

POSITION DESCRIPTION

Position Title:	Independent Chair - Board Oversight Committee
Remuneration	An agreed hourly fee allowing for actual contact time as well as for estimated pre and post-meeting reading.
Site:	Meetings are held at Central (Hargreaves Street) site but are frequently or always attended on-line via TEAMS.
Tenure:	The Constitution currently provides for the Committee to appoint the Chair annually. Hence the appointment must be renewed annually.
Position description developed:	January 2025
Responsible to:	The Chair is responsible to the Board Oversight Subcommittee and works closely with the Company Secretary.

ABOUT BENDIGO COMMUNITY HEALTH SERVICES (BCHS)

BCHS is located across five sites in the City of Greater Bendigo, Central Victoria. BCHS has a proud 50-year history and provides more than 50 services across medical and allied health, family services, drug and alcohol, mental health, settlement services, health promotion and more, with a focus on vulnerable people and communities.

The organisation has more than 280 staff supporting people of all ages and stages of life to access quality, person-centred care. We foster a values-aligned, positive and thriving culture where staff feel safe and supported. Staff have clarity of roles and work in an environment of accountability. The success of BCHS is dependent on our staff who provide a high level of professionalism and dedication.

VISION

Better health and wellbeing across generations.

PURPOSE

Supporting you and your family to live healthy lives.

VALUES

Lived and Living Experience: We listen to understand. We value our communities, their backstories, lived and living experiences and cultures and learn from them to tailor our services.

Equity: We provide equitable and inclusive health and wellbeing services, ensuring they are culturally responsive and accessible.

People: We maintain a skilled, engaged and professional workforce, including people with lived experience, and enable a culture of continuous learning.

Partnership: We understand trust and partnerships are key to achieving our purpose. We listen and learn - and share our knowledge and expertise in collaboration and co-design with our community, ensuring we are providing local solutions to community need.

Integrity: We uphold the values of the Universal Declaration of Human Rights and approach all we do with kindness and respect. We are ethical in all we do.

THE BCHS BOARD OF DIRECTORS

Directors have the role of strategic oversight, risk management and organisation monitoring of Bendigo Community Health Services to ensure achievement of the organisation's Strategic Plan, vision and purpose.

The Board's governance scope includes:

- Developing the organisation's vision, purpose, core values, strategic direction and objectives.
- Ensuring appropriate delegations of authority/limitations relating to Board/CEO roles/responsibilities are in place and monitored/reviewed as appropriate.
- Evaluating executive management's recommendations on important strategic and operational matters.
- Ensuring that the organisation delivers safe, quality services to all consumers, minimising risk and continuously improving to meet and exceed required service performance and delivery standards.
- Scrutinising key financial and non-financial risks to which the organisation is exposed, and ensuring the implementation of effective risk management, quality and safety and compliance frameworks.
- Ensuring the ongoing financial viability of the organisation.
- Ensuring the adequacy of internal regulatory and policy compliance systems.
- Adopting appropriate ethical standards, codes of conduct and appropriate behaviours, and ensuring that these are adhered to.
- Overseeing CEO recruitment and selection, performance management and management of succession planning.
- Overseeing advocacy and stakeholder engagement/management processes.
- Board succession and establishing/reviewing the Board processes for continuous improvement and effective governance.

The work of the Board is supported by a number of advisory sub-committees, with decision-making reserved to the Board as a whole.

Board Oversight Committee

One of those sub-committees is a Board Oversight Committee whose role is to ensure that the Board has the skills mix and succession planning necessary to a modern health services organisation.

The Committee achieves that by:

- Ensuring that there is a suitable Board skills matrix, defining the skills required to properly manage a modern health services organisation.
- Ensuring that those skills are prioritised as far as possible to ensure that the most important skills needed are given appropriate emphasis in the committee's work.
- In conjunction with the Board, ensuring that the Board undertakes regular reviews of the skills of current directors in contrast to that skills matrix, consequently defining a skills gap analysis for the Committee's use.
- Looking forward to the planned (or responding to any unplanned) retirement of a director, their skills and any potential consequent change in that skills gap analysis.
- Developing strategies for possibly approaching, but certainly attracting persons, through advertising campaigns or other methods, with the requisite skills to be potential suitable directors.

