



HVAC&R FOR A BETTER WORLD

Australian Institute of Refrigeration,
Air Conditioning, and Heating

Committee Guide

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Contents

About AIRAH	Page 3
AIRAH's strategic plan, 2023–2025	3
1. Purpose	3
2. Scope	3
3. Introduction and context for AIRAH committees	4
3.1 AIRAH Board	4
3.2 AIRAH Annual Convention	4
3.3 National Reference Group	4
3.4 Associate directors	4
4. Committees	5
4.1 Rules of the committee	6
4.2 Connection with the AIRAH Board	6
4.3 Terms of reference	7
4.4 Positions on the committee	8
4.5 Vacancies on committees	9
4.6 Term of committee members	9
4.7 Committee planning	10
5. Committee meetings	10
5.1 Frequency of meetings	10
6. Administration and support	11
7. Committees timeline	12
8. Appendix 1 – Committee rules	19

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[About AIRAH](#) 

[AIRAH's strategic plan, 2023-2025](#) 

COMMITTEE GUIDE

1. Purpose

This guide has been prepared to assist AIRAH members in understanding the roles of committees within the structure of the organisation.

It supports committees in planning, organising, communicating, and improving their operation and ensuring AIRAH's rules are followed. It is intended as a guide and is based on requirements of the AIRAH Constitution and the AIRAH By-Laws. These are the governing documents of AIRAH.

It also explains how the committees engage with the Board at the National Reference Group and how they feed into the AIRAH Board selection process at the AIRAH Annual Convention.

2. Scope

This guide is for use by all AIRAH committees that are covered in the AIRAH Constitution, including divisional committees and Special Technical Groups (STGs).

3. Introduction and context for AIRAH committees

3.1 AIRAH Board

The Board is the governing body of AIRAH. Its role is comparable to that of a company Board. It appoints and liaises with the Chief Executive Officer, sets regulations and policies, sets strategic directions, and monitors the organisation's financial sustainability and performance.

The Board meets four times per year and has one standing advisory sub-committee: the Audit, Finance, Risk and Policies Committee.

The Board consists of six directors.

Board director terms are two years, with a maximum of three consecutive terms.

The AIRAH Constitution determines the responsibilities and structure of the Board.

3.2 AIRAH Annual Convention

The AIRAH Annual Convention is a representative body of AIRAH's committee members (associate directors), who elect directors to the Board of AIRAH. Any voting member of AIRAH may nominate for election as an associate director.

The AIRAH Constitution determines the responsibilities and structure of the Convention.

3.3 National Reference Group

The National Reference Group consists of the members of the Board and the associate director from each of the Institute's divisions and Specialist Technical Groups.

The National Reference Group meets at least once per year, coinciding with either the Institute's Annual General Meeting or the AIRAH Annual Convention.

The responsibilities and structure of the National Reference Group are determined by the AIRAH Constitution.

Chairs of divisional committees who are not associate directors and AIRAH Management are invited to the AIRAH Convention as guests of the president to help formulate ideas and contribute to the National Reference Group. Only members of the National Reference Group can vote on issues that are raised.

3.4 Associate directors

Each committee nominates an associate director who provides a direct link with the AIRAH Board and executive management through participation at the AIRAH Annual Convention and the National Reference Group.

4. Committees

Committees provide a platform for AIRAH members to collaborate and support the Institute's goals and strategic aims.

This can include:

- Engaging with local TAFES and universities
- Identifying relevant industry issues for AIRAH events (division seminars, workshops, or conferences)
- Policy advice
- Thought leadership
- Regulation development
- Review and development of industry best practice advice
- Professional development
- Whole of supply chain views on specific issues and best practice delivery in the Australian and international community.

To capture and distil industry input effectively, all committees perform specific tasks. Each committee should develop well-defined objectives (whether that be to create best practice industry resources, develop a relevant CPD program for division calendars, or facilitate change to government policy and/or industry regulation), identify key stakeholders, and establish and implement engagement plans.

AIRAH will assess best practice industry resources for revenue potential, and where applicable add them to our product offering.

