

Position Description – Non-Executive Director HeartKids Limited

Overview

HeartKids is a national not-for-profit company limited by guarantee dedicated to improving the lives and future of those affected by childhood heart disease (CHD). The objects and purposes of the company are set out in the Constitution of HeartKids Limited which can be found at <https://www.heartkids.org.au/page/138/our-governance>.

HeartKids works closely with heart kids, their families and carers, clinicians, researchers and healthcare providers in delivering programs, support and information services to the HeartKids community. HeartKids also has a key role in raising awareness of congenital and other childhood heart diseases and their impact on individuals, families, carers, clinicians, health professionals and health systems, and in advocating for government, corporate and community funding and support. HeartKids also partners with researchers, clinicians and philanthropists in funding life-saving research to improve the care and well-being of people with CHD at different stages of their lives.

As a charitable institution and Company Limited by Guarantee, HeartKids Limited is largely reliant upon community and corporate goodwill to achieve its goals. HeartKids also has considerable legislative, administrative and other accountabilities that need to be met to a high standard.

The Board of HeartKids Limited

The Board of HeartKids Limited includes at least nine and not more than twelve independent Non-Executive Directors with a mix of skills and qualifications in CHD clinical practice, CHD support or services, research or education, fundraising or community engagement, financial management, advocacy, corporate governance, business or law.

The Constitution of HeartKids gives the Board power to manage the business of the Company. The Board exercises this power through overall corporate governance of the organisation and delegation of its authority for management of the Company's business to the Chief Executive Officer, State Managers and staff as well as committees established by the Board.

The Board shapes the strategic directions of the organisation and provides strategic oversight direction and guidance to the Chief Executive Officer, State Managers and Staff in delivering quality programs, services and information to meet the needs of heart kids, their families and carers. The Board also oversees and provides guidance on research initiatives as well as strategies to advocate on behalf of those with congenital and other childhood heart diseases.

The Board is also responsible for:

- Ensuring effective management of risk;
- Ensuring effective processes for the establishment and regular review of policies to ensure their currency and relevance;
- Approving the annual budget and monitoring the financial performance of the organisation;
- Approving the annual financial statements and annual report of the organisation;
- Appointing and managing the performance of the Chief Executive Officer;
- Establishing and monitoring the achievement of organisational goals;
- Leading and guiding stakeholder engagement;
- Ensuring the integrity of internal control and management information systems;
- Ensuring compliance with legislation, accounting standards and financial reporting obligations.

To assist it with its work, the Board has established a number of committees including:

- Finance, Audit and Risk Committee;
- Research Advisory Committee;
- Health and Clinical Advisory Committee;
- Congenital Heart Alliance of Australia and New Zealand (CHAANZ) Steering Committee.

The Board meets approximately 6 times per year by video-conference or face to face. At least one meeting includes the Annual General Meeting. Committee meetings are held as appropriate to the business of the committee. All HeartKids Directors are expected to be active contributors to the Board and the committees on which they serve.

Skills and Experience of Non-Executive Directors

The HeartKids Nominations and Remuneration Committee is seeking expressions of interest from suitably qualified candidates for positions of independent Non-executive Director. Candidates are expected to be able to contribute at a high level in several of the following areas:

Strategy, planning and policy development

- Ability to identify and critically assess strategic opportunities and threats to the organisation and shape the strategic directions of the organisation
- Ability to identify issues, critically assess complex information and contribute to development of HeartKids' strategies, plans and policies
- Ability to oversee and contribute to management's strategy development

Governance

- Knowledge and experience in good practice governance structures, policies and processes and how they are applied in a not-for-profit and philanthropic environment
- Ability to understand key risks to the organisation and monitor compliance with risk management policy and organisational controls
- Ability to oversee compliance with numerous laws and the implementation of key policies including those to ensure the safety and security of staff and children
- Experience in managing the performance of a CEO is desirable

Relevant industry sector knowledge

- Ability to understand the HeartKids environment and operations and ability to understand and critically assess issues relevant to the management of HeartKids.

Stakeholder engagement

- An understanding of HeartKids' key stakeholder groups
- Experience with good practice engagement with multiple stakeholders (including with heart kids, their parents and carers, clinicians, researchers, government, philanthropists, corporate donors and community groups)
- An understanding of the dynamics of membership-based organisations
- Ability to contribute to and assess an effective communication and engagement strategy
- Experience in dealing with government and corporates at a senior level to achieve policy and funding outcomes is desirable

Finance

- Ability to read and comprehend the company's accounts and financial material presented to the Board and an understanding of financial reporting requirements and corporate finance
- Able to demonstrate financial and commercial acumen including ability to assess financial viability, and contribute to financial planning

Contribution

- Ability to work collegiately, to constructively contribute to Board discussions at a strategic level and to communicate effectively with management and other directors
- Willingness to be an active contributor to fundraising for an on behalf of HeartKids including the ability to network to achieve sustainability goals

Ethics and integrity

- Demonstrated understanding of the role and obligations as a director, acting ethically, with appropriate independence and in the best interests of the organisation and its stakeholders
- Able to demonstrate a track-record of integrity and ethical behaviour and ability to act in accordance with HeartKids Code of Conduct

General

Diversity

A level of diversity (in skills, background and experience; age; gender; culture and/or nationality; and geographic location) is considered highly desirable, and will be considered by the Nominations and Remuneration Committee in recommending Directors for appointment.

Probity requirements

Directors must hold a current Working with Children Card in the State or Territory in which they reside and report immediately to the Chairperson if this card is revoked. Directors must be a fit and proper person under the responsible person provisions of Australian Charities and Not for Profit Commission. Directors must submit to a National Police Clearance check.

Remuneration

The role of director is voluntary.

Directors may claim reasonable out of pocket expenses associated with the attendance at meetings and or official functions.