



## **Gateway Health Limited: Director Application Kit**

**Thank-you for your interest in applying for a Board Director position with Gateway Health Limited. This application kit contains the following:**

- 1. Information for Applicants**
- 2. Declaration and Consent Form**
- 3. Applicants' Profile**
- 4. Gateway Health Skills Matrix**
- 5. Board Directors Code of Conduct and Proper Practice**
- 6. Applicants' Contact Details**

**Please ensure all documents are completed prior to submission of your application to the Company Secretary.**

## **1. Information for Applicants**

Gateway Health Limited is a Not For Profit Company limited by guarantee and a registered Community Health Service under the Health Services Act 1988 (Vic). Gateway Health provides primary health care and support to all in our community and focuses on providing services to those with the highest risk of poor health. Services are delivered by over 300 staff members at sites in Wodonga, Wangaratta and Myrtleford in VIC, and through outreach services provided across North East VIC and Southern NSW.

A broad range of services are provided by Gateway Health ranging from bulk billing medical practices, Allied Health, Alcohol and Drug services (including home based withdrawal), counselling services, men's behaviour change, Gamblers Help, Health Promotion, Chronic Disease Management, Indigenous programs, Aged Care services (including Assessment), Disability Services, mental health programs (including headspace), youth services, young parenting programs, Refugee Health and Sexual Health. Our main service delivery sites in Wodonga and Wangaratta operate from newly constructed purpose built health centres and operate as one-stop-shops for primary health care.

Gateway Health is governed by a Board of Directors made up of a minimum of 5 and maximum of nine Directors. The majority of current Directors are graduates of the Australian Institute of Company Directors (GAICD).

The Director role requires attendance at monthly Board meetings, membership of at least one of the Board Sub-Committees can be expected, and some additional work between meetings should also be anticipated. The Director role is supported by a comprehensive board induction program, a modest director remuneration provision, and an annual board evaluation process.

Applications are now open for individuals with demonstrated experience in governance, a strong working knowledge of the health and community services sector and established links with local communities.

### **Gateway Health is seeking eligible applicants in keeping with clause 16.2 of its constitution which states:**

16.2 A person is only eligible for appointment or election as a Director of the Company if their appointment would serve to ensure that the Board has expertise in areas including but not limited to:

- 16.2.1 health;
- 16.2.2 the local community;
- 16.2.3 business management;
- 16.2.4 accounting and finance;
- 16.2.5 law; and
- 16.2.6 other competencies, skills or experience considered necessary by the Board.

Other competencies currently sought by the board include the following:

- a clinical background in medicine with clinical governance experience
- skills and experience in strategic ICT;
- marketing and community engagement or business fields.

Gateway Health is keen to encourage diversity in the make-up of its Board and would welcome applicants from a range of backgrounds.

**The application process:**

1. Applications must be received by the Company Secretary at the address shown below no later than 5pm Monday 24 September 2018.
2. Applicants are required to complete all components of this document including a self-assessment against the Board Skills Matrix. If there is a need to provide supplementary information this may be attached.
3. Please note your application will be assessed by the Gateway Health Nominations Committee, a committee comprising internal and external independent expertise to assist the Board in this process.
4. Should the number of eligible applicants be equal to or less than the positions available there will be no need for a ballot, however should there be more eligible applicants received than positions available a ballot will take place where the members of Gateway Health will be required to vote.
5. The terms of appointment will be:
  - Two positions for an initial two year term to 2020, followed by a further term of two consecutive three year terms.
  - One position for an initial one year term to 2019, followed by a further term of two consecutive three year terms.
6. Applications must be forwarded by the due date via mail or email to:

**Ms. Leigh Rhode**  
**Company Secretary**  
**Gateway Health Limited**  
**P.O. Box 224**  
**Wangaratta Vic 3667**  
**Phone: 0409 259 414**  
**Email: [ceo@gatewayhealth.org.au](mailto:ceo@gatewayhealth.org.au)**

## 2. Declaration and Consent.

**Declaration:** Section 201B of the *Corporations Act 2001* requires that to be a Director, individuals must satisfy the following:

1. Only an individual who is at least 18 may be appointed as a Director of a company
2. A person who is disqualified from managing corporations under Part 2D.6 may only be appointed as Director of a company if the appointment is made with permission granted by ASIC under section 206F or leave granted by the Court under section 206G.

