



PACFA Board TERMS OF REFERENCE

Introduction

The primary object of PACFA is to promote the development of the practice of Psychotherapy, Counselling and Indigenous Healing Practices (hereafter 'the profession').

The Association provides a united, professional identity for these professions including registration, education, providing support, public accountability, and representation to the community, while respecting the diversity of approaches.

PACFA exists to support its members and the community by regulating the training and practice of Psychotherapy, Counselling and Indigenous Healing Practices to the highest standards of safety, quality and professionalism, including certification, registration, accreditation, and complaints management.

PACFA regulates and supports the provision of effective high-quality Psychotherapy, Counselling, and Indigenous Healing Practices.

To do this, PACFA:

- Registers and certifies suitably qualified and skilled practitioners
- Accredits appropriate training courses
- Provides resources and a professional network for the development of Psychotherapy, Counselling, and Indigenous Healing Practitioners
- Educates and advocates to the public, other professions, and policy makers, to ensure the value of Psychotherapy, Counselling, and Indigenous Healing Practices is recognised and appreciated.

The Constitutional (historic) Objects of PACFA include:

- to promote the development of research into the efficacy of counselling, psychotherapy and Aboriginal and Torres Strait Islander Healing Practices, skills development, theory and knowledge building and promote these in the community as widely as possible;
- to formulate, monitor, and review standards of ethical behaviour for the public good in the practice of psychotherapy, counselling and Aboriginal and Torres Strait Islander Healing Practices;
- to formulate, monitor, and review standards of training and education leading to

recognition as a professional Psychotherapist, Counsellor or Aboriginal and Torres Strait Islander Healing Practitioner;

- to represent the views of Members on standards and practice issues, to the community and to government agencies;
- to foster opportunities for professional development through activities such as conferences, workshops, publications, electronic media etc;
- to coordinate the provision of relevant information on qualified practitioners to the community and to government agencies through a national register of psychotherapists, counsellors and Aboriginal and Torres Strait Islander Healing Practitioners;
- to liaise with other relevant national and international organisations.

As PACFA Board Members we model the values of:

Authenticity

- We act with integrity by being consistent, fair, transparent, and accountable
- We are trustworthy and professional. We do what we say we will do
- We are courageous in our willingness to speak our truth
- We stand for the value and integrity of Psychotherapy, Counselling, and Indigenous Healing Practices

Compassion

- We approach everyone from a position of kindness and goodwill
- We celebrate difference and diversity

Connection

- We seek to connect curiosity and openness
- We value the self of the practitioner as the heart of professional practice, and the role of professional supervision in safeguarding our practices and their recipients

Humility

- We acknowledge our mistakes, embrace our failures, and learn from them.

In addition, Members of the PACFA Board:

- Shall, in all business conducted under the aegis of PACFA, place the interests of the organisation over their own interests of those of any other person or persons;
- Shall observe the provisions of the Constitution, policies, and rules of the organisation;
- Shall, as far as possible, attend all meetings of the Board, and, in the event that they are prevented from attending any meeting of the Board, shall notify the Secretary of their absence in advance of the meeting;
- Shall devote to their duties the amount of time required to carry them out thoroughly and effectively;
- Shall undertake any training necessary for the performance of their duties;
- Shall treat the other members of the Board, and the other members of the organisation, and the staff of the organisation, and the office-bearers of the organisation, and the clients of the organisation, with respect;

- Shall not so act as to bring the organisation or its mission into disrepute.¹

Powers of the PACFA Board

Subject to the Constitution and the *Associations Incorporation Act 1991* (ACT), the Board has the following powers:

- to control and manage the business and affairs of the Association;
- to authorise the Treasurer to distribute assets or income of the Association to such persons or bodies in accordance with the Objects of the Association;
- to perform all such acts and things, including the determination of policies and procedures, as appear to the Board to be necessary for the proper management of the Association;
- to make, repeal and amend any By-laws governing the Association;
- to exercise all such powers and functions of the Association other than those powers that:
 - an Act of Parliament;
 - a clause of the PACFA Constitution; or
 - a resolution of the Eligible Members present and entitled to vote at a General Meeting

requires the Eligible Members to exercise in a General Meeting;

- to appoint committees to advise the Board or standing and ad-hoc committees;
- to delegate power as the Board thinks appropriate, necessary and/or expedient;
- to appoint custodians or nominees to hold the Association trustee;
- to execute a deed(s) purporting to appoint the Association trustee of a trust; and
- to employ or contract for the services of a person(s) to assist it with the management of the affairs of the Association and such other functions as determined from time to time by the Board.

