



ACIPC

Australasian College  
for Infection Prevention and Control

**Call for Nominations for Directors of the  
Australasian College of Infection Prevention  
and Control Ltd**

## Nomination for a Director of ACIPC Ltd

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The College is seeking nominations from highly motivated and respected individuals to serve as Directors of the Australasian College of Infection Prevention and Control Ltd (ABN 61 154 341 036). Directors are appointed at the Annual General Meeting (AGM) to be held in November 2023. Directors are currently appointed for a two-year term.

The College is a company, limited by guarantee and incorporated under the Corporations Act. The Board is made up of the President, Past-President, President-Elect, seven Directors, and a Consumer Representative.

The Board is responsible for the strategic direction, governance, and oversight of the College's operations. The Board works collaboratively with the Executive Management Team which includes the President, Past-President, President-Elect, Executive Manager and Office Manager.

## Nomination

Individuals who meet the essential criteria may self-nominate. Nominations will be reviewed by the Board's Nominations Committee to determine the suitability of candidates.

Nominees must submit the completed nomination form and include the following:

- a brief letter to the President of no more than 500 words outlining your suitability for the role, the experience they would bring to the position and addressing the essential and desirable criteria
- a brief professional profile of 200 – 300 words
- a statement of no more than 500 words about why you are seeking election
- a current CV which demonstrates your skills and experience
- a recent photo

If your nomination is accepted, your statement, professional profile and photo will be used on the ACIPC website and in election notices, if the board deems an election is necessary.

## Closing date

The nomination form and accompanying documents must be sent to [office@acipc.org.au](mailto:office@acipc.org.au) by **5:00pm AEDT on Monday 2 October 2023**.

Please email the College's Executive Manager, Ben Thiessen at [executive@acipc.org.au](mailto:executive@acipc.org.au), with any questions about the role or the process of nomination.

## Election of Directors

If the Board deems an election is necessary, an election will be held prior to the AGM. Full, Fellow, and Life Members are eligible to vote.

## Appointment of Directors

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Directors are formally appointed by a resolution passed at the AGM. Directors are currently appointed for a two-year term; however, nominees should be prepared to serve a minimum of three to four years.

### Time commitment

The Board meets online for one to two hours each month and meets face-to-face for planning days twice a year. One of the planning meetings precedes the annual conference in November. Attendance at a minimum of 75% of Board meetings is required. Each Board Director is expected to provide leadership to committees and/or portfolios, which involves a further commitment of time. Overall, Board Directors should expect to commit a minimum of **three to four hours** per week.

### Desirable experience

The Board is seeking nominations from individuals who have:

- previous involvement on ACIPC's Committees or projects
- organisational or team management experience
- experience chairing boards and committees
- financial literacy
- experience in delivering IPC programs in rural, remote settings and/or the Pacific
- experience in delivering IPC programs in aged care settings
- experience in advocacy and representation including with government
- experience in policy development

### Essential criteria

Candidates for the position of Board Director must meet the essential criteria:

- be a current financial member and have held membership for a minimum of two years
- be a Credentialed Infection Control Professional (CICP) or have submitted a credentialling application at any level
- not be ineligible to act as a Director or Responsible Person under ACNC and ASIC
- the ability to exercise due care and diligence
- a commitment to act honestly in good faith and for proper purpose
- an understanding of the responsibilities of a director under the ACNC and ASIC
- excellent professional profile and reputation
- capacity to think and act strategically
- ability to apply critical and broad perspective thinking

## Role of Directors

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The Board is responsible for providing leadership and direction for the College and bears ultimate legal responsibility. Whilst the Board delegates some of their responsibilities to staff, there are key responsibilities for Directors and areas where they support the activities of the College:

- advocating on behalf of the College, members, and IPC
- participating on committees and portfolios of the College
- representing the College through participation in external committees and panels
- setting the College's long-term strategic goals and approving a strategic plan
- considering how organisational risks should be managed
- making sure the College meets its financial obligations and operates transparently
- ensuring the long-term sustainability of the College
- reviewing the annual performance of ACIPC
- approving annual budget and allocation of resources to support the work of the College
- calling meetings of the members

Board members advocate for and represent the College, IPC, and Infection Control Professionals with our stakeholders. This includes representing the College with government, external committees and panels, and with industry.

## Core values

The core values to which members of the Board are required to adhere to include:

- being fair, honest, and transparent
- treating colleagues with respect and dignity
- promoting contemporary social values
- adherence to the law
- adherence to policies of the College
- taking responsibility and accountability for actions or inactions

## Remuneration

Directors receive remuneration for the role. The fee is reviewed independently and is currently \$4,000 per year, paid in two installments.

## Board professional development requirements

Individuals appointed to the Board are required to undertake, or have previously completed, the Australian Institute of Company Directors *Foundations of Directorship* course, or an equivalent course. There are ongoing professional development requirements for Directors to ensure individual Directors can meet the requirements of the appointment.

## Legal responsibilities of Directors

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As a registered charity, the College's primary regulatory authority is the Australian Charities and Not-for-profits Commission (ACNC, <https://www.acnc.gov.au/>). The ACNC and Australian Securities and Investments Commission (ASIC) define the roles and responsibilities of Directors (Responsible Persons) and governance standards for charities.

Directors are responsible for ensuring the College meets the ACNC's five standards of governance for:

- working towards the purposes and not-for-profit nature of the College
- accountability to members
- compliance with Australian laws
- suitability of Directors
- duties of Directors

Directors must not be disqualified from managing a corporation (under the Corporations Act) or currently be disqualified from being a board member for a registered charity by the ACNC Commissioner. This includes being declared bankrupt, subject to a personal insolvency agreement or convicted of offenses such as fraud or breaching your duties as an office holder.

The duties of Directors are:

- to act with reasonable care and diligence
- to act honestly and fairly in the best interests of the College and for its charitable purposes
- not to misuse their position or information they gain as a Director
- to disclose conflicts of interest
- to ensure that the financial affairs of the College are managed responsibly, and
- not to allow the College to operate while it is insolvent

Generally, the duties mean that Directors should act with high standards of integrity and common sense.



## Nominations Committee for the Board of Directors

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The Board Nominations Committee plays a crucial role in the governance of the College. Its primary responsibility is to identify, evaluate, and recommend qualified candidates for elections of Members to the Board, as well as recommendations for skills-based appointed Directors.

The committee's main objective is to ensure that the Board is composed of individuals with the necessary skills, expertise, diversity, and experience to effectively guide and govern the College.

- **Identifying needs:** The Committee assesses the current composition of the Board and identifies any gaps in skills, knowledge, diversity, or experience. It determines the specific qualities and qualifications required for potential Board Members based on our strategic goals and challenges.
- **Candidate search and evaluation:** The Committee actively seeks out potential candidates and issues a call for nominations. It evaluates candidates based on criteria, such as professional expertise, industry knowledge, leadership abilities, ethical standards, and commitment to the organisation's mission and values.
- **Due diligence:** The Committee ensures the integrity and suitability of potential Board Members. This includes reviewing candidates' professional backgrounds, past board experiences, potential conflicts of interest, and any legal or regulatory issues.
- **Nomination process:** The Committee presents a slate of recommended candidates to the full Board for consideration. It provides comprehensive information and insights about each candidate to facilitate an informed decision-making process. The Committee may also facilitate the orientation and onboarding process for newly elected Directors.
- **Succession planning:** The Committee plays a vital role in long-term Board development and succession planning. It assesses the overall composition and diversity of the Board and identifies candidates for key positions, such as Committee Chairs.

