CLIMATE CHANGE AUTHORITY

AUTHORITY CHARTER

EFFECTIVE FROM: NOVEMBER 2026

Australian Government
Climate Change Authority

Contents

Context 1

Members' obligations 1

Authority meetings 1

Authority decisions 2

Meeting minutes 3

Confidentiality and information security 3

Outside employment 3

Disclosure of material personal interests 3

Conflicts of interest 5

Gifts and benefits 7

Media and engagement 9

Periodic reviews 9

End of appointment 10

Context

The Climate Change Authority's purpose is to provide expert, independent and evidence-based advice on the response to climate change. The Authority does this by conducting regular and specifically commissioned reviews and by undertaking research on climate change matters in accordance with the principles set out in section 12 of the *Climate Change Authority Act 2011* (CCA Act).

The Authority consists of a Chair, the Chief Scientist (ex officio member) and up to seven other members (CCA Act, s.17). At a meeting of the Authority, five members constitute a quorum (CCA Act, s.35). The Chief Executive Officer (CEO) is the accountable authority of the Authority (CCA Act, s.10(2)(a)) and has responsibility for the day-to-day administration of the Authority (CCA Act, s.42(1)).

This Charter is a statement of how the Authority will conduct itself in accordance with statutory obligations and good governance practice in meetings, when taking decisions, and when engaging with individuals and organisations outside the Authority, including media representatives. The Charter is also intended as a reference point for addressing conflicts of interest and any differences of view that may arise among members.[1]

The Chair and members will abide by the Charter.

In the interests of transparency, the Charter will be published on the Authority's website.

Members' obligations

Authority members are classified as officials for purposes of the *Public Governance, Performance and Accountability Act 2013* (PGPA Act), and so are required to exercise their powers and perform their functions in accordance with their: duty of care and diligence; duty to act honestly, in good faith and for a proper purpose; duty in relation to use of position; duty in relation to use of information; and duty to disclose material personal interests.

The *Public Service Act 1999* and the Australian Public Service (APS) code of conduct also apply to Authority members, to the extent that they are assisted by or otherwise interact with APS officers in the course of their official duties.

Authority meetings

The Chair convenes Authority meetings and presides over the meetings at which he or she is present. If the Chair is not present at a meeting, members present will appoint one of their number to preside (CCA Act, s.34).

Members agree to regulate proceedings (CCA Act, s.38) as follows:

- The Chair will aim to ensure that Authority meetings are held at least once every eight weeks (except for January when the Authority does not meet), unless otherwise agreed by the Authority.

[1] The Charter implements governance frameworks in the *Climate Change Authority Act 2011*, *Public Governance, Performance and Accountability Act 2013*, and *Public Governance, Performance and Accountability Rule 2014*.

- By the end of September, a schedule of meeting dates for the following year will be proposed by the secretariat for agreement by the members as soon as possible.
- If the Chair decides that it is not possible for a meeting to be held when scheduled, the secretariat will identify an alternative date for the meeting when most members can attend, and seek agreement.
- Attendance at Authority meetings may be in person or remote. The preferred mode of attendance will be determined by the Chair in advance of the meeting date. Members may still attend remotely if they are unable to attend in person.
- The Chair may ask the secretariat to arrange additional face-to-face meetings or teleconferences on an ad hoc basis. If this occurs, the secretariat will find a date and time when most members can attend.
- If the Chair is delayed for more than 15 minutes at the start of a meeting or absents him/herself from part of a meeting, members will appoint another member to preside over the meeting while the Chair is absent (CCA Act, s.34(2)).
- The secretariat will aim to circulate meeting papers four working days before the Authority meeting takes place.
    - The secretariat will take into account any previously disclosed personal interests and associated conflicts handling determinations when issuing papers to members.
- Members will endeavour to raise significant concerns or views on any policy matter being considered by the Authority at an early stage of examination of the issue, so that options to address these differences of view can be explored.
- At Authority meetings, participants will treat each other with respect.