- Undertaking interviews with potential candidates and making recommendations to the Board on candidates who would fill required skills gaps, either current or prospective (e.g., when a current director with those skills will retire).
- Determining strategies for structured introduction of Board-approved candidates into the Board, in a way that allows for appropriate handover and passing on of experience and corporate knowledge and making recommendations to the Board on these matters.
- Such other responsibilities as delegated to the committee by the Board.

Given the role of the Committee and its potential influence on the makeup of the Board, the Committee is chaired by an Independent Person to maximise transparency in the Committee's role.

POSITION ROLE

The Independent Chair chairs meetings of the Board Oversight Committee to an agenda agreed with the committee and the Company Secretary. At different stages of an annual cycle of work, those meetings may be monthly or bi-monthly, as agreed by the Committee members, depending on what work is being done at the time.

The Chair is expected to model qualities of consultation, ethical and collegial decision-making, and to ensure that all committee decisions also reflect those qualities.

POSITION RESPONSIBILITIES

The responsibilities of the position are:

- Understand the role of a Board and of a director, including their fiduciary and ethical responsibilities and ensure that all candidates, for any Board position, are considered capable of meeting those responsibilities.
- Understand the need for Board succession planning and for attracting and recruiting high quality candidates, as a primary determinant of the quality of the Board's work.
- Understand the issues the Committee is responsible for and to supplement that understanding through reading, thinking and consultation.
- Provide leadership to the discussions and decision-making of the Committee, eliciting thoughtful consideration and discussion of all matters and facilitating collegial decision-making on recommendations to the Board.
- Raise any issues, particularly ethical issues, with the Board Chair or the Company Secretary for consideration and any necessary action at Board level.

KEY SELECTION CRITERIA

Essential

1. A deeply ethical approach to the duties of the position and to all decision-making, having regard to the potential impact of that decision-making on the well-being of the organisation and the community it serves.
2. A clear understanding of the ethical and fiduciary responsibilities of the Board and individual directors, preferably having personal experience as a director.
3. Strong experience in HR-related skills and issues including a range of attraction and recruitment processes and approaches.
4. Understanding, and preferably experience in, succession planning and processes.
5. A current employee Working with Children Check.
6. The successful applicant will also be required to undertake and complete a Satisfactory National Police Check.

DIVERSITY AND CULTURE

BCHS treats all people with respect; values diverse perspectives; provides diversity training opportunities; and provides a supportive work environment. BCHS is committed to employing people from diverse backgrounds and providing a workplace free from discrimination and harassment.

CHILD SAFETY

BCHS values children from all backgrounds and is committed to making our community a safe, nurturing and welcoming place for children to grow and develop. We are committed to making sure **all** children reach their individual potential.

OTHER ESSENTIAL REQUIREMENTS

All staff, including directors and other appointees will:

- Complete all required probity checks **before** the engagement is confirmed.
- Provide vaccination information that meets the requirements for healthcare workers.
- Present a copy of original professional qualifications document or registration (if required).
- Receive and comply with BCHS' policies and procedures including the Code of Conduct.
- Actively contribute to continuous quality and service delivery improvement through the organisation.
- Be proactive in risk identification, notification and management.

BCHS believes that *"Quality is everyone's business, safety is my responsibility"*

Co-operate with and contribute to BCHS Occupational Health & Safety procedures and participate in appropriate safety information and education activities as required.

OTHER INFORMATION

- BCHS' Employee Assistance Program.
- BCHS is an equal opportunity employer.
- All BCHS sites are smoke and vape free workplaces.
- BCHS has a commitment to environmental sustainability.

Information Pack for applicants

Organisation overview

Bendigo Community Health Services (BCHS) has cared for the health and wellbeing of the Bendigo community since 1974. With a strong community connection and an understanding of local health issues, BCHS delivers a range of programs to care for the health and wellbeing of the Bendigo community.

With sites in central Bendigo, Kangaroo Flat, Eaglehawk, Holdsworth Road and Elmore the primary care and community health services delivered by BCHS are mostly free or at minimal cost, enabling care for everyone.

