

Candidate Pack for Co-opted Directors

January 2024

Who we are

As optometry's peak professional body, Optometry Australia represents the largest community of optometrists in Australia. 86% of all optometrists are our members. For over 100 years we have united the sector to make Australia a world leader in the delivery of vision and eye health services and patient care.

What we do

Our vision is excellence in eye and vision care and our mission is to lead, engage and promote optometry, optometrists, and community eye health.

Our members benefit from our strong sector leadership, our expert clinical and practice management advice and support, and our member-only comprehensive professional development and networking opportunities.

Our consumer campaigns raise the profile of optometry as a profession, as well as promoting individual members, and their skills, to potential patients.

Our advocacy work ensures that our members have a voice in Canberra and wherever it counts. Our organisation is our members' seat at the table whenever important decisions about optometry and eye health are made.

Our whole-of-career professional indemnity insurance policy is the best for our members, regardless of where or how they work.

Organisational structure

Optometry Australia is the peak, national organisation within a federated structure which also comprises five state bodies. These five state bodies (known as Divisions) comprise Optometry Australia's membership. Individual optometrists are members of a state body. Optometry Australia provides a range of member services for optometry members nationally, which are complemented by more local services provided by the state body. In Victoria, South Australia and Tasmania, these local services are also provided by Optometry Australia under an agreement with the respective state bodies. Optometry Australia is a not-for-profit organisation.

Links

Website

<https://www.optometry.org.au/>

Our People

<https://www.optometry.org.au/about-us/our-organisation/optometry-australia/our-people/>

Attachments:

[Optometry Australia Constitution](#)

[Optometry Australia Shared Strategic Plan \(currently being reviewed and revised\)](#)

Guide for Candidate Co-opted Director – Optometry Australia

The Optometry Australia Board are bound by the company's Constitution, the Corporations Act, and adhere to the AICD Code of Conduct and the Optometry Australia Protocols.

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Our Values

- Forward thinking
- Integrity and respect
- Responsive and accountable
- Strategic vision
- Teamwork

The following provides key insights and requirements of a Co-opted Director

The Optometry Australia Board exists to create value for grassroots optometry members through their partnership with Divisions. Divisional members contract OA to deliver on the goals of the shared Strategic Plan and the ultimate beneficiaries of the services OA provides are grassroots optometry members. Understanding the purpose of Optometry Australia is critical to a Co-opted Director ensuring personal high performance.

The National Board is a strategic governing board. The company has policies that delegate operational responsibility to the CEO and the Board is diligent in working to the parameters that divide governance and operations.

Co-opted Directors are appointed by the Board. They work collectively with the majority Member Director Board, who individually are nominated by the divisional members.

The Board operates as a collective. Robust discussions and diverse opinions are welcomed. However, once a decision is made all Board must abide and publicly stand by the decision that has been made.

Optometry Australia is a company limited by guarantee, and as such any director must act in the best interests of the company.

A Co-opted Director should have an excellent knowledge of corporate governance, be able to operate without bias and abide by strict laws of confidentiality. It is suggested that for a Co-opted Director to be successful they will need governance experience, as well as prior formal governance training through the AICD or equivalent.

Position Description Director

Each director of Optometry Australia must act in accordance with the various legislative demands, and Optometry Australia's Constitution. The overriding obligation is to act in the best interests of the company as a whole.

Basic Functions

Before Board meetings:

- Initiate and promote possible agenda items and ensure preparation of any supporting documents in consultation with the President.

- Be conversant with all topical issues relating to or affecting Optometry Australia and the Board.

Relating to Board matters, at the Board meeting or in between Board meetings:

- Through the President, to supervise the affairs and activities of Optometry Australia through regular meetings of the Board and other activities outside formal Board meetings such as teleconferences, out of session Board papers, and stakeholder meetings as required.
- To fully participate in all functions of the Board (as outlined in the Board Policy and Procedures Manual under “Role, responsibilities and functions of the Board”).
- To act honestly and in good faith for the benefit of Optometry Australia.
- Not to use his/her/their position for the purpose of deriving personal advantage.
- To exercise the degree of skill that may reasonably be expected from a person of his/her knowledge and experience.
- To be aware of the business of Optometry Australia to the degree necessary to fulfill the duties of a director.
- To avoid situations where personal or other interest may conflict with the interest of the company. If unavoidable, fully declare these conflicts in a transparent manner through the President of the Board annually and as they arise.

