

## Position Description for Appointed Member Board/Council Governance Advisory Group

<b>Role</b>	Board/Council Governance Advisory Group
<b>Reports to</b>	RACP Board
<b>Location</b>	Australia and Aotearoa New Zealand

### College Overview

The Royal Australasian College of Physicians (“College”) has been serving the health of Australian and Aotearoa New Zealanders for over 85 years. It is responsible for training, educating and representing over 30,000 physicians, paediatricians and trainees (collectively Members of the College) in Australia and Aotearoa New Zealand. It is a company limited by guarantee and its revenue is mostly from membership and training fees.

The RACP is responsible for the training and assessment of doctors who have completed their medical degree and an internship at a hospital and wish to practice as physicians or paediatricians by undergoing further training through the RACP in order to specialise in a certain area of medicine. The RACP oversees their training, including positions in hospitals, and written and clinical examinations as well as providing a program of continuing professional development for Fellows of the RACP. The College is committed to improving patient care through its education, training, research and advocacy activities.

<b>Financial overview</b>	Financial year ending 31 December 2022: Total Revenue: \$74M                      Net Assets: \$96M
<b>Other relevant information</b>	<ul style="list-style-type: none"> <li>• Membership of approximately 31,000 Fellows and trainees in Australia, Aotearoa New Zealand, and other countries.</li> <li>• More than 5,100 highly qualified professionals working in a voluntary capacity on College committees, working parties and as supervisors and mentors.</li> <li>• Workforce of approximately 389 professional employees across Australia and Aotearoa New Zealand.</li> </ul>

## The Role and Composition of the Board/Council Governance Advisory Group

<b>Role of the Board/Council Governance Advisory Group</b>	The purpose of Board/Council Governance Advisory Group is to provide advice, feedback and member insight to the Board on proposed options to optimise the College's Board Committee and Council structure and make recommendations to the Board, within the functions below, that are aimed at streamlining committee governance and effective committee decision-making.
Chair	A member of the Board/Council Governance Advisory Groups shall be appointed as Chair of the Board/Council Governance Advisory Group.

### Purpose of the Role

As a member of the **Board/Council Governance Advisory Group** you will be required to:

- a) Review necessary changes and requirements for College Council to represent membership issues to the Board, acting in the best interests of the members as a whole including how members are appointed, skill and experience requirements and how the Council should be constituted.
- b) Whether or not the proposal that some Board Committees should be transferred to "report" to Council is appropriate for streamlining governance and if so, the key principles for establishing good governance, clear lines of reporting, delegations, duties and responsibilities required for the new role of Council (excluding operational functions), removal of duplication of function, the appropriate number of transferring Board Committees (including on a staged/phased basis) and amplifying the role of Council as a member facing body.
- c) Review the implications of Council's changed role and implications for its relationship with the Board.
- d) Review the establishment of a Nominations Committee for the nomination of persons for Appointed Director roles on the Board and for Council members under current Constitutional rules. Consider the Constitutional changes required to include ability for a Nominations Committee to nominate exclusively Board Director roles for election by members, including minimum requirements and skills sets required for director and chair roles.
- e) Minimise the number of new committees including converting some College Bodies to consider sustainability in relation to the number of committees reporting to Council and alternative approaches to streamline committee governance.
- f) Review and consider proposed key principles to underpin the resulting changes to the College's Board Committee structure arising from the transfer of Board Committees to Council and recommend the principles to the Board for approval.
- g) Offer insights into risks and opportunities within the College Board Committee structure and practices and provide recommendations to the Board to mitigate or capitalise on the risk and opportunities.
- h) Provide guidance on change management, stakeholder engagement and communication strategies for Board Committee structure changes to manage transitions and minimise potential resistance.
- i) Consider matters referred to it by the Board and provide advice, feedback and member insight on appropriate action concerning those matters.

## Competencies

### Highly Desirable

#### Primary

- High level of understanding and experience in the application of good governance principles
- Comprehensive understanding of the role of a member organisation
- Skills and experience in change management and stakeholder management
- Indigenous Cultural Safety (Māori, Aboriginal and Torres Strait Islander)

#### Secondary

- Leadership, Organisational Design and risk management

## Competencies – Role Related

- An understanding of the College's strategic direction and goals
- An understanding of the College's committee structure and operations.
- A comprehensive understanding of the College's governance principles, Constitution, policies and processes.
- Understanding of the broader context of health from an Australian, Aotearoa New Zealand or consumer perspective.
- Able to act independently and collegially as a member of a College Body, respecting the opinions of other members that may differ from your own.

## Competencies – Personal

- Must have demonstrated experience in leadership and a strong understanding of the medical education environment.
- Demonstrated competence in cultural safety.
- Be adequately prepared for all College Body deliberations.
- Bring an independent mind to bear on all matters before the Board/Council Governance Advisory Group and come to a decision on each matter in the best interests of the College as a whole, exercising care, diligence, business acumen and independent judgement in all deliberations, demonstrating ethical and responsible decision-making.
- Show leadership and take collective responsibility for Advisory Group decisions and maintain solidarity in all dealings outside meetings.
- Comply with the spirit as well as the letter of the law and with the provisions of the College's Constitution and other By-laws, Terms of Reference, policies and procedures.
- Contribute actively and with genuine interest in the College and its business with a belief in, and commitment to, the values, mission, and objectives of the College.
- Established record of co-operation and positivity and high standards of ethical behavior at all times.
- The ability to work as a constructive member where all members bear equal and joint responsibility for the decisions made, the value that is added to the organisation and the conduct as a whole.

## Remuneration and Benefits

Annual remuneration	▪ College Body roles are unpaid.
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## Time Commitment

<p>The Board/Council Governance Advisory Group shall hold a minimum of five meetings per calendar year and shall meet by teleconference or videoconference.</p> <p>The term of this Board/Council Governance Advisory Group is for three years.</p> <p>Reading time will be required for meeting papers, which are delivered about 1 week before each meeting. While it is difficult to advise exactly what time is required in preparation, members must allow sufficient time so that they are well prepared for the meeting.</p> <p>Time to attend ad hoc teleconferences and emails associated with College business.</p>
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Please state which position you are applying for with your expression of interest and CV to [companysecretary@racp.edu.au](mailto:companysecretary@racp.edu.au)