

	<p>Good Shepherd Australia New Zealand Good Shepherd Services Board Document</p> <p>Approved: GSANZ Board</p>	<p>Review Date: August 2021</p> <p>Date: 16.08.2020</p>
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## POSITION DESCRIPTION: NON-EXECUTIVE DIRECTOR

Good Shepherd Australia New Zealand (GSANZ) addresses the critical and contemporary issues facing women, girls and families.

With the values of reconciliation, justice, zeal, audacity and the value of each person at its heart, Good Shepherd is a catholic organisation that has for 150 years changed the lives of countless people and supported them to stay safe, strong and well.

The need for agility in our ever-changing environment and a commitment that people have access to consistent, seamless and high-quality services across all stages of their journey with us has seen a transformational and strategic change to GSANZ in the last 12 months. Through our financial inclusion and capability programs and services we ensure people do not fall through the cracks, while also supporting women, young people and families in through family violence with crisis services, family services, housing, financial services or community programs. We are committed to tackling the significant issues of our time. We aim to build partnerships that deliver holistic care and enduring impact. We have committed to optimising how we apply our expertise and invest our resources. This has been the Good Shepherd way since we established our roots in Australia in 1863. And our foundations are strong.

### 1. COMPANY OVERVIEW

GSANZ and GSS are companies limited by guarantee, formed to manage the operational and investment interests of the Trustees of the Sisters of the Good Shepherd (SOTGS) in Australia and New Zealand. They are both registered not for profit entities under the Australian Charities and Not-for-profits Commission Act 2012 (Cth) (ACNC Act.) For the purposes of the ACNC Act Governance Standard 1, GSANZ and GSS's charitable purposes are outlined according to the GSANZ and GSS Constitutions.

GSANZ and GSS are subject to the ACNC Act, the Corporations Act 20-01 (Cth) and their constitutions.

Both boards have directors in common and meet at the same time.

On behalf of the Sisters of the Good Shepherd, the Boards of GSANZ and GSS are responsible for the strategy, stewardship and future well-being of the organisations, in addition to Australian and New Zealand related companies.

The Board of GSANZ is responsible for the operational performance of the organisation in Australia while the Board of Good Shepherd New Zealand Ltd (GSNZ) is responsible for the operational performance of the organisation in New Zealand.

In 2021 GSANZ will have a \$55mil (AUD) turnover and approximately \$200mil (AUD) balance sheet and we are appointing an independent Non-Executive Director to be part of a new Board that will help write the next chapter of our story.

The GSANZ Board meets every two months either face-to-face or via video conference, in Melbourne and New Zealand (one meeting). The Board also appoints a Finance and Risk Committee and a Mission and Service Strategy Committee which are comprised of both board and co-opted members. The Non-Executive Director is a voluntary position.

Current board biographies are attached.

## **2. RESPONSIBILITIES**

The role requires attending approximately 6 board meetings and serving on at least one board committee per year. Current board committees are Finance, Risk and Audit and Mission and Service Strategy. Directors are also expected to attend Good Shepherd Day, Network Day, one Board retreat and annual planning sessions.

Directors will be required to undertake at least 12hrs of governance-related professional development as a regulatory requirement.

## **3. COMPETENCIES (ROLE RELATED)**

Knowledge of a director's responsibilities includes an understanding of the role as well as the legal, ethical, fiduciary and financial responsibilities:

- Demonstrated interest in and knowledge of the not-for-profit sector;
- Mission driven - an appreciation of the Good Shepherd mission and its lived experiences in a contemporary world;
- Strategic expertise - the ability to review the strategy through constructive questioning and suggestion and contribute to the effective decision making of the board;
- Accounting and finance - the ability to read and comprehend the company's accounts, financial material presented to the board, financial reporting requirements and some understanding of corporate finance;
- Legal - understanding the board's responsibility for overseeing compliance with numerous laws as well as understanding the individual director's legal duties and responsibilities;
- Risk Management - experience in managing areas of major risk management to the organisation;

- Managing people and achieving change - experience in current management thinking on employment, branding, engagement, strategic vision and stakeholder communication;
- Experience in executive remuneration and compensation;
- Sector knowledge - experience in similar organisations or industries. (companydirectors.com.au)

#### 4. COMPETENCIES (PERSONAL)

- Active contribution - a director needs to be an active contributor with genuine interest in the Mission and Values of Good Shepherd.
- Integrity - fulfilling a director's duties and responsibilities, acting ethically, appropriate independence, putting the organisation's interests before personal interests;
- Collaborative yet curious and courageous - a director must be able to function as an effective team member but also must have the curiosity to ask questions and the courage to persist in robust discussions with management and fellow board members where required;
- Emotional intelligence - as well as self-awareness and self-management, a director needs to demonstrate empathy manifested through strong interpersonal skills. A director must work well in a group, listen well, be tactful yet able to communicate a cogent and candid viewpoint;
- Commercial judgement and instinct - a director needs to demonstrate good business instinct and acumen, and be able to assimilate and synthesize complex information;