



## Position Description – Board Director

<b>Position Title</b>	Board Director
<b>Division / Team</b>	Board of Directors
<b>Reports to</b>	Accountable to Board of Directors
<b>Direct Reports</b>	Chief Executive Officer
<b>Classification</b>	Paid Director, as per Board Director Remuneration Policy
<b>EFT / Term</b>	Three-year term commencing from election, or part thereof should the vacancy be as a result of a partially completed term.
<b>Date Approved</b>	3 April 2024

### About Ballarat Community Health

Ballarat Community Health (BCH) has been a strong advocate for health and wellbeing in Ballarat and surrounding communities since the 1980s. Providing a comprehensive range of programs and services, BCH embraces diversity and inclusion, working with the community to deliver effective care for individuals, ensuring that people from all walks of life can access quality health care, no matter their circumstances.

BCH receives funding through a variety of federal and state government departments as well as community initiatives, partnering with a broad range of agencies, stakeholders, and health providers to deliver high quality, flexible and responsive health services.

### Purpose

Creating healthy communities through the provision of accessible, affordable, and quality health and wellbeing services.

### Values

Respect | Integrity | Courage | Resilience | Responsibility | Optimism

### Diversity Statement

BCH is an equal opportunity employer and adheres to these principles at Board level, with all Board Directors expected to uphold and be sensitive and inclusive of individual needs including, but not limited to, cultural, religious, gender identity and sexual orientation.

### Position Summary

Ballarat Community Health is an Australian Public Company Limited by Guarantee and governed by a Board of up to 12 Directors. The Board of Directors is responsible for the governance of Ballarat Community Health, ensuring the organisation complies with all relevant legislation, and operates according to an agreed Constitution adopted by members.

### Role of the Board

The BCH Board oversees the performance of BCH and is held to be ultimately responsible for all aspects of the health service's activities. This includes, among other things:

- setting the vision, strategy, and direction of the organisation,
- having ultimate accountability for the delivery of safe and quality services
- succession planning, performance management and, if required, removal of the CEO
- overall oversight of the performance
- ensuring the ongoing financial viability of the organisation.

The functions of the board are varied and cover accountability to stakeholders and leadership both internally and externally, now and into the longer term. Whilst the board's role in stakeholder engagement is predominantly a governance function, ensuring that the CEO and Executive are engaging appropriately with stakeholders, there may be occasions the board adopts a more direct approach. This may include in the context of organisational strategy, accountability, escalations, or whistleblowing, and/or representing the organisation at events to support good stakeholder relationships.

Collectively, the board is responsible for creating a governance environment that acts in the best interests of the entity and drives performance.

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## **Role of the Directors**

Board Directors are elected by the members of the company – BCH is a limited liability company. As a skills-based board, Directors are recruited for the skills, experience, and competencies that they have developed from their personal and professional activities, and which they will continue to develop while on the board.

Competencies (personal attributes):

- Integrity – dedication to fulfilling a director's duties and responsibilities, acting ethically, with appropriate independence and accountability, putting the organisation's interests before personal interests
  - Collaborative yet curious and courageous – able to function as an effective team member but also to provide constructive challenge and oversight, ask questions and persist in robust discussions with management and fellow board members where necessary
  - Emotional intelligence – in addition to self-awareness and self-management, demonstrate empathy manifested through strong interpersonal skills; must work well in a group, listen well, be tactful yet able to communicate with a cogent and candid viewpoint
  - Commercial judgement and instinct – demonstrate good business instinct and acumen, and be able to use and interpret complex information, understanding the need for information on which to base decisions
  - Meaningful engagement – be an active contributor with genuine interest in the fundamental purpose of the organisation and its role in the health and community service system
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## **Expectations of Directors**

- Be aware of applicable legislation and regulations.
- Commit the time required to fully exercise the duties required of the position (approximately 8 hours per month is needed to prepare for and attend board and committee meetings):
  - Attend and contribute to monthly board meetings (usually held early evening)
  - Participate in at least one formal Board Committee (Finance & Audit, Corporate Governance, Quality of Care (monthly or quarterly meetings, in line with Terms of Reference) and other ad hoc committees or working groups
  - Review agenda items, board papers and meeting minutes
  - Participate in other processes as required (e.g., accreditation interviews, evaluation)
  - Attend events where the BCH requires representation.

- Develop a full understanding of the organisation’s finances, scope of service, strategic context, and legal framework.
  - Adhere to the applicable obligations and duties set out in relevant organisational policies, including the BCH Board of Directors Policy.
  - Undertake any training and development required in order to fully discharge their responsibilities.
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### **Qualifications**

- Previous experience working on a Board or similar.
  - Training or experience in governance, quality and/or risk management is well regarded.
  - Specialist skills, for example: legal, financial, public relations, community/stakeholder engagement, health, or human resources.
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### **Key Selection Criteria**

All applicants are required to demonstrate a basic knowledge and understanding of the following concepts that will equip them to perform the role of a director, and which will be developed further if appointed:

- Governance – the role of the Board, its relationship to management and the accountability mechanisms for the public health service, including the board’s ultimate accountability to the Minister for Health.
  - Clinical governance – mechanisms to ensure the delivery of safe, high quality services
  - Financial literacy – the ability to understand and interpret financial reports, in particular the audited financial statement in the organisation’s Annual Report, to determine the financial health of the organisation.
  - Legal literacy – the ability to understand the legal framework within which BCH operates.
  - ICT and cyber literacy – the ability to understand the ICT environment, information management and cybersecurity frameworks within which BCH operates.
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### **Exclusions and Conditions**

- BCH is an equal opportunity employer and adheres to these principles at Board level.
- The successful applicant must meet all relevant probity checks, satisfactory to BCH.
- There are certain people who, under Corporations Law cannot be Directors of a Company.
- Anyone who falls into the following categories should not apply:
  - Undischarged bankruptcy or subject to an insolvency agreement under the Bankruptcy Act, and has breached that agreement
  - Persons guilty of fraud or other criminal activity
  - People who are not Australian citizens
  - Those under the age of eighteen
  - People who have previously been convicted of an offence involving a breach of the Corporations Law punishable by imprisonment of more than 12 months or that involves dishonesty and is punishable by imprisonment of more than three months
  - Those listed as banned or disqualified under ASIC
  - Someone who has not given their written consent to be a director