

Stakeholder Summit

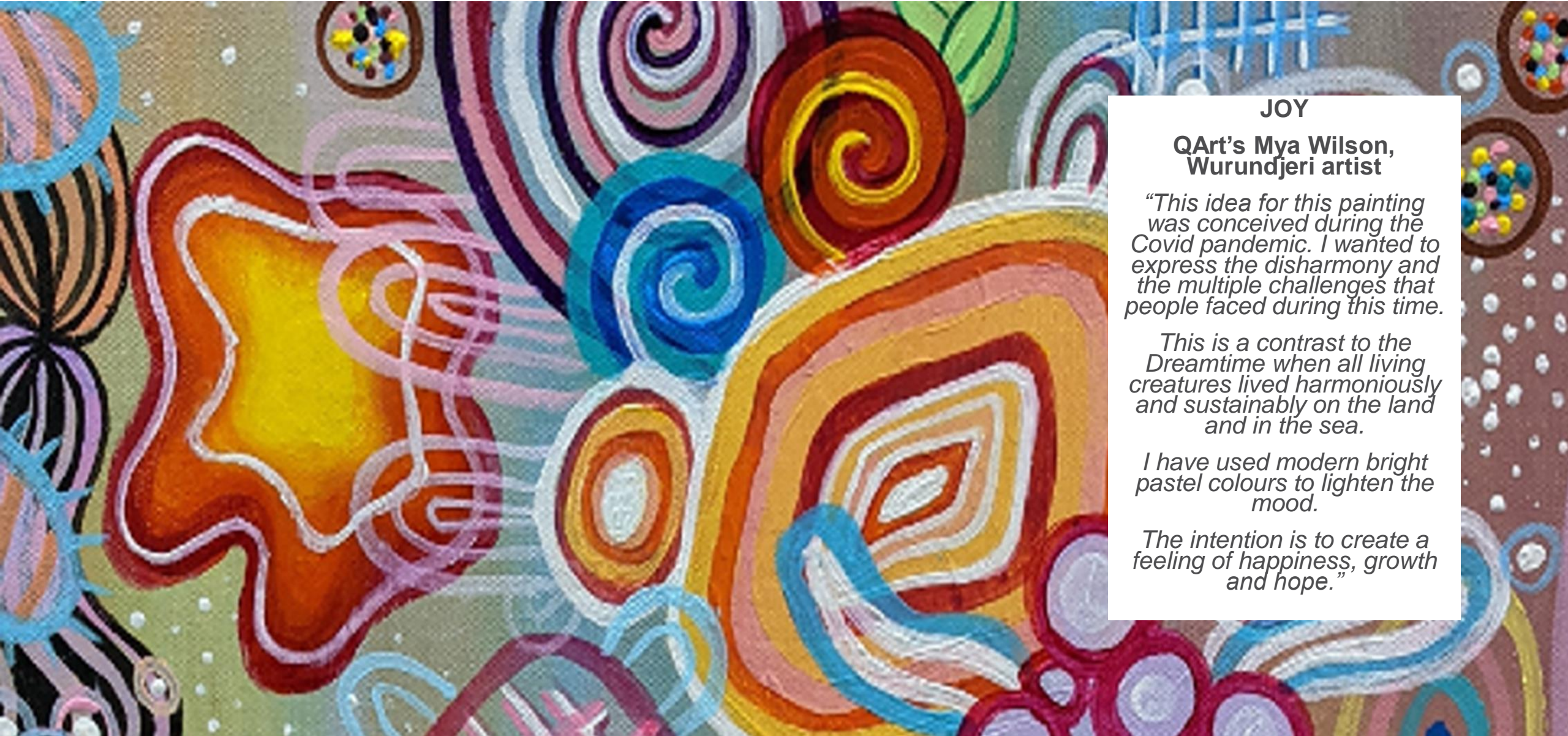
Thursday 14 September 2023

Making possibilities a reality



Thank you for being patient while everyone joins the meeting

Acknowledgement of Country



JOY

**QArt's Mya Wilson,
Wurundjeri artist**

"This idea for this painting was conceived during the Covid pandemic. I wanted to express the disharmony and the multiple challenges that people faced during this time.

This is a contrast to the Dreamtime when all living creatures lived harmoniously and sustainably on the land and in the sea.

I have used modern bright pastel colours to lighten the mood.

The intention is to create a feeling of happiness, growth and hope."

