GOVERNANCE FRAMEWORK

Governance, Leadership and Accountability

Fit and Proper Persons | Role Accountability | Conflicts | Self-Assurance | Continuous Improvement

Version 1.0 | Effective 1 July 2025 | VEG Education RTO 45732

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Document owner	Partnership Manager - day-to-day system coordination; CEO is accountable owner.
Approval authority	Chief Executive Officer
Applies to	CEO, Shareholder, Partnership Manager, Training Manager, Finance Manager, Administration Officer, trainers, assessors, instructional designers, IT/facilities support, industry engagement and third-party providers.
Primary governance references	VEG Education E17 Organisation Chart and RTO Roles & Responsibilities V4.0; Standards for RTOs 2025 Standards 4.1, 4.2 and 4.4; Fit and Proper Person Requirements.
Annual FPPR cycle	July each year for the VEG Education senior team, plus commencement and change-in-circumstance triggers.
Review cycle	At least annually in July and earlier when governance, ownership/control, senior personnel, third-party arrangements or regulatory requirements change.

1. Purpose

This system sets the governance controls VEG Education uses to demonstrate that governing persons are suitable and fit and proper, roles and accountabilities are documented and understood, leaders act diligently and make informed decisions, conflicts are controlled, compliance and integrity risks are escalated, and governance effectiveness is systematically monitored and improved.

2. Governance structure and source of authority

VEG Education uses Organisation Chart and RTO Roles & Responsibilities V4.0 as the authoritative statement of reporting lines and functional accountabilities. Under that structure:

- Neil Salvador, Chief Executive Officer, is the ultimate decision-maker and holds ultimate accountability for the integrity and quality of services delivered by VEG Education and on its behalf.
- Catherine Velisha, Shareholder, provides strategic and governance input and exercises any reserved shareholder powers without creating a separate operational reporting line.
- Jodie Calwell, Partnership Manager, manages day-to-day business in consultation with Mark Pullin, Training Manager, and Ravi Patel, Finance Manager.
- Mark Pullin controls training and assessment quality decisions within delegation; Jodie Calwell controls partnerships, administration, enrolments, industry engagement and third-party operations; Ravi Patel controls finance, IT and facility management within delegation.
- Sue Stinchcombe supports administration, student records, enrolments, completions and certification workflows under the Partnership Manager; trainers, assessors and instructional designers report through the Training Manager; Hardik Patel provides IT/facility support through the Finance Manager.
- Third-party providers are accountable to VEG Education under written agreements; VEG Education retains ultimate accountability for services delivered on its behalf.

3. Regulatory outcomes this system is designed to evidence

Governance expectation	VEG Education control
Organisation and governing persons are fit and proper	Governing Person Register; annual July internal declarations; commencement/change declarations; risk-based due diligence; ASQA declaration/notification workflow.
Governing persons are suitable to oversee the RTO	Suitability assessment considers competence, experience, financial acumen, regulatory knowledge, conflicts, conduct, capacity and access to reliable performance information.
Governing persons act diligently and make informed decisions	Monthly management meetings; quarterly executive governance reviews; governance dashboard; risk escalation; documented decisions/actions; CEO approval/escalation rules.
Culture of integrity, fairness and transparency	Code/role expectations; conflicts disclosure; staff induction and regulatory updates; speak-up/escalation; third-party monitoring; evidence-before-closure rule.
Roles and responsibilities are clearly defined and understood	E17 role document; current position descriptions; delegation matrix; role acknowledgement at induction and on material change; regulatory update briefings.
Systematic monitoring and continuous improvement	Compliance/assurance calendar; risk register; continuous improvement register; quarterly review; annual July governance review; corrective-action effectiveness checks.

4. Governing person identification

VEG Education identifies governing persons by actual function, control and influence - not only by job title. The Governing Person Register is reviewed on appointment, annually in July and whenever ownership, reporting lines, delegations or decision influence changes.

Identification question	Control
Is the person an executive officer?	Consider the CEO and persons who participate in management of the organisation, including senior compliance/training/management functions where the legal definition is met.
Is the person a high managerial agent?	Consider any employee, consultant or agent who represents VEG Education in VET management, regulatory performance assessment, compliance or other substantial managerial activity.
Does the person oversee, direct or exercise control or influence over management/operation of the RTO?	Consider shareholders, directors, advisers or managers whose actual decisions/influence go beyond ordinary operational advice.
Could there be a shadow or informal decision-maker?	Document material influence even where the person is not shown as a formal manager.
Has the status changed?	Update the register and assess ASQA notification/declaration obligations without waiting for the annual review.

