

INFORMATION FOR PROSPECTIVE DIRECTORS

Nominations Committee

As per our constitution the appointment process of directors is the responsibility of the Nominations Committee to identify the most suitable nominees and make a recommendation to the members at the AGM.

The Nominations Committee membership has been appointed by the current Board. The membership is David Brennan (Chair/Independent Member), John Ackland (Independent Member), and Sheila Barber (Current Director).

Board

According to the constitution the Board comprises of a minimum of four (4) members and a maximum of nine (9) Board members, and the term for directors is two years (maximum of three terms). The Board comprises of directors with a broad range of skills, expertise, and experience from a range of backgrounds. The organisation is also cognisant of the need for diversity, including a balance of age, gender, and geographical location. (*Appendix1. Board Responsibilities & Director Responsibilities*)

Current Board Membership

Board Member	Board Position(s)	Seeking Re-appointment
1 Arun Thomas	Chair /Director	Seeking re-appointment
2 Grant Hollaway	Deputy Chair /Director	Seeking re-appointment
3 Sheila Barber	Director	Term ending November 2027
4 Odette Richards	Director	Term ending November 2027
5 Venetia Kardogeros	Director	Term ending November 2027
6 Raghavendra Upadhyaya	Director	Term ending November 2027
7 Vacant	Director	
8 Vacant	Director	
9 Vacant	Director	

Call for Expressions of Interest in being a Director

There are currently nine (9) Director positions on the Board. At the upcoming AGM, two (2) existing Directors will be seeking re-appointment. This creates three (3) vacancies on the Board.

The Nominations Committee will review all expressions of interest from individuals interested in joining the Board. Following this process, the Committee will recommend up to five (5) candidates for appointment or reappointment by the membership.

As part of the Board's current succession planning, there is a particular interest in attracting candidates with strong governance and Board leadership experience who may have the capability and interest to serve as Board Chair. Expressions of interest are also strongly encouraged from candidates who bring experience in the other priority areas identified below.

Directors are required to attend and adequately prepare for Board meetings, except where discussions involve an actual or potential conflict of interest.

There are a minimum of six ordinary Board meetings each year, with approximately nine meetings generally held annually. An annual Board planning day is also held early in the year. Meetings are generally scheduled from 6.00 pm to 8.00 pm in Horsham, with virtual attendance available via video conferencing.

Directors may also participate in Board sub-committees, including the ongoing Finance, Audit & Risk Committee or other fixed-term committees. Attendance is also expected at significant organisational events, including general meetings.

Directors are covered by Directors and Officers Insurance and are eligible for reimbursement of official travel exceeding 60 kilometres.

Prospective Directors are assessed by the Nominations Committee based on their skills, experience, personal qualities, governance capability and overall suitability for the Board.

Skills and experience sought

Following a review of the Board's current and future skills requirements, the Nominations Committee is particularly interested in candidates who bring governance experience together with one or more of the following:

- Board leadership and Chair experience or capability
- Governance and strategic oversight
- Finance and accounting
- Disability sector experience
- Aged care sector experience
- Marketing and communications
- Understanding of the Wimmera Southern Mallee region

Candidates with previous experience as a Board Chair, Deputy Chair or senior non-executive director, or who can demonstrate the capability to provide strong and collaborative Board leadership, are particularly encouraged to apply.

The Board recognises that strong governance benefits from a diversity of backgrounds, perspectives and lived experience, and welcomes expressions of interest from candidates who can contribute to the organisation's purpose and future direction.

Suitability of Directors

Prior to appointment, prospective Directors must:

- not be disqualified from acting as a director under the Corporations Act;
- not be disqualified from acting as a responsible entity under the ACNC Act;
- provide a satisfactory Police Check;
- provide a valid Working with Children Check;
- provide a valid NDIS Worker Screening Check; and
- hold and provide their Director Identification Number (Director ID).

Putting forward an Expression of Interest

To put forward an expression of interest please see Appendix 2. All expressions of interest are to be returned to the Nominations Committee by **Sunday 8 November 2025**.

If you have any points of clarification, please contact the Board Secretary Robbie Millar on 0493 969 577.

APPENDIX 1.

Board Responsibilities

Our organisation delivers a diverse portfolio of services spanning aged care, disability, youth development, community programs and social enterprises. This includes the operation of Work Integrated Social Enterprises (WISE) in hospitality, food security, and home and garden maintenance, which create meaningful employment and participation pathways, particularly for people with disability and people experiencing barriers to employment.

The Board plays a critical governance role in ensuring these programs and enterprises are strategically aligned, financially sustainable, socially impactful and grounded in human rights, safeguarding, inclusion and cultural safety.

The Board is specifically responsible for:

- Setting and overseeing the strategic direction of the organisation and its services, programs and social enterprises.
- Monitoring organisational performance and outcomes, including financial performance, service quality and social impact across all areas of the organisation.
- Appointing, supporting and undertaking succession planning for the CEO, including approval of the CEO's remuneration package.
- Overseeing implementation of strategic and business plans.
- Providing financial oversight and approving annual budgets, capital expenditure and financial decisions beyond the Instrument of Delegation.
- Safeguarding organisational assets and ensuring the organisation's ongoing financial sustainability.
- Overseeing compliance with relevant legal, regulatory and quality frameworks, including aged care, NDIS, child safety, workplace safety and other applicable service standards and obligations.
- Providing governance oversight of safeguarding, serious incidents, complaints and organisational risks, including monitoring trends, corrective actions and opportunities for continuous improvement.
- Promoting a culture of child safety and ensuring the organisation maintains effective systems to prevent, identify, report and respond to child safety and wellbeing concerns.
- Championing human rights, dignity, choice, participation and the voice of the people and communities who engage with our organisation.
- Promoting inclusive, accessible and respectful environments in which people are welcomed, valued and able to participate.

