



Position Description

POSITION DETAILS

Position Title:

Director (Board)

1. Purpose of Position

The Continenace Foundation of Australia (the “Foundation”) uses position descriptions to ensure that each Director is familiar with their roles and responsibilities and can perform their duties as effectively as possible.

2. Governance Philosophy

The Board’s role, on behalf of the community and the Foundation’s members, clients and other stakeholders, is to ensure that the Foundation achieves its mission, strategic goals and objectives. In doing so the Board is required to meet all the legal and moral responsibilities and requirements accompanying ‘best practice’ corporate governance.

The Board acts in trusteeship for the Foundation’s legal and moral owners, demonstrating this:

- Gathering information about their concerns, needs and aspirations;
- Remaining up-to-date in matters concerning their interests; and
- Reporting to them on a regular basis on the performance of the Foundation.

The Board will govern with an emphasis on:

- Strategic leadership rather than administrative detail;
- Encouragement of diversity of opinions and views;
- Collective rather than individual decisions;
- Future rather than present focus;
- A clear distinction between Board and CEO roles; and
- Pro-activity rather than reactivity.

The Board will:

- Cultivate a sense of group responsibility with a close attention to achieving a high level of governance excellence; and
- Accept a collective responsibility for all aspects of Board performance including the fulfilment of official roles and the work of committees.
- Ensure that the organisation meets its governance and compliance responsibilities as directed by the Australian Charities and Not for Profit Commission (ACNC) and other regulators.

3. Key Responsibilities

Directors are responsible for the overall governance of the Foundation. This includes:

- Be involved in the formulation and execution of the Foundation’s strategy
- Ensuring that the organisation meets all governance and compliance responsibilities
- Recruitment, monitoring and support of the CEO;
- Setting and monitoring of policies, including delegations;



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- Serving on sub-committees or task forces as required;
- Representing the Foundation, acting as an ambassador for the organisation;
- Reviewing and approving the Foundation's annual budget, financial statements and business decisions;
- Liaising with external auditors and reviewing audit reports
- Being informed of and meeting all legal and fiduciary responsibilities; and
- Attending monthly board meetings.

The Board comprises of people who bring a variety of skills, experiences and perspectives to the governance process.

4. Essential Director Capabilities and Skills

Working in a probono capacity, Directors need to demonstrate the following essential capabilities and skills or demonstrate the capacity to develop these capabilities and skills within an appropriate time period.

- Meet the roles and responsibilities (including legal responsibilities) of a director.
- Act in accordance with the Director Code of Conduct and to act free of any conflict of interest.
- Abide by generally accepted principles of good governance, and to abide by the specific governance and other policies of the organisation.
- Provide leadership in community service delivery.
- Define current and future organisational culture and goals and contribute to strategy formulation.
- Utilise high level of interpersonal skills and sensitivity to individual issues within group decision making, and to actively participate as a Board member.
- Specific capacity to use personal skills and experience to make a major contribution in one or more of the areas of:
 - Clinical expertise in continence sector;
 - Finance, accounting, law, business or general management;
 - Acquiring non-government income;
 - Human resources;
 - Policy development
 - Research and academic pursuit relevant to the sector
 - Advocacy, marketing, media or community development.

5. Preferred Director Capabilities and Skills

- Experience in management or governance of a not for profit organisation;
- Knowledge and skills in one or more areas of board governance: policy, finance, programs and/or personnel;
- Willingness to serve on at least one sub-committee and actively participate;
- Attendance at up to 8 board meetings per year;
- Ability and willingness to commit time to the Foundation, in the order of at least eight hours per month, (includes board preparation, meeting and committee meeting time);
- Prepare for and participate in the discussions and the deliberations of the board;
- Be informed of the Foundation's services and publicly support them;
- High level of commitment to the work of the organisation;
- Be aware and abstain from any conflict of interest.

CGPD02	Prepared by: Rowan Cockerell Authorised by: Board of Directors	Position: CEO	Date: July 2023	Date of next review: July 2025
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WORKPLACE HEALTH AND SAFETY

The Director is responsible and accountable for:

- Familiarity and compliance with all organisational Policies.
- Ensuring that the Foundation is a safe and inclusive place to work. This includes identification and reporting of health and safety risks, accidents, incidents, injuries and property damage at the workplace and being alert to issues that may undermine the organisation’s desired culture. Refer WHSP05 Incident and Accident Reporting Management.

QUALITY MANAGEMENT

The Director is responsible and accountable for:

- Familiarity and compliance with all organisational Policies.
- Active participation in activities associated with the management of workplace health and safety.
- Ensuring that the Foundation is a safe and inclusive place to work. This includes identification and reporting of health and safety risks, accidents, incidents, injuries and property damage at the workplace and being alert to cultural issues that may undermine the organisation’s desired culture.

DECLARATION

I
(Director’s Name)

hereby understand and accept the conditions of the position description as detailed herein for the position of

(Position)

Applicant’s signature **Date**