

POSITION DESCRIPTION

POSITION TITLE:	GPR Board Director
REMUNERATION:	Fixed stipend as per Remuneration Policy All expenses for teleconference and face-to-face meetings covered by GPR
REPORTS TO:	GPR Chair, GPR Board, GPR Advisory Council and GPR Membership
RESPONSIVE TO:	GPR Chair, GPR Board, GPR Advisory Council and GPR Membership

The Board Director will be a member of the following committees:

- GPR Board
- GPR Advisory Council (AC)
- At least one of the main Board Committees
 - Nominations & Remuneration Committee
 - Finance, Audit & Risk Management Committee
- Others as determined by GPR Board and Chair

SUPPORT FROM:

- GPR Chair
- GPR Board
- GPR CEO/ Company Secretary
- GPR Management staff

SUPPORT TO:

- GPR Chair
- GPR Board
- GPR Advisory Council
- GPR Membership
- GPR CEO/ Company secretary

1. APPOINTMENT TENURE

1. Elected Directors

Three year term

May be re-elected by the membership at the AGM

Must meet eligibility criteria as defined in the GPR Constitution to be considered for re-election.

2. Co-opted Directors

One year term

May be co-opted for subsequent terms by the GPR Board

Must meet eligibility criteria as defined in the GPR Constitution to be considered for subsequent co-option.

Position must meet specific skills analysis as identified by the Nominations and Remuneration committee.

2.0 POSITION OBJECTIVES

The main objectives of the position are to support the Chair and Board:

- Set strategic direction and working of the company
- Follow best practice corporate governance and ensure proper running of the company
- Provide advocacy and representation for GPRA Members
- Feedback into key policy instruments to enable GPRA to key input within the sector
- Leverage personal and professional networks to grow the company

3.0 KEY RESPONSIBILITIES

1. Corporate governance

- Ensure financial viability and accountability
- Act in accordance with ASIC requirements, corporations law and director's legal duties
- Develop and enact strategic policy and direction for GPRA
- Have a strong risk management focus and facilitate sustainable growth
- Explore, in conjunction with board and management, alternative funding sources
- Develop internal policy to ensure smooth running of the company and retention of corporate knowledge

2. Advocacy and Representation

- Maintain awareness of issues relevant to the GP training program
- Maintain awareness of issues relevant to workforce issues, promotion of General Practice and other policy issues relevant to GPRA objectives
- Remain responsive to GP registrar feedback via the Advisory Council
 - Review AC list server at least every 2 days
 - Attend Advisory Council face to face meetings
- Remain responsive to key programs that GPRA is delivering such as GPSN and GP Network.
- Liaise directly with the GP Stakeholder organisations as appropriate
- Involvement in GPRA subcommittees and projects
- Act as GPRA representative on other committees and policy instruments as appropriate

3. Director Behaviour

- Directors are expected to conduct appropriate research before meetings and to acquaint themselves fully with the issues confronting the board.
- Directors are expected to act responsibly and to exercise judgment and control in line with corporate legislation and guidelines established by the corporate governance subcommittee.
- Directors are expected to behave ethically and in line with those ethics outlined by the Australian Institute of Company Directors.
- Directors are expected to exercise independent judgment.
- Directors are expected to behave responsibly particularly about confidential information.
- Directors are expected to act responsibly in meetings in line with the code of practices and conduct developed by the corporate governance committee.
- Directors are expected to avoid conflicts of interest and declare any conflict of interest that does arise from time to time.

4. Meeting Attendance

- Approximately 6 board meetings via teleconference (2 hour duration) per annum
- 3 Face to Face board meetings (1 days) per annum
- 2 Advisory Council Meetings (1-2 days) – optional, but attendance recommended
- Attendance to stakeholder meetings, conferences as appropriate.

**Refer to Board annual calendar for details.

5. Health and Safety Responsibilities

- Takes reasonable care for the safety of his/her own health and safety and that of other people who may be affected by their conduct in the workplace
- Seeks guidance for all new or modified work procedures to ensure that any hazardous conditions, near misses and injuries are reported immediately to the CEO
- Participates in meetings, training and other environment, health and safety activities
- Does not wilfully place at risk the health or safety of any person in the workplace
- Does not wilfully or recklessly interfere with or misuse anything provided in the interest of environment health and safety or welfare
- Cooperates with the company in relation to activities taken by GPRA to comply with OH&S and environmental legislation

4.0 PROFESSIONAL DEVELOPMENT

- Develop knowledge of director responsibilities
- Develop skills in understanding financial management and accounting requirements of a company
- Learn strategic marketing skills relevant to the General Practice environment
- Gain an understanding of General Practice work and training environment in Australia and how to affect change to the system
- Develop skills in policy development and review
- Develop media management, negotiation and conflict resolution skills

5.0 PERFORMANCE REVIEW

- At the end of 3 months from appointment as Director
- Annually thereafter
- Conducted by the Chair in accordance with Director performance review as outlined in the Director Performance Review Policy

6.0 SELECTION CRITERIA

- Previous non-profit board experience and/or knowledge of non-profit board governance.
- Commitment to diversity in its broadest sense.
- Ability to be a team player and work well in a group of individuals representing the diversity and texture of the GP sector.
- Utilise active listening skills and thoughtfulness in considering the depth and breadth of the issues that impact the entire non-profit health sector.
- Ability to negotiate and work effectively with people at all times.
- An understanding of the culture of General Practice in Australia.
- Interest in the political culture of General Practice.
- Sound organisational and communication skills.
- Have some experience of other medical organisations – preferably both Board and management levels.

7.0 CODE OF CONDUCT

- A board member must act honestly, in good faith and in the best interests of the company as a whole.
- A board member has a duty to use care and diligence in fulfilling the functions of office and exercising the powers attached to that office.
- A board member must use the powers of office for a proper purpose, in the best interests of the company as a whole.
- A board member must recognise that the primary responsibility is to the company's

shareholders as a whole but should, where appropriate, have regard for the interest of all stakeholders of the company.

- A board member must not make improper use of information acquired as a board member.
- A board member must not take improper advantage of the position of a board member.
- A board member must properly manage any conflict with the interests of the company.
- A board member has an obligation to be independent in judgment and actions and to take all reasonable steps to be satisfied as to the soundness of all decisions taken by the board.
- Confidential information received by a director in the course of the exercise of directorial duties remains the property of the company from which it was obtained and it is improper to disclose it, or allow it to be disclosed, unless that disclosure has been authorised by that company, or the person from whom the information is provided, or is required by law.
- A board member should not engage in conduct likely to bring discredit upon the company.
- A board member has an obligation, at all times, to comply with the spirit, as well as the letter, of the law and with the principles of this code.