To assist the GH to comply with the requirements of the *Corporations Act 2001* applicants will declare the following in executing this document:

**I declare that:**

- I have never been, nor am I currently insolvent, and
- I have not been disqualified from acting as a Director or acting in the management of a company.
- Should it be the wish of Gateway Health I grant permission for enquiries to be made to establish the accuracy of any of the information provided by me in this form and accompanying attachments and to determine my suitability as an applicant and I understand that these inquiries will involve the disclosure of my information for these limited purposes.
- I have read and will abide by the Code of Conduct outlined in this application.

**By signing this declaration,** Should it be the wish of Gateway Health I grant permission for the conduct of Criminal Police and probity checks, which may consist of:

- A check of the Australia Securities and Investment Commission (ASIC) Register of persons prohibited / disqualified by ASIC under the provisions of the *Corporations Act 2001*
- A check of the Insolvency and Trustee Service Australia (ITSA) National Personally insolvency Index which contains information about proceedings and administrations under the *Bankruptcy Act 1996*.

**Consent:** Section 201D of the *Corporations Act 2001* requires that all persons nominating for a position as Director must provide their signed consent to act as a Director of the Company before being appointed.

I hereby submit this application for election to a position of Director of Gateway Health Limited. In accepting a Director position on the Board of Directors of Gateway Health, I understand and am willing to accept the duties and responsibilities of a Director as outlined in Constitution of Gateway Health and the *Corporations Act 2001* and hereby consent to act as a Director.

I also understand that while I am a Director of Gateway Health I will become a member under section 6.2 of the Constitution where any eligible candidate or Director is eligible to be admitted to membership of the Company.

.....  
[Candidate's full name]

.....  
[Candidates signature]

.....  
[Date]

### 3. Applicants Profile

<b>Full Name</b>	
<b>Qualifications and Relevant Experience</b>	
<b>Current Profession</b>	
<b>Skills (refer to the Gateway Health Board Skills Matrix)</b>	
<b>Community Activities and Interests.</b>	
<b>Please outline in 300 words or less the skills, knowledge, experience and commitment you would bring as Director on the Gateway Health Board. (You may attach additional detail such as your curriculum vitae).</b>	

#### 4. Gateway Health Skills Matrix.

Please provide a self-assessment of your governance experience and expertise against the Gateway Health Skills Matrix.

<b>Skill Area</b>	<b>Description</b>	<b>My Strengths. (please highlight one only)</b> 1 = weakest 5 = Strongest
<b>1.Strategy</b>	Ability to think strategically and identify and critically assess strategic opportunities and threats and develop effective strategies in the context of the strategic objectives of Community health and relevant national policies and priorities.	1 2 3 4 5
<b>2. Policy development</b>	Ability to identify key issues for Community health and develop appropriate policies to define the parameters within which the organization should operate.	1 2 3 4 5
<b>3. Financial performance</b>	Qualifications and experience in accounting and/or finance and the ability to: <ul style="list-style-type: none"> <li>• Analyse key financial statements</li> <li>• Critically assess financial viability and performance</li> <li>• Contribute to strategic financial planning</li> <li>• Oversee budgets and the efficient use of resources</li> <li>• Oversee funding arrangements and accountability.</li> </ul>	1 2 3 4 5
<b>4. Risk and compliance oversight</b>	Ability to identify key risks to the organization in a wide range of areas including legal and regulatory compliance, and monitor risk and compliance management frameworks and systems.	1 2 3 4 5
<b>5. Corporate Governance</b>	Knowledge and experience in best practice corporate governance structures, policies and processes (particularly in the not-for-profit context), and an ability to apply that especially in the Primary Health Sector.	1 2 3 4 5
<b>6. Information technology strategy and governance</b>	Knowledge and experience in the strategic use and governance of information management and information technology, particularly in the context of e-health, tele-health, the collection of health data and electronic health records, and including personal information privacy and security risk management.	1 2 3 4 5
<b>7. Executive management</b>	Experience at an executive level including the ability to: <ul style="list-style-type: none"> <li>• Appoint and evaluate the performance of the CEO and senior executive managers</li> <li>• Oversee strategic human resource management including workforce planning, and employee and industrial relations</li> <li>• Oversee large scale organizational change.</li> </ul>	1 2 3 4 5

