

G8. Composition of the Board

Policy:

1. Board Composition and Size

- a. The Rules of Post Placement Support Service (Vic) Inc trading as Permanent Care and Adoptive Families (PCA Families) require that the number of ordinary members of the Board is subject to the determination of the annual general meeting by resolution. Subject to that proviso the Board must comprise at least three and not more than eight ordinary members excluding the office bearers.
- b. The Rules also require that the board composition includes:
 - a. At least 5 board members with a close personal or family connection to adoption or permanent care, and
 - b. At least two board members with no personal family involvement in these kinds of care.
- c. It is intended that the board should comprise:
 - a. Not more than nine members in total
 - b. Board members should have a broad range of skills, expertise and experience from a diverse range of backgrounds.
 - c. The board recognises the need for diversity, including a balance of age and sexes and including no more than one board member from any one family.
- d. Those with a close personal or family connection to adoption or permanent care should be drawn from across the different member cohorts such as permanent care parents, adoptive parents, adult persons who have been adopted or under permanent care orders, permanent carers through kinship.
- e. The board should ideally have the following skills or experience
 - (1) Experience specific to permanent care and adoption;
 - (2) Experience or knowledge in government funding, philanthropic funding and fundraising;
 - (3) Experience on governance issues and practices;
 - (4) Accounting or auditing skills;
 - (5) Marketing, communications or media experience;
 - (6) Strategic planning experience;
 - (7) Legal experience in relevant fields; and
 - (8) Other skills determined by the Board to be required from time to time
- f. In addition, board members must be 18 years or over and entitled to vote at a general meeting. They must also:
 - (1) Hold a “Working with Children Check”;
 - (2) Not be disqualified from acting as a director under the Corporations Act;
 - (3) Not be disqualified from acting as a responsible entity under the ACNC Act;
 - (4) Not have been convicted of fraud.

- g. The board will regularly review the skills represented by the board members and determine whether the composition and mix of those skills remain appropriate for Permanent Care and Adoptive Family’s strategy, subject to the limits imposed by the Rules and the terms served by existing board members.

2. Nomination and election process

(a) Nominations can be received from any member at any time before the election, including from the floor of the meeting. However it is preferred that nominations be received by the Board prior to the notice of meeting for the AGM being distributed to allow an appropriate timeframe for the membership to assess the relative merits including skills and experience of all nominees.

(b) The board will put forward nominees for election having regard to the following factors:

- a. the skills, experience, expertise and personal qualities that will best complement board effectiveness;
- b. the capability of the candidate to devote necessary time and commitment to the role;
- c. potential conflicts of interest; and
- d. the suitability requirements in this policy.

(c) Elections to the Board are held in accordance with the retirement and re-election process outlined in the Rules.

ResponsibilitiesThe President is responsible for ensuring compliance with the policy.

This policy should be read in conjunction with the *PCA Families Rules* and Policies including the *Board Roles and Responsibilities, Protocol, and Code of Conduct*.

Approvals and Revision

Date	Version	Responsible Officer	Revision Description
16/12/2012	1.00	President	New Policy
18/12/2022		Secretary	Bi-annual review