

The Future is in Sight: Innovation Committee Charter

Effective Date: February 2021

1. Purpose

The Future is in Sight Sub-Committee: Innovation (the Committee) is a sub-committee of the Board of Guide Dogs Victoria (the Board) to oversee and promote a culture of innovation within Guide Dogs Victoria. The Committee has been established to assist the Board to bring rigour, client focus, strategic alignment and prioritisation of innovation within the business. This will include review of new social enterprises and business cases for new services.

For Guide Dogs Victoria, innovation is the development and application of ideas that drive improvement through all facets of our business. It is continually improving and challenging business as usual as well as trialling and testing new initiatives to disrupt the status quo. It is a cultural mindset that includes people at all levels throughout the organisation. The end goal is to create a sustainable, dynamic organisation that will meet client needs into the future. Innovation will be purpose led, strategically aligned and commercially astute.

2. Roles and Responsibilities

The primary role of the Committee is to conscientiously review, provide oversight and actively assist where able, continuous innovation within Guide Dogs Victoria.

In completing this role, the Committee responsibilities include:

- Provide a sounding board for new ideas to ensure they are client focused and strategically aligned
- Be actively involved in the design thinking process such as reviewing at ideation stage and testing prototypes
- Reviewing the commerciality of business cases to be presented to the Board
- Reviewing strategy to identify areas for innovation
- Endorsing and participating in the innovation framework including prioritising ideas
- Promoting an innovation culture

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- Advising, informing and making recommendations to the Board on all relevant aspects of innovation sufficient to ensure the Board is fully informed and has sufficient information on which to make relevant decisions and to provide required approvals.

3. Authority

Guide Dogs Victoria is committed to the highest standards of legal, ethical and moral

In discharging its responsibilities under this Charter, the Committee has authority to:

- Seek through the CEO any information it requires from any staff member – all of whom are directed to co-operate with the Committee's requests
- Obtain external legal, financial or other independent professional advice it considers appropriate or necessary in order for it to properly carry out its functions subject to obtaining the prior approval of the Board or the Chair of the Board.
- The Committee has authority to conduct or authorise investigations into any matters within its scope of responsibilities under this Charter

4. Membership

The Committee will consist of up to 5 members, the majority of whom will be members of the Board. The Board will appoint the Committee members and the Committee Chair. The Chair of the Board will not be the Committee Chair. Members of management, including the Chief Executive Officer (CEO), the Executive Assistant to the CEO, and the General Manager, Guide Dog and Vision Services, will not be Committee members, but will be required to attend Committee meetings.

5. Relationships

The Committee will maintain effective working relationships with management and with the key external service providers involved in the delivery of the redevelopment along with the implementation of the associated required service developments.

In performing its duties the Committee will maintain an effective working relationship with the Board.

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6. Meetings

Committee members are expected to attend each meeting in person or through teleconference.

The Committee will meet at least four times annually.

There is a standing invitation for other Directors to attend the Committee meetings. A quorum of any meeting is 3 members, the majority of which are to be members of the Board.

The Committee will invite members of management, consultants, and any other persons deemed appropriate to attend meetings and provide pertinent information. The Committee Chair may devote time in any agenda for the purpose of confidential open discussion with members of the Committee.

The CEO, Executive Assistant to CEO and GM Vision Services shall attend by standing invitation and the Executive Assistant to CEO will fulfil the role of Secretary.

Meeting agendas will be prepared and provided 1 week in advance to members along with appropriate briefing materials.

Minutes will be distributed to the Chair within 1 week after the meeting.

At a subsequent meeting, the minutes should be checked and endorsed by the Committee and signed by the Chair as an accurate record of the meeting.

7. Majority Decisions

A decision of the Committee must be passed by a majority of the members entitled to vote on the decision. The Chairman of a Committee meeting does not have a casting vote. If an equal number of votes is cast for and against a decision, the matter is decided in the negative.

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8. Reporting Requirements

The minutes of the Committee meetings are to be included in the agenda of the next available Board meeting, and the Committee Chair will brief the Board on all significant matters discussed at the Committee meetings along with any recommendations to the Board.

9. Evaluating Performance

The Committee will:

- Evaluate its performance on at least an annual basis
- Obtain feedback from the Board on the Committee's effectiveness
- Review this Charter tri-annually and discuss any required changes with the Board and ensure that the Charter is approved or re-approved by the Board.