<b>8. Commercial Experience</b>	A broad range of commercial/business experience, preferably in the small to medium enterprise context, in areas including communications, marketing, branding and business systems, practices and improvement.	1 2 3 4 5
<b>9. Health policy, planning and delivery</b>	Knowledge, experience and networks in health including health policy, community health and well-being, population health needs assessment, health planning, resource allocation and service delivery.	1 2 3 4 5
<b>10. Primary health care</b>	Experience in primary health care, for example, general practice, nursing, allied health, pharmacy, aged care, and state-funded community health service provision.	1 2 3 4 5
<b>11. Clinical Governance</b>	Knowledge and experience in clinical leadership, practice and governance, safety and quality standards of service delivery in primary health care, and associated performance measurement and reporting	1 2 3 4 5
<b>12. Community and stakeholder engagement</b>	High level reputation and networks in the local community including with community members (consumers) and organizations, local health professionals and health providers, and the ability to effectively engage and communicate with those stakeholders.	1 2 3 4 5

## 5. Board Directors Code of Ethics and Proper Practice

The Board of the Gateway Health Limited is committed to the adoption of ethical conduct in all areas of its responsibilities and authority. In so doing it binds its Directors to the same principles and practices.

### Board Directors:

1. Shall act honestly and in good faith at all times in the interest of Gateway Health and its owners / stakeholders, ensuring that all stakeholders, particularly those who are recipients of services, are treated fairly according to their rights.
2. Shall carry out their duties in a lawful manner and ensure that Gateway Health carries out its business in accordance with the law and the terms of its Constitution.
3. Shall avoid conflicts of interests in as far as this is possible. Where such conflicts arise, the member/s concerned must act within the terms of the Board's disclosure of interest policy.
4. Shall be diligent, attend Board meetings and devote sufficient time to preparation for Board meetings to allow for full and appropriate participation in the Board's decision making.
5. Shall not disclose to any other person confidential information relating to the operation of the Board or Gateway Health.
6. Shall act in accordance with their fiduciary duties, complying with the spirit as well as the letter of the law, recognising both the legal and moral duties of the role.
7. Shall interact and contribute ideas in a positive and constructive manner.
8. Shall be loyal and supportive to the Board, abiding by Board decisions once reached.
9. Shall not do anything that in any way denigrates Gateway Health or harms its public image.
10. Shall apply to the Board seeking a leave of absence from attending meetings if they anticipate being absent for more than three consecutive meetings. Where three consecutive meetings are missed without leave of absence the Board will review whether any action should be taken. Possible actions include:
  - Counselling
  - Requesting the resignation of the member
11. Shall participate in an annual self-appraisal of each member's performance.
12. Shall develop and monitor the strategic direction of Gateway Health through a Strategic Plan
13. Shall ensure that an accurate and balanced view of Gateway Health's performance including financial and service provision is provided to the regulators and the community.



14. Shall regularly review its own performance as the basis for its own development and quality improvement.
15. Shall carry out its meetings in such a manner as to ensure fair and full participation of all Board members.
16. Shall provide effective stewardship of Gateway Health's assets ensuring they are preserved and protected through a suitable risk management strategy.

I have read and agreed to abide by the Gateway Health Limited Directors Code of Ethics and Proper Practice.

.....  
[Full name]

.....  
[Signature]

.....  
[Date]

## 6. Applicants' Contact Details

Full Name	
Address	
Phone	
Mobile	
Email	