

AUSTRALIA BHUTAN ASSOCIATION OF CANBERRA (ABAC)

-For A Stronger Community



ABAC Advisory Board Guidelines and Terms of Reference - 2026

Australia–Bhutan Association of Canberra Inc. (ABAC)

Advisory Board Guidelines and Terms of Reference

1. Establishment and Authority

1.1 The Advisory Board is established by the Executive Committee as an advisory subcommittee pursuant to clause 20 of the Constitution of the Australia–Bhutan Association of Canberra Inc. (ABAC).

1.2 The Advisory Board shall operate in accordance with these Guidelines and Terms of Reference and any written directions issued by the Executive Committee from time to time.

1.3 The Advisory Board serves in a consultative and advisory capacity only and does not possess executive, managerial, financial or administrative authority unless expressly delegated in writing by the Executive Committee.

1.4 In the event of any inconsistency between these Guidelines and the Constitution of ABAC, the Constitution shall prevail.

Part A – Advisory Board Guidelines

2. Purpose

2.1 The purpose of the Advisory Board is to provide independent advice, strategic guidance and recommendations to the Executive Committee to support the long-term growth, governance and wellbeing of the Bhutanese community in Canberra and surrounding regions.

2.2 The Advisory Board shall:

- (a) provide advice on matters referred to it by the Executive Committee;
 - (b) offer guidance on strategic planning, governance and community development;
 - (c) promote the values, vision and objectives of ABAC;
 - (d) strengthen community cohesion and foster constructive relationships among members and stakeholders; and
 - (e) provide recommendations on policies, programmes and initiatives affecting the Association.
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3. Composition

3.1 The Advisory Board shall consist of not fewer than seven and not more than nine members.

3.2 Members may include respected elders, community leaders, religious representatives and individuals possessing relevant professional expertise or experience.

3.3 Membership of the Advisory Board shall be honorary and voluntary.

3.4 The Advisory Board shall comprise:

- (a) a Chairperson;
 - (b) a Member Secretary;
 - (c) president of ABAC; and
 - (d) board members
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4. Appointment and Term

4.1 Members of the Advisory Board shall be appointed by the Executive Committee.

4.2 Members shall serve for a term of two (2) years, unless otherwise determined by the Executive Committee.

4.3 Members may be reappointed upon the expiry of their term.

4.4 A member may resign by giving written notice to the Chairperson or the Executive Committee.

4.5 The Executive Committee may remove a member of the Advisory Board for misconduct, incapacity or conduct inconsistent with the objectives of ABAC.

4.6 Before a member is removed under clause 4.5, the member shall be given a reasonable opportunity to respond to the proposed grounds of removal.

5. General Functions

5.1 The Advisory Board may:

- (a) advise the Executive Committee on strategic priorities and long-term planning;
- (b) provide recommendations on policies, governance frameworks and community programmes;
- (c) assist in promoting unity and cultural values within the community;
- (d) support fundraising, sponsorship and partnership initiatives;
- (e) offer guidance on dispute resolution and community concerns where requested; and

(f) undertake any other advisory function referred to it by the Executive Committee.

Part B – Terms of Reference

6. Chairperson

6.1 Purpose: The Chairperson provides leadership to the Advisory Board and ensures that meetings are conducted effectively and in accordance with these Terms of Reference.

6.2 Appointment of Chairperson

(a) The Chairperson shall be elected by the members of the Advisory Board at the first meeting following their appointment. The election shall, wherever practicable, be by consensus. Where consensus cannot be reached, the Chairperson shall be elected by a majority vote of the members present and entitled to vote.

(b) The Chairperson shall hold office for the duration determined by the Executive Committee and may be reappointed.

(c) The Executive Committee may remove the Chairperson and require the advisory board members to elect a new Chairperson in accordance with clause 6.2 (a).

6.3 Responsibilities

6.3.1 The Chairperson shall:

(a) preside over meetings of the Advisory Board;

(b) facilitate discussions and encourage constructive participation;

(c) work collaboratively with the Member Secretary regarding agendas and meeting administration;

(d) represent the Advisory Board when authorised;

(e) ensure recommendations are communicated to the Executive Committee; and

(f) exercise a casting vote in accordance with clause 10.8

7. Member Secretary

7.1 Purpose:

The Member Secretary acts as the administrative and coordinating officer of the Advisory Board.