4.1 VEG Education annual classification review

Senior role	Internal annual assurance	Governing-person status action
Neil Salvador - Chief Executive Officer	Annual July FPPR/COI declaration required.	Principal governing person. Maintain current ASQA details and declaration obligations.
Catherine Velisha - Shareholder	Annual July FPPR/COI declaration required.	Review actual control/influence and record whether governing-person definition is met.
Jodie Calwell - Partnership Manager	Annual July FPPR/COI declaration required.	Review executive/high-managerial/control or influence status and record basis.
Mark Pullin - Training Manager	Annual July FPPR/COI declaration required.	Review executive/high-managerial/control or influence status and record basis.
Ravi Patel - Finance Manager	Annual July FPPR/COI declaration required.	Review executive/high-managerial/control or influence status and record basis.

Internal annual completion by the senior team is a VEG Education self-assurance control. It does not replace any ASQA Fit and Proper Person Declaration required at initial registration, renewal, commencement of a new governing person, on a relevant change in circumstance, or when requested by ASQA.

5. Fit and Proper Person (FPPR) assurance system

1. Identify all governing persons and maintain the Governing Person Register.

2. At appointment/engagement, complete risk-based due diligence proportionate to the role, including identity and employment history checks, references and any other lawful checks justified by risk.

3. Provide FPPR education at induction, including the obligation to disclose relevant changes and all legal matters relevant to the requirements.

4. Complete VEG Education Annual FPPR and Conflict of Interest Declaration each July for the senior team.

5. Require immediate written disclosure when a relevant change in circumstance occurs - do not wait for the July cycle.

6. Assess each disclosure against the Fit and Proper Person Requirements and public-confidence test; document the reasoning, controls and decision.

7. Where the matter concerns the CEO, avoid sole self-assessment: the Shareholder and an independent legal/compliance adviser are to review any material disclosure.

8. Determine whether an updated ASQA declaration, material change notification or key-staff update is required and submit within the applicable timeframe.

9. Retain copies of declarations, due-diligence evidence, risk assessments, ASQA submissions/acknowledgements and action closure evidence in a restricted governance file.

10. Review the effectiveness of the FPPR system during the quarterly governance review and formal July annual governance review.

5.1 Matters considered in a fit and proper assessment

Assessment area	VEG Education considers
Compliance with law	Offences, pecuniary penalties, current court/tribunal proceedings and relevant foreign offences, regardless of whether a conviction was recorded.
Management/regulatory history	Registration/approval/funding cancellation, rejection, suspension or sanctions; breaches of conditions; involvement in entities subject to regulatory action; corporate-management disqualification.
Financial record	Bankruptcy/insolvency, creditor arrangements, external administration and outstanding Commonwealth debts where relevant.
Provision of information	Whether false or misleading information has knowingly been provided to VET, tertiary, tuition protection, government or subsidy authorities.
Previous conduct/involvement	Previous adverse fit-and-proper findings, deliberate patterns of unethical behaviour and other relevant conduct/involvement.
Public confidence and conflicts	Whether the public is likely to have confidence in the person's suitability; actual/potential/perceived conflicts and their management.
Suitability to oversee VEG Education	Role competence, VET/regulatory knowledge, financial/management capability, judgement, capacity, access to information and willingness to challenge/escalate issues.

6. Staff and third-party integrity due diligence

The FPPR is a positive governance obligation and is supported by role-appropriate due diligence for persons involved in VET delivery, not only the senior team. Checks are proportionate to the person's role and risk, lawful, documented and reviewed when circumstances change.

Person / risk context	Minimum assurance controls
Trainers and assessors	Identity; credentials/vocational competence/currency; references or employment history where appropriate; conflict disclosure; conduct/integrity concerns; ongoing performance and validation evidence.
Administration/enrolment/certification staff	Identity/employment checks appropriate to access; privacy/data integrity induction; conflict disclosure; segregation of duties; access monitoring.
Third-party delivery staff	Partner due diligence; approved staff list; trainer/assessor eligibility; conflict/integrity expectations; monitoring/observation/file review; escalation/removal controls.
High-risk/sensitive roles	Additional lawful checks may be used where justified by role and risk, such as police/background checks, with consent and privacy controls.

7. Conflict of interest management

- All senior team members complete a conflict declaration annually in July and immediately when circumstances change.
- All staff and contractors must declare actual, potential or perceived conflicts relevant to their role, including external directorships/businesses, financial interests, related-party relationships, partner/supplier interests, gifts/benefits and other RTO/VET interests.
- Conflicts are entered in the Conflict of Interest Register with a risk rating, owner, treatment and review date.
- Controls may include disclosure, abstention from a decision, separation of duties, independent assessment/review, alternate approver, procurement controls, removal from a matter or termination of the conflicting arrangement.
- A person must not approve or close a control relating solely to their own material conflict. The CEO approves manager controls; material CEO conflicts are reviewed by the Shareholder and, where warranted, an independent adviser.
- Undeclared or unmanaged conflicts are treated as integrity and governance risks and may trigger corrective or disciplinary action.