Authority decisions

Members will make every effort to reach consensus on issues before the Authority, and voting on decisions will occur only after it is clear that efforts to reach consensus have not succeeded.

Where there is no consensus, decisions are to be resolved by a majority of votes of members present and voting (CCA Act, s.37). If the votes are evenly split, the presiding member has a casting vote.

A member's dissenting view may be recorded in the minutes upon request by the member.

Out of session decisions

Where appropriate, the members may consider matters by the circulation of papers to all members by electronic or other means. In these cases, proposed decisions approved in writing by a majority of members, with the Chair having a casting vote in the event of a tied vote, are taken to be a decision of the Authority.

Any decisions made out of session are to be noted and included in the minutes of the next meeting.

Meeting minutes

The secretariat will prepare and circulate meeting minutes to Authority members before the next meeting.

A standing item at Authority meetings will allow members to discuss the minutes of the previous meeting.

Members' views will not be directly attributed to them in the minutes, unless explicitly requested by the member.

Members will agree any revisions with a view to accepting them as a correct record of the previous meeting.

Minutes will not be made public unless disclosure is required by law (e.g., where release is required under the *Freedom of Information Act 1982*, or in response to a court order or a parliamentary question or demand) or the CEO, in consultation with Chair, decides it is in the Authority's interests to release the information.

The secretariat will publish a high-level summary of each meeting on the Authority's website. The secretariat will circulate a draft to members for comment before publication.

Confidentiality and information security

Discussions that take place in Authority meetings are to be treated as confidential and will not be discussed with individuals outside the Authority.

Authority meeting papers and draft reports are also confidential and will not be passed on to individuals or organisations outside the Authority.

Members will manage Authority information consistently with any additional security guidance issued by the CEO.

Members have a duty not to misuse their position or the information they acquire in the course of their work with the Commonwealth for their own personal benefit, for the benefit of others, or to the detriment of the Commonwealth or another person. Unauthorised disclosure with this consequence can be a basis for criminal charges.

Outside employment

Part-time Authority members must not engage in paid employment that conflicts or may conflict with the proper performance of their duties (CCA Act, s.28). This includes employment that is time-intensive such that it substantially prevents them from undertaking their duties as a member, as well as employment that results in the member being excluded from discussions and votes on a large number of issues.

Disclosure of material personal interests

If an Authority member has a material personal interest (pecuniary or otherwise) that relates to the affairs of the Authority, that member is under a general duty to disclose the details of that interest in accordance with the relevant rules made under the PGPA Act (PGPA Act, s.29). The PGPA Rule also requires members to comply with any additional instructions made by the CEO

in relation to disclosure of material personal interests (PGPA Rule, s.16).[2]

To be 'material' a personal interest needs to be of a type that can give rise to an actual or apparent conflict of interest that could affect the proper discharge of a member's official duties. There needs to be a real or sensible possibility of conflict and not simply a remote or theoretical possibility. If no reasonable person could draw a connection between the member's personal interest and their official duties, then the interest is not a material personal interest.

In order to ensure the proper disclosure of all material personal interests in accordance with members' obligations (under s.29 of the PGPA Act, ss.16, 16A and 16B of the PGPA Rule, read in conjunction with s.26 of the CCA Act) members agree to adhere to the following procedures:

