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# **Standards Australia Limited**

## Standards Development and Accreditation Committee Charter

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**Date** 25 August 2022

Approved and adopted by the Board on 25/08/2022

A handwritten signature in black ink, appearing to read 'A. Street', is located at the bottom right of the page.

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# STANDARDS AUSTRALIA LIMITED

## STANDARDS DEVELOPMENT AND ACCREDITATION COMMITTEE CHARTER

### 1. Adoption of Charter

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This Standards Development and Accreditation Committee Charter (**Charter**) will commence on the date that the Directors resolve to adopt it as a By-Law of the Company in accordance with the Constitution (**Constitution**) of Standards Australia Limited (**Company**).

### 2. Defined Terms

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Terms defined in the Constitution will have the same meaning in this Charter.

In addition:

**Commonwealth MoU** means the Memorandum of Understanding between the Commonwealth of Australia, as represented by the Department of Industry and the Company dated 13 November 2018 (as amended or replaced from time to time).

**IEC** means the International Electrotechnical Commission.

**ISO** means the International Organization for Standardization.

**Management** means the Company's management, including but not limited to the Chief Executive Officer and Executive team.

**Member** means a Member of the Company under the Constitution.

**PMG** means the Company's Production Management Group.

**SDAC** means the Standards Development and Accreditation Committee.

**SDO** means a Standards Development Organisation.

**Standardisation Guides** means the documents setting out the policies and processes for the development of standards and other technical documents by Standards Australia, as published on the Standards Australia website from time to time.

### 3. Objectives and Role

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3.1 The primary objectives of SDAC are:

- (a) to assist the Board in fulfilling its responsibilities as Australia's peak national standards body and in the development of Australian Standards, which include joint Australian / New Zealand Standards, and related documents; and

- (b) to perform the duties and responsibilities in accordance with the role and powers delegated by the Board in relation to the accreditation of SDOs to develop and maintain Australian Standards.

3.2 The primary role of SDAC is to assist the Board to:

- (a) exercise oversight of the Company's processes, policies and procedures as a developer of Australian Standards and related documents;
- (b) provide process governance for the development of Australian Standards by the Company, and as agreed on a case by case basis for other accredited SDOs as required, and to ensure compliance with appropriate processes for the development of Australian Standards;
- (c) provide process dispute resolution within the Company as a developer of Australian Standards and related documents and endorse the engagement of independent expert advice on technical matters under dispute; and
- (d) pursuant to the role and powers delegated by the Board, to:
  - (i) accredit organisations to develop Australian Standards of credibility and integrity for the net benefit of the Australian community in accordance with the rules and guidelines in force from time to time; and
  - (ii) oversee and monitor the promotion of accreditation as an option for development of Australian Standards.

## 4. Duties and Responsibilities

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### 4.1 Policies and Procedures of Standards Australia

SDAC is responsible for approving any changes to the Standardisation Guides affecting fundamental standardisation principles or policies such as the balance of committee representation, the public consultation process and the consensus rules.

### 4.2 SDO Accreditation Function

SDAC will:

- (a) review recommendations from Management about the accreditation (or, where appropriate, decline the accreditation) of organisations as SDOs in Australia in relation to the development, approval, publication and maintenance of Australian Standard® brand standards;
- (b) review recommendations from Management about the withdrawal of any accreditation granted under **clause 4.2(a)** above;
- (c) review the recommendations from Management about policies, rules, regulations and guidelines in relation to accreditation, including requirements for accredited SDOs to develop Australian Standard® brand standards;
- (d) review the results of audits of accredited SDOs to ensure compliance with all policies, rules, regulations and guidelines of accreditation;

- (e) provide a dispute resolution procedure in relation to standards development for accredited SDOs; and
- (f) where appropriate, establish sub-committees to assist in fulfilling accreditation roles and responsibilities, including terms of reference for any such committees.

#### **4.3 Standards Development Project Portfolio**

SDAC will:

- (a) review the recommendations from Management about the Company's standards development programs of work;
- (b) provide a point of arbitration where no satisfactory solution can be found within the Standardisation Guides or other issues escalated by the PMG;
- (c) jointly convene and/or appoint an independent group or expert in the field to review technical concerns and/or disputes and provide recommendations for how such technical concerns and/or disputes may be suitably resolved in accordance with **clause 18**;
- (d) provide appropriate process approval for Australian Standards developed by other accredited SDOs upon request where that SDO does not have sufficient infrastructure to provide a separate process review function; and
- (e) review requests for inclusion of a specific conformity assessment regime or scheme in a product Standard, and where appropriate provide approval.