- Providing leadership in cultural safety, including the organisation's commitment to Aboriginal and Torres Strait Islander cultural safety, anti-racism and respectful engagement with Traditional Owners, Elders and local communities.
- Endorsing and reviewing key governance frameworks relating to risk, finance, quality, safeguarding, child safety, diversity and inclusion, cultural safety and enterprise performance.
- Setting the organisation's risk appetite and ensuring financial, reputational, operational, service delivery, safeguarding and workplace risks are effectively managed.
- Approving the organisational structure and strategic decisions relating to acquisitions, mergers, partnerships or disinvestments.
- Supporting and strengthening stakeholder relationships across community, government, philanthropic and commercial sectors.
- Overseeing compliance and best practice in employment models within our WISE programs, ensuring ethical operations and the achievement of employment, participation and social impact outcomes.

Directors Responsibilities

Directors are expected to act in the best interests of the organisation and contribute to robust governance and ethical leadership across a complex, multi-sector environment. This requires an understanding of both human services governance and social enterprise operations, together with a strong commitment to safeguarding, human rights, inclusion, cultural safety and community participation.

Directors are individually responsible for:

- Attending Board and committee meetings prepared, informed and ready to contribute meaningfully.
- Understanding the organisation's services and programs, including aged care, disability and NDIS services, youth programs, community development and WISE.
- Reviewing operational, financial, quality, safeguarding and social impact information with diligence and an appropriate governance lens.
- Maintaining awareness of relevant regulatory and compliance obligations, including aged care standards, NDIS quality and safeguarding requirements, Victorian Child Safe Standards, workplace safety and employment law.
- Understanding their responsibilities for child safety and contributing to an organisational culture of zero tolerance for child abuse.
- Supporting effective governance of incidents, safeguarding concerns, complaints and risks, including considering trends, systemic issues and opportunities for organisational learning and improvement.

- Supporting the growth and integrity of our social enterprise model as a vehicle for employment, participation and empowerment.
- Monitoring the organisation's risk management framework and ensuring risks are appropriately identified, assessed and managed.
- Promoting equity, accessibility, cultural safety, human rights, dignity, choice and participation in strategic decision-making.
- Valuing and supporting the participation and voice of people with disability, children and young people, older people, carers, volunteers and the diverse communities with whom we work.
- Acting independently of management and upholding high standards of confidentiality, integrity and professionalism.
- Representing the organisation's vision and values externally with authority where appropriate.
- Being an informed and visible advocate for our purpose, our communities and the people we serve.
- Committing to ongoing learning and development in governance, strategy, safeguarding, cultural safety, inclusion and leadership.

Our Commitment to Safeguarding, Rights, Inclusion and Cultural Safety

Centre for Participation is committed to creating inclusive, accessible and respectful environments where people are welcomed, valued and able to participate.

We have zero tolerance for child abuse and are committed to the safety and wellbeing of children and young people, including creating culturally safe environments, supporting their participation and voice, maintaining accessible pathways for raising concerns, and ensuring appropriate screening, training, reporting and safeguarding arrangements are in place.

Across our disability and NDIS services, aged care, youth programs, community services and social enterprises, we are committed to protecting people's rights, dignity, safety, choice and control and to ensuring safeguarding concerns, incidents and complaints are identified, reported and responded to appropriately.

Our commitment to diversity and inclusion extends across our services, employment, volunteering and governance. We seek to create environments that promote respect, safety and belonging and enable people of diverse backgrounds, identities, abilities and experiences to participate meaningfully.

We are also committed to Aboriginal and Torres Strait Islander cultural safety. This includes creating environments where Aboriginal and Torres Strait Islander people are respected, welcomed and able to participate without racism or discrimination, and where their identity, culture and experiences are recognised and respected.

Board members play an important role in championing these commitments and ensuring that the organisation's governance, strategy, policies, partnerships and practices reflect our safeguarding, rights, inclusion and cultural safety responsibilities.

APPENDIX 2.

Expression of Interest in being a Director on the Board

When preparing your Expression of Interest, please include your name and contact details, including your phone number, address and email address.

Your Expression of Interest should address the following:

1. Introduction and interest

Provide a brief introduction outlining your interest in joining the Board of Centre for Participation.

2. Relevant skills and experience

Provide an overview of the skills, experience and personal qualities you would bring to the Board, with particular reference to the skills and experience identified in the Call for Expressions of Interest.

Candidates with Board leadership or Chair experience or capability are encouraged to outline this experience and their interest in potentially undertaking a Board leadership role.

3. Pre-appointment requirements

Please note that candidates recommended for appointment will be required, prior to appointment, to:

- a. provide a satisfactory Police Check (at Centre for Participation's cost);
- b. provide a valid Working with Children Check;
- c. provide a valid NDIS Worker Screening Check; and
- d. hold and provide their Director Identification Number (Director ID).

4. Professional referees

Provide the names and contact details of two professional referees.

5. Curriculum Vitae

Attach a current copy of your CV.

Expressions of Interest must be submitted by Sunday 8 November 2026 to:

secretary@centreforparticipation.org.au