Committees also contribute to the review and development of AIRAHs strategic aims through communication with executive management and the AIRAH Board.

The activities of all AIRAHs committees will support the institute's goals, strategic aims and outcomes.

4.1 Rules of the committee

Each committee shall be appointed or disbanded by the Board and is responsible for carrying out activities and duties within their stated Terms of Reference (ToR) of the Constitution.

The committee chair and its members must be members of AIRAH, as under Section 6 of the Constitution.

The membership of each committee should represent the skills and interests necessary to carry out their work effectively. Membership should be reviewed annually. Where a vacancy occurs or additional skill sets are required, the committee may seek additional members by advertising on AIRAH's website, through AIRAH's email newsletters, and in other publications.

The committee chair is appointed by recommendation of the committee. The chair's appointment will be reviewed annually and may be renewed for a subsequent term.

Effective communication among AIRAH committees is vital to the overall effectiveness of the Institute. Chairs serve as the contact points for channelling information between committees.

Refer to Appendix 1 for additional committee rules.

4.2 Connection with the AIRAH Board

Each division and STG will nominate an associate director, who must be prepared to attend the AIRAH Annual Convention and stand as a director of the Institute. Associate directors must also be prepared to attend the annual National Reference Group meeting. The nominee need not be a member of the committee.

The nominee must meet the requirements of the associate director position description and be eligible to sit on the AIRAH Board if elected at the AIRAH convention.

Note: Once elected, Board directors remain the nominated associate director for their committees for the duration of their Board term (two years) and should be ratified by the committee each cycle.

The membership of the committee will commit to:

- Attending all scheduled committee meetings
- Wholeheartedly championing the partnership within and outside of work areas
- Sharing all communications and information
- Making timely decisions and taking actions
- Notifying members of the committee, as soon as practical, if any matter arises that may be deemed to affect the development a project
- Providing monthly reports to the AIRAH office
- Developing and maintaining an annual work plan.

Members of a committee will expect:

- That each member is provided with complete, accurate and meaningful information in a timely manner
- That they will be given reasonable time to make key decisions
- That they will be alerted to potential risks and issues that could impact a project as they arise
- Open and honest discussions, without resorting to any misleading assertions
- Ongoing checks to verify the overall status of the committee and that the ToR are on track.

AIRAH committee members will not speak on behalf of or purport to represent the views of AIRAH to external stakeholders. This includes media, government, and other industry bodies. If unsure about this, the committee member should contact the AIRAH executive.

4.3 Terms of reference

Committees shall operate to the written ToR agreed upon by the committee.

The ToR should include but not be limited to:

- Objectives
- Recommended composition of the committee
- Frequency of meetings and quorum
- Standing agenda items
- Specific activities and outcomes the group is responsible for
- Methods of engaging and communicating with the wider AIRAH membership.

The ToR must be reviewed annually by the committee, with changes referred to the AIRAH Board for approval after the first annual meeting. The ToR are written for the committee and contain clear and specific information on how the committee is organised, what the committee is trying to achieve, who the members are, and when they meet.

As requirements or other circumstances can change over time, it will be necessary to periodically review the ToR of the committee. A ToR review is expected to be scheduled at least once a year to ensure the committee is on track (this should be added to the agenda of the first meeting of each year).

4.4 Positions on the committee

Chair
<ul style="list-style-type: none"> • Chair committee meetings, review minutes and progress actions • Report items of strategic importance to the Board via monthly updates to AIRAH staff • Represent the work of the committee to members • Liaise with the secretary on actions
Vice-chair
<ul style="list-style-type: none"> • Stand in for the chair when absent at meetings
Secretary (except for division committees)
<ul style="list-style-type: none"> • Attend and organise committee meetings • Prepare agendas • Take minutes at committee meetings and submit them to the AIRAH office • Prepare minutes for committee members and circulate
Committee member
<ul style="list-style-type: none"> • Have the required professional interest and personal commitment to meet the aims of the committee • Attend committee meetings and demonstrate a willingness to accept responsibilities through committee work • Attend conferences and other events • Display leadership, for example, by contributing to the promotion of committee activity at conferences and other events • Note: There should be between eight and 10 active members in any committee
Associate director
<p>All committees will elect an associate director who will represent their committee at a national level at the National Reference Group and the AIRAH Annual Convention.</p> <p>A call for nominations will be made via the AIRAH website members area. Members wishing to nominate for the associate director position should submit an associate director nomination form and resumé prior to the closing date.</p> <p>Nominations for the position will be held within 14 days of the company secretary issuing a written declaration to the committee members of the division and the STG.</p> <p>All associate directors must attend the Convention as potential Board members and to elect the following year's National Board.</p>