Agenda

Why are we here

Timeline

Area Committee Consultation

Overview of proposed changes

- Membership
- Family Support Groups
- Client Advisory Groups
- Area Advisory Groups
- National Chairs Advisory Group
- Board structure

Modernising aspects

Questions

Next steps

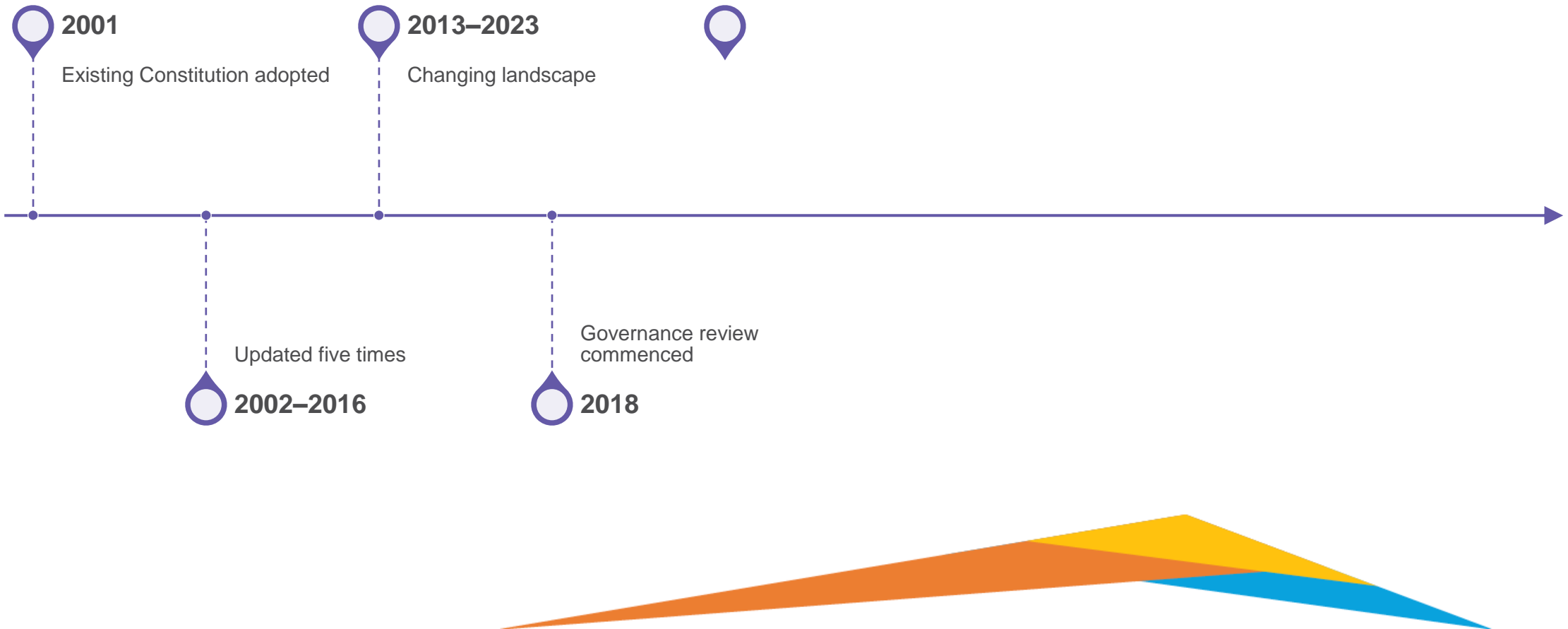


Why are we here

- Can always do better for our clients and their families.
- Strengthen the voice of clients, family, carers & advocates.
- Improve 2-way information flow.
- Board is proposing a modernisation of our constitution.
- Gain in-depth understanding of proposed changes.
- Engage in meaningful discussions.
- Drive continuous improvement.



Timeline



Board Governance Working Group

| Role | Name | |
|--------|-------------------|---|
| Chair | Robyn McGuiggan | Elected Director Chair of Far North Area Committee |
| Member | Beverley Knowles | Elected Director Chair of Victoria Area Committee |
| Member | Elizabeth Jameson | Appointed Director Board Chair |
| Member | Scott Ellis | Elected Director Deputy Board Chair Member of Brisbane Metro Area Committee |

Meeting every 2 weeks from March to August 2023



Area Committee Consultation

| Date | Activity |
|---------------------|--|
| December 2022 | Board consultation paper circulated containing guiding principles |
| February/March 2023 | Meeting with each Area Committee |
| April/May 2023 | Receiving and responding to feedback |
| June 2023 | Meeting with each Area Committee, presenting revised principles, By-Laws and outline of Constitution |
| July/August 2023 | Receiving and responding to feedback |



Overview of proposed changes

- Simplify **membership** categories and structure
- Re-establish **Family Support Groups**
- Establish **Client Advisory Groups**
- Form **Area Advisory Groups**
- Develop the **National Chairs Advisory Group**
- Revise the **Board composition** and **election/appointment mechanisms**



Membership

Refer to:
Constitution Rules 4.1, 4.2,
4.7, 4.8 and 7.7


Purpose

Simplify membership to make joining easier and ensure **all** members can participate fully in the Foundation's governance.

