

# Role Description

## Corporate Governance Officer



Agency	Sydney Trains
Division/Branch/Unit	Finance and Business Services/General Counsel & Governance
Location	Sydney
Role Grade or Band	RC6
Senior Executive Work Level Standards	Professional / Technical / Specialist
Kind of Employment	Permanent Full Time
Role Number	51015263
ANZSCO Code	220000
PCAT Code	1251313
Job Code	81000451
Health Assessment Category - Safety	Category 4
Vision	N/A - Cat 4 Only
Hearing	N/A - Cat 4 Only
Date of Approval	June 2018
Agency Website	<a href="http://www.sydneytrains.info">www.sydneytrains.info</a>

### Group Rail overview

Group Rail is made up of Sydney Trains and NSW TrainLink.

Sydney Trains and NSW TrainLink were established in July 2013 as part of the integrated Transport authority and focus on providing sustainable, efficient and cost effective services by putting the customer at the centre of everything they do to delivering safe, reliable and clean rail services.

**Sydney Trains** provides train services throughout the Sydney CBD with **NSW TrainLink** connecting people and communities throughout NSW and serves regional communities bringing together intercity and regional rail services and coach for the needs of customers travelling longer distances.

### Primary purpose of the role

Supports the Manager Corporate Governance with the management of the Corporate Governance Framework by:

- Providing secretariat, corporate governance and business support to the Corporate Governance; function across three rail agencies [Sydney Trains NSW Trains and Rail Corporation NSW (RailCorp)];
- Maintaining the delegations frameworks for all entities; and
- Ensuring organisational policies are up to date and workplace practices are in alignment with the Corporate Governance Frameworks to ensure compliance with legislative and statutory requirements.

### Key accountabilities

- Supports Manager Corporate Governance to monitor and devise recommendations for the entities' compliance with corporate governance accountabilities to ensure all relevant legal and statutory requirements are met.

- Supports the administration of the Delegation Framework for all entities to ensure levels of delegation are clearly communicated and adhered to.
- Supports the management of Corporate Policy Framework for all entities including procedures for new or amended policies (with regular reviews and ensuring any changes are promptly incorporated into the relevant policies on the intranet) and coordination of the approval of Transport for NSW cluster wide policies which apply to the entities.
- Provide general advice to Manager Corporate Governance on governance issues as they arise to ensure the Manager Corporate Governance is well informed and can respond appropriately
- Co-manage the efficient and effective operation of the Secretariat function by acting as a minute secretary to a portfolio of Executive Committees/Meeting. Act as a delegate for the Manager Corporate Governance when required.
- Critically review Committee meeting papers and liaise with the business to review content to ensure quality of material submitted and follow up where clarity or repositioning is required.
- Draft Committee meeting papers, briefs (including ministerial/external correspondence) and reports on corporate governance matters in a timely manner.
- Assist in the regular review of governance processes including analyzing existing processes, recommending and implementing changes, documenting new processes and procedures to support compliance, continuous improvement and innovative best practice in governance.
- Perform a range of tasks to support the team including but not limited to retaining the currency of Committee charters, disclosures of interest and external Directors registers, maintaining archive governance records, preparation and distribution of committee papers, setting up agendas and organising Committee meetings.
- Live the NSW Public Sector and organisational values to achieve outstanding outcomes for the organisation and customers.
- Execute safety responsibilities, authorities and accountabilities consistent with Sydney Trains safety management system requirements which are defined in SMS document number SMS-02-RG-3058, and NSW Trains' safety management system requirements

### Key challenges

- Working in an environment with constantly competing priorities and managing these priorities in the required timeframe and to a consistently high level of quality.
- Facilitating the consistent application of corporate governance framework and compliance across the entities.
- Supporting the function's drive to increase awareness and commitment across the entities to good governance and ethical conduct.
- Keeping abreast of changes in the regulatory environment and capturing such changes in the corporate governance framework.
- Dealing with a diverse range of complex matters and highly conceptual issues within limited timeframes.
- Working with senior stakeholders across the agencies to operationalize the corporate governance framework, delegation frameworks and policies to ensure currency and contribute to effective business management.
- Working in an environment that requires a high degree of confidentiality and exercise of effective information security management.

