

Call for Nominations:

Multi State Director position on the LASA Board of Directors

20 August 2018

Dear Member

With the maturation and growth of Leading Age Services Australia Ltd (LASA) following the unification of the previously federated LASA state-based organisations on 1 July 2016, the LASA Board of Directors is seeking to make its first appointment of a Director in the Multi State Director category of Director on the Board. LASA is calling for nominations from eligible persons with attributes as detailed within this document for appointment to this Multi State Director position.

Under Clause 26.1 of the LASA Constitution, nominees for a Multi State Director position must be an Officer (e.g. Director, CEO, CFO, etc.) of a Member with operations in at least three states and territories of Australia.

LASA Board directorships are an exciting opportunity to contribute to a thought-leading and authoritative national organisation, influence LASA's future direction and contribute to shaping an aged care system for our valued Members and for older Australians.

Unlike other Representative Director positions on the LASA Board, the LASA Constitution stipulates that the Multi State Director is a Board appointed Director, and not a Director elected by the LASA Membership.

The LASA Board has determined that the term of this appointment will be for three years.

Eligibility

Nominees for a Multi-State Director position must:

- Be an Officer¹ of a Member with operations in at least three states and territories of Australia;
- Be from an organisation who is a Member of LASA in the 2018/19 year (with the Membership financial as at the date of appointment of the nominee if successful);
- Meet the base conditions of Director eligibility set out by Australian Securities & Investment Commission (ASIC) and the Australian Charities and Not-for-profits Commission (ACNC); and
- Give consent to their nomination.

Attributes sought

In filling this vacant Director position, the Board is seeking candidates with broad age care industry knowledge, a passion for the advancement of our industry as a whole and the ability to think strategically. Previous Board or governance experience will also be held in high regard.

Nomination Form and Information for Prospective Nominees

A [Nomination Form](#) is provided for completion by prospective nominees. The Nomination Form is provided as an editable PDF document.

Also provided is a paper titled ['Information for Prospective Nominees for the Position of Director'](#) with some information relevant to directorship of LASA which should be considered by prospective nominees.

¹ An 'Officer' is as defined by the Corporations Act. An abridged definition is provided at Schedule A (Refer to page 3 of this Notice).

Process for Nominations and Selection

At the direction of the LASA Board, a fully transparent process has been adopted for the appointment of a Director for this Director position.

LASA's Admissions and Governance Committee (AGC) under its Terms of Reference has responsibility for recommending nominees for appointment to the Board.

The AGC will:

- Review all nominations received;
- Assess eligibility of each nominee against the requirements of the Multi State Director position as prescribed in LASA's Constitution;
- Consider eligible nominations in conjunction with the LASA Board Skills Matrix with a view to coverage of any skill, experience or sector gaps;
- Conduct interviews and seek input from nominated referees if deemed necessary; and
- Make a recommendation for appointment.

The LASA Board will resolve to make the final appointment decision following receipt of the AGC's recommendation. It is anticipated that a decision will be made and communicated to nominees by the end of September 2018.

Nomination Lodgement

Nominations should include:

- A completed and signed Director Nomination Form; and
- A current Curriculum Vitae

The deadline for return of completed nomination forms is 5.00pm on **Wednesday 12 September 2018**.

The Nomination Form and CV should be sent **via email** to:

Company Secretary, Leading Age Services Australia
C/o Board Secretary, Alice Macklin: alicem@lasa.asn.au

Further information

For further information on the nomination process or about directorship of LASA, please contact me on 0403 346 650 or via email to graeme.blackman@gmail.com.

Yours faithfully



Dr Graeme L Blackman AO FTSE FAICD
Chairman

SCHEDULE A

Abridged Definition of an Officer under the Corporations Act (Section 9)

“officer of a corporation means:

- (a) a director or secretary of the corporation; or
- (b) a person:
 - (i) who makes, or participates in making, decisions that affect the whole, or a substantial part, of the business of the corporation; or
 - (ii) who has the capacity to affect significantly the corporation's financial standing; or
 - (iii) in accordance with whose instructions or wishes the directors of the corporation are accustomed to act (excluding advice given by the person in the proper performance of functions attaching to the person's professional capacity or their business relationship with the directors or the corporation); or ...”