7.2 Appointment of Member Secretary

The General Secretary of ABAC shall serve as the ex officio Member Secretary to the Advisory Board.

7.3 Responsibilities

7.3.1 The Member Secretary shall:

- (a) prepare and circulate meeting notices and agendas in consultation with the Chairperson;
 - (b) record and maintain minutes and official records;
 - (c) coordinate communications among Advisory Board members;
 - (d) provide administrative support to the Advisory Board; and
 - (e) communicate recommendations of the Advisory Board to the Executive Committee.
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8. President of ABAC

8.1 Purpose:

To facilitate effective communication and cooperation between the Executive Committee and the Advisory Board and to ensure that the advice and recommendations of the Advisory Board are duly considered by the Association.

8.2 Responsibilities:

The President shall:

- (a) serve as an ex officio member of the Advisory Board;
- (b) attend and participate in meetings of the Advisory Board;
- (c) provide updates on the activities, priorities and strategic direction of ABAC;
- (d) refer matters to the Advisory Board for advice and recommendations, where appropriate;

- (e) present the recommendations of the Advisory Board to the Executive Committee for consideration;
- (f) perform any other functions consistent with these Terms of Reference and the Constitution.

9. Board Members

9.1 Board members shall:

- (a) attend meetings and actively participate in discussions;
 - (b) provide advice and recommendations in good faith;
 - (c) contribute their expertise, experience and professional knowledge;
 - (d) uphold the values, integrity and objectives of ABAC; and
 - (e) maintain confidentiality where required.
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10. Conflict of Interest.

10.1 All members of the Advisory Board and Member Secretary shall disclose any actual, potential or perceived conflict of interest in relation to any matter under consideration.

10.2 The Chairperson shall determine, having regard to the nature of the conflict, whether the member should abstain from discussion and/or voting on that matter.

11. Meetings and Decision-Making

11.1 The Advisory Board shall meet at such times and places as it considers necessary or as requested by the Executive Committee.

11.2 A quorum shall consist of one-half of the appointed members of the Advisory Board.

11.3 The Advisory Board shall endeavour to reach its recommendations by consensus.

11.4 Where consensus cannot be reached, questions arising at a meeting shall be decided by a majority of votes of members present and entitled to vote.

11.5 Each voting member, including the Chairperson, shall have one (1) vote.

11.6 The President shall have voting rights as an ex officio member of the Advisory Board.

11.7 The Member Secretary shall **not have voting rights**, shall act impartially, and shall maintain the confidentiality of Advisory Board deliberations.

11.8 In the event of an equality of votes, the Chairperson shall have a casting vote.

11.9 Members may participate in meetings in person or by electronic means.

11.10 The Member Secretary shall prepare the draft minutes of each Advisory Board meeting and circulate them to all Advisory Board members and the Executive Committee within fourteen days of the meeting.

11.11 Members may provide comments or proposed amendments within seven days of receiving the draft minutes. If no comments are received within that period, the minutes shall be deemed confirmed and shall be maintained as the official record of the Advisory Board.

11.12 The minutes shall be confirmed at the next meeting of the Advisory Board and maintained as part of the official records of ABAC.

12. Recommendations and Reporting

12.1 Recommendations of the Advisory Board are advisory only and shall not be binding on the Executive Committee.

12.2 The Executive Committee retains all powers and responsibilities conferred upon it by the Constitution and applicable laws.

12.3 The Advisory Board shall provide its recommendations in writing where practicable.

12.4 The Executive Committee may accept, reject or modify any recommendation of the Advisory Board.

13. Adoption & Review

13.1 These Guidelines and Terms of Reference shall come into effect upon approval by resolution of the Executive Committee of the Australia–Bhutan Association of Canberra Inc.

13.2 The Executive Committee may amend, suspend or revoke these Guidelines and Terms of Reference at any time.

13.3 The Advisory Board may recommend amendments to these Guidelines and Terms of Reference for consideration by the Executive Committee.

13.4 These Guidelines and Terms of Reference shall be reviewed periodically to ensure consistency with the Constitution and the objectives of ABAC.

13.5 A copy of these Guidelines and Terms of Reference shall be provided to all members of the Advisory Board.