

GREAT BARRIER REEF MARINE PARK AUTHORITY

BOARD CHARTER



TRADITIONAL OWNER ACKNOWLEDGEMENT

The Reef Authority acknowledges the expertise, wisdom, and enduring connections that have informed the guardianship of the Reef for millennia. We pay our respects to the Traditional Owners as the first managers of this Land and Sea Country, and value their traditional knowledge which continues to inform the current management and stewardship of the Reef for future generations.

REVIEW OF THE BOARD CHARTER

The Great Barrier Reef Marine Park Authority – Board Charter (‘the Charter’) is reviewed biennially or more regularly if required.

Amendments to the Charter are made by resolution of the Great Barrier Reef Marine Park Authority Board.

The Charter is publicly accessible through the Great Barrier Reef Marine Park Authority’s website.

Approval

This Charter (Version 4) was approved by the Great Barrier Reef Marine Park Authority Board on 27 February 2025 at meeting MPA 289 (MPA Decision No 2025-289-04).

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While all efforts have been made to verify facts, the Great Barrier Reef Marine Park Authority takes no responsibility for the accuracy of information supplied in this publication.

Aboriginal and Torres Strait Islander readers are advised this publication may contain names and images of deceased persons.

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PURPOSE OF THIS CHARTER

This Charter outlines the roles, responsibilities and authorities for members of the Great Barrier Reef Marine Park Authority Board ('the Board').

BOARD AUTHORITY

The *Great Barrier Reef Marine Park Act 1975* (Cth) (the Act) establishes the Great Barrier Reef Marine Park Authority ('Reef Authority') and sets out its purpose (objects), functions and powers. In short, the purpose of the Reef Authority is to provide for the long-term protection, ecologically sustainable use, understanding and enjoyment of the Great Barrier Reef for all Australians and the international community through the care and development of the Marine Park.

Under the Act, all the functions and powers of the Reef Authority, to achieve its purpose, are vested in the Great Barrier Reef Marine Park Authority Board ('the Board'). The *Great Barrier Reef Marine Park Regulations 2019* and the *Great Barrier Reef Marine Park Zoning Plan 2003* support the Act and also contain powers assigned to the Board.

Additionally, the Federal Environment Minister ('the Minister') may delegate to the Board any or all of the Minister's powers or functions under the Act, other than those set out in subsection 46(1) of the Act. The Minister has delegated a range of powers to the Board in the following instrument of delegation:

- *Great Barrier Reef Marine Park Act 1975* Instrument of Delegation 8/12/2017.

The Board has the power to delegate the exercise of Reef Authority functions and powers (under the Act or Regulations, Instrument of Delegation or other Acts), and powers or functions delegated by the Minister, to the Reef Authority's Chief Executive Officer (CEO) or other specified officers of the Reef Authority, through Instruments of Delegation ('Reef Authority delegations'). The Board can impose conditions and restrictions on delegations.

The Board has delegated a range of functions and powers to the CEO and other specified officers of the Reef Authority in the following delegations:

- Great Barrier Reef Marine Park Act, Regulations, Zoning Plan and Plans of Management (GBRMPA) Delegations 22/3/2019
- Great Barrier Reef Marine Park Act — Site Management Arrangements Sub-Delegation 25/7/2019
- Assistance to Institutions or Persons and Compulsory Pilotage (Minister for the Environment) Delegation 7/11/2018
- Administrative and Enforcement Powers of the Minister (GBRMPA) Sub-Delegations 28/6/2018
- Great Barrier Reef Marine Park (no-anchoring areas) Delegation 20/4/2021.

Where the Board has not delegated a power or function in a Reef Authority Delegation, it retains the exclusive power to exercise that function or power. Accordingly, there are some Reef Authority functions and powers (and Ministerial delegations to the Board) which can only be exercised / authorised by the Board. For example:

- The Board retains the power to prepare a report on areas to be declared, or cease to be, a part of the Marine Park
- The Board retains the power to prepare or revoke (through direction to the Reef Authority and final approval) zoning plans for the Marine Park

- The Board retains the power to prepare (direction and approval), amend, or revoke a Plan of Management (POM), including providing notice of a POM and entering into agreements with a group of people who are representative of a community group that has a special interest in an area of the Marine Park
- The Board retains the power to prepare, in accordance with the Act and Regulations, and provide the Minister with a Reef Outlook Report every five years
- The Minister has delegated to the Board the power to state by public notice that a zoning plan is to come into operation on a specific date. The Board has not sub-delegated this power.

