



CORPORATE GOVERNANCE STATEMENT

The Sax Institute is a company limited by guarantee.

Board

The Institute has a governance [Board](#) that includes individuals with senior expertise in public, academic and private sector management.

The Board is composed of:

- Three Directors appointed by University Members
- Three Directors elected by Ordinary Members
- Five Members with other expertise
- One Director appointed by the NSW Minister for Health
- The CEO (ex officio).

The Board currently has 11 directors with a broad range of expertise and has appointed two committees: an [Audit and Risk Management Committee and a Research Governance Committee](#).

The Board has adopted a number of measures to ensure that independent judgment is achieved and maintained. Directors are entitled to seek independent professional advice at the company's expense according to the terms of the Board Charter. A Conflict of Interest Policy specifically adopted for the Board to address Directors with conflict of interest has been adopted as part of the [Board Charter](#).

All areas of the Institute's governance are kept under ongoing review and monitored by the Board and for any area of business risk that is identified, ensures appropriate control strategies are in place and properly managed.

Membership

The Institute has University Members and Ordinary Members. Ordinary Members are research groups, Schools or Institutes focused on public health or health services research. All our Ordinary Members must demonstrate that they have an active research program through grant funding or publications. Our Ordinary Members elect three Board Directors. The Institute communicates regularly with its Members including through its Annual General Meeting (AGM). The external auditor attends the AGM and is available to answer Members' questions.

Management

The [CEO](#) is accountable to the Board for the management of the company within the policy and authority levels prescribed in the strategic plan, annual operating plan and delegations register.

The Chief Operating Officer is responsible for financial control and reporting, policy development, risk management and compliance.

Division heads are responsible to the CEO for strategic development and management within their divisions.

The Board monitors the performance of the management team through reviews of financial and program performance on a quarterly, half-yearly and annual basis.

Risk management, policies, standards and procedures

The company has a risk management framework, a risk register and associated [corporate policies](#). The Board and the Audit and Risk Management Committee review these documents on a regular basis.

The Sax Institute conducted an extensive review of its policy material as part of the implementation of a new Research Governance Framework, which comprises:

- Responsible Conduct of Research Policy
- Research Ethics Policy
- Conflict of Interest in Research and Managing these Conflicts Policy
- Policy on Collaborative Research
- Ownership of Research Materials & Data, Storage, Access to Data & Retention Policy
- Authorship Policy
- Research Misconduct, Complaints Handling and Dealing with Research Misconduct

Other relevant policies are:

- Intellectual Property Policy
- Privacy Policy