

POSITION DESCRIPTION

Independent Board Director

Incumbent: Ms Julie Hamblin	Job title: Independent Board Director
Reporting to: Board and Council	
Direct Reports: - CEO	Date: March 2025

Our Organisation

The Royal Australian and New Zealand College of Obstetricians and Gynaecologists (RANZCOG) is the leading standards body responsible for the training and education of specialists and GP obstetricians in obstetrics and gynaecology in Australia and New Zealand.

RANZCOG is committed to the establishment and maintenance of the highest possible standards of practice in women's health and provides programs in training, accreditation and continuing professional development (CPD) that are responsive to the evolving health care needs of women.

RANZCOG supports research into women's health and act as an advocate for women's healthcare by forging productive relationships with individuals, the community and professional organisations, both locally and internationally.

Our Values

- **Advocacy** – We are a leading voice for equity, social justice, policy and fairness.
- **Education** – We embrace the opportunity to learn, share knowledge and experience through innovation, discovery, and research.
- **Excellence** – We are committed to performance at the highest standard, in our work, training, research and support.
- **Integrity** – We act honestly, ethically and with accountability with everyone, and in everything we do.
- **Kindness** – We act with compassion and care towards ourselves, and one another
- **Respect** – We expect, and promote, inclusivity, valuing individual rights, beliefs and choices.

The Board

RANZCOG is governed by a nine-member Board who are the directors of the College. The Board oversees the financial, legal and business operations of the organisation and is supported in its activities by the Council and a range of committees.

The RANZCOG Board of Office Bearers and Elected Directors are elected from members of Council, in accordance with the processes set out in the Regulations. The Diplomat Board Director is the Diplomat

appointed to Council, and the Independent Board Director is appointed by the Board. The composition of the Board comprises:

- President
- Three Vice-Presidents
- Three Board Directors
- Diplomat Board Director
- Independent Board Director

Purpose of role

Independent Board Director will be appointed by the RANZCOG Board for the term of the Council.

The Independent Director will attend, participate and vote in meetings of the RANZCOG Board and bring external independent view to Board discussions based on their specific skills and experience.

The Independent Director will have the same authority as any other Board member for all aspects of the governance of the College, which includes leading appropriate agreed RANZCOG strategies. Board induction will be conducted at the commencement of the RANZCOG Council term in November.

Role requirements

To support RANZCOG's continuous commitment to good governance and compliance with its Code of Conduct, the Independent Board Director must:

- Have demonstrated expertise in governance or corporate strategy, with a strong understanding of fiduciary responsibilities;
- Preferably have legal, finance, or governance background;
- Have previous experience as a Board Director in a not-for-profit, healthcare, regulatory, or professional membership organisation, ensuring familiarity with governance best practices; and
- Complete training in Discrimination, Bullying, Harassment and Sexual Harassment (DBSH) and cultural safety and competency as prescribed or recognised by the College.

Key responsibilities

To act in accordance with the RANZCOG Board Charter. In addition to the responsibilities outlined in the Board Charter, the Independent Board Director has the following responsibilities:

To attend all Board meetings and attend Council meetings

- To support the RANZCOG Board by drawing upon their specific skills and experience.
- To engage and effectively communicate with members, trainees, staff and other stakeholders.
- To participate as a member of RANZCOG bodies in accordance with their respective terms of reference
- To be fully conversant with the business of RANZCOG and with its legal and statutory obligations

Appointment process

Expression of Interest (EOI) Process

To ensure a transparent, merit-based selection of the Independent Board Director, RANZCOG will follow an Expression of Interest (EOI) process, as outlined below:

1. Call for Expressions of Interest (EOI)

- RANZCOG will publicly invite qualified candidates to submit an Expression of Interest (EOI) for the role of Independent Board Director.
- The EOI will be advertised on the RANZCOG website, relevant professional networks, governance bodies, and other appropriate platforms.

2. Submission of EOI Applications

- Interested candidates must submit:
 - A cover letter outlining their qualifications, experience, and motivation for applying.
 - A current CV, detailing relevant governance and board experience.
 - A statement addressing the selection criteria.

3. Review and Shortlisting

- A selection panel appointed by the RANZCOG Board will assess all applications based on the selection criteria.
- The panel may include current Governance, Finance and Risk Management Committee (GFARM) and Board members.
- A shortlist of candidates will be invited for an interview.

4. Interview Process

- The selection panel will interview shortlisted candidates to assess their suitability for the role, governance expertise, and alignment with RANZCOG's strategic objectives.
- Candidates may be asked to demonstrate their governance, risk management, and decision-making approach in a Board setting.

5. Final Selection and Appointment

- The selection panel will recommend the preferred candidate to the RANZCOG Board for final approval.
- The successful candidate will receive a formal appointment letter outlining their responsibilities, terms, and induction process.

6. Board Induction

- The appointed Independent Board Director will participate in RANZCOG's Board induction program at the start of their term to familiarise themselves with the College's governance framework, policies, and strategic priorities.

Work Health and Safety

All members and staff have a personal responsibility to work safely and to abide by health and safety legislation, policies, rules and established safe work practices. All members and staff are responsible for their own safety and that of fellow colleagues.

Declaration

I _____ acknowledge that I have read and understood the **RANZCOG Independent Board Director**, Position Description.

I accept that the Position Description may be subject to amendments and updating periodically due to organisational requirements.

Incumbent: _____(signature) Date: _____