Membership officer/manager

- Attend and set up committee meetings and divisional events
- Prepare agendas
- Take minutes at committee meetings
- Prepare minutes for committee members
- Liaise with committee chair and members
- Prepare events flyer
- Source venues for division events
- Source and liaise with speakers/presenters

4.5 Vacancies on committees

All committee positions shall become vacant on January 31 each year.

A list of vacancies will be available on the AIRAH website members' area. Members wishing to stand for a committee should submit a nomination form and resumé by the closing date.

Candidates' nominations will be reviewed for adherence to the position description by AIRAH staff.

Candidates will be notified in writing prior to the first meeting of the year, at which committee positions will be elected. The committee will advise AIRAH staff of the elected positions.

Committee members must be members of AIRAH. However, non-members are able to contribute to the work of the committee and represent suitable interests as required.

If there are too many nominations for a committee (max. 12–14), the previous chair and vice-chair will work with AIRAH management to address the situation.

If additional members wish to join the committee out of cycle – and it can be demonstrated to the chair/vice-chair that they will add value to the work of the committee – they must complete a nomination form and submit it to the AIRAH office.

4.6. Term of committee members

The duration of each committee position is two years, with a maximum of six consecutive years as a committee member.

The chair, vice-chair, and secretary shall be elected annually by the committee members at the first meeting following January 31. The incumbent may re-nominate.

A member who does not attend any meetings or provide any input to a committee for three consecutive meetings shall be deemed to have given up their position on the committee, unless the chair has approved a leave of absence requested by the committee member.

Corresponding members may be appointed at the discretion of the chair if attendance at meetings is not possible.

4.7 Committee planning

Each committee should conduct a planning meeting early in the year using this guide to set goals and objectives, and review and update the committee ToR.

All committee members should attend the planning meetings.

Once the planning meeting has been completed, the committee should complete its Committee Charter and return this to the AIRAH CEO for distribution to the AIRAH Board.

5. Committee meetings

- All meetings will be led by the chair or nominated attendant
- A meeting quorum will be half plus one member of the group
- Decisions will be made by consensus (i.e. members are satisfied with the decision even though it may not be their first choice). If this is not possible, the chair will make the final decision
- Meeting agendas will be provided by the membership office/manager. This includes:
 - Preparing agendas and supporting papers
 - Preparing meeting notes and information
- Meetings will be held regularly as determined by each committee, but with a minimum of one meeting every three months
- If required, subgroup meetings will be arranged outside of regular meetings, as convenient to subgroup members.

5.1 Frequency of meetings

Setting a timetable or schedule at the inaugural meeting of the committee allows members to set aside meeting times well ahead. Meetings should be often enough that progress can be reported against multiple milestones since the last meeting. Ideally, the timing of meetings should be linked to key milestone dates (including the end of a phase) and not to a pattern such as the last Friday of the month.

As a rule of thumb, committees are expected to meet between four and six times a year, either face-to-face or via teleconference.

6. Administration and support

The AIRAH membership officer will support divisional committees.

Other committees (including STGs and other groups) will establish their own administrative support and will be required to submit quarterly updates to the AIRAH office. Outputs of each committee will also be assessed for thought leadership, influence, regulatory change, industry transformation and revenue potential and publication and promotion plans will be implemented, as appropriate.

