



**Australasian**  
Association of  
**Philosophy**  
aap.org.au

## **EXECUTIVE COMMITTEE CHARTER**

### **PURPOSE OF CHARTER**

The Executive Committee Charter sets out the role, composition and responsibilities of the Executive Team. The Executive Committee is a committee of the Board. The conduct of the Board is governed by the Constitution and its role and responsibilities are set out in the Board Charter. This charter supplements but does not dilute or replace either the Constitution or the Board Charter.

### **PURPOSE OF THE EXECUTIVE COMMITTEE**

The Executive Committee's role is to manage and administer the day-to-day operations of the AAP, primarily by facilitating the work of the Operating Committees to ensure the AAP achieves its primary object of the promotion and support of philosophy in Australasia. It determines matters, or makes recommendations to the Chief Executive Officer (CEO) and to the Board, regarding the direction and operations of the AAP. Individually and as a committee, they lead, direct, coordinate and control the operations and performance and manage the Association in accordance with the policies, strategy and plans approved by the Board.

### **Relationship between the Board and the Executive**

The relationship between the Executive and the Board is a partnership that is crucial to the Association's long-term success.

The Board gives direction and exercises judgement in setting the Association's objectives and overseeing their implementation. The CEO, together with the other members of the Executive Team, is responsible to the Board for the day-to-day management of the Association and advancing its strategic direction. The CEO must report to the Board in a timely manner on all relevant operational matters and any other matter that is likely to be considered material.

### **RESPONSIBILITIES OF THE EXECUTIVE COMMITTEE**

The principal responsibilities of the Executive Committee include:

- Making decisions, or recommendations, regarding AAP's involvement in relevant work programs and initiatives that facilitate the promotion and support of philosophy in Australasia;
- Making decisions, or recommendations, regarding the organisational structure. This includes both employed staff as well as the nature and structure of Operating Committees and Working Parties;
- Serving as a sounding board for Operating Committees and Working Parties on emerging issues, problems and initiatives;
- Openly discussing all matters that may affect the operations of AAP, its reputation and make decisions in the best interest of the Association;
- Managing Relationships with other Organisations, including:
  - o Maintaining relationships with international Philosophical Associations (e.g. AAP, BPA, FISP);
  - o Maintaining relationships with national Philosophical Associations (e.g. ASCP);
  - o Maintaining relationships with other relevant organisations (e.g. FAPSA); and
  - o Building relationships with government and corporate sector.
- Developing, reviewing, endorsing and recommending to the Board for approval, the:
  - o Strategic Plan; and
  - o Annual Operating Plan and budget.
- Developing, reviewing, endorsing and recommending policies and procedures to enable the effective and efficient running of the Association, including:
  - o Financial strategies to ensure the financial sustainability of AAP through effective use of resources;
  - o Changes to the Delegations and Authorities Framework; and
  - o Processes to systematically identify and manage strategic and operational risks and opportunities.
- Providing a forum for the communication of directions and queries from the Board or any committee of the Board;
- Reporting performance in an accurate and transparent manner and ensure processes support the accountability of AAP; and
- Promote and endorse AAP's Values in all aspects that affect operations.

## **COMPOSITION OF THE EXECUTIVE COMMITTEE**

The Executive Committee will comprise of the Chief Executive Officer (CEO), the Executive Officer (EO), Treasurer, Executive Secretary and Regional Executive Directors for each Executive Region other than Australia.

Note: There are currently two Executive Regions in the AAP: Australia and New Zealand. It is foreshadowed that Singapore will become an Executive Region.

## **Appointments to the Executive Committee:**

As per the Board Charter, the CEO and the Treasurer are Directors and hence are elected members of the Board. The Executive Secretary and the Regional Director(s) are elected at the Annual General Meeting. In the normal course of events, a Regional Director would be elected by the relevant regional organisation e.g. at the NZAP AGM, and subsequently elected to Executive Committee at the AAP AGM.

The Executive Officer is a paid position of the Association and has responsibilities outside their role on the Executive. They are recruited and selected by the Executive Team.

## **Responsibilities of Executive Team Members**

*As per the Board Charter, responsibilities of the Chief Executive Officer (CEO) include:*

- Overseeing the operations of the Association;
- Implementing plans;
- Deciding or guiding courses of action in operations by staff and committees;
- Formulating policies and planning recommendations to the Board;
- Supporting the operations and administration of the Board by advising and informing Board members;
- Acting as an interface between the Board, staff and committees;
- Assuring the organization and its mission and programs are consistently presented in strong, positive terms to relevant stakeholders;
- Effectively managing the human resources, including committee members, according to authorized policies and procedures that fully conform to current laws and regulations; and
- Serving as Chair of the Executive Committee.

*As per the Board Charter, responsibilities of the Treasurer include:*

- Overseeing the management and reporting of the Association's finances as well as informing the Board of key financial events or concerns;
- Overseeing financial transactions; knowing any outstanding bills or debts owed, and who has access to the association's funds;
- Developing the annual budget as well as comparing actual revenues and expenses incurred against the budget;
- Managing bank accounts;
- Developing systems for managing cash flow;
- Investing excess funds wisely;
- Overseeing the development and observation of the organization's financial policies; and
- Serving as chair of the finance committee.

