

BENDIGO COMMUNITY HEALTH SERVICES

POSITION TITLE: COMPANY SECRETARY AND BOARD SECRETARIAL EXECUTIVE ASSISTANT

Award:	Victorian Stand-Alone Community Health Services (Health and Allied Services, Managers and Administrative Officers) Multiple Enterprise Agreement 2018 - 2022
Classification:	Dependent on qualifications and experience
Site:	This position is primarily based at our Central site, however may be required to work from any BCHS site or outreach location as negotiated.
Hours per fortnight:	45.6 hours per fortnight (0.6 FTE)
Tenure:	Ongoing
Position description developed:	January 2023
Responsible to:	Board Chair and CEO

We want (Vision)

Better health and wellbeing across generations.

We exist (Mission)

To work hand in hand with our community to achieve healthier lives.

We strive for (Values)

- **Integrity**
We are authentic and accountable, and we honour our obligations.
- **Respect**
We build respectful relationships through trust, empathy and collaboration.
- **Inclusive**
We recognise and promote accessible, safe and holistic supports and services as a basic human right.
- **Innovation**
Through continuous learning, we ensure an agile, responsive and sustainable service.
- **Togetherness**
We create a sense of connectedness, pride and support through enjoying our work and being passionate about making a difference.

Our pillars	Consumer and Community	Influence	Visible	Sustainable
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The change we want to see	People in our community, especially those most in need, have improved health and wellbeing	We use evidence, data and the voice of our community to shape our supports and services	Our service is identified as a quality provider and our people are recognised as leaders	Our sustainability is based on a healthy culture, improved systems, outcomes and growth
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The Role of the Team

To provide appropriate governance of Bendigo Community Health Services ensuring all compliance, legislative and fiduciary obligations are met.

Position Role

The Company Secretary and Board Secretarial Executive Assistant plays an important role in supporting the effectiveness governance of the Board and its Committees and provides professional and confidential support services to the Board of Directors and CEO to the highest level.

Company secretaries fall under the definition of ‘officer’ of a corporation [s 9 of the Corporations Act 2001 (Cth)], so they have many of the same duties and obligations as directors. These duties include the following:

- to exercise their powers and discharge their duties with care and diligence (s 180);
- to exercise their powers and discharge their duties in good faith and for a proper purpose (s 181);
- not to improperly use their position to gain an advantage for themselves or someone else, or to cause detriment to the company (s 182);
- not to improperly use information obtained by virtue of their position (s 183); and
- it is also a criminal offence if a company secretary is either reckless or intentionally dishonest and fails to exercise their powers and discharge their duties in good faith in the best interests of the company, or for a proper purpose (s 184).

Section 188 lists the provisions of the Act which the company secretary will be held responsible for, if contravened by the company.

In addition to the responsibilities listed in s 188 of the Act, compliance responsibilities of the company secretary typically include:

- managing board processes such as board and committee papers and the circulation of agendas, minutes, discussion papers, proposals for the board and its committees;
- ensuring members’ and directors’ meetings are properly called and held – a company secretary cannot call a meeting without authority (for example, a delegation / instruction is required from the board);
- ensuring the necessary registers are established and properly maintained and ensuring that the company’s financial records are maintained, and reports prepared in accordance with the requirements of the Act;
- ensuring records of members’ and directors’ meetings are kept in compliance with the Act and the organisation’s constitution (again, the company secretary cannot do this without authority);
- understanding and ensuring the company complies with its statutory obligations, ensuring requirements of ASIC, ACNC and other regulators are met, including continuous disclosure;

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- providing or procuring advice for directors regarding application of the Act, company constitution, and other legal and regulatory requirements; and
- development, implementation, communication and maintenance of compliance policies, processes and procedures.

Position Responsibilities

- Advising and supporting the Board and its Committees and CEO on governance matters.
- Monitoring that Board and Committee policy and procedures are followed and supporting their regular review.
- Coordinating the completion and circulation of Board and Committee papers within established timeframes, including management of the Annual Board and Committee Calendars and Reporting Schedules.
- Ensuring that the business at Board and Committee meetings is accurately captured in the minutes.
- Organising and facilitating Board and Committee performance reviews.
- Coordination and maintenance of the Board Skills Register.
- Ensuring timely induction for new Board Directors and organising professional development for Board Directors.
- Management and coordination of the Company Annual General Meeting and Board election/appointment process in accordance with the BCHS Constitution.
- Confidentially support the Board, CEO and Executive team with the development and administration of reports, policy, planning, projects, strategic directions, submissions, proposals and general documentation. This role requires that all documentation is presented in a manner supporting and enhancing the professional image of the organisation.
- Supporting and facilitating strategic planning processes.
- Other duties as directed.