Additionally, the Board may issue written directions to the CEO about the performance of the CEO's responsibilities under the Act.

The Board and Reef Authority officials must understand the Act, the Reef Authority delegations, the legislative framework, set out at Appendix A, and Reef Authority Policies and Procedures to correctly exercise functions and make decisions.

The Reef Authority is a non-corporate Commonwealth entity (NCE), which means the Reef Authority is legally a part of the Commonwealth with an accountable authority and agency head, established by legislation. The accountable authority, and agency head, of an NCE, has specific responsibilities to govern the Reef Authority in accordance with the *Public Governance, Performance and Accountability Act 2013* (Cth) ('PGPA Act') and the *Public Service Act 1999* (Cth) ('PS Act'). The accountable authority and agency head for the Reef Authority is the CEO. The CEO cannot be directed by the Board in performance of their functions under the PGPA Act or PS Act.

ROLE OF THE BOARD

Strategic direction

The role of the Board is to collectively make decisions under the Act and Regulations (which have not been delegated), provide direction to the CEO under the Act, and provide strategic and expert advice to the CEO and Reef Authority officials to ensure operations are directed towards achieving the legislated purpose of the Reef Authority.

The role of the Board also includes advising on, and monitoring, key operational activities such as corporate planning, risk management, financial performance reporting, and workplace health and safety, which significantly impact on the strategic direction of the Reef Authority and the achievement of its purposes under the Act.

In accordance with the Act, Reef Authority delegations, and the legislative framework set out in Appendix A, the Board's role is to:

- **Approve** matters within its exclusive control
- **Discuss** proposals/matters from Reef Authority officials and provide expert **advice/feedback/direction**
- **Note** actions/matters raised by Reef Authority officials which are within the delegated or legislative responsibilities of Reef Authority officials.

Strategic work program

The Board — in consultation with the Reef Authority Executive Management Group — must develop and approve an annual strategic work program, set out in a Forward Planning Calendar. The Forward Planning Calendar sets the agenda for each Board meeting.

The Strategic Work Program ensures the Board can efficiently and effectively exercise its authority and role. The Strategic Work Program must be developed to ensure the Board:

- Provides advice on, and where applicable, approves Reef Authority policies or plans in accordance with the Act and Reef Authority Delegations
- Provides advice and strategic direction on the Reef Authority's Corporate Plan and Annual Report, and notes the final version
- Provides advice on the Strategic Direction Statement for Portfolio Budget Statements
- Provides advice on, and monitors, identified strategic risks, for the Reef Authority to develop appropriate controls, oversight and management,
- Is advised on operational risks, and assured of appropriate treatments, at each meeting
- Is advised on financial performance of the Reef Authority, and assured it is proper and sustainable, at each meeting
- Is advised of progress against performance measures/corporate initiatives at each meeting
- Is advised, and assured of, the safe, effective, efficient and ethical management of Reef Authority staff, including Workplace Health and Safety matters.

Limit of role

The Board cannot **direct** the CEO in relation to the CEO's responsibilities, or exercise of powers, under:

- The *Public Governance, Performance and Accountability Act 2013 (Cth)* ('PGPA Act')
- The *Public Service Act 1999 (Cth)*
- The *Work Health and Safety Act 2011 (Cth)*.

RESPONSIBILITIES OF THE BOARD

In accordance with the Act the Board is composed of:

- A Chairperson;
- The CEO of the Reef Authority;
- Five other members, including two identified positions for a First Nations member and a member with expertise in the Tourism industry. The Queensland Government is invited to nominate a member with suitable expertise.

Board members ('members') are appointed by the Governor-General on recommendation from the Minister. The Act specifies the qualifications, exclusions, terms of appointment, remuneration and allowances, temporary absence, resignation, and termination for members.

The Federal Environment Department ('the Department') is responsible for managing the recruitment and appointment of members. The Reef Authority is responsible for inducting and onboarding new members and providing secretariat support and governance advice to the Board. A list of Reef Authority documents to support members, including relevant policies, and procedures is at Appendix B.