8. Roles, responsibilities and accountable decision-making

Role clarity is maintained through E17, current position descriptions, written contracts/third-party agreements, a CEO-approved delegation matrix and documented role acknowledgement. No person may exercise authority outside an approved delegation.

Decision area	Primary authority	Required consultation / control
Ultimate RTO governance; material/high-risk decisions	CEO	Shareholder input where appropriate; functional managers provide evidence/advice; decision and rationale recorded.
Training and assessment strategy, resources, trainer/assessor approval, assessment system	Training Manager	CEO for material/scope/strategic matters; Partnership Manager for delivery/partner impacts.
Partnerships, enrolments, student administration, public information, third-party operations	Partnership Manager	Training Manager for training/assessment accuracy; Finance Manager for contractual/financial impacts; CEO for material matters.

Decision area	Primary authority	Required consultation / control
Finance, IT and facilities	Finance Manager	Partnership/Training Managers for operational/training impacts; CEO for material expenditure/viability issues.
Student records/completion/certification workflow	Administration Officer within procedure	No completion/certification without authorised competency evidence and required approvals.
Competency judgement	Authorised Assessor	Independent evidence-based judgement; Training Manager protects integrity and manages appeals/validation.
Regulatory communication / material notification	CEO or delegated authorised officer	Evidence prepared by relevant manager; CEO oversight for material matters.

8.1 Role acknowledgement and regulatory updates

1. Provide the person with their position description/agreement, relevant E17 role section, delegations and policies before or at commencement.

2. Complete role-specific induction on Standards, escalation, records, conflicts, integrity and third-party obligations where applicable.

3. Obtain signed acknowledgement that the person understands their role and authority limits.

4. Provide regulatory-change updates when requirements relevant to the role change; record the communication/briefing.

5. Re-acknowledge where duties, delegations or reporting lines materially change.

9. Governance reporting cadence

Forum / activity	Minimum frequency	Participants	Core evidence
Business and RTO management meeting	Monthly	Partnership Manager, Training Manager, Finance Manager; others by invitation	Operations; student progress/completions; training/assessment; staff currency; partners; industry; finance; IT/facilities; complaints/appeals; risks; changes; actions.
Executive governance review	Quarterly	CEO, Shareholder, Partnership Manager, Training Manager, Finance Manager	Governance dashboard; compliance/self-assurance; risk; financial/resource sufficiency; student/industry data; third-party performance; incidents; CEO decisions/actions.
Third-party performance review	At least each semester and risk-based	Partnership/Training/Administration plus partner representatives	Approved staff/sites; delivery; student/assessment files; outcomes/support; marketing; incidents; corrective actions; continuation decision.
Annual governance, role, FPPR and conflict review	Each July and on material change	CEO, Shareholder, Partnership Manager, Training Manager, Finance Manager	Governing-person classification; annual declarations; conflicts; E17/position descriptions; delegations; succession; governance effectiveness; regulatory changes; assurance calendar.

Forum / activity	Minimum frequency	Participants	Core evidence
Immediate incident escalation	As required - without delay	Relevant staff to manager; Partnership Manager coordinates; material matters to CEO	Critical safety/wellbeing, assessment integrity, privacy/data, fraud/improper conduct, viability, third-party breach, regulatory issue; containment, notification, action.

10. Informed decision-making - Governance Dashboard

Quarterly governance review must be evidence-based. At minimum the senior team considers:

- Student enrolment, progression, completion, withdrawal and support data, including anomalies or cohort concerns.
- Assessment/validation findings, trainer/assessor competence/currency and resource/scope risks.
- Complaints, appeals, incidents, misconduct/integrity concerns and student wellbeing/safety matters.
- Industry/employer feedback and changes in industry practice, technology, licensing or regulation.
- Third-party performance, file review/observation findings, overdue actions and contract/continuation risks.
- Financial viability, cash flow/resource sufficiency, insurance, IT/cyber, facilities and business continuity.
- Compliance calendar results, internal audit/self-assurance findings, regulator communications and changes to Standards/requirements.
- Open governance risks, conflicts, FPPR matters, continuous improvement actions, overdue items and effectiveness reviews.