BCHS is a not-for-profit incorporated organisation governed by a Board of Directors and supported by company members and the wider community.

The BCHS constitution encompasses the principles of social justice and the social model of health through the:

- Relief of poverty, sickness, destitution and helplessness of members of the community located within its communities of interest.
- Delivery of specific health programs to the sick, destitute and helpless within Australia where it has been funded to do so.
- Promotion and prevention and/or control of diseases in human beings.
- Active engagement in the development of health and wellbeing programs which respond to community needs and promote generational improvement in physical, mental and equitable health outcomes of all consumers who engage with the organisation's services.
- Promotion and engagement with all members of the community to develop awareness of the organisation's services and its mission of improving health, welfare and wellbeing, particularly of the vulnerable underprivileged and disadvantaged.
- Provision of medical services, alcohol and drug addiction programmes, nursing care, disability services, aged care, child, youth and family services and allied health and counselling.
- The implementation of social welfare and preventative health interventions.

Our vision is "*Better health and wellbeing across generations.*"

Our Purpose is "*Supporting you and your family to live healthy lives.*"

The Board of Directors

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The Board's governance scope includes:

- Developing the organisation's vision, purpose, core values, strategic direction and objectives.
- Ensuring appropriate delegations of authority/limitations relating to Board/CEO roles/ responsibilities are in place and monitored/reviewed as appropriate.
- Evaluating executive management's recommendations on important strategic and operational matters.
- Ensuring that the organisation delivers safe, quality services to all consumers, minimising risk and continuously improving to meet and exceed required service performance and delivery standards.
- Scrutinising key financial and non-financial risks to which the organisation is exposed, and ensuring the implementation of effective risk management, quality and safety and compliance frameworks.
- Ensuring the ongoing financial viability of the organisation.
- Ensuring the adequacy of internal regulatory and policy compliance systems.
- Adopting appropriate ethical standards, codes of conduct and appropriate behaviours, and ensuring that these are adhered to.
- Overseeing CEO recruitment and selection, performance management and management of succession planning.
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- Undertaking interviews with potential candidates and making recommendations to the Board on candidates who would fill required skills gaps, either current or prospective (e.g., when a current director with those skills will retire).
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The Independent Chair

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The Chair is expected to model qualities of consultation, ethical and collegial decision-making, and to ensure that all committee decisions also reflect those qualities.

The Chair is expected to:

- Understand the role of a Board and of a director, including their fiduciary and ethical responsibilities and ensure that all candidates are thought to be capable of meeting those responsibilities.
- Understand the need for succession planning and for attracting and recruiting high quality candidates as a determinant of the quality of the Board's work.
- Ensure that they read about and understand the issues the Committee is responsible for and to supplement that understanding through reading, thinking and consultation.
- Provide leadership to the discussions and decision-making of the Committee, eliciting thoughtful consideration and discussion of all matters and eliciting collegial decision-making on recommendations to the Board.
- Raise any issues, particularly ethical issues, with the Board Chair or the Company Secretary for consideration and any necessary action at Board level.

Key Selection Criteria

1. A deeply ethical approach to the duties of the position and to all decision-making, having regard to the potential impact of that decision-making on the well-being of the organisation and the community it serves.
2. A clear understanding of the ethical and fiduciary responsibilities of the Board and individual directors, preferably having personal experience as a director.
3. Strong experience in HR-related skills and issues including a range of attraction and recruitment processes and approaches.
4. Understanding, and preferably experience in, succession planning and processes.

Conditions

The successful applicant will be expected to satisfy appropriate character checks including referees, Working with Children check, Police Check and any other appropriate safeguards. The applicant will be appointed similarly to directors.

Sessional fees are paid via invoice to cover the time expected for meetings, and for appropriate reasonable work prior to, or after, scheduled meetings.

Further information

BCHS values diversity and inclusion. First Nations persons, persons with a disability, or with lived experience of matters that are the focus of our work are encouraged to apply. If you need some specific adjustment of our selection process, please feel free to speak to the Company Secretary who will ensure we can meet your needs as far as possible.

Further, if you wish to discuss the role or selection process, feel free to contact the Company Secretary for a discussion on 0412 524 933 or email at kevinpittman@bchs.com.au