



**RACING
QUEENSLAND**

Racing Queensland Board (trading as Racing Queensland)

Thoroughbred Advisory Panel Charter

1. Thoroughbred Advisory Panel

- (a) The Thoroughbred Advisory Panel (Advisory Panel) is established by Racing Queensland (RQ) to undertake the Functions described in this Charter.
- (b) The Advisory Panel will continue for the period determined by the RQ Board.

2. Duties, Functions and Powers of Advisory Panel

- (a) The primary duty of the Advisory Panel is to immerse itself in RQ's Strategic Plan, in particular how this relates to the thoroughbred code, and provide feedback on this to RQ.
- (b) Assist in the further development of RQ's strategy by:
 - i. providing feedback on proposals from RQ Management which are presented to the Advisory Panel from time to time;
 - ii. Formulating proposals to RQ for its consideration;
 - iii. Participating in an annual strategy review session at an Advisory Panel meeting; and
 - iv. Advising Management of feedback or suggestions received from other industry stakeholders.
- (c) Any recommendations, feedback, proposals or decisions made by the Advisory Panel will be taken into consideration by RQ but will not be binding on RQ.
- (d) The Advisory Panel is not intended to operate as an alternate decision making body to the RQ Board or to undertake or supersede the tasks performed by the RQ administration.

3. Composition of an Advisory Panel

- (a) The Advisory Panel is comprised of the representatives appointed by the RQ Board from time to time.
- (b) A representative may resign from the Advisory Panel by providing a signed written notice to the Advisory Panel Chair.
- (c) RQ may remove a representative from the Advisory Panel for any reason or none.
- (d) RQ may (but is not obliged to) replace a resigning or replaced representative with another representative.
- (e) RQ may change the number of representatives appointed to the Advisory Panel in its absolute discretion.
- (f) A person is ineligible to be a representative of the Advisory Panel if the person:
 - i. is affected by bankruptcy action;
 - ii. has a disqualifying conviction (as that term is defined in the *Racing Act 2002* (Qld));
 - iii. is subject to an exclusion action under any control body's rules of racing; or
 - iv. is disqualified from managing corporations, under the Corporations Act 2001 (Cth), part 2D.6.

- (g) An Advisory Panel representative must promptly notify the Chair in writing if at any time the representative is “ineligible” pursuant to 3(f).

4. Chair of each Advisory Panel

- (a) The Chair of the Advisory Panel is the person appointed by the RQ Board from time to time.
- (b) If the Chair is absent from a meeting then RQ’s Chief Executive Officer will act as the Chair or nominate another RQ executive team member to be the Chair of that meeting.

5. Meetings

- (a) The Advisory Panel must meet at least three times per calendar year.
- (b) Additional meetings may be conducted at the discretion of the Chair.

6. Secretary

- (a) A secretariat function will be appointed by RQ to facilitate the Committee’s meetings and reporting duties.
- (b) The secretary, in consultation with the Chair, will prepare and send notices of meetings and agendas and accurately transcribe all decisions of the Committee.
- (c) The secretary will table all correspondence, reports and other information relevant to the Committee’s activities and operations.

7. Agendas

Issues that will form the agenda of each meeting of the Advisory Panel will be prepared by the Advisory Panel Secretary and distributed to each representative of the Advisory Panel a reasonable time before the meeting.

8. Quorum

A quorum for the Advisory Panel is the number equal to half of the number of its representatives or, half is not a whole number, the next highest whole number.

9. Attendance by Proxy

A representative of the Advisory Panel is not entitled to attend a meeting by proxy or appoint another person to attend the meeting in their place.

10. Conduct of Meetings

- (a) If RQ requests the Advisory Panel to provide a recommendation on a certain matter, and if the representatives of the Advisory Panel are unable to reach a unanimous view on the matter, the views of each Advisory Panel Member will be recorded in the meeting minutes.
- (b) The Advisory Panel may hold meetings, or allow representatives to take part in its meetings, by using any technology that reasonably allows representatives to hear and take part in discussions as they happen
- (c) A representative who takes part in a meeting under section 10(b) is taken to be present at the meeting.

11. Ethical Practices

- (a) Members are required to declare any interests that could constitute a real, potential or apparent conflict of interest with respect to participation on the Committee. The declaration must be made on appointment to the Committee and in relation to specific agenda items at the outset of each Committee meeting, and be updated as necessary.

12. Members' Conduct

- (a) Advisory Panel Members must:
 - i. observe the highest standards of ethical behaviour;
 - ii. act in the best interests of Racing Queensland.
- (b) In addition, it is expected that an Advisory Panel Member must behave in a manner that is consistent with generally accepted procedures for the conduct of meetings at all meetings of the Advisory Panel. This will include, but is not limited to:
 - i. acting in a business-like and courteous manner;
 - ii. using judgment, common sense and tact in dealing with issues; and
 - iii. being facilitative of other Advisory Panel Members having a reasonable opportunity to put forward their views.
- (c) Advisory Panel Members must keep all Advisory Panel discussions confidential. RQ will publish a summary of the matters discussed at each Advisory Panel meeting on its website within one week of the Advisory Panel meeting and Advisory Panel Members may discuss the matters contained in that summary outside of Advisory Panel meetings.

13. Intellectual Property and Moral Rights

- (a) RQ owns all Intellectual Property Rights which may arise in respect of, or as a result of, the activities of the Advisory Panel or the performance of any work pertaining to the Advisory Panel.
- (b) Each Advisory Panel representative must do everything required to give RQ, or RQ's nominee, full legal ownership of the Intellectual Property Rights referred to in section 13(a) above or to protect those rights and the Advisory Panel representative is not entitled to an assignment fee or similar payment.
- (c) Each Advisory Panel representative consent/s to RQ infringing any moral rights that the Advisory Panel representative may have or become entitled to in any work created, developed, modified or enhanced in the course of the Advisory Panel activities. For the purposes of this consent, "work" has the meaning given to that term in the *Copyright Amendment (Moral Rights) Act 2000* (Cth) and "moral rights" refers to any right arising under the provisions of that legislation, or similar legislation.

For the purposes of this Charter, "**Intellectual Property Rights**" means any and all beneficial and legal ownership and intellectual and industrial protection rights throughout the world, both present and future, including rights in respect of or in connection with any Confidential Information, copyright (including future copyright and rights in the nature of or analogous to copyright), moral rights, inventions (including patents, trademarks, service marks, designs, circuit layouts and performance protection) whether or not now existing and whether or not registered or registrable, and includes any right to apply for the registration of such right and all renewals and extensions.

14. Approval of the Charter

The Advisory Panel Charter is approved by the RQ Board and all amendments to the Charter must be approved by the Board.

15. Version History

Current Version:	2	Date Made:	11 February 2020	Effective Date:	17 February 2020
Charter Owner:	Chief Operating Officer			CEO Approved:	9 February 2020
Enquiries to:	Chief Operating Officer			Review due by:	17 February 2022

Version	Effective	Enquiries to	Document Owner	Changes Made
1	1/07/2016	GM Racing	GM Racing	Creation of Charter
2	17/02/2020	Chief Operating Officer	Chief Operating Officer	Updates