

Rum Jungle Rehabilitation Project

Stage 2A

Governance Board Terms of Reference

Document administration

Version History

Version	Date	Description	Author
1.0	10 May 2018	Draft for approval	DIIS

Approvals

Version	Date	Signature	Role	Name
1.0			Review	
			Approve	
			Endorse	

Function of the Rum Jungle Rehabilitation Governance Board

The function of the Rum Jungle Rehabilitation Governance Board is to provide direction to the Stage 2A Rum Jungle Project (the Project) as defined in *the [Project Agreement for the Management of the former Rum Jungle Mine site \(Stage 2A\)](#)* ('Project Agreement (Stage 2A)') by supporting the delivery of agreed outcomes associated with the Project.

Role of the Rum Jungle Rehabilitation Governance Board

The role of the Rum Jungle Rehabilitation Governance Board is to:

- Endorse the Project Management Plan (PMP) including:
 - the Project outcomes and scope as aligning with stakeholder needs;
 - the Project risk management approach; and
 - requested changes to Project options, schedule and budget.
- Approve the Project risk management plan, and ensure key risks and issues are reviewed and resolved.
- Establish appropriate project assurance arrangements (in consultation with the Project Manager) including:
 - monitoring progress against schedule tolerances;
 - monitoring of quality outputs;
 - the Project's engagement and communications plan and protocols;
 - monitoring budget against PMP;
 - review Project and its options; and
 - the Project's project management products.
- Accept ownership of issues and risks outside the responsibility of the Project Manager, including conjoined government issues associated with the Project.
- Contribute to continuous improvement of overall project management processes and recommend changes if the processes are outside the Board's control.
- Ensure finalisation of the Project, scheduling of a Post-Implementation Review (if required) and any follow-on actions.

At times, government-to-government matters may be required to be discussed solely between Northern Territory and Australian Government members of the Governance Board.

Role of individual Governance Board Members

The Role of the individual members of the Rum Jungle Rehabilitation Governance Board includes:

- Understanding the strategic implications and outcomes of initiatives being pursued through Project outputs;

- Appreciating the significance of the Project for major stakeholders and representing their interests as required;
- Supporting and advocating the initiative and the outcomes being pursued in the Project; and
- Commitment to and active involvement in pursuing the Project's outcomes.

Membership

The Rum Jungle Rehabilitation Governance Board as a minimum shall be comprised of:

Role	Name	Position	Responsibility
Senior Responsible Owner Board chair	Rod Applegate	Deputy Chief Executive Department of Primary Industry and Resources (DPIR)	Project success and the delivery of agreed outcomes
Senior Responsible Owner Board chair	Mark Cully (A/g)	Division Head – Northern Australia and Major Projects Department of Industry, Innovation and Science (DIIS)	Project success and the delivery of agreed outcomes
Senior Supplier Board member	Armando Padovan	Executive Director Mines - DPIR	Delivery of the Project outcomes
Senior Supplier Board member	Ian Satchwell	Executive Director Economic and Environment Policy Department of the Chief Minister	Oversight of the delivery of the Project outcomes
Senior User Board member	Nicholas Purtell	General Manager – Major Projects Branch DIIS	Delivery of the Project outcomes from the Commonwealth perspective
Senior User Board member	Lorraine Holcroft	Assistant Secretary, Capital Works and Asset Management Branch, Property and Construction Division	Oversight of the delivery of the Project outcomes from the Commonwealth perspective

		Department of Finance	
Special representative Observer	TBA	TBA Northern Land Council	Ensuring the Traditional Owners' interests are understood in the project outcomes

The following positions will provide reports directly to the Rum Jungle Rehabilitation Governance Board:

Role	Name	Position	Responsibility
Project Manager	Graham Farrer (A/g)	Project Manager Rum Jungle Project - DPIR	Delivery of the Project outcomes as per the Project Agreement (Stage 2A)
Project Manager	TBA	Project Manager - DIIS	Delivery of the Detailed Business Case

The following position provides advice to the Rum Jungle Rehabilitation Governance Board:

Role	Name	Position	Responsibility
Governance Board Assurance Adviser	TBA	TBA	Provide assurance advice on governance, risk management and actions to achieve outcomes.