#### **4.4 Other Oversight**

SDAC will:

- (a) monitor reports about industry and standards related issues from the Company's stakeholder liaison structures;
- (b) assist the Board in overseeing the Company's role as Australia's peak Standards development organisation and monitor progress against the key performance indicators set out in the Commonwealth MoU;
- (c) receive reports from PMG on standards development activities including targets, project selection and resourcing.

#### **4.5 Other**

- (a) SDAC will consider any other matters requested by the Board.

## **5. Appeals Process**

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The Board will act as the final arbiter of appeals from decisions made by SDAC in respect of its accreditation, project selection and approval functions.

## 6. Composition of SDAC

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6.1 SDAC shall comprise:

- (a) at least 2 Directors (**Director Positions**);
- (b) two persons elected by the Members in accordance with the Company's Election and Ballot By-Laws (as amended or replaced from time to time) with substantial and relevant skills, knowledge and experience in standards development and Australian industry and economic activity;
- (c) one representative of the Commonwealth as an *ex officio* member in accordance with the Commonwealth MoU;
- (d) one person appointed by the Board (on a skills basis);
- (e) one person appointed by the Board, with substantial and relevant skills, knowledge and experience in standards development and Australian consumer policy;
- (f) one person appointed by the Board, with substantial and relevant skills, knowledge and experience in standards development and Australian state and territory regulation; and
- (g) one Young Leaders Program alumnus appointed by the Board.

6.2 All SDAC members must agree to represent and act in the best interests of all of the Members and the Company.

## 7. Term of Office

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### 7.1 Elected SDAC Members

- (a) SDAC members elected by the Members (**Elected SDAC members**) will have an initial term of 3 years.
- (b) At the end of their initial term, the Members may vote to extend the term of an Elected SDAC member for no more than 2 further terms of 3 years each.

### 7.2 Appointed SDAC Members

- (a) SDAC members appointed by the Board (**Appointed SDAC members**) will have an initial term of 3 years.
- (b) At the end of the initial term, the Board may extend the term of an Appointed SDAC member for no more than 2 further terms of 3 years each.

*Note: The Company's People, Governance & Risk Committee will, from time to time, call for expressions of interest for appointed SDAC members by sending written notice to each Member.*

## 8. When a Person stops being a member of SDAC

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Without limitation to **clause 7**, a person immediately stops being a member of SDAC if:

- (a) they resign, by writing to the SDAC Secretary;
- (b) they fail to attend 3 consecutive meetings of SDAC without permission of the SDAC Chair;
- (c) in the case of an SDAC member who is a Director, they cease to be a Director; or
- (d) they are removed as a member of the SDAC Committee in accordance with **clause 20**.

## 9. Casual Vacancies

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9.1 For the purposes of this **clause 9**, **casual vacancy** means a vacancy on SDAC for any reason.

9.2 If the casual vacancy is for:

- (a) an Elected SDAC member, the Board will appoint another person to fill that vacancy and that person must resign on the date that the Members next vote to elect a person as an Elected SDAC member.
- (b) an Appointed SDAC member, the Board will appoint another person to fill that vacancy for the remainder of the original Appointed SDAC member's term.

## 10. SDAC Chair

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10.1 The Board shall appoint one of the persons appointed to a Director Position pursuant to **clause 6.1(a)** to be the SDAC Chair from time to time.

10.2 If available, the SDAC Chair shall preside at all meetings of SDAC.

10.3 If an SDAC meeting is held and the SDAC Chair is not present within 15 minutes after the time appointed for the holding of the meeting or, if present, does not wish to chair the meeting, then the other SDAC members present must elect one of their number to be Chair of the meeting.

10.4 The rulings of the SDAC Chair (or any other person chairing a meeting) on all matters relating to the order of business, procedure and conduct of the meeting shall be final and no motion of dissent from such rulings shall be accepted.

10.5 The SDAC Chair shall report regularly to the Board on all significant matters considered by SDAC.



## **11. SDAC Secretary**

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- 11.1 The Chief Executive Officer shall appoint an SDAC Secretary (who will not be a member of SDAC).
- 11.2 The SDAC Secretary will:
- (a) prepare and circulate the agenda and meeting papers for all SDAC meetings;
  - (b) attend all meetings of SDAC;
  - (c) take accurate minutes of all SDAC meetings;
  - (d) circulate the minutes to SDAC members and the Board and retain a permanent Minute Book of all signed minutes; and
  - (e) in conjunction with the Chief Executive Officer, carry out any instructions of SDAC in order to give practical effect to any recommendations from SDAC which have been approved by the Board.