Committee participation benefits

- Discount on divisional events at AIRAH's discretion on a case-by-case basis
- 20 per cent discount on AIRAH training courses and conferences (by email request)
- Recognition of committee position in publications (at the editor's discretion)
- Social media image to promote involvement available on request
- More frequent engagement with industry members
- Increased networking opportunities
- Opportunity to provide guidance on important industry issues and government consultations
- Chance to help AIRAH develop a highly skilled, safe, and sustainable HVAC&R industry in Australia
- Career progression
- Fulfilment of CPD requirements.



7. Committees timeline

Note: Dates are indicative and subject to change.

What	When	Description	Notes
Call for nominations for divisions and STG committees	End November	Call-out will be made via the AIRAH website and other publications via update emails, direct emails, Ecolibrium and HVAC&R News articles, and invitations to nominate.	Nominations are to be sent to membership@airah.org.au
All division and STG committee positions declared open for nomination	End January	Meetings continue as is until new positions are elected at first meeting of the new year.	Each committee is spilled each year.
Divisions/STGs meet and choose chair, committee members and associate director (to represent them at the AIRAH Annual Convention)	Mid-February	<p>First meeting of the year is chaired by the outgoing chair or their nominee. If there is more than one nomination for the position of chair, the committee votes on their preferred candidate.</p> <p>Note: if a Board member is in the middle of their two-year directorship term, they are to continue as the group’s associate director for that year.</p> <p>In the case where a Board member’s term is ending, then that person must re-nominate to be the group’s associate director.</p>	<p>Committee to complete and sign division/STG Committee Charter for the year.</p> <p>AIRAH Membership officer will take minutes for division meetings. STGs will appoint a secretary to take minutes.</p> <p>“Associate director” means an AIRAH member who is elected to the position of associate director by the Institute members in a Division or by the Institute members in a STG.</p> <p>“Annual Convention” means a meeting held annually at a time and place to be nominated by the Board to be attended by the associate directors, from whom the directors are elected.</p>



<p>Division and STG committees meet and complete the Committee Charter, including annual workplan</p>	<p>Mid-February</p>	<p>AIRAH Staff and STG secretaries are to complete the Committee Charter and return to the company secretary for Board review and approval.</p>	<p>The outline of the annual work plan must be included in the completed Committee Charter.</p> <p>The division and STG’s workplan will be distributed as part of the briefing documents for the upcoming AIRAH Convention.</p> <p><i>The minutes of all divisional and STG meetings need to be circulated to all committee members, as well as copying AIRAH’s president, CEO and executive general manager for technical services.</i></p>
<p>Selection of associate directors for divisions or STG committee to represent them at the Annual Convention</p>	<p>Mid-February</p>	<p>Nominees must submit a resumé and cover letter and are asked to respond to the position description for the Board member, found in the Associate Directors’ Guide.</p> <p>If there is more than one nomination for the position of associate director, the committee votes on their preferred candidate.</p>	<p>A division or STG must appoint an associate director who is willing and ready to stand for a position on the AIRAH Board.</p> <p>If no position is made by the division or STG, the Board will review the eligibility of that division or STG to remain active as part of AIRAH.</p>
<p>Board advised of committee’s membership</p>	<p>End February</p>	<p>AIRAH Staff and STG secretaries are to confirm committee appointments with company secretary and CEO.</p>	<p>Appointments communicated to membership via various news channels.</p>



<p>Committees execute their yearly plans and report quarterly to Board on progress</p>	<p>Mid-February to mid-January the following year</p>	<p>AIRAH Staff and STG secretaries are to provide a report of their activities to the company secretary no later than 10 working days before the scheduled Board meetings.</p>	<p>Dates of Board meetings will be distributed to the committees via the company secretary.</p>		
<p>All associate directors invited to the Convention and calls for nominations for vacant Board positions</p>	<p>End February</p>	<p>The company secretary sends invitations to associate directors and divisional/STG chairs.</p> <p>Where two or more people hold the role of the division or STG chair, for consistency only one may attend the convention.</p> <p>A call for nominations for Board director positions will happen 28 days before the AIRAH National Convention.</p>	<p>An Annual Convention is held each year for the purpose of the associate directors meeting to:</p>		
			<p>i.</p>	<p>Act as a forum for considering the views of members at large;</p>	
			<p>ii.</p>	<p>Participate in the Institute’s strategic planning process;</p>	
			<p>iii.</p>	<p>Broadly comment and offer feedback when requested on Institute initiatives, within their field of interest and/or expertise;</p>	
			<p>iv.</p>	<p>Recommend to the Board matters that can be placed on the reference group agenda</p>	
			<p>v.</p>	<p>Consider any matter referred to by the Board;</p>	
			<p>vi.</p>	<p>Elect directors to the Board of AIRAH.</p>	



