given in writing or by radio, telephone, closed-circuit television or other electronic means or audio or audio-visual communications.

Notice of a meeting shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the Council members present at the meeting unanimously agree to treat as urgent business.

Administrative support

Administrative support is provided by the ACCSM General Manager.

Resolutions

Voting at Council meetings of the College may be in person, by telephone, by electronic mail, or by proxy given in writing to a member who is present in person and signed by the absent Member.

Where a proxy is communicated by electronic mail it must be forwarded to the secretariat no less than 24 hours before the time set for the meeting so that the provenance of the electronic mail may be validated.

Questions arising at any meeting of the Council will be decided by a majority of votes of those present in person and by proxy and, subject to the provisions of Article 17.7 of the Constitution, each Council Member has one vote for himself and one for each proxy that he or she holds. 31

Voting can only be accepted from financial Members of the College.

<i>Quorum</i>	The Council may determine the quorum necessary for the transaction of business, but should be no less than two thirds of its members present in person or by proxy is required (that is generally 7 members)
<i>Election of Members</i>	<p>Executive Members The members of the Executive are elected at a meeting of the Council. Refer to the Position Descriptions of each executive member for details of the election process.</p> <p>Council Members Council Members are elected by a postal ballot of the Members eligible to vote to be held each year on or about the anniversary of the previous election of Council members.</p> <p>Refer to the constitution for details of the election procedure for council members.</p>

**Responsibilities of
Council Members**

Conflict of Interest

Any recognised or potential conflict of interest is to be declared and recorded in the minutes of the meeting.

Disputes

Disputes that cannot be satisfactorily resolved within the Council must follow the procedures as outlined in the Constitution.

Meeting Attendance

All members are to confirm their attendance to the administrator or send their apologies as early as possible following notification of the scheduling of the meeting.

Confidentiality

Members must keep matters relevant to individual members or specific cases of patient care confidential. Council members are required to maintain confidentiality on matters of importance to Council and the relevant speciality in line with the ACCSM Confidentiality Policy.

Conduct

Members of the Council are required to:

1. Attend meetings and actively participate in discussions at these meetings.
2. Read agenda papers and minutes of meetings.
3. Act with care and diligence and in the best interests of the council and the college.
4. Keep abreast of key issues, including bi-national & international developments that may impact on the work and areas of responsibility of the college.
5. Dedicate time outside of Council meetings to undertake activities on behalf of the council, such as drafting of policies/guidelines/reports/communications, research, provision of advice and others as required.
6. Assist in the development of relationships with stakeholders.
7. Assist in the training and mentoring of all new Council members.