### Key relationships

Who	Why
<b>Internal</b>	
Manager Corporate Governance	<ul style="list-style-type: none"> <li>• provide advice, communicate and consult on a broad range of corporate governance issues</li> <li>• for reporting, input and priority setting</li> <li>• escalate issues, make suggestions and provide updates</li> <li>• receive feedback regarding performance and respond in a thoughtful and considered way</li> </ul>

Who	Why
General Counsel Group Rail	<ul style="list-style-type: none"> <li>for advising on governance issues and matters as required.</li> </ul>
Chief Executives, Executive Directors – Sydney Trains, Chief Operating Officer – NSW Trains and Senior Management Team	<ul style="list-style-type: none"> <li>for advising on governance issues and matters as required.</li> </ul>
Legal/ Finance/Investigations Team	<ul style="list-style-type: none"> <li>for exchange of information.</li> </ul>
Executive Officers	<ul style="list-style-type: none"> <li>to gather and provide information and provide advice on matters related to the unit(s) supported and business and administration processes</li> </ul>
<b>External</b>	
TfNSW and other rail organisations and government agencies	<ul style="list-style-type: none"> <li>for exchange of information and responses to queries.</li> </ul>
External Independent Members of Sydney Trains/NSW Trains/RailCorp Committees	<ul style="list-style-type: none"> <li>coordinate meetings; out of session/off site activities, circulation of meeting papers and minutes.</li> </ul>
Audit Office of NSW	<ul style="list-style-type: none"> <li>coordinate Audit &amp; Risk Committee meetings for Sydney Trains/NSW Trains/RailCorp, circulation of meeting papers.</li> </ul>

## Role dimensions

### Decision Making:

The position has autonomy in coordinating and managing their work, and makes decisions on matters under their direct control.

The position holder has discretion in deciding how a task will be conducted, including decisions on who to consult, both within and outside the organisation.

The position is fully accountable for the formulation of advice and coordination across all operational objectives within their delegated authority.

Independent decision making requirements of the position may include:

- Governance advice to [Manager Corporate Governance]
- Governance compliance within the corporate governance frameworks

Collaborative decision making requirements of the position may include:

- Corporate Governance Frameworks
- Delegations Frameworks
- Corporate Policy Frameworks
- Ministerial correspondence
- Division corporate and business planning
- Briefing on projects and strategic governance issues
- Corporate governance accountabilities definition

**Reporting line:**

The role reports to the Manager Corporate Governance.

**Direct Reports:**

Nil

**Budget/Expenditure:**

Nil

**Essential Requirements**

- Relevant tertiary qualifications in Corporate Governance or demonstrated equivalent extensive experience working in a company secretarial / corporate governance function.
- Demonstrated experience in the provision of confidential corporate governance support and office management.
- Demonstrated understanding of best practice corporate governance principles in Australia (or overseas).





**Capabilities for the role**

The NSW Public Sector Capability Framework applies to all NSW public sector employees. The Capability Framework is available at [www.psc.nsw.gov.au/capabilityframework](http://www.psc.nsw.gov.au/capabilityframework)

**Capability summary**

Below is the full list of capabilities and the level required for this role. The capabilities in bold are the focus capabilities for this role. Refer to the next section for further information about the focus capabilities.

## NSW Public Sector Capability Framework

Capability Group	Capability Name	Levels
 Personal Attributes	Display Resilience and Courage	Advanced
	<b>Act with Integrity</b>	<b>Advanced</b>
	<b>Manage Self</b>	<b>Advanced</b>
	Value Diversity	Adept
 Relationships	<b>Communicate Effectively</b>	<b>Advanced</b>
	<b>Commit to Customer Service</b>	<b>Adept</b>
	Work Collaboratively	Adept
	<b>Influence and Negotiate</b>	<b>Adept</b>
 Results	Deliver Results	Adept
	<b>Plan and Prioritise</b>	<b>Adept</b>
	<b>Think and Solve Problems</b>	<b>Adept</b>
	Demonstrate Accountability	Adept
 Business Enablers	Finance	Adept
	Technology	Adept
	Procurement and Contract Management	Adept
	<b>Project Management</b>	<b>Adept</b>

### Focus capabilities

The focus capabilities for the role are the capabilities in which occupants must demonstrate **immediate competence**. The behavioural indicators provide examples of the types of behaviours that would be expected at that level and should be reviewed in conjunction with the role's key accountabilities.