Responsibilities of individual Governance Board members

The responsibilities of individual members of the Rum Jungle Rehabilitation Governance Board include but are not limited to the following:

1.1 Senior Responsible Owner

The Senior Responsible Owner (SRO) is accountable for the Project, ensuring that it meets its objectives and realises the expected benefits. The individuals who fulfil this role will lead the Governance Board with energy and drive, and must be empowered to direct the Project and take decisions. They have the seniority and authority to provide leadership to the Project Team and take on accountability for delivery.

The SRO will be shared by the Deputy Chief Executive of the Department of Primary Industry and Resources (DPIR), and Head of Division – Northern Australia and Major Projects Division of the Department of Industry, Innovation and Science (DIIS). The chair responsibilities will be on a rotational basis.

The SRO's key responsibilities include:

- Providing clear leadership and direction throughout the life of the Project;

- Securing the investment required to set up and run the Project, and fund the transition activities so that the desired benefits are realised;
- Ensuring that the Project delivers a coherent capability and achieves its strategic outcomes;
- Establishing the Project's governance arrangements and ensuring appropriate assurance is in place;
- Ensuring the viability of the Detailed Business Case;
- Maintaining the interface with key senior stakeholders, keeping them engaged and informed;
- Monitoring the key strategic risks facing the Project;
- Maintaining alignment of the Project with the organisation's strategic direction;
- Commissioning assurance and audit reviews;
- Ensuring the effectiveness and performance of the Project;
- Identifying matters that require government-to-government consultation; and
- Appointing, chairing and setting priorities for the Governance Board.

1.2 Senior Supplier

The Senior Supplier represents the interests of the Northern Territory Government, particularly the area designing, facilitating and delivering the Project's outputs. They provide resources to the Project and ensure that the right people, tools, equipment and knowledge are in place, and that the products will meet the expectations of the Senior Users and the traditional Aboriginal owners (as much as practicable).

- Overall accountability for the quality of product/service delivered. This includes, but is not limited to: ensuring the quality of the preferred rehabilitation strategy for the former Rum Jungle Mine site and all supporting documentation for design and costings, maintenance on the cover system at Rum Jungle Creek South, ongoing site maintenance and environmental monitoring at Rum Jungle;
- Ensure adequate resources are available for the duration of the Project;
- Ensure that legislation and policy requirements are met;
- Ensure that the interests of the traditional Aboriginal owners are taken into account and met as much as possible;
- Approve the Project Management Plan; and
- Address government-to-government matters.

1.3 Senior Users

- Ensure specifications and requirements accurately reflect the needs of the Project;
- Agree and sign off on Project documentation, change requirements and traditional Aboriginal owner acceptance;
- Monitor and ensure the solution meets the needs within the constraints of relevant legislation, policies and the Gateway Review;
- Review the Project Management Plan; and
- Address government-to-government matters.

1.4 Special Representative

The Special Representative will represent and provide advice on the traditional Aboriginal owners interests in regards to the Project. They will act within the constraints of the duties listed below:

- To specify the interests of the traditional Aboriginal owners;
- To liaise between the Project Management Team and the traditional Aboriginal owners;
- To make sure the solution takes into account the interests of the traditional Aboriginal owners; and
- To ensure that the traditional Aboriginal owners are informed of and understand the decisions of the Governance Board.

Responsibilities of the Project Manager

1.5 Project Manager (DPIR)

- Reporting to the Governance Board on progress on the delivery of the Project's outputs;
- Develop and maintain the Project Management Plan;
- Review and address Project risks and issues;
- Plan and manage the deployment of resources to meet Project milestones in the Project Agreement (Stage 2A) and participation in Shared Roles under the Project Agreement (Stage 2A);
- Build and sustain effective communications with all stakeholders; and
- Apply quality management principles and processes.

