

# **Corporate governance framework**

# Introduction

The Office of the Energy and Water Ombudsman Executive Management Group (EMG) was established by the Energy and Water Ombudsman (EWO) to assist in the stewardship of the Office also known as Energy and Water Ombudsman Queensland (EWOQ). EMG plays an important role in:

- setting and monitoring the strategic direction of EWOQ
- monitoring financial and non-financial performance across EWOQ
- promoting innovation, research, continuous improvement and quality client service
- ensuring the optimum use of human, financial and information resources and infrastructure.

Corporate governance refers to the processes by which organisations are directed, controlled and held to account. It encompasses authority, accountability, stewardship, leadership, direction and control exercised in the organisation (Australian National Audit Office, 1999).

## Role and responsibilities of the Energy and Water Ombudsman

The EWO is responsible for the efficient and effective operation of the office under the following legislation:

- [Financial Accountability Act 2009](#)
- [Financial Accountability Regulation 2019](#)
- [Financial and Performance Management Standard 2019](#)
- [Statutory Bodies Financial Arrangements Act 1982](#)
- [Statutory Bodies Financial Arrangements Regulation 2019](#)
- [Public Service Act 2008](#)
- [Public Service Regulation 2018](#)
- [Public Records Act 2002](#)
- [Public Records Regulation 2014](#)
- [Right to Information Act 2009](#)
- [Right to Information Regulation 2009](#)
- [Public Sector Ethics Act 1994](#)
- [Public Sector Ethics Regulation 2010](#)

There are also a range of other policies, directives and standards with which the EWO must comply.

Under the [Energy and Water Ombudsman Act 2006](#), accountability resides solely with the EWO. However, the EWO may establish discretionary management structures to assist in the governance of the agency. Within EWOQ, EMG plays an important role in assisting the EWO to make informed decisions with confidence that proper controls and safeguards are in place and that risks are well managed.

Under s78 of the *Financial Accountability Act 2009*, the EWO is required to establish an internal audit function; and under Information Standard 2 to establish an appropriate ICT governance structure. Within EWOQ, these obligations have been met under the agency's corporate governance framework.

## Executive management group terms of reference

The role, responsibilities and functions of EMG have been determined by the EWO and are set out in the following terms of reference.

### Purpose and role

- Setting the strategic direction and determining organisational outcomes for EWOQ by:
  - establishing strategic and corporate priorities
  - providing leadership in organisational improvement
  - monitoring performance across key areas and progress with new initiatives, significant projects and activities
  - promoting innovation, research, continuous improvement and quality client service
  - ensuring optimum use of human, financial and information resources and infrastructure.
- Reviewing and adopting:
  - strategic and operational plans
  - policies, procedures and delegations
  - codes of conduct
  - management information systems
  - the control environment
- Monitoring and reviewing:
  - reports from operational areas and other committees and to provide assurance on conformance and performance of EWOQ against the strategic plan
  - the control environment
  - its own performance
- Directing and overseeing:
  - major consumer, energy and water sectors and government regulatory initiatives
  - major agency initiatives and policies
  - interagency initiatives
- Reviewing the outcomes from the other committees forming part of the Corporate Governance framework being:
  - Leadership team
  - Audit and Risk Management Committee

- Information Steering Committee

EMG may create sub-committees at any time to perform specific tasks or assignments.

## Membership

The membership of EMG, appointed by the EWO, will consist of:

### Standing members:

- Energy and Water Ombudsman (Chair)
- General Manager, Assessment, Investigation and Resolution
- General Manager, Strategy, Operations and Governance
- Manager, Communications and Engagement
- Manager, People, Capability and Culture

### Invited members:

- any EWOQ staff member invited by the EWO
- any other guest invited by the EWO

## Procedural matters

### Meeting frequency:

EMG meetings are held fortnightly. (or at the discretion of the Chair), with the focus of one meeting on Strategy and the other Operational issues.

### Quorum:

The quorum consists of at least three of the five standing members.

### Secretariat:

The function of secretariat for EMG will be provided by the Executive Support Officer.

### Agenda:

There is a standing agenda for each meeting and relevant issue papers are either circulated to members prior to the meeting or tabled at each meeting. Matters are considered and decided in accordance with the agenda.

### Minutes:

Minutes of the meeting are available for perusal by any member.

The minutes are to record the names and positions of those attending the committee meeting, as well as apologies.

The minutes must clearly identify responsibilities and timelines for action items. Minutes of the preceding meeting must be confirmed at each meeting, which includes a review of the action items outstanding.

A master copy of the minutes of the meeting must be maintained by the secretariat and must contain any supporting reports, submissions or other documents tabled or discussed during the meeting.

