

Job Description and Duty Statement

Position Title	Board Director
Company	Boab Health Services
Status of employment	Casual
Hours of employment	(approx.) 2 hours month
Reports to	Chairperson
Hourly Rate	\$141.96
Location	Kimberley

Position Title – Board Director

The Board of Directors manages the company and complies with company's Constitution and Governance Manual. It must do so in accordance with the *Corporations Act*, the *Australian Charities and Not-for-profits Commission Act*, and other relevant legislation and regulations.

Representation is encouraged from both East and West Kimberley regions. Board members must demonstrate a connection to the Kimberley region and be committed to improving health outcomes in the Kimberley. They should have a skill set that enhances the Board's competence in governing the company and achieving its Vision of Healthy Living for All.

Position Details

Directors should be willing to commit sufficient time and resources to help achieve the Mission of the company and to discharge their duties with care and diligence.

Generally, Directors have responsibility for the overall successful operations of the company, including:

- All matters as prescribed by law
- The financial health and solvency of the company
- The strategic direction of the company
- The reputation and standing of the company
- The identification and management of risks facing the company In accordance with statutory requirements and in keeping with developments in common law, Directors will:
 - Discharge their duties in good faith and honesty, in the best interests of the company, with the level of skill and care expected of a Director of a company
 - Deliver fiduciary duty of care to the company using the powers of office for a proper purpose in the best interests of the company
 - Act with required care and diligence, demonstrating ethical conduct in their decisions
 - Identify and manage conflicts of interest
 - Use information gained through their position as a Director under the highest ethical standards and with the utmost confidentiality
 - Make reasonable enquiries to ensure that the company is operating efficiently, effectively and legally towards achieving its objectives
- Undertake diligent analysis of all proposals placed before the Board

Boab Health Services Ltd

ABN 13 639 726 597

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W www.boabhealth.com.au

Broome Office

A Unit 5, 20 Hamersley St

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Kununurra Office

A Coolibah Health Centre, 96 Coolibah Dve

P PO Box 1866 Kununurra, WA 6743

T (08) 9166 8100

F (08) 9166 8117

Directors have no individual authority to participate in the day-to-day management of the company including making any representations or agreements with suppliers, customers, employees or other parties unless such an authority is explicitly delegated by the Board through resolution to the Director.

Directors are expected to be forthright in Board meetings and have a duty to question, request information, raise any issues, fully canvas all aspects of any issue confronting the company and cast their vote on any resolution according to their own decision. However, outside the Boardroom, Directors will support the letter and spirit of Board decisions in discussions with any and all external parties.

Confidential information received by a Director in the course of their duties remains the property of the company. As the company is a health service, there is also a higher level of accountability expected of directors, given the sensitive nature of personal information owned by the company. Directors therefore have a duty of care to ensure the company is managing its confidential information in a proper and ethical manner, in keeping with all requirements of the *Australian Privacy Principles*.

Directors must:

1. As early as practicable, and no later than the next AGM after appointment, become a member of the Company
2. Complete a Consent to Act form and a Declaration of Interests form
3. Provide a Director ID as issued by the Australian Government
4. Agree to and sign a Confidentiality Agreement
5. Agree to and sign a copy of the Code of Conduct
6. Provide personal details required for Boab Health to complete a 'Responsible Person Change' via the ACNC website
7. Agree to be contactable within 24 hours in cases of urgent business and supply contact details
8. Attend regular monthly Board meetings and an annual face to face planning session.
9. Contribute to the annual evaluation of the board performance
10. Participate in sub committees that will directly utilise their skill sets

(May 2024)

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