

Dispute Resolution Policy

1. Purpose

This policy sets out the Alpine Resort Victoria (ARV) Board's procedures for resolving disputes between Board members.

2. Key Principles

The key principles are:

- **Relevant obligations:** the Board acts in accordance with its obligations and with good governance practice (see item 9).
- **Respect, courtesy and balance:** Board members treat one another with respect and courtesy. They participate in Board discussions in an active and constructive manner. There is a balanced opportunity for each Board member to ask questions, express ideas, and offer opinions.
- **Public interest:** disputes are avoided where possible. All disputes are resolved in the public interest.
- **Good faith:** Board members who are in dispute act in good faith to resolve the dispute as soon as possible.

3. Relevant Obligations

Disputes between Board members should be resolved in accordance with the Board's obligations and with good public sector governance practice, including:

- the establishing Act, being Alpine Resorts (Management) Act 1997 (ARM Act)
- the public sector values in section 7 of the Public Administration Act 2004 (PAA);¹
- the 'duties of directors' (Board members) in section 79 of the PAA
- the requirement in section 81(1)(d)(iii) of the PAA to ensure that adequate procedures are in place for resolving any disputes that arise between Board members.
- the Directors' Code of Conduct² and similar requirements in section 79 of the PAA and in the common law (e.g. to act honestly and legally);
- any directions, guidelines and/or statements of obligation or expectation issued by the Minister; and
- government policy
- all other laws and obligations that bind Alpine Resorts Victoria.

4. Definition of a Dispute

4.1. Included

For the purposes of this policy, a 'dispute' exists if:

- two or more Board members have difficulty working together (e.g. due to a conflict of personalities or ideological differences); and
- the situation is unduly affecting the ability of a Board member, or the Board collectively, to perform their duties in an effective and efficient manner.

4.2. Disputes involving subcommittee members

The definition of a dispute may be extended to include subcommittee members who are not Board members, to the extent that the Board determines is in the public interest.

A difference of opinion between Board members in relation to a proposed decision (e.g. strategic, business, policy, etc.) is not a 'dispute'. It is the normal difference of views that the Board talks through together in a considered, courteous and constructive manner before voting to make its decision, in accordance with the Board's policy on Board and Subcommittee Meetings and Decision Making.

5. Avoiding & Resolving Disputes

Board members should treat one another with respect and courtesy and should perform their duties in a constructive manner, in accordance with the Board's policy on Board and Subcommittee Meetings and Decision Making. Disputes should be avoided where possible. If a dispute arises, the parties should act in good faith to resolve it as soon as possible in the public interest.

6. Informal resolution must be attempted

It is preferable for disputes to be resolved on an informal basis. If a dispute arises, the Board members in dispute (the 'parties') should make a **reasonable, thorough, and conscientious** attempt to resolve it on an informal basis. The Chairperson should actively guide the parties towards informal resolution of the dispute. Other Board members should assist, where required.

7. Noting of an unresolved of a dispute

Where attempts to resolve a dispute on an informal basis are ongoing but the Chairperson is of the view that the Board should be notified of the existence of the dispute (e.g., because it may pose a major risk to the effective operation of ARV) the matter should be placed on the agenda of the next Board meeting for noting and/or monitoring. This does not interrupt the informal resolution process.

8. Notice of an unresolved dispute

If a reasonable, thorough, and conscientious attempt to resolve a dispute on an informal basis is not successful, the Chairperson should place the matter on the agenda of the next Board meeting. At the meeting, the Board should invoke the **formal** mediation process if it is satisfied that:

- a dispute exists
- proper and sufficient effort (i.e. a reasonable, thorough, and conscientious attempt) has failed to resolve the dispute on an informal basis; and
- the formal resolution process should be completed before the term of appointment of a party to the dispute expires or otherwise terminates and thereby ends the dispute.

9. Formal mediation process

Where the Board invokes the formal mediation process:

- An independent, suitably qualified mediator should be appointed who is acceptable to all the parties.
- If the parties cannot agree on a mediator, the dispute should be referred to the Dispute Settlement Centre of Victoria (Department of Justice and Regulation). The Centre should be requested to organise a mediation using its mediators, in consultation with the parties and the Chairperson.
- If the Centre advises that the matter is not suitable for its services, the Department of Environment, Land, Water and Planning (DELWP) should be contacted for advice.
- The parties should co-operate with the mediator and provide all reasonable assistance, and otherwise actively work in good faith to resolve the dispute.
- The Chairperson should actively support the formal dispute resolution process. Other Board members should support the process and, where appropriate, actively contribute to it.

- If the dispute is resolved, unless good reason exists otherwise, the outcome should be recorded in writing by the mediator and signed by the parties, who should each receive a copy and consent to the Chairperson receiving a copy.
- If the dispute cannot be resolved and is continuing to unduly affect the operation of the Board, DELWP should be contacted for advice.

10. Notification to the Minister and the Secretary

Consistent with section 81(1)(b) of the PAA, if a dispute poses a major risk (existing or emerging) to the effective operation of ARV, the Minister and the Secretary of DELWP should be notified of the risk and of the management systems that are in place to address the risk.

11. Regular review of this policy

The Board should review this policy every two years, commencing from 2023 or more frequently, if required, to keep up to date with changes to laws, government policy, etc

12. Related policies

- Board and Subcommittee Meetings and Decision Making
- Board Integrity Framework (Code of Conduct)

13. Further information

On Board (www.delwp.vic.gov.au/onBoard), in particular, the Dispute resolution support module, which has a range of resources, including guidance notes, direct links to the topic on the Victorian Public Sector Commission website, etc.

14. Authorisation and documents parameters

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Comments:	This policy replaces all Dispute Resolution Policies within all Victorian Alpine Resorts from the date of approval.		