

## Terms of Reference

**1. Title MY CARE SOLUTION GOVERNING BODY**

**2. Purpose**

As the most senior decision makers in an organisation, the governing body has ultimate accountability for the quality and safety of care provided to its clients achieving this effectively requires a robust governance framework appropriate to the provider which addresses:

- the structure of the organisation and governing body
- controls to prevent and manage risks and ensure compliance
- the roles, responsibilities and accountabilities of those making executive decisions
- information circulation
- practices to support decision-making, risk management and compliance.

**Requirements for Membership:**

Under the amended Aged Care Act MCS as an approved provider must ensure that a majority of the members of the governing body are independent non-executive members and at least one member has experience in the provision of clinical care. Independent non-executive means members are not employed by the organisation, not have a material business interest (e.g. as a supplier or shareholder) or other relationships or preferences that may influence them (e.g. care recipient, membership of the organisation if it is a charity, club or faith-based body). This will enable them to bring objective and independent judgement on issues being considered by the governing body.

Membership of the governing body should include individuals with the right combination of skills and experience to appropriately direct the organisation including through their capacity to seek, analyse and challenge information, representation of community diversity, specific qualifications etc.

**Risks and Legislative Compliance:**

As the most senior decision makers in an organisation, the governing body has ultimate accountability for the quality and safety of care provided to consumers. Achieving this effectively requires a robust governance framework appropriate to the provider which addresses:

- the structure of the organisation and governing body
- controls to prevent and manage risks and ensure compliance
- the roles, responsibilities and accountabilities of those making executive decisions
- information circulation
- practices to support decision-making, risk management and compliance.

**Evaluation:**

The governing body to ensure staff members:

- have the appropriate qualifications, skills or experience to deliver the care or other services provided and
- are given opportunities to develop their capability to provide those services.

The requirement applies to all persons employed, hired, retained or contracted directly or in directly by MCS

The Governing Body must:

- consider the advisory bodies' reports and feedback when making decisions relating to the quality of aged care and

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- advise the advisory bodies in writing how it considered and responded to the report or feedback.
- establish and maintain a quality care advisory body with appropriate care provision experience and
- at least annually offer all consumers the opportunity to establish or participate in a consumer advisory body.

### 3. **Scope**

The Governing Body Under section 63-1D(6)(b), must consider reports or feedback from the quality care advisory body when making decisions in relation to the quality of aged care provided through one or more services. The governing body must also advise the quality care advisory body in writing how they have considered the report or feedback. This information should inform decision making around quality issues and areas of improvement. It is expected that the advice received by the governing body from quality care advisory bodies to be meaningfully considered and engaged with.

The governing body should consider the advice as part of broader continuous improvement activities and consider it in parallel with other information, including any feedback from the consumer advisory body and the routine reporting conducted by the provider for the governing body on quality of care.

Under section 63-1D(9) of the Aged Care Act, consumers and their representatives must be offered at least once every 12 months, the opportunity to establish one or more consumer advisory bodies to give the governing body feedback about the quality of aged care provided.

### 4. **Responsibilities**

The Governance Body is responsible for effective governance of the organisation through:

### 5. **Ways of Working**

Decisions will be made by consensus. If a consensus is not reached the Chairperson will negotiate with members until an agreement is reached.

Members of the Governing Body are to not only represent the views of their own individual areas, but are to represent the best interests of MY CARE SOLUTION as a whole.

Governing Body Members behaviour is to be based on the principles of the MY CARE SOLUTION values which are:

- Humour
- Compassion
- Responsiveness
- Humility

**6. Membership:**

Mark McBriarty– Executive Director  
Moti Naral – Chief Executive Officer  
TBA - Financial acumen (expertise)  
TBA - Risk/Client/Consumer Specialist  
TBA Aged Care Industry Expert

Minute Secretary - Wendy Lewis Baida – Quality and Compliance Co-ordinator

**7. Executive Sponsor:**

Not Yet determined

**8. Frequency of Meetings:**

**Every 3 months – Last Thursday of the month**

**9. Quorum:**

5

**10. Minutes:**

The Chair of the Governing Body shall approve the agenda prior to the meeting. Members of the Governance Body will receive the agenda papers, including the minutes of the meeting, at least five days before the meeting.

The Chair will upload the minutes to SharePoint following meeting when the Governing Body has endorsed them.

**11. Reporting Committees:**

Quality Advisory Body  
Client Advisory Body

**12. Evaluation & Performance**

Annual review of the Governing Body's Terms of Reference

*We would like to acknowledge this land that we meet on today is the traditional lands for the Kurna people and that we respect their spiritual relationship with their country. We also acknowledge the Kurna people as the custodians of the greater Adelaide region and that their cultural and heritage beliefs are still as important to the living Kurna people today.*

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Last reviewed: November 2023

Next Due: November 2025

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