

**Melbourne Primary Care Network Limited**  
**Trading as**

**North Western Melbourne Primary Health Network**

**ACN 153 323 436**

**2017 Annual General Meeting**

**Nomination of Candidate for Election as a Director**

**Director Candidate Information and Nomination Kit**

**About Melbourne Primary Care Network Limited**

Melbourne Primary Care Network Limited (MPCN) is an independent, locally run, not for profit organisation dedicated to improving primary health care in our local communities. MPCN operates North Western Melbourne Primary Health Network (NWMPHN).

Primary Health Networks are a key part of the Australian Government's National Health Reforms and represent an increased focus on primary health care - including general practice, allied health and community health.

Primary Health Networks focus on:

- Improving the patient journey through developing integrated and coordinated services;
- Providing support to clinicians and service providers to improve patient care;
- Identifying the health needs of local areas and developing locally focused and responsive services;
- Facilitating implementation and successful performance of primary health care initiatives; and,
- Being efficient and accountable with strong governance and effective management.

MPCN welcomes your interest in the governance of our organisation.

## Essential Information for Nomination of Candidates

### BACKGROUND – CONSTITUTION AND POLICY

The MPCN Constitution is available on our website <http://nwmpnhn.org.au/> or by [following this link](#).

- (i) **Clause 9** of the MPCN Constitution outlines the requirements for election, appointment and retirement of directors.
- (ii) **Clause 9.18** requires Directors must retire in accordance with Board regulations - in 2017, these regulations call for the retirement of two (2) Directors. These positions have been deemed as **elected positions** by the Board of Directors.

Ms Nancy Hogan and Dr Cathy Hutton are deemed retired at the end of the 2017 Annual General Meeting, but are eligible for re-election.

- (iii) As such, two (2) vacancies for Directors will exist at the 2017 Annual General Meeting. These are elected vacancies.
- (iv) **Clause 9.3** outlines broad qualifications for election or appointment of Directors.
- (v) **Elected Directors:** If more than two (2) nominations are received in 2017, the provisions of **clause 9.15** apply – this clause states:  
*If the number of nominations of candidates exceeds the vacancies, the Board will appoint an independent committee to assess the candidates nominated by the Members to assess them with reference to their mandatory and desirable skills, qualifications, knowledge, experience and commitment as determined by the Board.*

*The Board will only put forward for election by the Members the candidates who have been determined suitable by the committee.*

- (vi) As per **clause 9.3** of the MPCN Constitution, the Board of Directors has determined the following mandatory and desirable skills, qualifications, knowledge, experience and commitment apply to candidates seeking election in the 2017 Director election cycle.

## **CANDIDATE 1 – ELECTED POSITION**

### **Mandatory**

- High level influencing and negotiation skills.
- Significant experience as a Director on the Board of a non - private company.
- High level conceptual and strategic skills.
- Financial and risk management literacy.
- Commitment to the centrality of primary health care in the health system.
- Understanding of the health care sector and the potential role and opportunities for MPCN within the broader sector.
- Knowledge and experience in best practice corporate governance structures, policies and processes (particularly in the not-for-profit context).
- Ability to work collaboratively with other Directors while maintaining independent thought and preparedness to challenge others' thinking.
- Integrity and Diligence.

### **Desirable**

- Understanding of the health industry, health reform and primary health care.
- Knowledge of the range of stakeholders, their interests and their potential contributions.
- Completed Governance education and training (AICD Company Directors Diploma or equivalent).
- Health Policy, Health Economics, Planning, Evaluation and Delivery.

### **Other**

- MPCN takes very seriously our role as service commissioners – as such it is not desirable that persons who have financial or other gain from current or potential service providers become Directors.

## **CANDIDATE 2 – ELECTED POSITION**

### **Mandatory**

- General practitioner (with non-conditional registration with AHPRA as a general practitioner) who works in NWMPHN region.
- High level influencing and negotiation skills.
- Significant experience as a Director on the Board of a non - private company.
- High level conceptual and strategic skills.
- Financial and risk management literacy.
- Commitment to the centrality of primary health care in the health system.
- Understanding of the health care sector and the potential role and opportunities for MPCN within the broader sector.
- Knowledge and experience in best practice corporate governance structures, policies and processes (particularly in the not-for-profit context).
- Ability to work collaboratively with other Directors while maintaining independent thought and preparedness to challenge others' thinking.
- Integrity and Diligence.