1.6 Project Manager (DIIS)

- Reporting to the Governance Board on progress toward the delivery of the Detailed Business Case;
- Contribute to the Project Management Plan;
- Contribute to reviewing Project risks and issues;
- Plan and manage the deployment of resources to achieve the Commonwealth's responsibilities in the Project Agreement (Stage 2A) and participation in Shared Roles under the Project Agreement (Stage 2A);
- Build and sustain effective communications with all stakeholders; and
- Apply quality management principles and processes.

Responsibilities of the Assurance Adviser

1.7 Assurance Adviser

Provide project assurance advice and assist the Governance Board with meeting:

- Quality;
- Value for money; and
- Management of risk.

General

1.8 Agenda Items

All Rum Jungle Rehabilitation Governance Board agenda items must be forwarded to the Chair of the Governance Board by close of business 10 working days prior to the next scheduled meeting.

The Rum Jungle Rehabilitation Governance Board agenda, with attached meeting papers will be distributed at least five working days prior to the next scheduled meeting.

The Chair has the right to refuse to list an item on the formal agenda, but members may raise an item under 'Other Business' if necessary and as time permits.

1.9 Minutes and Meeting Papers

The minutes of each Rum Jungle Rehabilitation Governance Board meeting will be prepared on a rotational basis by one of the Project Managers (based on which SRO is chair).

Full copies of the minutes, including attachments, shall be provided to all Rum Jungle Rehabilitation Governance Board members no later than 10 working days following each meeting.

By agreement of the Board, out-of-session decisions will be deemed acceptable. Where agreed, all out-of-session decisions shall be recorded in the minutes of the next scheduled Rum Jungle Rehabilitation Governance Board meeting.

The collated minutes, including attachment, for the Rum Jungle Governance Board meetings will be maintained by the DIIS Project Manager.

1.10 Frequency of Meetings

The SROs will rotate chairing the meetings and shall convene the Board meetings. The Rum Jungle Rehabilitation Governance Board shall meet every two months as per the Meeting Schedule (see Attachment 1).

1.11 Quorum

The two SROs, or their proxies, and at least one Senior Supplier and one Senior User, respectively, are required for the meeting to be recognised as an authorised meeting for the decisions or resolutions to be valid.

1.12 Proxy Arrangements

Members of the Rum Jungle Rehabilitation Governance Board shall nominate a proxy to attend a meeting if the member is unable to attend.

The SRO can only nominate either a Senior Supplier or a Senior User, respectively, as their proxy. The Project Manager(s), or any of their team, cannot act as proxy for any Governance Board member.

The Chair will be informed of the substitution at least 10 working days prior to the scheduled nominated meeting.

The nominated proxy shall have voting rights at the attended meeting.

The nominated proxy shall provide relevant comments/feedback of the Rum Jungle Rehabilitation Governance Board member they are representing to the attended meeting.

1.13 Dispute Resolution

Should the Governance Board be unable to resolve a Project matter through negotiation among the members, the Governance Board will refer the Project matter to its SROs for dispute settlement. A neutral third-party may be involved at the discretion of the SROs. Joint decisions made by the SROs will be considered final by the Governance Board.

In the event of there being a Project matter which cannot be resolved (or agreed) by the Governance Board through negotiation between the SROs, the Project matter in question is to be referred to the relevant Ministers for resolution.

Appendix 1 – Meeting Schedule

Meeting Number	Date	Chair
1	24 April 2018	DPIR
2	June 2018	DIIS
3	August 2018	DPIR
4	October 2018	DIIS
5	December 2018	DPIR
6	February 2019	DIIS
7	April 2019	DPIR
8	June 2019	DIIS