Board Membership

The PACFA Board consists of the following members:

- the President of the Association;
- the Vice-President of the Association;
- the Secretary of the Association;
- the Treasurer of the Association;
- the Chair of the Professional Standards Committee;
- the Chair of the Research Committee;

¹ [Institute of Community Directors Australia \(ICDA\) Code of Ethics](#)

- the Chair of the Ethics Committee;
- the Chair of the Education Program Accreditation Committee;
- one member representing Psychotherapists;
- one member representing Counsellors;
- one Aboriginal or Torres Strait Islander Representative; and
- the PACFA CEO (ex-officio), being the person appointed by the Board from time to time as the chief executive officer of the Association for such tenure and on terms as approved by the Board.
- the immediate past-President of the Association (ex-officio) for a maximum period of two years.

All Board positions are for a term of 2 years.

Board members elected to the office of President, Vice-President, Secretary or Treasurer hold office for a period of two years until the conclusion of the next but one AGM, providing that no such member of the Board is eligible for election to that office for more than three successive terms.

The maximum continuous term of service on the Board is 12 years.

After 12 months absence from the Board any past Board member is eligible to stand for re-election.

Following election or appointment, to remain eligible to be a Board Director, each Director must complete, at PACFA's expense, or show evidence of having completed, a Governance training approved by the Board, including those offered by the Governance Institute of Australia (GIA), the Australian Institute of Community Directors (AICD), the Institute of Community Directors Australia (ICDA), or equivalent.

Meetings of the Board

The Board will meet:

- at least once in each Financial Year at such place and at such times as the Chair or their delegate may determine; and
- within 6 weeks of the President's receipt of a written request signed by no less than four Board Members.

At meetings of the Board:

- the President, or in her/his absence, the Vice-President, will preside; or
- if the President and the Vice-President are absent, another Board Member may be chosen by the other Board Members present to preside.

Meetings are conducted via an electronic communications platform (e.g. Zoom) unless indicated otherwise.

One or more meetings per year may be conducted in person at the discretion of the Chair, or as decided by the Board.

Written notice of each Board meeting will be given to each Board Member at least five business days before the meeting at the usual contact address.

A Board Member may introduce, at a meeting of the Board, any matter not appearing in the notice of the meeting provided that:

- the Chair gives his or her consent; or
- the remaining Board Members present give their approval by passing a resolution by a simple majority.

So long as all standing Board Members are provided with the opportunity to participate, resolutions may be made electronically (e.g. via email, message service or telephone) by a quorum of the Board by simple majority vote.

Quorum of the Board

Sixty per cent of Board Members will constitute a quorum for the transaction of the business of a meeting of the Board.

No business will be transacted unless a quorum is present, physically or linked electronically, and if within half an hour of the time appointed for the meeting a quorum is not present the meeting will stand adjourned.

Voting at Board Meetings

Questions arising at a meeting of the Board will be decided by a majority of votes.

Decisions are made by a majority of Board members present and voting.

Each Board Member present at a meeting of the Board is entitled to one vote and, in the event of an equality of votes on any question, the Chair may invite the CEO to exercise a casting vote.

Working with staff, volunteers & stakeholders

Board Members remain mindful of the power imbalance inherent between them as directors and all members of staff, including the CEO, other Committee and Leadership Group members/volunteers and PACFA members.

Board Members maintain an extremely high level of respect and sensitivity in all of their dealings with all members of the PACFA community, and that model this same level of respect and sensitivity between them, while not shying away from difficult issues and challenging conversations.

Committee and Leadership Group Chairs and Convenors are responsible for the actions of their Committees/Leadership Groups, the Chair/President is responsible for the CEO and the CEO is responsible for staff, including volunteers (i.e. Committee, College, Branch and Interest Group Leadership Group members).

Following these chains of responsibility minimises unnecessary disruptions and conflicts.

Ultimate responsibility for resolution of conflicts rests with the Chair, and thereafter the Board.

Review

These Terms of Reference will be reviewed every two years.

Applicable Policies and Procedures

Board Members are subject to all relevant Policies and Procedures of the Association, including those applicable to staff members.