

# Role expectations of a RANZCP Director

## Guidance



### Purpose:

This document provides guidance to the Board and prospective Board members, on the minimum expectations required in order to fulfill their commitment and responsibilities as a Director, as well as what Directors can expect from the College to support them throughout their term on the Board. This document should be read in conjunction with the relevant Board Position Description, Board Induction Manual, and Board Regulations.

### Background:

The Board of the Royal Australian and New Zealand College of Psychiatrists ('College') is responsible for all matters relating to the overall governance, management and strategic direction, and policies, practices and operations, of the College.

The Board is comprised of a minimum of 7 Fellows of the College, one of whom must be from Aotearoa New Zealand and one of whom must be from Australia. This includes the President, President-Elect (as Office Bearers) and a minimum of five (5) Elected Directors. Two Appointed Directors may also be appointed to fill identified skill gaps. Currently, one Appointed Director is allocated to a Trainee Board Director.

Elected Directors are either elected to the Board by the Fellowship or appointed by the Board in the event of a Casual Vacancy. The election processes, and term of office, is in accordance with the RANZCP Constitution.

### Director Commitments

RANZCP Directors are expected to:

- Adhere to RANZCP's Code of Conduct and Code of Ethics.
- Undertake their role, responsibilities, and general duties in accordance with the Board Regulations, and the President, President-Elect, Elected Director, or Appointed Director Position Description.
- Comply with the undertakings as outlined in the RANZCP Undertaking in relation to Confidential Information and Management of Conflicts of Interest.
- Ensure that any personal interests do not influence, or be seen to influence, a Directors decisions or performance relating to their role on the RANZCP Board. Directors' disclosure of conflicts of interest must be in compliance with the College's Guideline for Managing Conflict of Interest.
- Commit to the Board's Meeting Code of Conduct outlined in the Board Regulations:
- Ensure that any and all communications with fellow Directors, RANZCP members, CEO, Company Secretary, Executive Managers and College staff is conducted in a manner commensurate with the dignity of the office.
- Remain respectful, professional, and follow appropriate standards of behaviour when engaging on social media platforms. Any narrative or commentary on social media must align with the College's values, ethical standards, and the RANZCP Code of Conduct.

### Director Expectations:

RANZCP Directors can expect the following, upon commencement and/or for the duration of their term:

- Receive an induction to the Board and the RANZCP Board Induction Manual, either in person or virtually, prior to the Director's first official Board Meeting.

- Undertake the Australian Institute of Company Directors (AICD) Foundations of Directors Course or a Course recommended by the RANZCP. Commence the course within 3 months of beginning in the Director position, costs to be incurred by the College. The first year's membership of the AICD will also be covered by the College, and any continuation of the membership following this time will be a personal commitment.
- The President-Elect to undertake the AICD Chairing course or similar within 12 months of being elected, costs to be incurred by the College.
- Be allocated a Board Constituent Committee portfolio to chair. The Constituent Committees include the Practice, Policy, and Partnerships Committee; Education Committee; Member Engagement Committee; Finance and Audit Committee; and the Corporate Governance and Risk Committee. This occurs in consultation between the President, incoming Director(s) and the Board.
- Be allocated a Board Constituent Committee portfolio to actively participate in as a member, in the same manner as above. Directors will receive ongoing support and work with the Executive Manager of the College department that supports the Constituent Committee and the director is to provide strategic leadership over the area.
- Participate in the Members' Advisory Council (MAC) as a member, and any other Committee or time-limited group as determined by the Board.
- Engage with local jurisdiction matters by way of participating in the Director's Australian Branch or New Zealand National committee in an optional observer (non-voting) capacity.
- Attend meetings of the Board annually with a minimum of 75% attendance rate. These range from a minimum of 6 and up to 11 meetings annually and are held as a mix of all day in-person or virtual meetings. All day meetings are held on a Saturday in the College offices or offsite venues in either Melbourne, Annual Congress and New Zealand Conference locations, another Australian Capital City, or Wellington. Virtual meetings are held via Zoom for approximately 3 hours, at a time mutually agreed to by the Board and outlined in the Board calendar. Appropriate preparation and reading of Board materials prior each of these meetings is also required.
- Attend meetings of the Board constituent committees that they chair or are a member of; the frequency of which is determined in consultation with the committee and Executive Manager.
- Attend meetings of the MAC, which are held four times per year. Two all-day in person meetings held during Congress and at the end of the year, alongside two shorter virtual meetings.
- Participate in the College's Annual General Meeting (AGM) held during Congress and present the Director's Report relevant to their portfolio. Support in developing content for the AGM presentation will be provided by College staff.
- Participate in the Academic Procession and the College's Annual College Ceremony held during Congress.
- Receive travel assistance via staff for flights, accommodation and other travel needs to attend Board, MAC, or other Committee meetings, as well as any representative commitments, in accordance with the RANZCP travel and related expenses Policy and Procedure.
- Receive travel support to attend the College's Annual Congress held in May each year, including meetings and other events held during this time.
- Receive the meeting papers for the Board, MAC and any other Committee or time-limited group 5-7 days prior to the meeting. For the Board, these will be provided via BoardPro. Meeting papers for other College meetings are accessible via the online meeting paper portal in members MyRANZCP area of the College website.
- Be available to review and respond to emails and speak with College staff and members for the purposes of progressing College business and providing advice and/or direction.

*Disclaimer: This document is intended to be a guide only to provide some practical information to potential nominees during the election process. Please refer to the Position Description for further information.*

## Revision Record

<b>Contact:</b>	<b>Company Secretary</b>		
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19 November 2024	1.0	B2024/OOS 77	Reviewed ahead of 2025 Board elections.
30 May 2025	1.1	Governance Manager	Incorporated reference to Board engagement at Branch/NZ level.