*Responsibilities of the Executive Secretary*

- Keeping and presenting the minutes of Executive Committee meetings and the AGM;
- Working with the Executive Officer and the CEO on the preparation of the agenda for Executive Committee meetings and with the Executive Officer, the CEO and the Chair of the Board on the preparation of the agenda for the AGM;

- Working with the Executive Officer on the handling of any non-routine enquiries from members and others;
- Drafting submissions and where appropriate liaising with committees in drafting of the submissions;
- Writing correspondence to various bodies as may from time to time be requested by the Executive Committee; and
- Assisting the Executive Officer on any other general matters as may arise.

Note: This is not the same role as the Company Secretary.

#### *Responsibilities of the Regional Directors*

- Acting as a liaison between the Executive, Operating Committees and the Region;
- Reporting on matters concerning their Region and philosophy and philosophers in their Region, on a quarterly basis to Executive Committee meetings; and
- Reporting to Regional members on relevant Executive matters.
- Providing the Executive Officer with appropriate information and documentation on Regional concerns and activities; and
- Liaising with the Executive Officer to keep the Regional web page up-to-date.

#### *Responsibilities of the Executive Officer*

This is a paid position. See the Position Description for further details.

## **OPERATING COMMITTEES**

The Executive may from time to time establish standing and ad hoc Operating Committees to assist it in carrying out its responsibilities. Each Operating committee should have a Terms of Reference setting out its role, composition, powers, responsibilities and any other relevant matters.

### **Operating Committee Administration**

Convenor: Each Operating Committee should have a Convenor who serves as the Committee Chair. Where possible, members should be given the opportunity to elect each Operating Committee Convenor at the AGM; casual vacancies should be filled by the Executive Committee.

Committee powers: Any decision-making power delegated to an Operating Committee must be specified by the Executive and be within the delegations levels given to the Executive by the Board.

Reporting to the Executive: Each Operating Committee should report to the Executive at least quarterly on all matters relevant to the discharge by the Committee of its role and responsibilities during the period covered by the report. In addition, each Committee should report to the Executive on specific issues as and when required under its charter. See Schedule A for a list of Operating Committees.

Additionally, the Finance Committee, which is a board committee chaired by the Treasurer, should provide written reports to Executive Committee meetings.

## **EXECUTIVE COMMITTEE MEETINGS**

### **Executive Committee Calendar**

The Executive should meet somewhere between six and twelve times a year. Except for the July meetings, typically all meetings will be virtual. Urgent decisions, where it is not practical to convene a meeting, may be made by resolution circulated in writing.

Wherever possible, members should aim to attend and participate in person at least once a year, specifically at the Executive meeting scheduled in conjunction with the Association's annual conference and AGM.

On the day of the AGM, there should be a Convention attended (at least) by the Executive Team and the Operating Committee Convenors.

Additional time should also be allocated each year for reviewing AAP's strategy in conjunction with the Board, again scheduled in conjunction with the Annual Conference and AGM.

### **Executive Team Papers**

Papers need to be provided in advance

- Executive and Committee papers should be provided to Executive Team members sufficiently far in advance of scheduled meetings to permit adequate preparation.
- Agendas should be settled by the CEO in conjunction with the Executive Secretary and the EO and should allow for a discussion period.

Minutes of meetings should be maintained. It is not necessary for them to be made generally accessible to members.

The Executive Committee may extend an invitation to Operating Committee Convenors, or other members to talk to specific issues

### **Conflicts**

An Executive team member must not take improper advantage of their position as a member of the Executive. A member must inform the Executive or the CEO as soon as they are aware of any conflict or potential conflict of interest which they may have in relation to any particular item of business. Unless decided otherwise by the other members of the Executive, the member should be absent from discussion and decision on that matter. All conflicts of interest should be recorded in the minutes of the meeting.

## **EXECUTIVE COMMITTEE PERFORMANCE**

### **Performance evaluation**

The Executive Committee will undertake an annual performance evaluation that:

- Reviews the performance of the Executive Committee against the requirements of this Charter;
- Reviews the performance of the Operating Committees against the requirements of their respective Terms of References; and
- Looks for opportunities for continuous improvement.

### **Briefing new members**

On appointment to the Executive, members should be informed in writing what is expected of them as regards committing time, being a member of other Board or Operating Committees and participating in activities, and should be given a briefing pack of materials setting out the Association's activities, financial position and forward plans.

## **SCHEDULE A: LIST OF OPERATING COMMITTEES**

These are the current Operating Committees:

- Presidential (convened by the President)
- Higher Education
- Status of Women in the Philosophy Profession
- Diversity
- Philosophy in the Community
- Media
- AAP Conferences
- Australasian Journal of Philosophy
- Australasian Philosophical Review
- Postgraduate
- Undergraduate
- New Zealand (convened by the NZ Representative)
- Singapore (convened by the Singapore Representative)
- 2023