

Position Description

Elected Director



Background

The Board ('Board') of the Royal Australian and New Zealand College of Psychiatrists ('RANZCP') is the governing body of the College. It has statutory responsibilities in accordance with the Corporations Act 2001, the Australian Charities and Not-for-Profits Commission ('ACNC') Act 2012, the College's Constitution and its Regulations. It is elected in accordance with the College's Constitution and Board Election Regulations, with each member being a Director of the Company.

The Board is responsible for all matters relating to the strategic direction, policies, practices and operations of the College.

1. RESPONSIBILITIES/ROLE

- a) Be a member of the Board and hold a position as a Director of the College.
- b) Chair a Board constituent committee – as determined by the President and in consultation with the Board.
- c) As a Company Director, ensure the College is in a sound financial position, and complies with the governance and legal requirements of the Corporations Act 2001, ACNC Act 2012 and Australian Securities and Investment Commission (ASIC).
- d) Attend and participate in meetings of the Board, the Members' Advisory Council, the Annual General Meeting and other College meetings, as required.
- e) Provide oversight and timely advice to the Board on broad issues involving the College, and their portfolio as Chair of one of the constituent committees of the Board.
- f) Provide advice and support the President and Board to inform board decisions.

2. GENERAL DUTIES

- a) Encourage and support communication across College committees, Branches, Faculties and Sections where required.
- b) Represent and liaise with appropriate stakeholders on behalf of the College as delegated by the Board and/or President.
- c) Attend conferences, workshops and meetings as required.
- d) Comment on media matters delegated to them by the Board or President, in accordance with the College's Media Policy.
- e) Be familiar with the Constitution, the ACNC Act 2012 and the Corporations Act 2001, and specifically understand the obligations of a Company Director.
- f) Complete the Australian Institute of Company Directors' (AICD) course or the New Zealand Institute of Directors' Course (if not completed previously).

3. SELECTION CRITERIA/QUALIFICATIONS

- a) Fellowship of The Royal Australian and New Zealand College of Psychiatrists for a minimum of three years.
- b) Meets the basic requirements for a director of a company, incorporated under the Corporations Act 2001.

4. DESIRABLE QUALITIES

- a) Excellence in an area of psychiatry practice/expertise.
- b) The ability to act with reasonable care, skill and diligence.
- c) An ability to contribute to policy development and organisational decision making.
- d) Strong leadership expertise.
- e) Previous experience and involvement across College Committees.
- f) Hold respect of peers, with demonstrable excellence in education and training in Psychiatry – as outlined in curriculum vitae.
- g) Previous experience as a Company Director is desirable.

5. ELECTION PROCESS

Refer to the Board Election Regulations.

6. VOTING RIGHTS

A full voting member of the Board, and any other College Committees that they are a member of (other than those positions held as a co-opted member or observer).

7. INTERNAL RELATIONSHIPS

Elected Directors will be required to establish and maintain relationships with the Board, the CEO, College membership, College committees and staff.

8. EXTERNAL RELATIONSHIPS

Elected Directors will be required to establish and maintain relationships across a range of external stakeholders.

9. REVIEW

This Position Description shall be reviewed every five (5) years.

10. ASSOCIATED DOCUMENTS

- Corporations Act 2001
- ACNC Act 2012
- RANZCP Constitution; Media and Communications Policy; Code of Conduct; Code of Ethics; Conflict of Interest Guideline; Conflict of Interest Register; Risk Management Policy, Risk Register; and College website
- Deed of Undertaking in Relation to Confidentiality and Conflict of Interest
- Board Regulations and Board Position Descriptions, including President's Representative Position Description; the Board's constituent committees' Regulations and Position Descriptions
- Board Election Regulations; and Board Election Campaign Activities Policy
- RANZCP Board Induction Manual.

Revision Record

Contact:	Legal, Governance and Risk Department		
Authorising Body:	Board		
Responsible Committee:	Corporate Governance and Risk Committee		
Document Code:	PD Elected Director Position Description		
Date	Version	Approver	Description
17 November 2012	1.0	GC2012/4 R55	New document
30 April 2017	1.1	B2017/3 R29	Updated to reference the ACNC Act, Board Election Regulations, Board Election Campaign Activities Policy, COI Guideline and Board COI Register
21 September 2019	2.0	B2019/7 R14	Updated to reference company director responsibilities and role, minor administrative wording changes to streamline content, addition of clause 4b, and place content on the revised Regulations template.
NEXT REVIEW: 2024			