11. Risk escalation and response

Risk level / trigger	Required response
Immediate/critical	Pause affected activity where safe; preserve evidence; notify relevant manager and CEO without delay; protect students/public; assess regulator/other notification; document containment and decisions.
High	Manager assigns owner and controls immediately; CEO advised; target close date set; progress reviewed at least monthly until controlled.
Medium	Record in risk/CI register; assign owner/timeframe; monitor through management meeting.
Low/opportunity	Manage within function or continuous improvement system; review effectiveness proportionate to risk.
Any FPPR change in circumstance	Immediate confidential disclosure; FPPR suitability assessment; assess ASQA declaration/notification obligations; do not wait until July.
Key staff change	Update ASQA as required as soon as possible and within the applicable maximum timeframe; update internal register/organisation chart/delegations.

12. Continuous improvement and evidence-before-closure

1. Identify issues/opportunities from self-assurance, complaints, feedback, validation, data, staff reports, audits, third parties, regulatory updates and governance review.
2. Record the issue in the Continuous Improvement Register and, where applicable, the Risk Register.
3. Assess risk, root cause and impact; assign an accountable owner and due date.
4. Approve and implement corrective/improvement action proportionate to risk.
5. Retain implementation evidence.
6. Complete an effectiveness check after implementation. Actions are not closed until effectiveness is verified.

7. Review trends quarterly and use them to change policy, resources, training, third-party controls or governance arrangements.

13. ASQA notification and FPPR event controls

- VEG Education keeps ASQA key staff details current and treats a change in executive officer/high managerial agent or other governing-person status as a governance event requiring immediate review.
- New governing persons complete the current ASQA Fit and Proper Person Declaration where required. VEG Education retains a copy and evidence of submission.
- A governing person who has a relevant change in circumstance must make a full and frank disclosure to VEG Education immediately; an updated ASQA declaration is submitted where the change may affect fitness or propriety.
- Material changes/events are notified through the relevant ASQA process within the required timeframe. The governance register records the trigger date, due date, submission date and evidence reference.
- The CEO is accountable for ensuring notifications are accurate, open, honest and transparent.

14. Records and evidence retention

Evidence	Storage / access control
Governing Person Register and classification reviews	Restricted governance folder; current version readily accessible to CEO/authorised compliance personnel.
FPPR/COI declarations and sensitive supporting material	Restricted confidential governance/personnel folder; access limited to authorised reviewers.
ASQA declarations/notifications/acknowledgements	Governance compliance file with date and evidence reference.
E17, position descriptions, delegations, role acknowledgements	Controlled document/HR/RTO governance records.
Management/governance meeting minutes and dashboards	Governance meeting register/file; actions transferred to risk/CI registers.
Risk and continuous improvement registers	Controlled governance register with owners, due dates and effectiveness evidence.
Third-party due diligence and performance reviews	Partner file linked to governance/risk actions.
Staff due diligence and regulatory update records	Personnel/contractor records and PD/induction register.

15. Governance assurance calendar

Timing	Governance control	Evidence
Monthly	Business/RTO management meeting; risk/CI review; overdue action review.	Agenda/minutes; updated registers.
Quarterly	Executive governance review and dashboard; governing-person/change check; ASQA notification review.	Quarterly review pack; CEO decisions/actions.
Each semester	Third-party performance review and staff/site compliance sampling.	Partner review, observation/file review, actions.
March / ASQA due date	Annual Declaration on Compliance governance sign-off and evidence review.	ADC preparation checklist/submission evidence.
July	Annual FPPR/COI declarations; governing-person classification; E17/role/delegation review; annual governance effectiveness review.	Completed declarations, register updates, annual review minutes/actions.

Timing	Governance control	Evidence
On commencement/change	Due diligence, role acknowledgement, FPPR/COI/change review and ASQA notification assessment.	Appointment/change checklist and evidence.
Ongoing	Regulatory monitoring, staff updates, risk escalation and CI effectiveness checks.	Compliance calendar, communications, register evidence.

16. References

- ASQA - Leadership and Accountability Practice Guide, Standards 4.1 and 4.2.
- ASQA - Fit and Proper Person Requirements Practice Guide.
- ASQA - Continuous Improvement Practice Guide, Standard 4.4.
- ASQA - Update key staff / Fit and Proper Person Declaration requirements.
- ASQA - Statement of Regulatory Expectations: Fit and Proper Person Requirements and notification of material changes (7 May 2026).
- National Vocational Education and Training Regulator (Outcome Standards for NVR Registered Training Organisations) Instrument 2025.
- National Vocational Education and Training Regulator (Compliance Standards for NVR Registered Training Organisations and Fit and Proper Person Requirements) Instrument 2025.
- VEG Education E17 Organisation Chart and RTO Roles & Responsibilities V4.0, June 2026.

17. Approval

Version	Effective date	Change summary	Approved by
1.0	1 July 2025	New Governance, Leadership and Accountability system aligned to 2025 Standards, FPPR, July annual declarations, conflicts and continuous improvement.	Chief Executive Officer