

# Position Description

## Appointed 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 the Trainees' Advisory Council, and, as determined by the President in consultation with the Board, Chair or participate in Board constituent committees.
- 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 the Australian Securities and Investment Commission ('ASIC').
- d) Attend and participate in meetings of the Board, attending at least 75% of meetings, 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 engagement in constituent committees of the Board.
- f) Provide advice and support the President and Board to inform board decisions.
- g) As required, represent the RANZCP at events and key stakeholder meetings bi-nationally.

### 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) Comment on media matters delegated to them by the Board or President, in accordance with the College's Media Policy.
- d) Be familiar with the Constitution, the ACNC Act 2012 and the Corporations Act 2001, and specifically understand the obligations of a Company Director.
- e) Attend conferences, workshops and meetings as required.
- f) Complete the Australian Institute of Company Directors' (AICD) course or the New Zealand Institute of Directors' Course (if not completed previously), or an appropriate equivalent course as approved by the College.

### 3. SELECTION CRITERIA/QUALIFICATIONS

- a) Associate Member (Trainee) of the RANZCP.
- 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/training/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) Leadership experience.
- e) Previous experience and involvement leading or supporting College Committees.
- f) Hold respect of peers, with demonstrable excellence in education and training in Psychiatry – as outlined in curriculum vitae.
- g) Experience as a Company Director or completion of relevant governance education.

#### **5. ELECTION PROCESS**

Refer to the Appointment of an Appointed Director, Trainee to the Board Procedure.

#### **6. TERM**

A maximum of two one-year terms to be determined by the Board on an annual basis.

#### **7. 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).

#### **8. INTERNAL RELATIONSHIPS**

Appointed Directors will be required to establish and maintain relationships with the Board, the CEO, College membership, College committees and staff. The Board may request the Director to vacate any College position to meet the requirements of the role.

#### **9. EXTERNAL RELATIONSHIPS**

Appointed Directors will be required to establish and maintain relationships across a range of external stakeholders, in Aotearoa New Zealand.

#### **10. REVIEW**

This Position Description shall be reviewed every year.

## 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; Delegation of Authority Guideline; Travel and related expenses Guideline; Expense Claim Form; and College website
- Deed of Undertaking in Relation to Confidentiality and Conflict of Interest
- Board Regulations; President, President-Elect and Elected Director Position Descriptions
- Board constituent committees' Regulations and related Position Descriptions; and other relevant committee Regulations and Position Descriptions
- Board Election Regulations
- RANZCP Board Induction Manual.

## Revision Record

<b>Contact:</b>	<b>Company Secretary</b>		
<b>Authorising Body:</b>	Board		
<b>Responsible Committee:</b>	Corporate Governance and Risk Committee		
<b>Document Code:</b>	PD Appointed Director, Trainee Position Description		
<b>Date</b>	<b>Version</b>	<b>Approver</b>	<b>Description</b>
23 February 2022	1.0	B2022/2 R15	New document
12 December 2022	1.1	Executive General Manager, Education and Operations	Updated to capture that the Appointed Director, Trainee will Chair the Trainees' Advisory Council. Note: the Board has provided in principle support for the Appointed Director, Trainee Chair appointment.
8 March 2024	1.2	Corporate Governance and Risk Committee	Updated to term being 2 x 1 years. Term extension approved by Board 17 February 2024 (B2024/2 R03).
15 November 2024	1.3	CGRC 2024/6	Reviewed ahead of 2025 Appointed Director appointment process and Board elections.
19 November 2024	1.4	Company Secretary	Updated to reflect at least 75% meeting attendance, as agreed by Board (B2024/OOS 78).
<b>NEXT REVIEW: 2025</b>			