<p>Associate directors who wish to stand for the Board</p>	<p>February-/-March</p>	<p>Those wishing to nominate to stand for a vacant Board position must inform the company secretary in writing no later than 15 days before the AIRAH National Convention.</p> <p>Candidates must provide a summary of no more than 500 words on their background/experience and why they want to stand.</p> <p>A list of candidates who have nominated to stand and their associated profiles will be distributed to all associate directors no later than 10 days before the Convention.</p> <p>An associate director who wishes to stand will also be able to give a brief summation (no more than three minutes) of why they wish to stand at the AIRAH Convention.</p>	<p>Existing Board members who are on the Board must renominate if their two-year term is up. This includes the president.</p> <p>There is no call for nominations in a specific division/STG where a sitting associate director is on the Board in the middle of their term.</p>
<p>Election of Board from associate directors</p>	<p>At AIRAH Convention (March)</p>	<p>Blind ballot: each associate director votes for a candidate who has nominated for any vacancies.</p> <p>Totals are counted by the company secretary plus one witness. New directors are announced if there are clear winners based on first round voting.</p> <p>If there is a tie for votes, subsequent rounds are undertaken (specifically featuring the tied candidates).</p>	<p>Associate directors who are not elected to the Board remain as associate directors until the next round of nominations in February the following year.</p> <p>Associate directors may vote for themselves.</p>
<p>Media release</p>	<p>March-/-April</p>	<p>Communications via various news and media channels to advise of new directors.</p>	
<p>New Director(s) undertake onboarding process</p>	<p>Before AGM (April / May)</p>	<p>Current AIRAH president, CEO, and staff take any new Board member(s) through an onboarding process explaining the workings of AIRAH.</p>	<p>In this session, it is necessary to include the expectations of AIRAH Board members.</p>



AIRAH Annual General Meeting (AGM)	May	New directors attend Board meeting and AGM as an observer.	Newly elected associate directors who are due to join the Board are invited to observe at remaining Board meetings until they take their role.	
Australian Charities and Not-for-profits Commission (ACNC) advised of new directors	May	Company secretary advises ACNC of new Board members and removes old directors from register.		
Governance training	As needed	All new Board members are expected to attend governance training for a not-for-profit organisation (if they have not already done so).	This can be in-house or public training. Typically, this is done through the Australian Institute of Company Directors or Associations Forum.	
Election of Board president and other office bearers	August	At the first Board meeting after the AGM, the president is elected from the new Board via a ballot. Other Board roles are decided upon.	The Board may also decide to elect the president at the AGM if all members agree. The president is expected to attend and open the Refrigeration and Future of HVAC Conferences each year. If required, they may nominate an alternative Board member to represent them.	
Attend AIRAH Board meetings	Four Board meetings take place each	Focus of Board meetings:	Board members are expected to attend the AIRAH Awards night held in November. Board members may attend any AIRAH event free of charge if they are representing AIRAH at the event.	
		March		The year ahead and the year just gone
		May		AGM and progress on year-to-date activities
		September		Strategy review-
		November		Yearly review

8. Appendix 1 – Committee rules

The following committee rules are reviewed and updated from time to time to improve the operation of the committee.

Statements to the public

It is important that a committee member, particularly a chair, does not make public statements on behalf of their committee or AIRAH. All statements made to the press or other media are to be made by AIRAH's CEO.

Obligations

A committee member is expected to contribute to mutually acceptable outcomes and to not criticise the committee's work or findings outside of the committee. Disagreements or differences of opinion are to be mediated and resolved within the committee process, not escalated to the public arena or media.

