



Board Director Position Description

Mental Health Australia Values

Mental Health Australia has endorsed the following principles. These serve as a guiding set of values informing all Mental Health Australia activities:

- Equity and social justice
- Inclusiveness and collaboration
- Integrity and diligence
- Responsiveness to need
- Tolerance and understanding of diversity
- Professional competence.

The Role

The Board of Mental Health Australia will govern the Company to best meet its strategic directions. The Board will maintain appropriate governance structures and accountability measures to ensure the Company remains in a strong position into the future. As Mental Health Australia is a company limited by guarantee, the Board will ensure relevant regulatory and statutory requirements are observed and adhered to in the Company's operations.

To be effective a Board needs the right group of people, with an appropriate mix of skills, knowledge, diversity and experience (e.g. qualifications, professional backgrounds, industry experience) that fits with Mental Health Australia's objectives and strategic goals. The role of the Board is to ensure Mental Health Australia best meets its strategic directions, legal and fiduciary obligations, and that the Company remains in a strong position into the future.

A Mental Health Australia Board Director is required to attend approximately six to eight Board meetings per annum, and generally to participate in at least one Board committee.¹

Some interstate travel is anticipated; most of the three to four annual face to face Board meetings are held at the Mental Health Australia office in Canberra. In addition it may be necessary to take part in ad hoc teleconference calls or out of session Board decisions for management/financial reporting and as emerging issues arise.

The Board's aim is to have a diverse skillset across the Board. It considers required competencies regularly and support is available to build competency of individual Directors and the Board as a whole. This is through a formal Board induction program, ongoing support from the Company Secretary, and Board training and information sessions eg. finance, risk, work health and safety, etc.

¹ Currently, the Mental Health Australia Board has two committees: the Finance Audit and Risk Management Committee, and the Governance Committee. Other committees or ad hoc working groups are formulated from time to time.

Eight Elected Directors are elected by the Mental Health Australia Voting Members through the Annual General Meeting Board Nomination and Voting process. There are two Board Appointed Directors who are appointed by the Board. Further information is available in the *Director Eligibility & Board Composition Policy*.

Directors must make decisions in the best interest of Mental Health Australia, and have a fiduciary responsibility to Mental Health Australia, regardless of their role within their nominating organisation.

Competencies – role related

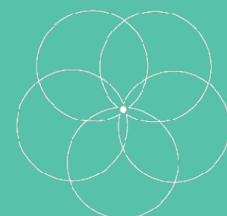
A Board Director is expected to be competent, or quickly acquire competency, in the following areas:

- Knowledge of a Director’s responsibilities – includes an understanding of the role as well as the legal, ethical, fiduciary and financial responsibilities
- Strategic expertise – the ability to review strategy through constructive questioning and suggesting and contributing to effective decision making of the Board
- Accounting and finance – the ability to read and comprehend, or ability to quickly obtain understanding of, Mental Health Australia’s accounts, financial material presented to the Board, financial reporting requirements and some understanding of corporate finance
- Legal – the Board’s responsibility involves overseeing compliance with numerous laws as well as understanding the individual Director’s legal duties and responsibilities, or the ability to quickly obtain an understanding of these compliance requirements and responsibilities upon appointment.
- Risk management – understanding of, or ability to quickly obtain understanding of, managing areas of major risk to the organisation
- Managing people and achieving change – understanding of, or ability to quickly obtain understanding of, current management thinking on employment, branding, engagement, strategic vision and stakeholder communication, and executive remuneration and compensation
- Industry knowledge – experience in similar organisations or industries, or experience in industries relevant to the function of the Board e.g. financial, legal.

Personal attributes

It is highly desired that a Board Director’s characteristics and skills include:

- Clear engagement, collaboration and communications skills to work as part of a dedicated team



- Lead by example; reflect and learn from feedback; be positive and solution-focussed embracing new ideas;
- High standards of integrity and ethical behaviour to act in the public interest
- Passion about working within the mental health sector, or related sectors, with a strong desire to advocate for mental health reform and a commitment to achieving better mental health for all Australians

All Board Directors need to comply with Mental Health Australia’s Code of Conduct.

Remuneration and benefits

<p>Annual honorarium – Available only to the Chair and Directors nominated by the Consumer Members and Carer Members</p>	<p>Amount approved by Board annually. Currently \$8,000 for the Chair and \$5,000 for the Directors nominated by the Consumer Members and Carer Members</p>
<p>Travel and other expenses</p>	<p>Travel and accommodation expenses related to attendance at Board and related events are covered by Mental Health Australia</p>

