Technology Committee

By-law

**BY-LAW PURSUANT TO THE CONSITUTION OF
THE ROYAL AUSTRALASIAN COLLEGE OF PHYSICIANS FOR THE ESTABLISHMENT AND
OPERATION OF BOARD COMMITTEES**

Area of College	OPCEO
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Approved by	RACP Board
Effective Date	15/12/2023
Next Review Date	15/12/2026
References/Legislation	*Corporations Act 2001* (Cth)
Associated RACP Documents	Governance of College Body By-law, Appointments to College Bodies Policy, RACP Constitution
Applicability	Australia and Aotearoa New Zealand

Note: This is a controlled document within the RACP Policy Framework*. The Framework covers all RACP policies, procedures, by-laws, terms of reference, guidelines, forms and so forth. Any new documents or amendments of existing documents or changes to approver, owner or area of college should be done in accordance with the RACP Policy Framework and Document Control (RACP Policy Framework) Procedure.*

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1.   INTRODUCTION

The Board of the Royal Australasian College of Physicians has established the Technology Committee (the "Committee"). The Governance of College Bodies By-law sets out the general provisions for governance of Board Committees. Both the Governance of College Bodies By-law and this By-law govern the Committee.

2.   PURPOSE

The Board has established the Committee to assist the Board to discharge its responsibilities by:

a) providing oversight and review of the technology strategy and roadmap of the College;

b) considering proposed major technology projects or technology investments of significant complexity or risk, or of strategic significance to the College and making recommendations to the Board for approval;

c) monitoring and reviewing significant technology projects already in progress to ensure delivery against milestones, business case and other performance indicators;

d) assisting the Finance and Risk Management Committee (and advising the Board) by identifying any material risks that the College is likely to be exposed to in the execution of its technology strategy or major technology project implementations.

e) ensuring transparency of reporting to the Finance and Risk Management Committee and RACP Board regarding project delivery, tracking, milestones, budget, and risk analysis.

3.   FUNCTIONS

The functions of the Technology Committee include:

3.1.   Technology strategy and roadmap review

The Committee is required to perform a periodic review of the College's technology strategy and roadmap of key initiatives, and monitor progress against the roadmap. In performing this review the Committee should also reference existing and future trends in technology that may impact the strategy, assess new issues or requirements that arise from time to time with the College's technology needs and give guidance on how the College could incorporate these trends into its roadmap.

3.2.   Major technology project review and recommendation

The Committee should review major proposed technology investments and make recommendations to the Board regarding the alignment to College strategy, the technology strategy, and any financial, tactical and strategic benefits generated by the proposed investments including compliance with cybersecurity requirements. In doing this, the Committee should consider the financial, time and talent resources required to achieve successful delivery of the initiatives.

3.3. Oversight of significant in-progress technology initiatives

The Committee must oversee and monitor significant, in-progress projects to ensure they evidence meeting regulatory requirements/commitments, quality outcomes, value for money, meet key milestones and deliver measurable benefits to the College.

3.4. Risk management

The Committee should identify and monitor any risks related to the execution of the College's Technology strategy, roadmap and proposed and in-progress initiatives and provide advice on mitigation strategies to the Board and where appropriate, Finance and Risk Management Committee for their consideration and action.

4. COMMITTEE PROHIBITIONS

The Committee must not:

- Enter into any agreement binding upon it or on the College; or
- Represent or imply in any way that the Committee is a body independent of the College.

The Technology Committee has no financial delegations.

5. MEMBER COMPOSITION

The Membership of the Committee shall comprise a maximum of 3 members, comprising:

5.1. Appointed Members

Up to three appointed members comprising:

- A Board Director to provide continuity with Board discussions and strategy.
- A minimum of two independent Non-Board members (and non-College members) who will be appointed based on their demonstrated senior experience in Technology and/or large Technology program management.

The Committee will be chaired by the Board Director.

6. MEETING

This section is to be read in conjunction with the Governance of College Bodies By-law.

At the Committee's discretion the Chief Executive Officer, Chief Information Officer, Chief Financial Officer and Company Secretary (or delegate) will have a standing invitation to attend all meetings of the committee.

The Committee may invite other persons to attend its meetings as it shall determine.

6.1. Number of Meetings

The College Body shall hold a minimum of four meetings per calendar year or more frequently if appropriate for the oversight of major initiatives and discharge of their functions.

The Committee shall meet by teleconference/videoconference or face to face but have at least one face-to-face meeting per annum as per the Governance of College Bodies By-law.

6.2. Chair

The Chair or their appointee will Chair all meetings. The chair shall have a casting vote in case where there are equal votes for and against a resolution.

6.3. Quorum

A quorum is a minimum of one independent member and a Board Director.

6.4. Voting

Decisions will be made by consensus of the majority of members, and adhere to collective decision making and Committee solidarity.

6.5. Minutes

The proceedings of all meetings of the Committee shall be recorded in the minutes.

6.6. Secretariat

Meeting agenda, supporting papers and minutes or outcomes will be provided seven days prior to the meeting.

6.7. Committee/Council Reviews

The Committee are to undertake a skill and experience review annually.

The Committee are to review their performance against this By-law every two years.

7. REPORTING

The Committee must report and make recommendations to the Board as required.

The Committee is required to provide to the Board each year:

- a new or updated Work Plan (Work Plans may be one or two years)
- a report against the preceding years' Work Plan.

8. REVIEW OF BY-LAW

This By-law will be reviewed every two years.

9. DEFINITIONS

Term	Means
Board	The Board of Directors of The Royal Australasian College of Physicians
College	The Royal Australasian College of Physicians, an incorporated body limited by guarantee ACN 000 039 047.

Term	Means
College Body	Has the same meaning as in the College Constitution
Ex-officio	Has the same meaning as the Governance of College Bodies By-law
Fellow	Has the same meaning as the Governance of College Bodies By-law
Member	Has the same meaning as the Governance of College Bodies By-law
Parent Body	Has the same meaning as the Governance of College Bodies By-law
Trainee	Has the same meaning as in the College Constitution.

10.   HISTORY

Commencement		
This By-law was approved by the Board and commenced on [Insert date]		
Revision	**Effective Date**	**Summary of Changes**
1.0	15.12.2023	Initial approval/New Document