Board values and Code of Conduct

Members must model the values adopted by the Board. These are: to embrace innovation, demonstrate leadership and integrity, and build strong relationships with Reef stakeholders. Members must also model the Reef Authority values.

Members are officials of the Reef Authority must act in accordance with:

- The *Australian Public Service Code of Conduct*, and
- The *Public Governance, Performance and Accountability Act 2013 (Cth)*.

Disclosure and management of conflicts of interest

Members must understand and act in accordance with the Board's '*Policy regarding the disclosure and management of conflicts of interest*'. This Policy sets out the expectations, requirements and procedures for the disclosure and management of conflicts of interest by the CEO and part-time members of the Reef Authority.

Gifts and hospitality

When performing their duties for the Reef Authority, members must adhere to the principles and standards in the PS Act and outlined in the Reef Authority's Gifts and Benefits Guideline. Members must also consider this guidance, when not performing their duties for the Reef Authority, if an offered gift or benefit could be seen to conflict with their role with the Reef Authority.

Attendance at meetings

Members are expected to attend all meetings, except where a leave of absence has been authorised by the Chairperson for Board members other than the CEO and Chairperson. The Chairperson must advise the Minister if leave of absence is over 3 months. The Minister may grant leave of absence for the Chairperson and CEO. There is no provision for a proxy to attend a meeting in place of an appointed member.

Confidentiality

Members must keep Board discussions and deliberations confidential, unless disclosure is required by law.

Members must keep Board decisions confidential, unless the Board has agreed to publish a decision, or unless disclosure is required by law.

Public statements

Members must not make public statements in their capacity as a member of the Board without approval from the Chairperson and CEO.

Members must advise, through the MPA Secretariat, the Reef Authority's media team before they engage with the media on business intersecting with that of the Reef Authority. Statements made by members about the Reef must not be inconsistent with any published reports and decisions of the Reef Authority.

Members must follow the Australian Public Service Commission social media guide for Australian Public Service employees.

Responsibilities of Chairperson

In addition to the responsibilities of the Board, the Chairperson has the following responsibilities:

- Fostering an appropriate Board environment and open and inclusive culture for robust Board discussion
- Establishing and maintaining a comprehensive and high-level Board charter underpinned by policies, including a stand-alone conflict of interest policy
- Determining the strategic outcomes and performance standards that the Authority must achieve, and monitoring progress against these
- Establishing the Board's risk appetite and appropriate tolerances
- Ensuring the Board's decision-making process is aligned to the Authority's governance structure, strategic direction, values and risk profile
- Ensuring the Board is prepared to respond in a crisis
- Facilitating the comprehensive, relevant and timely flow of information to the Board from management and ensuring timely decisions are made by the Board
- Issuing delegations from the Board to the CEO
- Monitoring the performance of the Board and advising the Minister
- Evaluating the performance of the CEO and advising the Minister of the outcomes of this evaluation
- Providing advice to the Department and the Minister on skills gaps and needs to inform Board recruitment decisions, making use of the Board skills matrix
- Convening meetings of the Board
- Presiding over meetings of the Board
- Granting leave of absence for part-time members
- Notifying the Minister of leave of absence for part-time members greater than three months.

ROLE OF THE CEO

The CEO is a member of the Board, and has additional designated functions under the Act which include:

- The day-to-day administration of the Reef Authority
- Compliance with Reef Authority policies

- Compliance with directions from the Board.

The CEO may, in an instrument of delegation, delegate a power or function provided to the CEO under the Act to a member of the staff of the Reef Authority who is a Senior Executive Service (SES) employee or an acting SES employee, or holds, or is acting in, an APS Executive Level 2, or equivalent, position.

The CEO may, where it is provided for, also sub-delegate a power or function delegated to the CEO under the Act, or any other Act, in writing, to a Reef Authority staff member.

Additional powers to the exclusion of the Board

The CEO has specific powers and duties under a range of Acts, including, but not limited to:

- *The Public Governance, Performance and Accountability Act 2013* (Cth) ('PGPA Act')
- *The Public Service Act 1999* (Cth)
- *The Work Health and Safety Act 2011* (Cth).

RESPONSIBILITIES OF THE CEO

In addition to their responsibilities as a Board member, the CEO has the following responsibilities under the *PGPA Act*.

