



# RSL NSW District Rationalisation Terms of Reference

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## INTRODUCTION

In 2015 the then State Council sought feedback from the 23 RSL NSW District Councils about a proposal to reduce the number of Districts from 23 to 17 and be re-termed 'Regional Advisory Groups (RAGs). The review was conducted by a 'Structural Review Panel.' The main reasons why the proposal was not supported by Districts and their respective sub-branches were:

1. Increase in boundary sizes would make it too hard for distant sub-Branches to attend meetings.
2. Greater distance of travel means greater costs.
3. Metro Districts with larger member populations would push the balance of power to the Metro representatives.
4. Larger Districts (greater no. of sub-Branches) would make it difficult for DC Presidents to manage their accountabilities.
5. District costs are minimal and there would be no savings.

There have been significant changes since the 2015 review, namely:

1. Governance reform of RSL NSW because of the 'Bergin' inquiry and the ACNC Investigation, leading to a shift from a representational board (State Council) to a governing board (Board) and greater regulatory compliance requirements across all sub-Branches.
2. Adoption of a new Constitution.
3. Adoption of a new Strategic Plan 2021-2026 in Oct 2019 which recognises the need to meet regulatory and compliance standards more efficiently by providing greater technical, governance advisory and administrative support to sub-Branches.
4. Pandemic accelerated adoption of remote meeting technology platforms such as Microsoft Teams and Zoom.
5. Significantly reduced number of member volunteers for District (and sub-Branch) executive appointments.
6. Reduced numbers of ageing RSL NSW members (service membership reduced 50% from 2015) creating unsustainable sub-Branches.
7. Increased burden on Districts to administratively support sub-Branches and coordinate responses for state-wide matters initiated by ANZAC House through the new District Presidents' Council (DPC).

## OBJECTIVES

Under Priority **Initiative 5.11** of the RSL NSW Strategic Plan 2021 -2026, RSL NSW Districts are to be rationalised on a sustainability and efficacy basis, with an outcome (**success measure 5m**) of reducing from 23 to ten Districts by 2022. Also, under **Initiative 5.9**, each new District is to be resourced with a Full-Time employee to support the executives of the District and respective sub-Branches in that District.

A pilot program under initiative 5.11 and 5.9 is to be installed concurrently with the review period, where two nominated districts are merged with a structure that is both meaningful and respectful of the current district presidents of those district councils.

A full-time employee (District Coordinated) is to be engaged by RSL NSW to fill the support role. The pilot program will be managed/monitored through the State Secretary's office with monthly update reporting back to the Committee.

Through a Steering Committee comprised of two Directors, two representatives from the DPC and an independent Chair, the CEO is to conduct a detailed process to meet the Strategic Plan's objective(s). The CEO is directed by this Terms of Reference.

The Objective is to be met in three Phases:

Phase 1. Preparation, including approval of Principles and Project Plan

Phase 2. Consultation, Preparation of Options and Recommendation to the Steering Committee

Phase 3. Implementation

## MEMBERSHIP

The Steering Committee will consist of:

- Chair (Independent)
- RSL NSW Board Representative
- RSL NSW Board Representative
- DPC Representative
- DPC Representative
- Jon Black – RSL NSW CEO

## CONDUCT

Each Phase is to be conducted consecutively. The Steering Committee is to approve transition to subsequent Phases.

Phase 1 is to include Principles upon which options will be assessed. The Principles are to consider the purpose and vision of RSL NSW as provided in the Strategic Plan 2021-2026. The outcome of this Phase is a detailed Project Plan, approved by the Steering Committee.

Phase 2 is to prepare options for achieving the objectives and make a recommendation to the Steering Committee.

Phase 3 is the implementation of the approved option. Phase 3 is to be oversighted by the RSL NSW Board.

## SCHEDULE

Phase 1. Complete by 8 October 2021

Phase 2. Complete by 30 March 2022

Phase 3. Complete by 30 Dec 2022

## BUDGET

Cost for the project is to be borne by ANZAC House. Total expenditure is not to exceed \$5000, and expenditure is to be recorded against a distinct cost code.

## EXERCISE OF POWERS

The Steering Committee must exercise the powers delegated to it in accordance with any directions, strategies, objectives, or policies of RSL NSW.

Recommendations of the Steering Committee, where the Committee has no delegated power, will not be binding on the RSL NSW Board unless the recommendations are approved by the RSL NSW Board.

## POWERS OF THE COMMITTEE

### **Access to management**

The Steering Committee, in performing its functions, may:

- through the Chair request any employee of RSL NSW to attend a meeting of the Committee;
- to the extent permitted by law, access any document, report, material, or information in the possession of an employee or external adviser of RSL NSW; and
- have access to senior management of RSL NSW with the approval of the Chair and CEO.

### **Access to independent advice**

The Steering Committee may obtain reasonable independent professional advice to assist it in the proper exercise of its powers and responsibilities.

### **Reimbursement of reasonable expense**

Any reasonable travel, accommodation or out of pocket expenses incurred by Steering Committee members in attending Committee meetings shall be met in accordance with any relevant travel policy.

## MEETINGS

### **Holding of meetings**

The Steering Committee will meet as required. Meetings may be face-to-face, or via telephone or video conference as considered appropriate by the Steering Committee Chair.

A member of the Steering Committee may request the Chair to convene a meeting of the Committee. The CEO will be responsible for organising any unscheduled meeting if requested to do so by a Steering Committee Chair.

### **Quorum**

At least fifty percent plus one of the members of the Steering Committee, present in person or by using any technology, will constitute a quorum.

### **Attendance at meetings**

Representatives of external advisors or any other person may be asked to attend all meetings by invitation.

### **Committee papers**

Unless directed by the Steering Committee Chair, the Steering Committee Secretary (appointed by the Committee at its first meeting) will distribute in advance of a meeting of the Steering Committee an agenda and any related papers to the Committee Members, with a copy to the CEO.

### **Committee minutes**

The Steering Committee Secretary will prepare minutes of meetings and have them approved by the Steering Committee Chair. Minutes of meetings will be submitted to the next meeting of the Steering Committee.

Minutes approved by the Steering Committee and signed by the Steering Committee Chair will be conclusive evidence of the matters recorded in those minutes.

## COMMITTEE REVIEW

The Steering Committee will review its Terms of Reference and performance and that of its members from time to time and report to RSL NSW on the results of this review.

## REPORTING TO RSL NSW

The CEO is to report to the Steering Committee for Phases 1 and 2, and to the Board for Phase 3. Progress reports are to be provided monthly to the Steering Committee and are to be made available to all members via the sub-Branch Portal and/or RSL NSW website.

## ANNEXURES

Annexure A Terms of Reference for the Pilot District Coordinator Project