

Palliative Care Australia Limited (PCA)
Notice of Election and Guidelines for Nomination for the Board of Directors
Tuesday 29 November 2022
Teleconference 12.30pm AEST

At the 2022 Palliative Care Australia Limited (PCA) Annual General Meeting on Tuesday 29 November 2022 at 12.30pm – 1.30pm, an election will be conducted for **THREE (3)** vacant positions on the PCA Board. A Board position at PCA offers the opportunity to contribute to the objectives of PCA, a dynamic peak national health organisation. To be an effective organisation, PCA requires Board Directors who can bring to the governance of PCA a mix of skills and experience.

Term

Board Directors are elected for a three-year term at Annual General Meetings. They are eligible to stand for re-election but may not serve more than three consecutive terms.

Role and responsibilities

Governance of PCA, subject to the rules of the PCA Constitution, is vested in the PCA Board. The Board may elect the following positions from within its directors until the next AGM:

- Chair
- Deputy Chair

The Board may also at any time appoint up to two (2) independent directors in addition to the Elected Directors to complete the composition of the Board.

The primary role of the Board is one of trusteeship on behalf of its members, ensuring that the organisation remains viable and effective in the present and into the future. As such people elected to the board are elected to represent the interests of PCA and not their respective organisations or states and territories.

It is expected all Board Directors will have a knowledge of director duties and basic governance skills. All directors should be strong communicators, have a genuine interest in PCA, have emotional intelligence, integrity, actively contribute and have the time to contribute.

The Board is accountable for all PCA organisational and strategic matters. All decisions are made collectively by the Board and all Board Directors share equal responsibility for those decisions. Board Directors act in the best interests of PCA, not for personal interest or in the nominating member's interest. Matters discussed during Board meetings remain confidential, unless otherwise agreed. Board Directors meet at least quarterly (face to face and by teleconference as required) to discuss PCA's strategic direction, financial position, policies and other matters of importance. Papers for meetings are distributed electronically beforehand for Directors to prepare.

What does a Board position offer?

The position offers the opportunity to contribute to the objectives of a dynamic peak national health organisation, being exposed to new and different issues, working in a collaborative and challenging environment, representing PCA and sharing in the achievements of PCA.

Skill Based Board

PCA is a skill-based board and conducts an annual assessment of Board skills to identify skill strengths and gaps. The Board requires a mix of skills and experience to work as a well-rounded team, to govern PCA both now and into the future. Skills assessed;

Industry Knowledge and experience

- Knowledge of Palliative Care Sector (desirable)
- Palliative Care Specialist
- Palliative Care Generalist
- Lived Experience Leadership/Expertise (*e.g. Governance, Advisory, Representative, Consultant experience*)
- Consumer or Carer/Family experience of Palliative Care (*having lived experience of receiving palliative care services either as a patient/client or family/carer supporting someone*)
- Health/Aged Care Experience
- Public Policy
- Understanding of government legislation and legislative practice
- Health Law
- Understanding of government funding
- Thought leadership
- ATSI experience

Technical Skills and Expertise

- Strategic thinking, development and implementation
- Advocacy skills
- Risk Management
- Finance and Audit skills
- Corporate Law including contract law
- Legal
- Government relations
- Communications, Digital Media and Marketing
- Public Speaking
- Information Technology
- Cyber Security
- Human Resources
- Organisational Culture
- Crisis Management
- NFP Leadership/CEO Senior Management
- Philanthropy
- Health Economics
- Public sector, Academic or private sector experience

Governance

- Governance skills and knowledge of director duties
- Previous Board roles

Personal Attributes

- Good communicator
- Genuine interest in PCA
- Emotional Intelligence
- Integrity
- Active Contributor and time to contribute

Selection of Nominees

Board Director Nominations are reviewed by the Nominations Committee based on the current skill assessment that identifies current board strengths and gaps. The nominations committee then makes a recommendation to the Board. The Board will communicate to members their recommended nominees for the AGM if an election is to occur.

PCA also believes it will be strengthened by more diversity on the Board considering;

- Gender
- Aboriginal/Torres Strait Islander
- Culturally and linguistically diverse
- Under 40/Emerging Leader

PCA values contribution and the corporate knowledge of long-standing Board Directors and believes stability is important to Board Performance. The Board believes in balancing continuity and new Directors.

Skills Assessment

Based on a 2022 skill assessment the following skill were identified that could strengthen the PCA Board;

Industry Knowledge and Experience

- Palliative Care Specialist
- Palliative Care Generalist
- Lived Experience Leadership/Expertise (*e.g. Governance, Advisory, Representative, Consultant experience*)
- Consumer or Carer/Family experience of Palliative Care (*having lived experience of receiving palliative care services either as a patient/client or family/carer supporting someone*)

Technical Skills and Expertise

- High-level public-sector experience and public policy formulation with a vision to how it could be applied to PCA

Key dates

Nominations close: 5pm Thursday 29 September 2022

Election held: 12.30pm Tuesday 29 November 2022

The Nomination form is available on the PCA website.

Continuing Directors of PCA Board

- Mr Alec Wagstaff (Appointed Director)
- Ms Sarah Richards (Appointed Director)
- Dr Jayne Hewitt
- Ms Rachel Coghlan
- Ms Ilsa Hampton
- Mr Vlad Aleksandric

Directors that are retiring and eligible to re nominate

- Professor Meera Agar
- Ms Helen Walker
- Ms Shannon Calvert

Directors that are retiring and/or not eligible to re nominate

- NONE

FAQs

How are Directors elected?

Directors of the Board are elected by the Members of PCA at the AGM.

How many Directors are on the PCA Board?

The PCA Board will comprise of a minimum of five (5) members and up to nine (9) members in total, including:

- (a) up to seven (7) Elected Directors; and
- (b) up to two (2) Appointed Directors.

Who can nominate?

People nominating to stand for election must be a financial member of a PCA member organisation.

Can I nominate if I am an office holder at a PCA member organisation?

Office holders of PCA member organisations are eligible to stand for election, but it is not possible to be Chair of PCA and a Chair/President of member organisation concurrently. Nominees must be confirmed as financial members of a PCA member organisation.

Do I need to provide any information?

Please provide a photo, half a page of information and short video about yourself which will then be circulated to the delegates to the PCA AGM. Detailed instructions are included on the nomination form for the video.

How much time does the PCA Board take?

Board directors meet at least quarterly (face to face and by video conference as required) as well as an annual board planning day to discuss strategy. Board directors may also participate in different working groups and subcommittees of the Board such as the Finance, Audit and Risk Management (FARM) Committee, Nominations Committee, Aged Care Committee and Conference Committee which usually meet by video conference.

Does being a Director of the Board cost anything?

Any travel or accommodation required of Directors in their capacity as a PCA Board Director is paid for by PCA. Board Directors do not receive any monetary compensation for their time.

Do I need to attend the AGM?

There is no constitutional requirement to attend the AGM, although it is usual practice for Board Directors to attend.

How are Conflicts of Interest Managed?

Any Board Director nominated will absent themselves from the Nominations Committee meeting and Board meeting when discussions are held on nominations and skill gaps.