Terms of Reference
IT Steering Committee

1. PREFACE

The Information Technology Standing Committee (ITSC) {the Committee} will be a sub-committee of the ACS Management Committee (MC). Its terms of reference are informed by the following International Standards: **ISO/IEC 38500:2015** – 'Information Technology - - Governance of IT for the organisation' (primary), **ISO/IEC 27014:2013(E)** – 'Information Technology – Security techniques – Governance of Information Security' (secondary) and by the ACS Strategy 2022 and beyond.

2. SCOPE AND STRATEGIC INTENT

ACS is committed to **Information Technology** of the Society for the benefit of its members. The commitment is expressed through the adoption of a 'digital first' approach. This approach encompasses a holistic view of the application of ICT to all aspects of ACS activity which will include a focus on People (User Centred Design), Process (Continuous Improvement), Technology (Platform for Growth) and Data (Knowledge and Insights engine).

The scope of the committee shall include both the strategic application of ICT to advancing ACS strategy together with governance of the development, delivery, and operation of ICT for the society and its members. This will include, but not be limited to strategies for Customer Experience, Identity Management, Information Management, Cyber Resilience, Knowledge and Collaboration, Business Intelligence and Analytics and Continuous Delivery and Improvement (CD/CI).

3. PURPOSE

The purpose of this Committee is to assist the MC in fulfilling its responsibilities for ICT and digital enablement. This shall be achieved by:

evaluating the current and future use of ICT in supporting and sustaining the ACS strategy.
directing preparation of plans and policies to ensure ICT meets agreed objectives.
monitoring conformance to policies and performance against plans.
communicating with stakeholders regarding the effectiveness of ICT in supporting and sustaining agreed objectives.
assuring conformance to ICT plans and policies through the commissioning of independent assessments when appropriate.

4. FRAMEWORK FOR ICT GOVERNANCE

The Committee shall apply the five processes described earlier (evaluating, directing, monitoring, communicating, assuring) to six principles of Corporate IT Governance as described below: (note: these six principles are consistent with the ISO/IEC 38500:2015 Standard).

Principle 1: Responsibility

Teams and Individuals within the organisation accept their responsibilities in delivering ICT to meet organisational objectives and have the necessary understanding, skills, and authority to achieve this.

Principle 2: Strategy
The overall organisational strategy takes into account the current and future potential which can be derived from the application of ICT (including an appropriate identification of risk) and the ICT plan satisfies current and future needs of the organisation.

Principle 3: Acquisition
ICT acquisitions support the ICT plan, are accompanied by an appropriate business case, and are supported by a cost/benefit analysis which identifies benefits, costs, opportunities, and risks.

Principle 4: Performance
The delivery of ICT, both operationally and through projects, supports the organisation effectively through the delivery of the appropriate level and quality of ICT services.

Principle 5: Conformance
ICT complies with mandatory legislative and regulatory requirements through clearly defined and enforced policies.

Principle 6: Human Behaviour
The company's ICT Systems support appropriate and efficient workflows with stakeholders effectively engaged in both the design and use of ICT.

Applying the Processes and Principles
In applying these process and principles, the committee shall review ICT plans in the light of both current and future organisational need and the wider changes in the capabilities and delivery of ICT becoming available in the market. This review shall include the processes and policies for ICT in use throughout the ACS.

5. AUTHORITY

The Committee may request any officer or employee, legal counsel, the external auditor or any person with relevant experience or expertise to attend meetings of the Committee or to meet with any members or consultants to the Committee.

The Committee has no other executive powers unless expressly delegated by the MC. The committee may not:
- Alter its Terms of Reference, however it can recommend changes to the Management Committee
- Operate outside the ACS approved budget.
- Enter into any arrangements that legally bind the ACS.

6. MEMBERSHIP AND COMPOSITION

The committee will comprise of the following people:

- A Chair appointed by MC; who may not be the CEO.
- A Vice Chair who is a member of MC, and may not be the CEO.
- Chief Executive Officer (CEO)
- Chief Information Office (CIO)

- Chief Experience Officer
- One member appointed by and from the Audit, Risk and Compliance Committee
- Four members at large who are members of the ACS, members of the Professional Division.

And members, other than staff, between them shall have demonstrated commercial work experience in one of the following areas:
- Data driven design.
- Delivery of large-scale digital transformation projects
- Artificial Intelligence as applies to business.
- UX/CX Design
- Systems Architecture
- IT Management

It is expected that all members (other than staff) will have held a high level of responsibility during their career at SFIA Level 7 and that at least one of them will have held a role as a CIO or equivalent during their career.

