



Australian Institute of **Project Management**

Chapter Council Protocols

DOCUMENT CONTROL

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Version 6.0 December 2017 Board reviewed and approved

CHAPTER COUNCIL PROTOCOL

(Approved by the Board on 6 August 2016.)

These Protocols are intended to be a guide for Chapter Councillors (Councillors) and Chapter Councils (Councils) as to their role and responsibilities whilst serving on Councils.

Role

Councillors participate as members of a Council in accordance with AIPM Constitution and the Chapter Council Charter.

A Councillor's role is not in the nature of a director on either a board or a board of a subsidiary, but rather is advisory only.

Councillors should carry out their duties in accordance with all applicable legal standards and with business standards of good corporate governance.

Confidentiality

All non-public information obtained by Councillors arising out of their appointment is confidential to AIPM and should not be disclosed to third parties or used for any purpose other than the purposes of their appointment (either during or following cessation) without prior written approval from the President of the Council or as required by law.

Disclosure of Conflicts and other interests

We accept that Councillors may have business interests other than AIPM. However, Councillors are required to notify the Council of any material personal interest they have in a matter that relates to AIPM affairs and if appropriate exclude themselves from any discussion of or activity in relation to that matter.

Disclosure of interests is a continuing obligation. If a Councillor's circumstances change, and a Councillor acquires any office, property or interest which may conflict with their office as a Councillor or AIPM's interests, Councillors must disclose the nature and extent of the interest (and the relation of the interest to AIPM affairs) as soon as possible. This should be done in writing.

Chapter Management

Council should provide advice to Chapter Staff but should not be seen as an alternative management structure.

Council Concerns

Chapter Councils consist of experienced people who are well positioned to observe the conduct of the Institute's affairs. A Councillor may become concerned about some aspect of the way AIPM is being managed, including the performance of Chapter Staff. Such matters are the responsibility of management rather than the Councils.

With this background, the principle that should be followed is that if a Councillor feels that a matter ought to be raised, he or she should bring it to the attention first of the Chief Executive Officer. If management does not deal with it satisfactorily, the President is of course entitled to bring the matter up with the Deputy Chair of the Board to resolve or include on the next Board agenda.

CHAPTER COUNCIL PROTOCOL

Information provided to Chapter Councillors

Councillors are not entitled as a right to have specific information or material provided to them or included in Council Agenda papers.

Chapter staff are entitled to decline such a request by a Councillor. If the Councillor wishes to pursue the request, the Chapter staff should escalate the issue to the Chief Executive Officer.

After each Chapter Council meeting Councillors are asked to

1. Return Chapter Council Agenda papers to the Chapter staff where they have been provided in paper form; and
2. Permanently delete Agenda papers (and any copies or backup) where they have been provided in electronic form.

If a Councillor wishes to retain any part of an Agenda paper or other material provided to them in paper or electronic form, the issue should be discussed with the Executive Officer who may authorise such retention.

When Councillors cease their role, they are to immediately return to AIPM all property and any material and documents relating to AIPM and permanently delete any electronic copies.

Chapter Led Initiatives

From time to time, a Chapter Council may wish to initiate some activity that is currently outside the business plan or budget or likely to involve financial cost or risk.

Innovation is to be encouraged, but Councillors are asked to signal, as early as possible what they have in mind or perhaps an idea a Council or an advisory committee has suggested. Consultation may be needed with other parties, be they other Chapters or staff in National functions.

A business case should be prepared setting out the purpose of the proposal, its value to AIPM and/or its members, its costs and consequences for the organisation (e.g. a new responsibility for someone).

The business case can then be assessed and evaluated in the normal manner and if appropriate included within the strategic and budgetary cycle of the organisation or escalated to the AIPM Management Team or Board where appropriate.

The Chapter Congress will provide another forum where these initiatives can be mutually discussed and overall support gauged.