Key Selection Criteria

Essential

1. Previous experience within a Company Secretary role or similar, particularly in the not for profit sector.
2. Demonstrated ability to work autonomously and provide confidential and efficient administrative and organisational support to the Board of Directors, CEO and Executive team.
3. Accomplished report preparation and meeting coordination skills.
4. Flexibility to support relevant Board and Committees meetings as required.
5. Knowledge and understanding of the organisational strategic directions.
6. Capacity to operate effectively within an unpredictable environment by anticipating and applying judgment with the competence to work to deadlines and negotiate targets as required.
7. Demonstrated highly developed interpersonal and communication skills with people at all levels, including the production of presentations, submission requirements, formatting of reports and excellent letter writing skills.
8. High level skills and experience in the use of the Microsoft Office environment.
9. Ability to provide vaccination information that meets the requirements for healthcare workers.

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Desirable

1. Diploma of Governance or similar.
2. Ability to build and develop positive relationships with both internal and external clients.
3. Display friendly, responsive, courteous and effective interaction; provide a welcoming presence to general and corporate visitors, as well as fellow associates.
4. Current driver's license.

Probationary Period

Employment with BCHS is conditional on satisfactorily completing a probationary period of six (6) months from date of commencement. During this period your performance will be reviewed with your manager and, assuming this is mutually satisfactory, your employment will be confirmed at the end of this period.

Staff Review & Development (SRD)

Each BCHS staff member is required to participate in the annual SRD process. The SRD will be based on the Position Role and Responsibilities and Key Selection Criteria in addition to the relevant Branch and Team Plans and the following Performance Indicators.

Position Performance:

Demonstrate achievement of negotiated performance indicators specific to your position.

- Meeting all legal and compliance obligations as included in s 9 of the Corporations Act 2001 (Cth); and ensuring BCHS remains compliant.
- Participate in supervision and professional development as negotiated with line manager.
- Knowledge and compliance with BCHS privacy and confidentiality procedures.

Communication and Team Work:

High level communication and interpersonal engagement that contributes to productive and collegial relationships between staff and with consumers

- Display your capacity for self-awareness through reflection, planning and communication.
- Show evidence of your ability to work co-operatively within a team to achieve team goals.
- Establish and develop as key functions of relationship management, regular and professional communication with all your relevant colleagues.
- Demonstrate alignment and integration of practice according to BCHS' Vision, Values, and Strategic Directions.

Self-Management:

Demonstrated experience and understanding of the need for ongoing personal and professional development that contribute to self-satisfaction and professional growth.

- Continually develop personally and professionally to meet the changing needs of your position, career and industry.
- Demonstrate behaviours that lead you to achieving your goals.
- Demonstrate understanding and behaviour to reflect BCHS' values.

Administration and Documentation:

Through the use of BCHS processes ensure that all administration and documentation requirements are initiated and completed in a professional and timely manner.

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- Show evidence that the administrative tasks of your position are completed in an orderly, timely and accessible manner.
- Demonstrate that your documentation is completed in an accurate, legally and ethically compliant standard, and is produced to an appropriate professional standard.

Learning:

Demonstrated knowledge and application of the capabilities required for this position including knowledge and understanding of appropriate equipment, legislation, policies and procedures.

- Show evidence of knowledge and understanding of BCHS Strategic Directions and the ability to link key strategic directions to individual and team work plans and individual self-development.
- Demonstrate initiative and enterprise skills that contribute to innovative outcomes.
- Display an appropriate level of awareness of the implications for BCHS of decisions and situations that involve you and others.

Diversity and Culture:

BCHS treats all people with respect; values diverse perspectives; provides diversity training opportunities; and provides a supportive work environment. BCHS is committed to employing people from diverse backgrounds and providing a workplace free from discrimination and harassment.

Child Safety:

BCHS values children from all backgrounds and is committed to making our community a safe, nurturing and welcoming place for children to grow and develop. We are committed to making sure **all** children to reach their individual potential.

Other Essential Requirements

Staff will:

- Complete all required probity checks **before** employment is confirmed.
- Provide vaccination information that meets the requirements for healthcare workers.
- Present a copy of original professional qualifications document or registration (if required).
- Receive and comply with BCHS' policies and procedures including the Code of Conduct.
- Actively contribute to continuous quality and service delivery improvement through the organisation.
- Be proactive in risk identification, notification and management.

BCHS believes that “Quality is everyone’s business, safety is my responsibility”

Co-operate with and contribute to BCHS Occupational Health & Safety procedures and participate in appropriate safety information and education activities as required.

Other Information

- Salary Packaging would be available to the successful applicant. (REMOVE IF CASUAL)
- BCHS' Employee Assistance Program is available to employees and immediate family.
- BCHS is an Equal Opportunity Employer.
- All BCHS sites are smoke free workplaces.
- BCHS has a commitment to environmental sustainability.