- Each member must disclose to the Authority any material personal interest that relates to the affairs of the Authority, particularly in relation to matters being considered or about to be considered by the Authority. Disclosure must occur as soon as practicable after the relevant facts have come to the member's knowledge.
- Each member must also notify the Authority whenever there is a material change in the matters disclosed, or any new matter requiring disclosure arises. In other words, this is a continuing obligation.
- The Chair will notify the Minister (on behalf of the member) of disclosed material personal interests and any changes to them, within a reasonable time after they are made known by the member.
- The Authority will maintain a standing register of members' disclosed material personal interests and associated handling decisions that have been made, which will be updated for each Authority meeting. This will be provided to members for each meeting to assist with conduct of the meeting and ongoing handling of conflicts issues.
    - General information about members' outside employment, offices and direct shareholdings will also be published on the Authority's website as an additional transparency measure. Members are to advise the secretariat of any updates to this general notice.
- Disclosures of material personal interests and the making of handling determinations in relation to them (see below), will be a standing agenda item at meetings of the Authority.
- The material personal interest, including its nature and extent, and its relationship to Authority business, must be formally disclosed at an Authority meeting.
    - When disclosing an interest, a member must provide sufficient detail to enable an adequately informed decision to be made in relation to the identification of any conflict of interest and appropriate conflict management.
    - Any changes to previously declared interests must also be declared in this way.
- The details of any interests disclosed to the Authority must be recorded in meeting minutes.

[2] As at the date of this version of the Charter, no such instructions have been issued.

Notifying secretariat ahead of a meeting

Members should promptly notify the CEO out of session in the event that they acquire a new material personal interest that relates to the affairs of the Authority, or if a previously declared material personal interest has changed.

This informal notification will assist with the active management of conflict of interest risk, including in the preparation of meeting packs and other out of session activity. The statutory duty remains to formally disclose material personal interests, and any changes to them, to the other members at the next Authority meeting.

Activity-specific declarations

Members may from time to time also be required to sign activity-specific declarations and acknowledgements relating to interests in circumstances where the CEO has determined that additional probity controls are necessary (PGPA Rule, s.16).

- This may occur, for example, where the Authority is dealing with a review or information in relation to which it is desirable to obtain a declaration specifically about that subject matter as a condition of access or involvement.

The CEO will consult the Chair in relation to implementing any additional controls of this kind.

Conflicts of interest

To decide whether an interest is a material personal interest that needs to be formally disclosed, a member must consider whether the interest may give rise to an actual or apparent conflict of interest with their Authority role. A conflict of interest exists where there is a conflict between an Authority member's outside interests or roles, and their ability to perform their duties and functions as a member impartially, fairly and independently.

Appropriate handling of conflicts of interest issues supports the Authority in providing the best possible independent and bias-free advice to the Government, ensures adherence to legislative requirements, guidance and expectations of Commonwealth public officials, and helps safeguard the Authority's reputation, integrity and credibility as a public sector institution. These factors will be borne in mind by members in making decisions about the handling of interests.

Conflicts that may arise for members include:

- **Actual conflict:** involves a conflict between the public duty and the private interests of a member, where those private interests cannot be reconciled with the proper performance of the member's official duties and responsibilities.
- **Apparent/perceived conflict**: arises when a member's private interests could be perceived by a reasonable person as likely to improperly influence the proper performance of their official duties and responsibilities.

Members also need to consider whether their interests might come into conflict with their official duties in the future – this is known as a **potential conflict of interest**.

If a material personal interest declared by a member relates to a matter that is being considered by the Authority at a meeting, the member will be excluded from discussions and decisions in relation to the matter unless the other members determine otherwise. The procedure set out below will be applied in making this determination. Once the relevant information about the interest has been provided, the member who disclosed the interest must not participate further in the determination process (PGPA Rule, s.16B).

Managing disclosed interests at an Authority meeting

At an early stage of each Authority meeting, the Chair will convene a discussion of whether any material personal interests that have been disclosed relate to matters being considered at the meeting.

If a member has disclosed a material personal interest that relates to a matter being considered or about to be considered by the Authority:

- The member must advise the other members at the meeting of the intersection between the interest and current Authority business, and provide any further detail that is required.
- If the other members consider that the matter requires further handling consideration and determination, the disclosing member must absent themselves from the meeting.
    - If the Chair is required to leave the meeting, the remaining members will appoint a member to preside over the handling discussion.
- The remaining members must then determine how to deal with the situation including whether the disclosing member can be present for the actual discussion and/or decision on the matter in question (handling options are set out below).
    - The member must abide by any determination.
- If no determination is made to permit the member's involvement, the member is excluded from discussion and deliberation on the relevant matters.
- Any declaration or determination must be recorded in the minutes of the meeting.