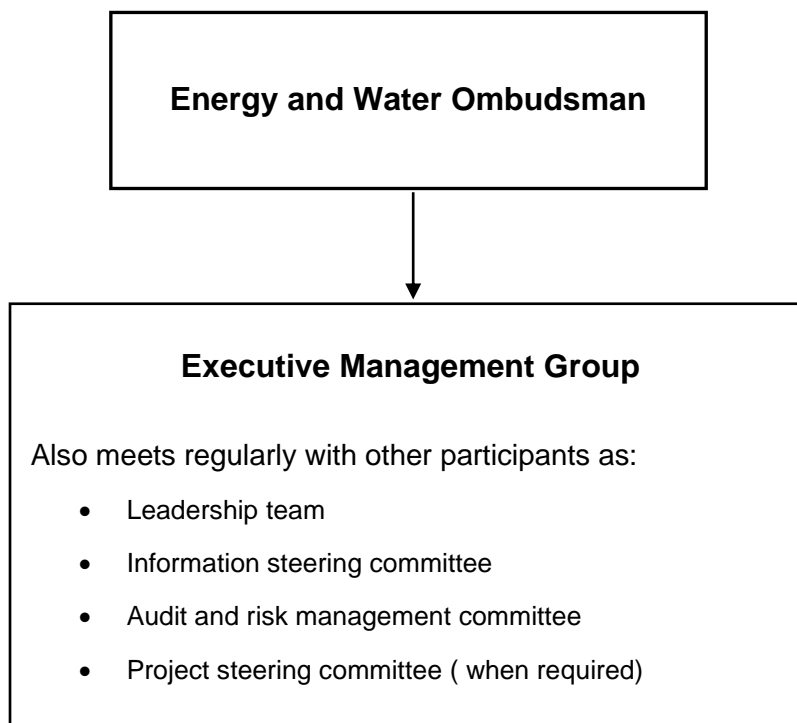
## Annual review

The functioning of the Committee is to be reviewed annually, with particular assessment to the achievement of the requirements of the terms of reference above.

Other issues pertaining to the operation of EMG may also be examined at the discretion of the EWO. The report, briefing note or summary of outcomes of such review is to be tabled at an EMG meeting.

## EWOQ Corporate Governance Structure

The committee structure supporting EWOQ is illustrated below:



Further information on each committee is detailed below.

# Leadership team

## Terms of reference

The purpose of Leadership team is to assist EMG to determine strategic direction for individual teams and to provide tactical advice and direction across the business.

The Leadership team contributes to the corporate governance for the EWOQ. This is delivered by ensuring EWOQ can undertake its business activities effectively and efficiently and by providing authoritative advice to the Ombudsman and EMG on the future direction of the office. The Leadership team meetings will address issues and make tactical business decisions and provide strategic planning advice. The Leadership team meetings also provides development opportunities for members to improve the strategic planning and application skills, identified future needs and opportunities for team members and to gain an understanding of the broader management and leadership skills required to manage a business.

## Membership

- EWO
- General Manager, Assessment, Investigation and Resolution
- General Manager, Strategy, Operations and Governance
- Manager, People, Capability & Culture
- Manager, Communications & Engagement
- Regional Manager - South Queensland
- Regional Manager - Central Queensland
- Regional Manager - North Queensland
- Project Manager
- Manager Finance
- Principal Information Technology Officer
- Principal Policy Officer
- Team Leaders, Investigation and Conciliation
- Senior Intake & Assessment Officer
- Senior Risk & Compliance Officer

## Reporting arrangements

- Meetings are held monthly.
- Agendas are developed collaboratively.
- Actions are recorded.

## Responsibilities

Strategic, business, leadership and operational direction.

## Supporting area

Strategy, Operations and Governance.

# Audit and risk management committee

## Terms of reference

The Audit and Risk Management Committee is responsible for:

- reviewing EWOQ's annual audit plan and subsequent amendments to ensure optimum, cost-effective internal audit coverage of operations
- reviewing internal audit reports
- ensuring that appropriate follow-up action is taken in respect of internal audit reports
- promoting proper coordination with other internal and external review activities including follow-up as necessary, of the Auditor-General's reports
- reviewing the scope and quality of work performed by audit services
- the development of a systematic and coordinated risk management framework linked to the agency's planning processes
- executive management accountability for risk management within their respective work units
- the ongoing effectiveness of performance management systems
- the appropriate monitoring of the impact of changes to the risk profile of EWOQ

## Membership

- Members are appointed by the Ombudsman
- Membership of the committee will consist of a minimum of three and a maximum of six
- External membership will be sufficient to allow for at least equal representation on the committee
- A minimum of two members will be external to EWOQ
- At least one member will have financial expertise
- At least one member will have expertise in the industry in which the agency operates
- The chairperson will be external to the agency

## Reporting arrangements

The committee will meet at least three times in a year to review:

- performance of audit services and as required to review internal audit reports
- review progress with the implementation of treatment strategies to address key risks

The committee submits a report annually to the EWO summarising the committee's activities, performance and achievement for the year. An interim program of the planned activities for the coming year is also provided.

## Responsibilities

Ensures that EWOQ management has in place an effective system for the carrying out of the following:

- Review EWOQ's compliance with the performance management and reporting requirements of the *Financial Accountability Act 2009*, the Standard and the Annual Report Guidelines for Queensland government agencies
- Review whether performance management systems in place reflect EWOQ's mission, goals and objectives
- Performance reporting using appropriate information, benchmarks, targets and trend analysis

## Supporting area

Strategy, Operations and Governance.



# Information steering committee

## Terms of reference

The Information Steering Committee:

- Develops ICT strategic plans
- Endorses ICT policies and standards
- Monitors performance of core business systems
- Oversees significant ICT projects
- Monitors performance of Shared Service providers
- Ensures compliance with WOG information technology policies and standards.

## Membership

- EWO
- EMG members
- Corporate Administration Agency IT representative
- Principal Information Technology Officer

## Reporting arrangements

Meetings are held monthly.

## Responsibilities

- Government Information Architecture framework
- Government Information Technology Conditions framework
- Government Information Standards
- Software License Management

## Supporting area

Strategy, Operations and Governance.