



medsac

Medical Sexual Assault Clinicians Aotearoa

MEDSAC Director Role Outline

MEDSAC's Rules and Charter enable the appointment of up to 12 directors to the MEDSAC Board. The majority of directors must be clinicians and the majority of clinicians must be actively involved in a SAATS and/or NFFSAS service.

Directors are appointed for terms of two years and are eligible for reappointment for up to three further consecutive terms.

Role of the Board

The Board is responsible for the stewardship and future wellbeing of MEDSAC. Directors are expected to understand the business of MEDSAC and exercise leadership, enterprise, integrity and judgement to ensure MEDSAC continues and is sustainable. The Board and individual Directors have a duty to act with due care and diligence, be transparent, responsible and accountable, and work in the best interests of MEDSAC irrespective of any personal, professional, commercial or other interests, loyalties or affiliations.

The Board is ultimately responsible for the successful operation of MEDSAC, setting strategies and monitoring performance and responding to changing circumstances in the best interests of MEDSAC stakeholders. The role of the Board is to govern rather than manage MEDSAC – the Board determines and approves the various policies, practices, and compliance frameworks needed to achieve MEDSAC's objectives. The General Manager and Operational Team's role is to implement these.

The Board seeks to operate with good standards of organisational governance practice. The Board's Charter is available on the MEDSAC website and has further detail on the role of the Board.

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Role of the Director

The Directors have an obligation to act collectively and in the best interests of MEDSAC to assure its success. In summary, Directors must:²

- Be aware of their governance obligations and act with high ethical standards and integrity
- Disclose any actual or potential conflicts of interest

¹ MEDSAC Board Charter, v1.11, 1.3

² MEDSAC Board Charter v1.11, 3.1

- Have the skills, experience and motivation to make a significant contribution to the Board's governance role
- Be future oriented and focus on strategic issues rather than operational detail
- Prepare, attend and contribute in a professional manner at all Board meetings
- Actively foster the development of MEDSAC by effectively representing and profiling MEDSAC to its stakeholders
- Respect the confidentiality of all Board discussions and deliberations and confidential information and accept and respect the collective decision-making processes of the Board by supporting the spirit and letter of all Board decisions in any discussions with third parties.

Capabilities Required

The MEDSAC Board has agreed a list of capabilities that it needs around the board table:

- Māori whakapapa and/or understanding of Te Ao Māori
- Active SAATS clinician
- Active NFSSAS clinician
- Nurse/nurse practitioner who is active in a SAATS/NFSSAS service
- Active Paediatric SAATS clinician
- Crisis services experience
- Data utilisation and/or research methodology
- Professional financial skills
- Strategic leadership
- Governance experience
- Knowledge/experience with government funders

When a vacancy arises, the Board agrees what capabilities it is looking for in new directors.

Soft Skills Required

Directors also need to have the following characteristics:

- A willingness to work as part of a team
- An open mind – it is the Board's role to lead change, so an open mind is essential
- A willingness to learn governance skills
- Sound judgement
- Excellent communication skills
- Discretion
- Effective relationship management skills.

Time Commitment

The Board meets five times per year during the working day for six hours each meeting. Generally, three of these are face to face meetings in Wellington, Nelson, and Auckland.

In addition, there is a Strategy Day that Directors need to attend, and a Board Training Day, where the focus is generally on developing governance skills. In 2023, the Strategy and Board Training Days are being held online.

From time to time, the Board may need to meet for additional short meetings, and these are generally held online in the evening for one to two hours maximum.

The agendas can be substantial with up to 150 pages of reading. The papers are generally concise and well written. The size of papers is often driven by the attachments to the papers – for example, a new Board Charter or draft Trust Deed. The papers are circulated up to one week before the Board meeting, with generally a weekend between receiving the papers and the meeting.

In addition, a Director will be a member of one of the two Board committees (Clinical Governance and Corporate Governance). This is a commitment of around two hours per month, depending on the committee. These committees can also have significant agendas, but often the same papers then go to the next board meeting, reducing your reading commitment.

Directors will also lead or be a member of an Advisory or Working Group. Time commitments vary but on average this may be another two to four hours per month.

Induction

MEDSAC has developed a Board induction programme, which you will work through over your first three months as a director.

Honorarium

Each Director is eligible to claim a Board honorarium, of \$4,290 per annum, paid six monthly. Board committee meetings are paid at \$110 per hour, based on the meeting hours. Work done as a member or lead of an Advisory or Working Group is also able to be paid, set at \$110 per hour. Budgets are set for each Advisory/Working Group and the work commitments have to be delivered within this, with the focus being on resolving issues or producing something, rather than attending meetings.

Expenses

Actual and reasonable expenses are reimbursable, but must comply with MEDSAC's Travel Policy.

Selection

All applications will be considered by the Selection Committee (Board Chair, Corporate Governance Committee chair or nominee, and one other Board member). They will determine which applicants to interview. Online interviews will be held and at the end of this, the Selection Committee will agree who is to be recommended to the Board for appointment. Confidentiality of the candidates will be maintained by the Board.