## **12. Reporting Procedures**

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- 12.1 The SDAC Chair shall report regularly to the Board on all significant matters considered by the Committee and report annually to Members.
- 12.2 The SDAC Secretary shall prepare a statement describing the responsibilities and activities of the Committee for inclusion in the Company's Annual Report.

## **13. Meetings**

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- 13.1 A meeting quorum shall be 50% of the number of current SDAC members, rounded up to the nearest full number in the event of a fraction.
- 13.2 Questions arising at any meeting shall be determined by a majority of votes of the Committee Members present, and in the case of an equality of votes the SDAC Chair shall have a second or casting vote.
- 13.3 Meetings shall, unless varied by the Board, be held not less than four times each calendar year.
- 13.4 All Committee meetings shall include "Disclosure of Interests" as a standing agenda item providing each Committee Member the opportunity to formally disclose any actual, potential or perceived conflicts of interest.
- 13.5 The Chair of the Board (or his or her nominee) and the Chief Executive officer (or his or her nominee), shall attend Committee meetings as Observers.

## 14. Attendance at Meetings by Non-SDAC Members

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- 14.1 The SDAC Chair may, at his or her sole discretion, invite any person or organisation with a direct interest in any matter to be considered by SDAC at any SDAC meeting to:
- (a) make a written submission to SDAC addressing the matter for consideration; and
  - (b) attend the relevant SDAC meeting to present their submission to SDAC and answer any questions SDAC may have regarding the matter.
- 14.2 The SDAC Secretary will provide a minute of any resolutions made by SDAC at an SDAC meeting to any person or organisation who is invited to provide a submission for consideration at and/or attend such meeting in accordance with **clause 13.1**.

## 15. Using Technology to Hold SDAC Committee Meetings

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- 15.1 The SDAC members may hold SDAC meetings by using any technology (such as video or teleconferencing) that is agreed to by all of the SDAC members.
- 15.2 The SDAC members' agreement may be a standing one.
- 15.3 An SDAC member may only withdraw their consent within a reasonable period before the meeting.

## 16. Disclosure of Interests

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SDAC members must:

- (a) disclose to the SDAC Secretary all actual, potential or perceived interests and any changes to those interests as they arise; and
- (b) manage or remove potential, perceived or actual conflicts of interest, including by abstaining from voting on relevant issues as appropriate.

## 17. Confidentiality and Use of Information

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SDAC members must:

- (a) treat any information obtained as a member of SDAC or labelled Committee-in-Confidence as confidential information;
- (b) keep any confidential information confidential and refrain from disclosing, publishing or communicating any confidential information except as authorised by the Committee or as required by law; and
- (c) refrain from using any information obtained as a member of SDAC for the benefit of that SDAC member or any person connected to that SDAC member.

## 18. Self-evaluation

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- (a) As soon as practicable after the end of each Financial Year, the SDAC shall undertake a self-evaluation of its performance during that Financial Year and report to the Board in writing in respect of its findings.

## 19. Authority

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The Committee is authorised by the Board to:

- (a) approve any changes to the Standardisation Guides affecting fundamental standardisation principles or policies such as the balance of committee representation, the public consultation process and the consensus rules;
- (b) delegate authority for editorial and procedural changes to the Standardisation Guides to the Chief Executive Officer (or nominee);
- (c) approve any substantive changes to guidelines, policies and procedures in relation to the accreditation of SDOs and requirements for accredited SDOs in developing standards;
- (d) delegate authority for editorial and procedural changes to guidelines, policies and procedures for the accreditation of SDOs and requirements for accredited SDOs in developing standards to the Chief Executive Officer (or his or her nominee);
- (e) approve the publication of Australian Standards by or on behalf of the Company, with authority to further delegate that approval. Specifically, the Chief Executive Officer (or nominee) is authorised to grant process approval prior to publication of an Australian Standard developed by the Company;
- (f) where required, approve the publication of Australian Standards developed by other SDOs, in accordance with that SDO's approved processes for Standards development and any requirements for such approvals imposed by SDAC's accreditation policies and procedures;
- (g) approve requests for inclusion of a specific conformity assessment regime or scheme in a product Standard in accordance with the Company's Standardisation Guide 6 (as varied or replaced from time to time);
- (h) approve changes to the PMG Charter; and
- (i) exercise the role and powers of the Board in relation to the accreditation of SDOs to develop and maintain Australian Standards.

## 20. Technical Disputes

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- 20.1 In the event that SDAC is required to make a decision in relation to a technical dispute in relation to a proposed Standards Australia publication (**Technical Dispute**), the SDAC Chair may request that an independent technical expert or a panel of experts (**Technical Expert(s)**) be retained for the purposes of providing technical guidance to SDAC.