**Desirable**

- Understanding of health reform and broader primary health care provision.
- Knowledge of the range of stakeholders, their interests and their potential contributions.
- Completed Governance education and training (AICD Company Directors Diploma or equivalent).
- Health Policy, Health Economics, Planning, Evaluation and Delivery.

**Other**

- MPCN takes very seriously our role as service commissioners – as such it is not desirable that persons who have financial or other gain from current or potential service providers become Directors.

In addition, all candidates and ongoing Directors are required to undergo periodic Police and Insolvency checks, complete a declaration of private interests, and agree to be identified, verified and / or credentialed against any statement of qualifications, skills and / or experience.

- (vii) As per **clause 9.13**, nominations by the members and Board of candidates must contain consent to act as a Director, and must be received at least 21 days before the Annual General Meeting.
- (viii) Note that any person may nominate as a candidate, but nomination must be made by a member or the Board of Directors.
- (ix) The Board requires that if a candidate is nominated by the members:
  - Nominator and Secunder details are provided on the nomination form;
  - The members doing so must be financial; and,
  - Nominating members will be verified by the Company Secretary.
- (x) The Board has determined that this Information and Nomination Kit is the form for all nominations for the 2017 Director election cycle.

<b>Process and timing summary for Candidates</b>
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- (a) Completed Application – Parts 1, 2 and 3 to be submitted to:

CONFIDENTIAL

Company Secretary

Melbourne Primary Care Network Limited

PO Box 139

PARKVILLE VIC 3052

By 17:00 on 2<sup>nd</sup> October 2017.

- (b) Receipt of completed application sent to candidates once nominating members are verified as accurate and financial.
- (c) Should the number of nominations received for elected positions exceed the number of vacancies, the completed nominations will be forwarded to an independent external committee where the candidates will be assessed against mandatory and desirable criteria as outlined above. Credentialing / verification checks will also occur during this stage.
- (d) Candidates not meeting criteria will be informed in writing.
- (e) Candidates meeting criteria will be notified and invited to submit a candidate statement of no more than 300 words to be included in ballot papers.
- (f) Terms will commence after the 2017 Annual General Meeting, and results announced following completion of any ballot (if required).

**PART 1: Candidate / Nominee Details**

Please complete the following details – all sections are compulsory:

**1.1 Your full legal name**

<b>First name:</b>	
<b>Middle Name(s): (if any)</b>	
<b>Last name:</b>	

**1.2 Are you known by any other name?**

<b>Other name(s): (if applicable)</b>	
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**1.3 Do you have any former name(s)?**

<b>Any former name(s):</b>	
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**1.4 Date and place of birth**

<b>Date of birth:</b>	
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<b>Place of birth:</b>	
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**1.5 Address details**

<b>Residential address:</b>	
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<b>Postal address: (if different)</b>	
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**1.6 Telephone contact details**

<b>Daytime contact number:</b>	
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- 1.7 Statement of skills, qualifications, knowledge, experience and commitment.** (You may attach additional detail such as a Resume or Curriculum Vitae)

<b>PART 2:        Nominator and Seconder Details</b>
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**2.1        Nominator**

<b>Member 1 details: (Organisation name)</b>	
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<b>Authorised member 1 signatory: (Name, position, signature and date)</b>	
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**2.2        Seconder**

<b>Member 2 details: (Organisation name)</b>	
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<b>Authorised member 2 signatory: (Name, position, signature and date)</b>	
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<b>PART 3:        Candidate Declaration</b>
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I hereby submit this nomination as a candidate for election as Director for Melbourne Primary Care Network Limited. I have read and understood all parts of this *Director Candidate Information and Nomination Kit 2017* and agree to abide by and support the Constitution of the company.

I declare that the information provided by me and contained and / or annexed to this nomination kit is correct, and any claims I have made are subject to verification by the company.

I further understand that, in accordance with the Constitution, I may be required to participate in a candidate assessment process that will be conducted by an independent external agency – if not selected, I also understand that I may not be put forward to the members for election.

Should I be put forward and subsequently elected by the members, I hereby consent to act as a Director for Melbourne Primary Care Network Limited.

<b>Full legal name:</b>	
<b>Signature and date:</b>	