All members of the committee must formally declare actual or perceived conflict of interest, and agree to abide by the ACS privacy declaration and other rules of engagement set by MC.

In order to be effective, the committee must be privy to information that would normally be confidential to MC. All members of the committee must agree to abide by ACS confidentiality agreements and any additional confidentiality requirements that may be required by MC.

While experience in platforms that ACS has deployed is a plus, no member of the committee can be an employee or have a conflict or pecuniary interest in any platform ACS engages with.

7. TERMS OF OFFICE

The Chair is appointed by the Management Committee for two years, with the term expiring on the 31st of December in each odd numbered year. The chair and the MC appointees' positions will be considered vacant should they leave Management Committee.

All other members of the committee are appointed by MC for a term of one year expiring on 31 December and may serve for a maximum of six years.

The Chief Executive Officer, Chief Information Officer and the Chief Experience Officer shall be members of the committee by virtue of their positions.

The MC may remove any member of the committee notwithstanding their term.

8. MEETINGS

The Committee shall meet bi-monthly or more frequently if determined by the Chair.

The Chair may invite observers to attend all or part of the meeting. Observers shall have no voting rights.

A quorum of any meeting shall be five members of the Committee including at least one member of MC and at least one of the CEO, CIO, or Chief Experience Officer. In the event that the Chair is unable to attend, the meeting will select one of its members present to fill the role of Chair for that meeting only.

Agenda items, papers, reports and supporting documentation must be forwarded to committee members at least five days prior to each meeting. Any member of the committee is free to propose items for discussion and the agenda for the meeting will be determined by the Chair after considering input from committee members and advice from the National Secretariat.

Draft minutes for the meeting shall be prepared and circulated to members within two weeks of the relevant meeting. The Chair shall formally approve the minutes after majority approval by the committee. Once approved, minutes will be circulated to the committee and to members of MC.

Copies of sensitive documents (in paper and electronic form) retained by the ITSC members and other assisting on their behalf should be appropriately secured to protect the privacy of any personal information and the confidentiality of the business information contained therein.

The Committee may adopt such rules and regulations as it deems appropriate for the conduct of its affairs, provided only that they are not inconsistent with these Terms of Reference or any resolution of the MC.

9. REPORTING

Formal reports will be prepared and submitted to the MC at least quarterly, and the MC will also receive a consolidated annual report. The reports are to table recommendations for endorsement on strategy areas within the documented remit, and report on the progress in achieving agreed outcomes and performance metrics.

The Chair will provide a summary update at each MC meeting.

10. SECRETARIAT

Secretariat support will be provided to the Committee, as follows:

Meeting co-ordination including minute taking and distribution, preparation and dissemination of relevant documents, transport, accommodation, video conferencing, IT support, processing of expense reimbursement, and any other operational aspects of meetings.

Assistance with the operational aspects of preparing Business Case documentation for proposed new programmes, activities, and initiatives in a suitable form for the consideration by Management Committee.

Supply software licenses and any required technical support for the Advisory Board to discharge its duties.

Ensure that appropriate procedures exist for the receipt, retention and treatment of complaints received on ICT controls, and the confidential, anonymous submission by employees of concerns regarding ICT matters. (**Whistle blower protection**)

11. REVIEW DATE

These Terms of Reference will be reviewed by MC no later than two years after their adoption.

VERSION CONTROL

Authors

Management Committee

Version History

Date	Document Version	Revision History (reason for change)	Author /Reviser
12 April 2023	V1.1	Adopted ToR	Management Committee
14 June 2023	V1.2	Amend Committee to include ARCC Representative	Management Committee
26 September 2023	V1.3	Amend to remove Chair being an MC Member	Management Committee

Approvals

This document requires the following approvals.
Signed approval forms should be filed appropriately in the project filing system.

Name	Signature	Title	Date of Issue	Version
Management Committee	Management Committee	IT Standing Committee ToR V1.1	12 April 2023	V2.1
Management Committee	Management Committee	IT Standing Committee ToR V1.2	14 June 2023	V2.2
Management Committee	Management Committee	IT Standing Committee ToR V1.3	26 September 2023	V2.3

Custodian title & e-mail address:	Anthony Ellard, Governance Officer, anthony.ellard@acs.org.au
Responsible Business Group:	Governance and Risk
Distribution: Highlight which is applicable and provide names where applicable	**Restricted** (Elected Members)