Handling options

The Authority's options for dealing with a declared material personal interest that relates to a matter being considered at a meeting are as follows:

- A determination that the disclosing member may participate in both the discussion of the matter and take part in making a decision on the matter.
- A determination that it is appropriate for the disclosing member to participate in the discussion of the matter but not to take part in making a decision on the matter.
- Confirmation that the disclosing member should not participate in the discussion of the matter or take part in making a decision on the matter.

The nature of the Authority's current activities in relation to a particular project will be a relevant factor in making determinations about involvement at meetings. For example, if a statutory review is at an early general stage of discussion, then it may be appropriate for a member who has declared a potentially relevant interest to be permitted to be involved at that stage but then be excluded from deliberation and/or voting at a later point in time in the review.

Should the Chair be excluded from participating with respect to an agenda item due to a material personal interest, the remaining members will appoint a member to preside over the meeting for the Authority's consideration of the relevant agenda item. Following the Authority's consideration of the relevant agenda item, the Chair will re-enter the meeting and resume presiding.

Gifts and benefits

In general, members should not accept gifts of benefits offered as a result of their Authority role.

Members must promptly notify the CEO if, when acting as a member, they are offered, or receive, a gift or benefit (as defined below) valued at $100 or more from an individual or organisation outside of the Commonwealth.[3]

Where practicable, declaration should occur prior to the member accepting the gift or benefit. The CEO will, in consultation with the member, determine appropriate handling.

Gifts and benefits and exclusions

Under this Charter, a 'gift or benefit' is any item or service offered to a member acting in their official capacity by an external party, for which payment at market value will not be provided by the member or the Authority. This includes receiving hospitality from an external party.

The following minor items **are excluded** from being gifts or benefits covered by this procedure, and can be accepted for a reasonable business purpose:

- free, discounted or sponsored places at conferences, seminars, training or other ordinarily paid events, at which the member has a substantive role representing the Authority (eg, giving a speech; participating on a panel, roundtable or workshop; chairing or facilitating a session),
    - **note**: free, discounted or sponsored accommodation or travel to such events is not covered by this exclusion and should be declared.
- incidental food and beverages in connection with an Authority role-related event or meeting
    - **note:** very elaborate meals at these kinds of events are not excluded and should be declared
- generally available free event entry or discounts
- airline lounge access awarded for status credits arising from Authority travel (as opposed to invitation-only lounge access).[4]

Even if a gift or benefit is not covered, members should always also consider the 'optics' of accepting a particular gift or benefit, and discuss it with the CEO it if there are any concerns (such as conflict of interest or reputational risks). Members should also declare any covered gift or benefit offered to a family member arising from the member's Authority role.

The following items must not be accepted under any circumstances arising from being an Authority member:

- cash, debit cards, gift cards, vouchers transferrable for cash, cryptocurrency or any other item that can be converted into cash or exchanged for currency
- bribes

[3] This procedure is consistent with the Australian Public Service Commission's (APSC) *Gifts and Benefits: Guidance for APS agencies, employees and senior officials* and will assist members to comply with their obligation under the PGPA Act duties and protect the Authority's integrity, independence and reputation.

[4] Consistent with government policy, members will not accrue frequent flyer points from Authority-related travel, and may not receive complimentary lounge membership solely as a result of their position.

- airline loyalty rewards points.