- 20.2 The Technical Expert(s) will be engaged for the purpose of providing SDAC with advice and assistance only and the decision-making authority in relation to any Technical Dispute will at all times remain with SDAC.
- 20.3 In considering a Technical Dispute, the SDAC Chair and/or the Technical Experts may have regard to the dispute resolution process set out in the Standardisation Guides, namely *SG-008: Committee Dispute Avoidance and Resolution* (as amended or replaced from time to time).
- 20.4 SDAC may, at its sole discretion, invite any person or organisation involved in a Technical Dispute to:
- (a) make a written submission to SDAC in relation to the Technical Dispute; and/or
  - (b) attend the relevant SDAC meeting to present its submission before SDAC and answer any questions SDAC or any SDAC member may have regarding the Technical Dispute.
- 20.5 The SDAC Secretary will provide a minute of any resolutions made by SDAC in relation to a Technical Dispute to each person or organisation involved in the Technical Dispute.

## 21. Dispute Resolution

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- 21.1 The dispute resolution procedure in this clause applies to disputes (disagreements) under this Charter between an SDAC member and:
- (a) one or more SDAC members; or
  - (b) the Company,
- which arise under this Charter or otherwise in relation to the activities of SDAC.
- 21.2 An SDAC member must not start a dispute resolution procedure in relation to a matter which is the subject of a disciplinary procedure under **clause 20** until the disciplinary procedure is completed.
- 21.3 Those involved in the dispute must try to resolve it between themselves within 14 days of knowing about it.
- 21.4 If those involved in the dispute do not resolve it under **clause 19.3**, they must within 10 days:
- (a) tell the SDAC Chair about the dispute in writing;
  - (b) agree or request that a mediator be appointed; and
  - (c) attempt in good faith to settle the dispute by mediation.
- 21.5 The mediator must:
- (a) be chosen by agreement of those involved; or

- (b) where those involved do not agree, by a person chosen by the SDAC Chair (or if the SDAC Chair is a party to the dispute, by the Chief Executive Officer).
- 21.6 A mediator chosen by the SDAC Chair (or the Chief Executive Officer) under **clause 19.5**:
- (a) may be a Member Representative or former Member Representative of the Company;
  - (b) must not have a personal interest in the dispute; and
  - (c) must not be biased towards or against anyone involved in the dispute.
- 21.7 When conducting the mediation, the mediator must:
- (a) allow those involved a reasonable chance to be heard;
  - (b) allow those involved a reasonable chance to review any written statements;
  - (c) ensure that those involved are given natural justice; and
  - (d) not make a decision on the dispute.

## 22. Disciplinary Procedures

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- 22.1 In accordance with this clause, the Board may resolve to remove an SDAC member from SDAC if the Board:
- (a) receive 3 or more complaints in respect of the SDAC member;
  - (b) consider that the SDAC member has failed to comply with this Charter; or
  - (c) consider that the SDAC member's behaviour is unbecoming and/or is causing, has caused, or is likely to cause harm to SDAC and/or the Company.
- 22.2 For the avoidance of doubt, conduct will be considered to be unbecoming if it:
- (a) causes a majority of SDAC and/or the Board to think less of the SDAC member's integrity; or
  - (b) brings SDAC or the Company into disrepute; or
  - (c) breaches any of the Company's codes of conduct.
- 22.3 The SDAC Secretary must notify the SDAC member in writing:
- (a) that the Board is considering a resolution to remove the SDAC member from SDAC;
  - (b) what the SDAC member is said to have done or not done;
  - (c) that the SDAC member may provide an explanation to the Board, and details of how to do so.

- 22.4 Before the Board pass any resolution under **clause 20.1**, the SDAC member must be given a chance to explain or defend themselves by sending the Board a written explanation.
- 22.5 After considering any explanation under **clause 20.4**, the Directors may:
- (a) take no further action;
  - (b) warn the SDAC member; or
  - (c) remove the SDAC member from SDAC.
- 22.6 The SDAC Secretary must give written notice to the SDAC member of the decision under **clause 20.5** as soon as possible.
- 22.7 Disciplinary procedures must be completed as soon as reasonably practical.
- 22.8 There will be no liability for any loss or injury suffered by the SDAC member as a result of any decision made in good faith under this clause.

### **23. No Right of Appeal**

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An SDAC member will not have a right to appeal against their removal from SDAC.

### **24. Review of Charter**

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The Committee will review and update the Committee's Charter at least every two years, for approval by the Board.