- Govern the Commonwealth entity, including proper use and management of public resources, promotion of the achievements of the purposes, and financial sustainability of the entity
- Establish and maintain systems relating to risk oversight and management, and internal control of the entity
- Encourage cooperation with others to achieve common objectives
- Impose requirements on others in relation to the use or management of public resources
- Keep the Minister and Finance Minister informed of the activities of the Reef Authority, and significant issues which may impact on Reef Authority activities
- Give the Minister and the Finance Minister any reports, documents and information in relation to the Reef Authority that the Minister requires
- Prepare a Corporate Plan and provide it to the Minister and Finance Minister
- Prepare an annual financial statement and provide it to the Auditor-General
- Prepare an Annual Report and provide it to the Minister.

In addition to their responsibilities as a Board member, under the PS Act the CEO must:

- Uphold and promote the APS Values and APS Employment Principles
- Manage the affairs of the Reef Authority efficiently, effectively, economically and ethically
- Advise the Minister about matters relating to the Reef Authority
- Implement measures directed at ensuring that the Reef Authority complies with the law
- Provide leadership, strategic direction and a focus on results for the Reef Authority

- Maintain clear lines of communication within the Agency Minister's portfolio
- Engage with stakeholders, particularly in relation to the core activities of the Department
- Manage the affairs of the Reef Authority in a way that is not inconsistent with the policies of the Commonwealth and the interests of the APS as a whole
- Ensure the Minister's portfolio has a strong strategic policy capability that can consider complex, whole-of-government issues
- Assist the Minister to fulfil the Minister's accountability obligations to the Parliament to provide factual information, as required by the Parliament, in relation to the operation and administration of the Reef Authority.

Audit and Risk Management Committee

The CEO has established an Audit and Risk Management Committee (ARMC) in compliance with the PGPA Act and the *Public Governance, Performance and Accountability Rule 2014* ('PGPA Rule').

The ARMC reviews the appropriateness of the Reef Authority's financial and performance reporting, system of risk oversight and management and system of internal control and provides advice to the CEO. The Charter of Operations for the ARMC sets its functions, membership requirements, meeting and reporting arrangements.

The CEO will provide the Chairperson with a report on the ARMC's reviews and advice after each ARMC meeting.

BOARD COMMITTEES

As at the date of this Charter, the following Reef Advisory Committees (RACs) have been established as subcommittees to provide advice to the Board:

- Indigenous Reef Advisory Committee.
- Tourism Reef Advisory Committee.

Charter and Terms of Reference

The Board must approve a charter and written terms of reference for each RAC. The terms of reference must clearly set out the RACs composition, roles and responsibilities, structure and membership requirements and any other matters that the Board may consider appropriate.

Requests from Board and Reef Authority officials

The Board will request advice from the appropriate RACs through its meeting arrangements (actions register) or directly through the Chairperson.

MEETING PROTOCOLS

Frequency of meetings

The Board meets at least six times per year, for up to two days in duration. Meeting dates, locations, and formats will be determined by the Chairperson.

Board papers and other supporting documentation for all meetings including decisions without meetings will be provided to Board members at a minimum of 3 working days prior to the meeting.

Chairperson

The Chairperson presides at all meetings of the Board. If the Chairperson is not present at a meeting, the members present shall choose one of themselves to preside at the meeting.

Quorum

The Act provides that at meetings four members constitute a quorum. However, if a member has declared an interest and is not present during deliberations and does not take part in a decision, the remaining members at the meeting will constitute a quorum with respect to that matter.

Voting

If required, a question is decided by a majority of the votes of the members of the Board present and voting. The person presiding at the meeting has a deliberative vote and, in the event of an equality of votes, also has a casting vote.

Attendance by non-members

The Chairperson may invite a non-member to attend a Board meeting. At the discretion of the Board, the non-member may:

- Participate in discussions at Board meetings
- Be provided with Board papers
- Be excluded from portions of Board meetings on occasions where it is necessary or desirable to do so, such as to maintain legal professional privilege or where sensitive personal information is being discussed.

Guest speakers, observers and officials are subject to the direction of the Chairperson, during a meeting. Officials and guests presenting items for the Board's consideration may only be present for the duration of the applicable item.