## NSW Public Sector Capability Framework

Group and Capability	Level	Behavioural Indicators
<b>Personal Attributes</b> Act with Integrity	Advanced	<ul style="list-style-type: none"> <li>Model the highest standards of ethical behaviour and reinforce them in others</li> <li>Represent the organisation in an honest, ethical and professional way and set an example for others to follow</li> <li>Ensure that others have a working understanding of the legislation and policy framework within which they operate</li> <li>Promote a culture of integrity and professionalism within the organisation and in dealings external to government</li> <li>Monitor ethical practices, standards and systems and reinforce their use</li> <li>Act on reported breaches of rules, policies and guidelines</li> </ul>
<b>Personal Attributes</b> Manage Self	Advanced	<ul style="list-style-type: none"> <li>Act as a professional role model for colleagues, set high personal goals and take pride in their achievement</li> </ul>

## NSW Public Sector Capability Framework

Group and Capability	Level	Behavioural Indicators
		<ul style="list-style-type: none"> <li>Actively seek, reflect and act on feedback on own performance</li> <li>Translate negative feedback into an opportunity to improve</li> <li>Maintain a high level of personal motivation</li> <li>Take the initiative and act in a decisive way</li> </ul>
<b>Relationships</b> Communicate Effectively	Advanced	<ul style="list-style-type: none"> <li>Present with credibility, engage varied audiences and test levels of understanding</li> <li>Translate technical and complex information concisely for diverse audiences</li> <li>Create opportunities for others to contribute to discussion and debate</li> <li>Actively listen and encourage others to contribute inputs</li> <li>Adjust style and approach to optimise outcomes</li> <li>Write fluently and persuasively in a range of styles and formats</li> </ul>
<b>Relationships</b> Commit to Customer Service	Adept	<ul style="list-style-type: none"> <li>Take responsibility for delivering high quality customer-focused services</li> <li>Understand customer perspectives and ensure responsiveness to their needs</li> <li>Identify customer service needs and implement solutions</li> <li>Find opportunities to co-operate with internal and external parties to improve outcomes for customers</li> <li>Maintain relationships with key customers in area of expertise</li> <li>Connect and collaborate with relevant stakeholders within the community</li> </ul>
<b>Relationships</b> Influence and Negotiate	Adept	<ul style="list-style-type: none"> <li>Negotiate from an informed and credible position</li> <li>Lead and facilitate productive discussions with staff and stakeholders</li> <li>Encourage others to talk, share and debate ideas to achieve a consensus</li> <li>Recognise and explain the need for compromise</li> <li>Influence others with a fair and considered approach and sound arguments</li> <li>Show sensitivity and understanding in resolving conflicts and differences</li> <li>Manage challenging relations with internal and external stakeholders</li> <li>Pre-empt and minimise conflict</li> </ul>
<b>Results</b> Plan and Prioritise	Adept	<ul style="list-style-type: none"> <li>Take into account future aims and goals of the team/unit and organisation when prioritising own and others' work</li> <li>Initiate, prioritise, consult on and develop team/unit goals, strategies and plans</li> <li>Anticipate and assess the impact of changes, such as government policy/economic conditions, on team/unit objectives and initiate appropriate responses</li> <li>Ensure current work plans and activities support and are</li> </ul>

## NSW Public Sector Capability Framework

Group and Capability	Level	Behavioural Indicators
<b>Results</b> Think and Solve Problems	Adept	<ul style="list-style-type: none"> <li>consistent with organisational change initiatives</li> <li>Evaluate achievements and adjust future plans accordingly</li> <li>Research and analyse information, identify interrelationships and make recommendations based on relevant evidence</li> <li>Anticipate, identify and address issues and potential problems and select the most effective solutions from a range of option</li> <li>Participate in and contribute to team/unit initiatives to resolve common issues or barriers to effectiveness</li> <li>Identify and share business process improvements to enhance effectiveness</li> </ul>
<b>Business Enablers</b> Project Management	Adept	<ul style="list-style-type: none"> <li>Prepare clear project proposals and define scope and goals in measurable terms</li> <li>Establish performance outcomes and measures for key project goals, and define monitoring, reporting and communication requirements</li> <li>Prepare accurate estimates of costs and resources required for more complex projects</li> <li>Communicate the project strategy and its expected benefits to others</li> <li>Monitor the completion of project milestones against goals and initiate amendments where necessary</li> <li>Evaluate progress and identify improvements to inform future projects</li> </ul>