

ProCare Māori Advisory Committee Charter

[Advisory to ProCare Health (PHO) Limited Board]

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1. Purpose of this Charter

- 1.1 The ProCare Māori Advisory Committee (ProMA) is an advisory committee to the Board of ProCare Health (PHO) Limited. The objectives, composition, term of office, duties and responsibilities of the Committee are set out in this Charter, and are pursuant to the authority contained in the PHO Constitution.

2. Definitions

- 2.1 **ProCare** refers to ProCare Health (PHO) Limited (“PHO”) and ProCare Network Limited (“Co-op”), also referred to as “the Organisation”; and any associated companies or subsidiary businesses.
- 2.2 **The Board** is the Board of Directors of ProCare Health (PHO) Limited unless otherwise stated.
- 2.3 **ProCare Health (PHO) Limited** is a Primary Health Organisation (PHO), which is funded by the three metro-Auckland District Health Boards to ensure the provision of essential primary health care services, mostly through general practices, to those people who are enrolled with the PHO.
- 2.4 **ProCare Network Limited (Co-op)** also referred to as the “Co-op”, is the management company of ProCare Health (PHO) Limited. It is a co-operative and its shares are held by a) Healthcare Providers (practices) who are a party to the terms of trade and provide health services in the community or b) Health Practitioners who have a qualifying relationship with a ProCare Network Limited Healthcare

Provider. The Co-op provides services to its members and any profits are distributed to its members via rebates.

- 2.5 ProMA is the ProCare Maori Advisory Committee, also referred to as 'the Committee'.
 - 2.6 **CEO** refers to the Chief Executive Officer of ProCare.
 - 2.7 **PHO Executive Officer** is the General Manager – Practice Services of ProCare Health (PHO) Limited, also referred to as the "EO".
 - 2.8 **Manager** refers to a Manger of ProCare, employed by either the Co-op or the PHO.
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3. Purpose of the Committee

- 3.1 The purpose of ProMA is to advise and support ProCare in recognising the special place Māori peoples as Tangata Whenua, to respond to the diverse cultural needs of Māori peoples, and to promote health and wellbeing amongst Māori communities.
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4. Membership

- 4.1 The Board will appoint members to ProMA, in consultation with the Committee. The Committee will consist of no more than six members. Members must have knowledge and experience in the health of Māori peoples, including clinical leadership in Māori/ iwi communities or representatives of Ngati Whatua and Waikato iwi in recognition of the role the PHO is responsible for.
 - 4.2 The Committee member's tenure and conduct will be in accordance with the ProCare Board Governance Policy.
 - 4.3 Appointed members of ProMA will be appointed for a period of three years. Where possible a third of membership will come up for review annually.
 - a. The Board will re-appoint members to ProMA.
 - b. The Board may at any time, require the resignation of any member(s) of ProMA.
 - 4.4 The Board will appoint the Chair of ProMA in consultation with members of the Committee.
 - 4.5 The Board Chair and the CEO will be ex-officio and additional members of the Committee.
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5. Duties and Responsibilities

- 5.1 *Specifically, the Committee should:*

- a. Develop a Māori strategy for ProCare so it may achieve Māori health goals and reduce inequities in Māori health;
- b. Work with the PHO to agree resourcing to implement the Māori strategy;
- c. Monitor the progress of the PHO in achieving its Māori strategy and report to the respective Boards of the PHO and the Co-op;
- d. Provide advice and guidance to optimise the quality and cultural safety of health services provided to Māori by ProCare;
- e. Provide expert Māori advice and direction to the CEO and management of the ProCare;
- f. Advise and make recommendations to the PHO Board and the Co-op Board for the appointment of Maori representatives to the respective Boards, and ProCare's other committees as required;
- g. Advise and make recommendations to ProCare on how the organisation can improve adherence to the principles of the Treaty of Waitangi; and
- h. Advise and make recommendations specific to the Co-op where appropriate.

6. Authority

- 6.1 ProMA is not a decision making body. The Committee does not have the power or authority to make a decision in the Boards' name or on their behalf.
- 6.2 The Board authorises the ProMA, within its scope of responsibilities, to request any relevant information and advice from ProCare and its employees, subsidiary companies and/or ProCare providers necessary to fulfil its responsibilities under this Charter, with such information requests to be made through the CEO and/or the EO's Office.
- 6.3 ProMA may use external (to the ProCare Group) expertise. ProMA may incur costs in obtaining external advice with the prior approval of the CEO if this is within their financial delegations, or from the Board.
- 6.4 ProMA will adhere to established ProCare policies and procedures.
- 6.5 Require attendance of ProCare Officers at meetings as appropriate.

7. Procedure

- 7.1 ProMA will meet no less than every three months. The Chair may convene additional meetings if required.

- 7.2 A quorum of no less than half of the members of the committee is required. No business may be transacted at a meeting of the members if a quorum is not present.
 - 7.3 If the Chair is not present, the Committee members will appoint an Acting Chair for the meeting.
 - 7.4 Wherever possible, recommendations of ProMA will be made on a consensus basis. Where a consensus cannot be reached, the recommendation and reasons consensus could not be achieved, may be reported to the PHO Board and/or the Co-op Board.
 - 7.5 The PHO will provide administration support and distribute an agenda, (agreed with the Chair) and supporting documentation to all members of ProMA at least five working days before the meeting. A designated Māori Strategy Manager will be available to attend the ProMA meetings.
 - 7.6 Adequate minutes of the meeting will be taken by a nominated individual and circulated to ProMA within one week of the meeting for review and confirmation of accuracy.
 - 7.7 The Chair of ProMA (with the assistance of the Māori Strategy Manager) shall provide minutes of each committee meeting to the Board in a timely manner and in time for the Board's next meeting following the Committee meeting.
 - 7.8 From time to time, the Chair of ProMA will assist with ProCare communications e.g. annual report or website.
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8. Remuneration

- 8.1 Members of ProMA (other than employees or contactors to ProCare) will be paid in accordance with the ProCare Board Governance Policy;
 - 8.2 In recognition of the additional responsibilities and work associated with the role, the Chair of ProMA will receive an additional payment made in honorarium, as determined by the ProCare Board Governance Policy;
 - 8.3 Employees of ProCare will be entitled to claim time in lieu or standard meeting allowance payments as per the agreed ProCare Meeting Allowance Policy.
 - 8.4 Contractors of ProCare will be paid at an hourly rate equivalent to their remuneration
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9. Compliance Monitoring and Review

- 9.1 The CEO and the Board Chair will meet at least annually with the Chairman of ProMA to ensure an effective working relationship between the PHO, the Board and ProMA.

- 9.2 ProMA will self-assess the performance of the Committee on an annual basis and the Chair of ProMA will report the results of the assessment to the Chair of the Board (the Chair of the Board will report the results to the Board at their next meeting).
- 9.3 The PHO and Co-op Boards, at its joint discretion, may from time to time review the activities and effectiveness of ProMA and may, because of this review, amend, alter, or rescind any part or whole of the ProMA Charter.
- 9.4 This Charter shall be reviewed by ProCare Management in conjunction with ProMA every two years, and if required, make recommendations on any changes to the Board.

Title: ProCare Maori Advisory Committee Charter	Author: Tony Wai, CFO & GM of Corporate Services
Approved Respectively By: ProCare Network Limited (Co-op) Board ProCare Health (PHO) Limited Board	Date Approved: 2 July 2019 2 August 2019
Commencement Date: 1 July 2019 Date Previously Approved: April 2017 Next Review Date: 30 June 2021 - The Boards shall respectively review and approve this Committee Charter annually.	