The following are examples of gifts and benefits that should be declared, subject to the application of the $100 threshold and the above exclusions, when they are conferred on a member as a result of their Authority role:

- free, discounted or sponsored places at conferences, seminars, training or other ordinarily paid events, at which the member does not have a substantive Authority role
- free elaborate meals at a meeting or event (whether or not the member has a substantive Authority role at the event)
- free, discounted or sponsored accommodation or travel, including for a work-related event, which is not covered by the section below on travel involving Authority business and members' outside roles
- offers of cash or shares
- gift cards and/or gift baskets, boxes of chocolates, bottles of wine, books, clothes or artworks
- free airline upgrades
- competition prizes at work-related events
- entertainment, such as free attendance at sports or theatre events
- free participation in corporate activities of outside entities (eg, golf days, sponsored exhibition openings, Christmas parties)
- free memberships to clubs or venues
- other discounts or valuable preferential treatment.

Travel involving both Authority business and members' outside roles

Members, as part-time office-holders, may undertake Authority business while travelling for the purposes of performing their outside roles.

If a member plans to undertake Authority business as an incidental part of a trip funded by an entity in which the member has a formal outside role (as listed in the *Standing Notice of Member Interests*), that external funding is not required to be declared as a gift or benefit to the Authority. However, if Authority business will be a substantial part of a planned trip, the member should discuss with the CEO how costs and risks should be managed.

In all cases, members should consider whether conducting Authority work during an externally-funded trip raises any conflict of interest or reputational risks, and appropriately manage any such risks.

As part-time office-holders, members may during an Authority-funded trip need to undertake some incidental engagements related to their outside roles. Any such engagements should be discussed in advance with the CEO during trip planning, to ensure they are appropriate and defensible.

Declaration process

Upon receiving a declaration, the CEO will verify whether the gift or benefit is covered by the Charter and, if so, will discuss handling options with the member, taking account of the value and nature of the gift or benefit, the surrounding circumstances, and the implications of accepting/retaining the gift or benefit. Handling options include:

- accepting the offer
- refusing the offer, or
- if it has already been conferred — returning it or relinquishing it (eg, by donating it to the Authority or a charity or other external organisation).

The CEO will ensure a record of the discussion is created and retained.

Publication

For declared gifts and benefits valued over $100 (excluding GST), details will be published quarterly on the register on the Authority's website. Gifts received by the Chair will be attributed to them. Otherwise, members' names will not be disclosed.

Media and engagement

The Chair and the CEO are the Authority's spokespersons and will engage with representatives of the media and others on behalf of the Authority. Members can provide comment on behalf of the Authority with prior approval from the Chair or the CEO.

The Chair and CEO will work with the Authority's media advisor in response to any media request. The secretariat and media advisor can assist members who are speaking on behalf of the Authority.

If members are invited to events in their capacity as a member of the Authority, they should advise the Chair or the CEO, who will provide guidance to the member in relation to the invitation.

Members may comment in the media or at other external fora such as conferences on matters that fall within their professional capacity but should avoid commenting directly on matters that are under active consideration by the Authority (for example policy issues that are being considered as part of a legislative review or research project in progress). Members must make clear they are not commenting on behalf of the Authority and identify in which capacity they are commenting.

Consultation with stakeholders

The secretariat will advise members when formal consultation with stakeholders on Authority reports or related research is planned with a view to members participating in such consultations if they wish.

The secretariat will inform members of the outcomes of consultation or other engagement with stakeholders.

Members should report to the subsequent Authority meeting the outcomes of any substantive discussions they have with stakeholders on matters relevant to the Authority to other members or the secretariat.

Periodic reviews

Members will periodically undertake a review of their collective performance and this Charter. The performance review will be conducted on a self-assessment basis, through an annual survey of members. Appropriate input will be sought from the Chair, members and the CEO. The discussion and any agreed actions will be documented in the meeting minutes.

End of appointment

To comply with duties and security requirements, and in the interests of maintaining the Authority's reputation, on cessation members will:

- return or destroy Authority materials and data obtained during their term which are not available to the public
- continue to treat as confidential any non-public Authority information that they obtained during the course of their membership
- continue to avoid using information obtained during the course of their appointment to benefit themselves or others, or to cause detriment to others.