



## **Board of Governance position description – Board member**

### **Organisational context**

Women's Health East is the women's health promotion agency for the eastern metropolitan region of Melbourne. We improve health outcomes for women across the seven local government areas of Yarra Ranges, Knox, Maroondah, Manningham, Monash, Whitehorse and Boroondara. Women's Health East influences women's health and wellbeing at a regional, state-wide and national level. Our vision is equality, empowerment, health and wellbeing for all women. Women's Health East's organisational values are inclusion, respect, integrity and excellence.

Women's Health East partners with state and local governments, health and community organisations, and others with a role in improving health outcomes for women. With a focus on Melbourne's eastern region, we:

- Provide leadership, expertise and support to initiatives addressing our key priorities
- Facilitate collaborative, integrated responses to our key priorities
- Implement and support an intersectional approach to women's health promotion
- Enhance the capacity of our partners to improve service system access and responsiveness for all women
- Shape responses to women's health and wellbeing needs through the translation of evidence into practice, advocacy, consultancy and research
- Influence public policy and the public discourse on issues relevant to improving health outcomes for women
- Deliver training and education programs, opportunities for collective learning, resources, and support to build workforce and organisational excellence in women's health and wellbeing.

Our strategic priorities are to advance gender equality, prevent violence against women, and improve women's sexual and reproductive health.

### **Legal context**

Women's Health East is an Incorporated Association under the Victorian Associations Incorporation Act 1981. The rules governing the organisation's legal status and governance structure are set out in the Women's Health East Constitution.

The Board of Governance is the legal entity responsible for ensuring the organisation is operating lawfully, ethically and in accordance with the purposes set out in the Constitution. It is responsible for setting the overall directions and priorities and for ensuring the organisation is financially viable and appropriately managing risk.

Members of the Board of Governance are elected from the general membership of Women's Health East. Board members serve a two-year term and are eligible for re-election after their terms expire. The Women's Health East Board has up to nine members, comprising of the Chair, Deputy Chair, Treasurer, Secretary, and up to five ordinary members. All Board members serve in a voluntary (unpaid) capacity.

## **Duties and responsibilities – ordinary Board member**

### **Governance**

- Comply with the terms of Women’s Health East’s Constitution and Board policies and procedures.
- Consider all issues before the Board carefully and in the organisation’s best interests.

### **Strategic directions and planning**

- Actively engage in developing, reviewing and approving Women’s Health East’s strategic plan and organisational strategy.

### **Board meetings**

- Attend all meetings, or (where unavoidable) provide advance notice of inability to attend. Formal leave of absence may be approved for up to 3 consecutive months if necessary.
- Read Board papers and consider issues in preparation for Board meetings.
- Contribute to the discussion and resolution of issues at Board meetings and sub-committees.
- Serve on Board committees and working parties, as required.

### **Legal and ethical responsibilities**

- Avoid making any improper use of your Board position or of any information acquired by virtue of your position, to gain any material advantage for yourself or any other person, or to harm the organisation.
- Inform the Board immediately if you have any direct or indirect pecuniary (financial) interest in any contract with Women’s Health East.
- If you have a non-pecuniary conflict of interest in any matter before the Board, or believe the perception of a conflict may arise, inform the Board immediately and adhere to the Board’s rulings on the matter.

### **Financial and risk management**

- Be fully aware of Women’s Health East’s financial position and the requirement for the organisation to be solvent and to have sound financial procedures in place.
- Actively engage in reviewing and assessing Women’s Health East’s financial control and risk management strategies.

### **Media, promotion and fundraising**

- Promote Women’s Health East in the community and within appropriate networks as opportunities arise.
- Participate in identifying potential funding and partnering opportunities for Women’s Health East.
- Obtain prior approval from the Board Chair to speak publicly about or on behalf of Women’s Health East.

### **General**

- Participate in Board induction processes and ongoing training, as provided.
- Act with reasonable care and in good faith in the best interests of Women’s Health East.
- Always disclose any actual or potential conflicts of interest.
- Treat all Board documents and information in the strictest confidence.

### **Resignation or retirement from Board**

- Following resignation or retirement from the Women’s Health East’s Board, all Board documents held by the Board member must be returned to the organisation within 28 days.