Following Board meetings:

- Review and provide the President modifications, where necessary, of the minutes of the meeting.
- Review all outcomes and actions and monitor the progress of their implementation.
- Meet reasonable requests from the Board or from the office for opinion, information, documents, or decisions by any given deadlines.
- Observe confidentiality of board proceedings, documents, and discussions.
- When requested, or whenever possible through opportunity, act as an agent for or representative of the Board and office in the pursuit or conduct of Organisation business.
- Be alert to all avenues and opportunities whereby the influence, promotion and recognition of Optometry Australia may be expanded and to report to the Board on all such avenues and opportunities and initiatives taken. Apart from extraordinary circumstances, initiatives would be taken only after board consideration.
- Gather and forward to the Board and CEO any information that may impact on Optometry Australia and its activities.
- Individually and publicly accept responsibility for all decisions made by the Board.

Qualifications & Experience:

- Have demonstrated exceptional leadership and strategic planning ability or possess such qualities and potential.
- Be available to participate as required in the pursuit of Optometry Australia business.

- If a practicing optometrist, practise in a manner consistent with the professional standards and ethics set by the Optometry Board of Australia.
- Have adequate confidence and competence as a public speaker.
- Have the ability to research, analyse and discuss issues.
- Be flexible, adaptable, and receptive to new ideas whilst remaining objective and committed to the best interests of Optometry Australia and its strategic objectives.
- To be familiar with the policies of Optometry Australia, the duties and responsibilities required of Board members, President, company secretary and management, and the general management procedures employed at Optometry Australia.
- Directors will have completed a relevant Australian Institute of Company Directors course, either the full course within 5 years and maintained CPD, or a short course within 2 years of joining the Board or undertake the full AICD course within the first year of their appointment.

Commitment to Professional Development:

- Optometry Australia is committed to a high performing Board and has established a Board Performance Committee whose purpose is to oversee all elements of the performance and professional development of the Board. This includes individual and collective performance review processes and the identification of collective and individual professional development initiatives.

Expression of Interest Co-opted Director

Please provide a copy of your CV (including governance education/qualifications), a cover letter that briefly details your interest in the position and a one-page summary that is an overview of specific skills, as follows:

Below is the Capability Matrix we use to assess the skills of our Board and identify any gaps that we wish to address. We do not expect candidates to be highly knowledgeable and proficient in every area.

We would appreciate a summary of experience, as it relates to the headings under Governance Competence – Directorship, Leadership, Strategy and Risk. A few dot points are all that is required.

Please provide a list of the areas that you consider you have high knowledge and consider yourself proficient. We do not require commentary, simply a list.

We have **highlighted** specific skills that we have identified as requiring for the Board. Please provide a brief summary of your experience in these areas. Once again, a few dot points are all that is required.

Board Core Capability Profile	
Capability Element	Skills/Experience/Knowledge Description
Governance Competence	
Directorship	Experience in serving on public sector, private sector or not-for-profit boards. Experience in differentiating between strategic oversight and management accountabilities. Experience with developing and implementing governance policies. Demonstrated commitment to champion an organisational purpose.
Leadership	Experience serving as a Board Chair, Committee Chair, or in other significant positions of leadership.
Strategy	Experience with Strategic Planning. An understanding of planning frameworks that establish measurable long-term objectives.
Risk	Experience in the process of identifying principal corporate risks, and implementing measures to ensure management has appropriate risk management systems in place.
Strategic Corporate Knowledge	

Accounting and Finance	Understanding of strategic financial management investment, reporting and auditing requirements.
Legal	Experience in overseeing legislation compliance, including knowledge of governance, constitutional, corporate, risk and contractual matters.
Human Resources	Experience with CEO recruitment, performance management and HR obligations and/or experience in senior management roles.
Marketing and Communications	Experience in results driven marketing and communication activities.
Industry Awareness	
Optometry Sector	Understanding of stakeholder dynamics and needs of the optometric sector.
Stakeholder Management	Understanding of accountabilities and challenges / dealing with external stakeholders.
Leading Change	
Driving Innovation	Experience in driving business innovation, considering new models of operating, or introduction of new products, services and to new markets/assisting strategically to build relationships and create opportunities.
Business Transformation	Experience or exposure to industries or businesses that have successfully leveraged disruption and strategically adapted to optimise change, through new business models and/or technology.
Optimising resources	Experience in leading and supporting raising and allocation of resources, to achieve optimum results consistent with business plans, opportunities and needs of the business.
Stakeholder Engagement	
Government	Knowledge of/experience in influencing government strategy and policy development.
Stakeholder Engagement	Demonstrated skills in stakeholder engagement, with experience in large scale collaboration. Effective networking skills.
Strategic Alliances	Capacity to engage significant corporate, industry, and other partners to add significant value in recognition and revenue.