



# Position Description

<b>Position</b>	<b>Board Director</b>
<b>Tenure</b>	3-year term, as per the Constitution (and subject to ongoing funding from the Australian Government Department of Health).

## 1. Organisational information

Primary Health Tasmania is a non-government, not-for-profit organisation working to connect care and keep Tasmanians well and out of hospital.

The organisation is one of 31 similar organisations under the Australian Government’s Primary Health Networks Program established to support and enable a coordinated, primary care-focused health system.

The government has set the following objectives for primary health networks nationally:

- increasing the efficiency and effectiveness of medical services for patients, particularly those at risk of poor health outcomes
- improving coordination of care to ensure patients receive the right care in the right place at the right time.

More information about Primary Health Tasmania is available at [www.primaryhealthtas.com.au](http://www.primaryhealthtas.com.au).

### OUR SHARED VALUES AND BEHAVIOURS

**WHO WE ARE AND WHAT WE STAND FOR**

- We are visionary in our thinking and purposeful in our approach
- We value and invest in our people
- We value inclusive leadership and the empowerment of all staff
- We are collaborative and have people at our centre
- We are a leader in the primary health sector

**RESPECT**

*"We value each other"*

- we treat each other fairly and equitably
- we acknowledge effort and good work, and we celebrate success
- we embrace diversity of skills, personalities and perspectives
- we support each other to get the work done
- we respect the roles and responsibilities of others

**COLLABORATION**

*"We work together"*

- we share information so that people can take action and make decisions
- we learn and grow together
- we encourage people to speak up and create opportunities for people to be heard
- we leverage individual strengths to achieve the best result
- we support agreed decisions, even when it didn't go our way
- we work as a team and share the load

**RESULTS**

*"We get things done"*

- we commit to and work towards our shared purpose and values
- we look for ways to innovate and improve
- we are 'can do' and solution focused, we think 'how can we?' and not 'why can't we?'
- we encourage creative thinking in ourselves and others
- we are purposeful in our actions and deliver results
- we are accountable for our contribution and the outcomes of the team

**PROFESSIONALISM**

*"We strive for excellence"*

- we use evidence to inform our work
- we do what we say we will do and we will let you know if we can't
- we do the right thing even in difficult times
- we deliver high quality, innovative solutions
- we conduct ourselves with integrity and transparency
- we test our ideas against contemporary practice

## 2. Role of the Board

The role of the Board is to provide leadership and corporate governance for the organisation including:

- leading the organisation's strategic direction and purpose
- ensuring the good order of the organisation on behalf of the funders, membership and other stakeholders through appropriate standards of compliance and risk.

## 3. Responsibility

All directors have the following responsibilities\*\* which include:

- acting in good faith in the best interests of the company and for a proper purpose
- exercising care and diligence
- avoiding conflicts between the interests of the company and personal interests
- preventing the company trading while insolvent.

Each director, collectively as part of the Board contributes to the following responsibilities\*\* to:

- provide leadership and set the strategic direction and priorities for the organisation
- monitor the organisation's performance and ensure compliance with the relevant legal obligations
- ensure that the organisation has adequate resources for any proposed undertaking
- engage a competent Chief Executive Officer and enter a professional agreement which provides regular performance appraisal
- establish and monitor delegations of authority for the Chief Executive Officer and management.

\*\* Australian Securities and Investments Commission [www.asic.gov.au](http://www.asic.gov.au).

The organisation operates within the regulatory environment of:

- Australian Charities and Not-for-profits Commission (ACNC) legislation
- Company law specifically Corporations Act 2001
- Common law and legislative obligations
- Company Constitution
- Requirements of the Australian Government and other organisations that provide funds in accordance with funding contracts
- Codes of practice and ethics agreed to and adopted by the organisation through its Governance Charter including Good Governance Principles and Guidance for Not-for-Profit Organisations (Australian Institute of Company Directors [www.companydirectors.com.au](http://www.companydirectors.com.au)) and Corporate Governance Principles and Recommendations (ASX, 3rd ed).

## 4. Reporting to the Board

All directors are required to at each Board meeting on any assignments they have accepted, or any meetings they have attended as part of their Board responsibilities.

## 5. Reporting by the Board

The Board is required to report to its members at each Annual General Meeting through the Chair and to provide an Annual Report.

## 6. Performance review

The Board strives to improve the effectiveness of communication and decision making, along with the effectiveness and efficiency of meetings. Formal performance review occurs annually with a focus on continuous quality improvement and monitoring performance.

## 7. Remuneration

Remuneration is based on the organisation's *Directors Fee Policy* which is adopted by members.

## 8. Time commitment

There are six scheduled meetings per calendar year and generally these are held during working hours. Meeting time is approximately 5 hours. Special or additional meetings may be required from time to time.

Meetings are generally face to face in one of the three regional offices or by videoconference.

Participation in at least one Board committees or council role will also be required. These include Governance; Finance; Audit and Risk; Clinical Advisory Council; and Community Advisory Council.

Attendance at the organisation's Annual General Meeting and agreed Board training or planning sessions is also expected.

## 9. Selection criteria

Selection criteria are aligned with the Board's Skills Matrix which is used to ensure the Board has the right balance of people to retain positive control of the organisation, achieve the organisation's strategic goals, and direct the organisation's future.

### **The successful applicant will have sound professional skills:**

1. Knowledge and experience in best practice corporate governance including the fiduciary and legislative frameworks that underpin the company particularly in the not-for-profit context.
2. The ability to think strategically and identify and critically assess strategic opportunities and threats and develop effective strategies in the context of the strategic objectives of Primary Health Tasmania and relevant national policies and priorities.
3. The ability to identify key issues for Primary Health Tasmania and develop appropriate policies to define the parameters within which the organisation should operate.
4. Knowledge of the organisation's funding drivers and funding cycles and the ability to analyse key financial statements, critically assess financial viability and performance, contribute to strategic financial planning, and oversee budgets and the efficient use of resources.
5. The ability to identify key risks to the organisation including legal and regulatory compliance and monitor risk and compliance management frameworks and systems.

### **Applicants will also need to address at least two relevant industry skills:**

6. Demonstrated knowledge and experience in a relevant professional area or industry fields including:
  - general practice
  - primary health care
  - health service design and delivery
  - clinical governance
  - community and stakeholder engagement
  - executive management
  - commercial experience
  - commissioning
  - political relations
  - regional knowledge and experience (geographical diversity is considered across the profile of the Board).
7. Capacity to attend Board meetings and participate in Board committees, as well as training and other agreed activities.

**Note: the skills matrix also outlines the personal attributes expected of each director to be used in interview.**