Once a conclusion has been published, committee members and the interests they represent are expected to promulgate this conclusion.

Intellectual Property Clause

By including this IP clause in the committee guide, it helps establish clear guidelines regarding the ownership and handling of intellectual property related to the committee's activities. It promotes transparency and helps protect the organisation's interests while also acknowledging the contributions of committee members.

All intellectual property created, developed, or contributed by committee members in the course of their duties and responsibilities as part of the committee shall be the property of AIRAH. This includes, but is not limited to, written documents, reports, proposals, inventions, software, artwork, and any other work product or ideas generated in the context of committee activities.

Committee members are responsible for promptly disclosing any intellectual property created in the course of their committee work to the coordinator. The disclosure should include a description of the intellectual property, its potential value or use, and any relevant details.

All committee members are expected to treat committee-related intellectual property as confidential and to take appropriate measures to protect it from unauthorized access or disclosure.

Committee members agree to assign, transfer, and convey all rights, titles, and interests in committee-related intellectual property to AIRAH upon request.

AIRAH acknowledges and agrees to give appropriate recognition and attribution to committee members for their contributions to intellectual property created during their committee service.

This IP clause may be reviewed and amended as necessary by the committee per the charter's amendment process.

Confidentiality

Committee members are required to act in a manner that contributes to reaching consensus, and to ensure that the interests of all stakeholders (including any members of the public who submit comments on a proposed project) are considered during the development of the group activities.

To facilitate and encourage participation in the development of processes and an effective working environment for the committee, AIRAH requires committee members to treat as confidential:

- all minutes and agendas for AIRAH committee meetings;
- all AIRAH committee circulars;
- all public comments received by AIRAH in the public comment phase;
- the consideration by the committee of the public comments received by AIRAH in the public comment phase (including the document summarising the comments received);
- other documents that are actively categorised by the creator or distributor as “Committee-in-Confidence”.

Note: In addition to these confidentiality requirements, committee members should always operate in accordance with [AIRAH’s Code of Professional and Ethical Conduct](#).

AIRAH will record and may make public the names of main committee members, employers, and any declared interests of participants in the committee process.

Note: Where a person is invited to attend a meeting (usually for their specific technical knowledge), they are not issued the meeting minutes. However, as a courtesy, they may be issued an extract from the minutes on the specific areas they were invited to be involved in.

Consensus

Definition: General agreement, which is characterised by the absence of sustained opposition to substantial issues by any important part of the concerned interests and by a process that involves seeking to take into account the views of all parties concerned and to reconcile any conflicting arguments.

Note: Consensus need not imply unanimity.

In constituting a committee, AIRAH endeavours to obtain representatives from all significant sectors of interest concerned with the particular project. Those representatives will often come to the table having differences of opinion as to the nature and level of the requirements that are to go into a particular standard and/or project. Resolution of the views of these competing interests, via an open and structured process, forms the basis of consensus.

When an agreement cannot be reached on a matter, the chair must ensure that key points of difference are summed up and proposed action(s) to be taken are noted to reach a resolution.

If a matter of major significance is the subject of disagreement and it is clear that the views are irreconcilable, advice may need to be taken from outside the committee. In such cases, the matter may need to be discussed with AIRAH staff or the AIRAH Board.

When voting	
Step 1	Committee members vote either affirmatively (with or without comment) or negatively. To be considered, negative votes must be accompanied by technical substantiation. Any formal abstentions from voting will be counted as 'not voting'.
Step 2	If a committee member casts a negative vote, the committee is obliged to give thorough consideration to the reasons for the negative vote and to attempt to find a resolution that is acceptable to the committee as a whole.

While a unanimous affirmative vote is the desirable outcome, this is not always possible. Where there are unresolved negative votes, AIRAH has specified when consensus can be deemed to have been achieved.

Currently the consensus rules are:

- a minimum of 67 per cent of those eligible to vote have voted affirmatively; and
- a minimum of 80 per cent of votes received are affirmative; and
- no major interest involved with the subject of the standard has collectively maintained a negative vote.