



OVERVIEW OF THE BOARD OF DIRECTORS

The Board of Directors is the legal authority for Living Positive Victoria.

As a member of the Board, a Director acts in a position of trust for the community and is responsible for the effective governance of the organisation. All members of the Board of Directors must be members of Living Positive Victoria.

BOARD STRUCTURE

The Board has nine (9) positions. Six (6) of these positions must be held by *full members* of Living Positive Victoria. A *full member* holds membership with the organisation and is living with HIV. These six (6) members must be elected by Living Positive Victoria members and are comfortable being open about their HIV status.

Three (3) positions are open to individuals who choose not to disclose their HIV status or are not living with HIV. Those individuals must be an *associate member* or a *full member* and are appointed to the Board.

Once the Board has been established, the Executive Team (President, Vice-President, Treasurer and Secretary) will be elected by the current board members.

TERM OF DIRECTORS

Directors serve a two-year term.

FUNCTION AND RESPONSIBILITY OF THE BOARD OF DIRECTORS

The main functions of the Living Positive Victoria Board are to:

- Provide leadership through establishing and regularly reviewing the vision, mission, values, goals, aims, objectives and Policy parameters of Living Positive Victoria in line with government policy and community needs
- Monitor the financial, operational and compliance risk exposures of Living Positive Victoria
- Maintain legal compliance and high ethical standards of the organisation
- Monitor the overall performance of Living Positive Victoria regarding service delivery, quality assurance and effective management practices
- Ensure that Living Positive Victoria is accountable, responsive and accessible to the local community and appropriately integrated with other service providers to ensure service coordination
- Ensure that Living Positive Victoria takes an active role in local and regional health planning
- Undertake the necessary processes for electing new Board Directors
- Undertake and approve integral documents for the operation of the organisation including the Strategic Plan, Business Plan, funding and service agreements and annual budget
- Approve the operational and financial delegations of Living Positive Victoria on the recommendation of the Chief Executive Officer (CEO)
- Establish key financial objectives, with appropriate financial and audit processes in place, and ensure that funds are prudently invested
- Monitor the annual budget
- Establish and regularly review the duties and responsibilities of the CEO
- Establish a selection process and remuneration package for the CEO including: appointment of a person to fill a vacancy in the position of CEO, negotiate the contract and annual performance plan for the CEO and review the performance of the CEO.



DIRECTOR SKILLS AND REQUIREMENTS

Individual Board Directors and the Board collectively must have a broad range of skills and personal attributes including a commitment to the best interests of the HIV community. Directors are expected to adhere to the following:

- Commit to the work of the organisation
- Willing to serve on at least one committee and actively participate in membership and community events
- Attend monthly Board meetings
- Commit a minimum of ten hours per month, (includes Board preparation, meeting and committee meeting time)
- Attend the Annual General Meeting
- Be informed of the services provided by Living Positive Victoria and publicly support them
- Prepare for, and participate in the discussions and the deliberations of the Board
- Be aware of, and abstain from any conflict of interest.

REQUIRED SKILLS

Board Directors must be able to demonstrate appropriate skills and expertise in **at least one** of the following areas:

- Understanding, knowledge of, and commitment to the local community being served
- Corporate Management
- Finance/Audit
- Health Issues/Planning
- Capital Management
- Strategic Information Technology
- Law
- Risk Management
- Clinical Governance
- Human Resources.

ALL BOARD MEMBERS ARE BROADLY OBLIGATED TO

- Incorporate good governance into all activities
- Keep up to date with the issues affect HIV positive people's lives
- Ensure the organisation is run with integrity
- Present the organisation and HIV positive people in a positive manner
- Act honestly and in good faith
- Act in the best interests of the organisation including declaring any conflict of interest, actual or perceived.