Minutes of meetings

The Reef Authority records minutes of meetings. Minutes are not published. A summary of relevant decisions is made available on the Reef Authority website.

Decisions without meetings

The Board has determined that it may make decisions without a meeting. The Board has determined the following method to make decisions without meetings:

- All members will be emailed the proposed decision paper, and any additional supporting information for consideration
- The Chairperson will determine the deadline for responses, and this will be advised in the originating email
- Each member, who is entitled to vote, will provide their response by return email to all addressees

- A member's lack of response is considered as agreement with the resolutions outlined in the proposed decision paper.
- At the next meeting of the Board, the decision must be noted as part of the preliminary item business.

This method was adopted by the Board (MPA Decision 2025-289-04).

Communicating the outcomes of meetings

The Chairperson, in consultation with the CEO must provide a letter to the Minister outlining the key outcomes and decisions of the meeting.

The Chairperson must issue a Board Report to publish on the Reef Authority website. The Report will have regard for any privacy requirements and include decisions that are required to be made public under the Information Publication Scheme.

APPENDIX A - LEGISLATIVE FRAMEWORK

Commonwealth legislation

Great Barrier Marine Park Act 1975 (Cth) (Marine Park Act) is the primary legislation relating to the Marine Park and sets out the establishment, functions, powers, constitution and meetings of the Authority.

Great Barrier Reef Marine Park Regulations 2019 support the Marine Park Act and contain important rules relating to the Marine Park.

Great Barrier Reef Marine Park Zoning Plan 2003 divides the Marine Park into various zones, sets out the purposes for which the different zones may be used or entered and those purposes for which specific permission is required.

Plans of Management generally prepared for intensively used, or particularly vulnerable, groups of islands and reefs, and for the protection of vulnerable species or ecological communities. There are currently four plans of management within the Marine Park:

- Cairns Area Plan of Management 1998
- Hinchinbrook Plan of Management 2004
- Whitsundays Plan of Management 1998
- Shoalwater Bay (Dugong) Plan of Management 2004

Great Barrier Reef Marine Park (Environmental Management Charge-Excise) Act 1993

Great Barrier Reef Marine Park (Environmental Management Charge-General) Act 1993

Public Governance, Performance and Accountability Act 2013 (Cth) (PGPA Act) establishes a framework for the management of performance, financial accountability and the use of public resources across all Commonwealth entities.

Public Service Act 1999 (Cth) (Public Service Act). The CEO and the APS employees assisting the CEO together constitute a statutory Agency.

Other relevant Commonwealth Legislation

Aboriginal and Torres Strait Islander Heritage Protection Act 1984

Environment Protection and Biodiversity Conservation Act 1999

Environment Protection (Sea Dumping) Act 1981

Freedom of Information Act 1982

Native Title Act 1993

Protection of the Sea (Prevention of Pollution from Ships) Act 1983

Sea Installations Act 1987

Underwater Cultural Heritage Act 2018

Relevant State of Queensland Legislation

Aboriginal Cultural Heritage Act 2003 (Qld)

Coastal Protection and Management Act 1995 (Qld)

Environmental Protection Act 1994 (Qld)

Fisheries Act 1994 (Qld)

Marine Parks Act 2004 (Qld)

Native Title (Queensland) Act 1993 (Qld)

Nature Conservation Act 1992 (Qld)

Torres Strait Islander Cultural Heritage Act 2003 (Qld)

Transport Operations (Marine Pollution) Act 1995 (Qld)

Transport Operations (Marine Safety) Act 1994 (Qld)

Vegetation Management Act 1999 (Qld)

International conventions

Management of the Great Barrier Reef is also guided by Australia's obligations under a number of international agreements to which Australia is a party, including but not limited to:

- Convention for the Protection of the World Cultural and Natural Heritage, 1972 (the World Heritage Convention)
- Conventions in relation to species, such as:
 - International Trade in Endangered Species
 - Biological Diversity
 - Conservation of Migratory Species
- Conventions relating to habitats, including Wetlands of International Importance
- International conventions regarding:
 - Law of the Sea
 - Prevention of Pollution from Ships.

APPENDIX B – SUPPORTING DOCUMENTS

Policy regarding the disclosure and management of conflicts of interest

Gifts and Benefits Guideline

Summary of delegations

Secretariat Procedures

