

## Irrigation Australia Certification Board - Terms of Reference

### 1. Terms of Reference

#### 1.1 Purpose

The function of the Certification Board is to provide governance of and a quality assurance process for the Irrigation Australia's Certification program.

#### 1.2 Function

To fulfil this purpose, the Certification Board will, with determination by the Irrigation Australia Board:

- (a) Establish, periodically review and manage processes related to:
  - a Code of Conduct for all Irrigation Australia Certification holders;
  - establishing the criteria for new entrants to the Certification Program;
  - Certification of Continuing Professional Development requirements for all Irrigation Australia's Certifications;
  - A disputes resolution process to resolve disputes between Certified Irrigation Professionals and clients, including communications to each party involved in a dispute;
  - A disciplinary process, to enable a systematic, consistent and formalised response to breaches of the Code of Conduct by Irrigation Australia Certification holders – and where the disputes process enables a right of appeal to the Irrigation Australia Board;
  - Peer review or audit of Certification holders; and
  - Auditing of Irrigation Australia processes for issuing, recording and promoting Certifications.
- (b) Developing and implementing any other policy, procedure and systems that may be necessary to ensure and protect the integrity of the Irrigation Australia's Certification framework, and individual Irrigation Australia's Certification holders.
- (c) Consider and endorse, reject or amend recommendations made to it by Irrigation Australia's Professional Development Committee in relation to the Irrigation Australia Certification program.
- (d) Periodic review of the skills and knowledge required for each certification.

### 2. Operation of the Certification Board

#### ***Relationship to Irrigation Australia Limited***

The Certification Board will be accountable directly to the Irrigation Australia Board. The Irrigation Australia Board will have final veto powers over any decisions made by the Irrigation Australia Certification Board. Note: this arrangement will:

- a) ensure separation between Irrigation Australia staff undertaking the day-to-day administration of the Certification program, and the governance arrangements for the Certification program; and
- b) ensure elected Irrigation Australia members (i.e. IAL Board) retain ultimate control through the powers of veto.

Irrigation Australia will nominate a staff member to be the available resource person to the Irrigation Australia Certification Board.

#### ***Certification Board Meetings***

To fulfil the purpose and functions described in the Terms of Reference, the Certification Board will meet at least three times a year, with further meetings arranged on an 'as needs basis'. Meetings can be in person, by teleconference or other suitable means.

Irrigation Australia's National Training, Certification & Marketing Manager will provide secretariat services to the Certification Board, including arranging, scheduling and attending meetings and preparing correspondence etc., but will not be a member of the Certification Board.

In circumstances where a Certification Board member has:

- i. Failed to attend two consecutive Certification Board meetings without apology; or
- ii. Failed to attend three or more meetings in any one calendar year;

then the Irrigation Australia Board may determine to remove that member from the Certification Board and replace them with another member.

### **Outputs from Meetings**

Certification Board meeting minutes must be recorded, made available to Irrigation Australia's CEO and tabled at the next occurring Irrigation Australia Board meeting. The Certification Board Meeting Minutes must include decisions made by the Certification Board, with a record of the rationale behind the decisions.

### **Meeting Costs**

Irrigation Australia will reimburse travel related expenses of Certification Board Members in accordance with Irrigation Australia policy.

## **3. Certification Board Membership**

The Certification Board will be comprised of five members, including:

- i) a representative of the Irrigation Australia Board; and
- ii) Irrigation Australia members with the following skill or skills:
  - a. extensive irrigation design, consulting, management, operation or installation experience; and/or
  - b. certification and/or accreditation programs; and/or
  - c. regulation, compliance, process audit and enforcement experience or skills; and/or
  - d. high level corporate governance experience.

The Certification Board may also appoint, at their discretion, an Irrigation Australia certified member who qualifies as a young professional, that is under the age of 40 years at the time of appointment for a term of up to 24 months and may be reappointed at the end of that term.

Members will be appointed for a minimum two-year period and will vote a Certification Board Chair from amongst the Certification Board membership at the commencement of each two-year tenure. Each year the two longest serving members (excluding the Irrigation Australia Board representative whose term will be determined by the Irrigation Australia Board) will retire by rotation but will be eligible for re-nomination. If more than two members have the same length of service, then the Certification Board will conduct a ballot amongst themselves to determine who should retire by rotation.

The Irrigation Australia Board Representative will be selected by the Irrigation Australia Board and reviewed on an annual basis.

Each year Irrigation Australia will call for nominations for positions on the Certification Board. Nominations must include:

- Completed application form from nominee;
- Bio and/or CV of nominee;
- Responses to the questions included on the application form

All nominations are to be reviewed and accepted by the Irrigation Australia Board prior to the appointment and/or ballot should it be required.

If there are more nominations than vacant positions, then a ballot by Irrigation Australia certified members will be conducted by the Company Secretary and the results advised following the closing date.

## **4. Review of Terms of Reference**

- The Certification Board to review the Terms of Reference, biennially or as required.
- The Certification Board to refer any material changes to the Irrigation Australia Board for ratification.