Category changes

- A single membership type: Voting Member.
- No new admissions to Honorary and Life Members (retain rights).
- Affiliate and Corporate Membership discontinued.

Details

- **All** members vote in **all** Director elections (currently Area Committee only).
 - Application no longer requires two supporter members.
 - Families automatically qualify (others need to show legitimacy).
 - Members to approve annual membership fee (currently Board).
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Strengthen member value proposition

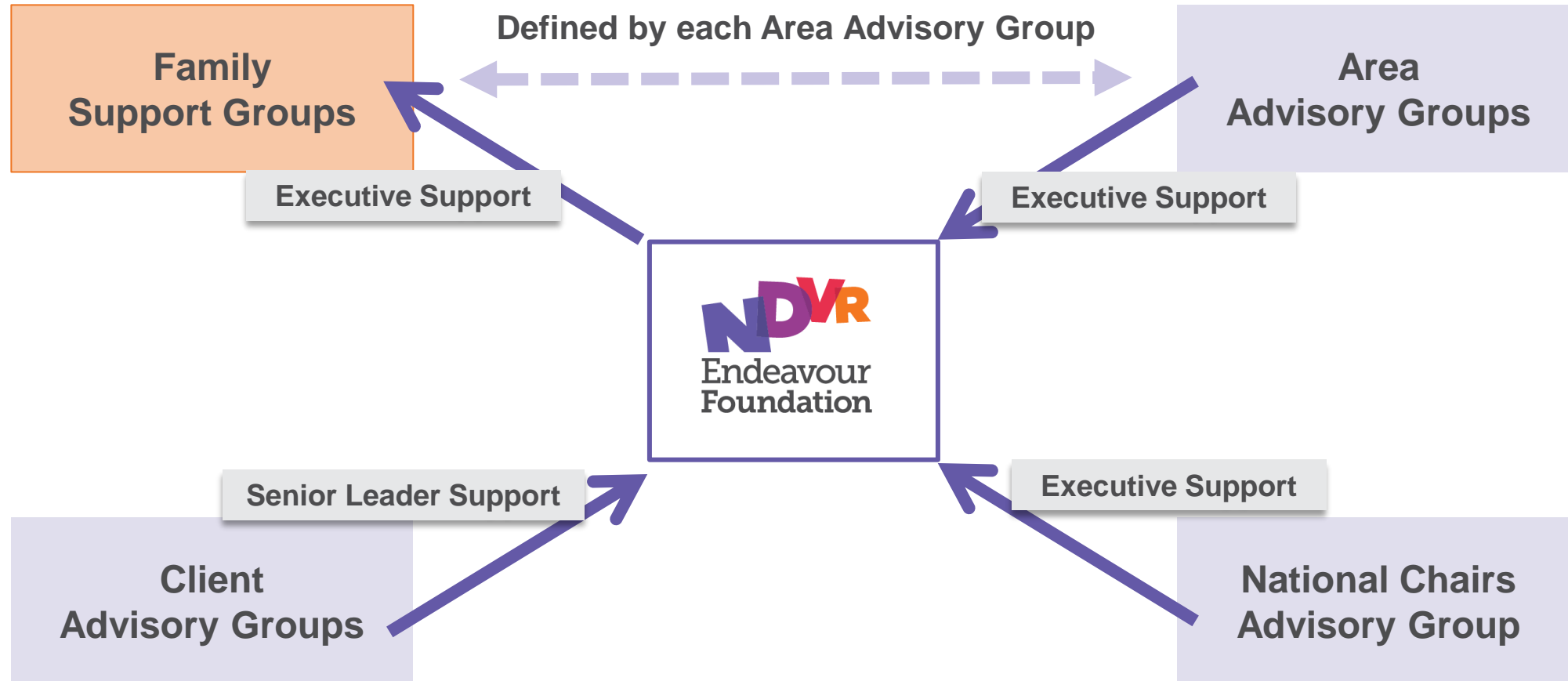
Refer to Constitution Rules
4.7, 4.8, 7.7, 7.13 and 7.18

All members have a right:

- To attend and be heard at member meetings
- Vote for **all** elected Director positions
- Vote for fee structure/fees for membership
- Vote for the total pool amount (if any) Directors may be paid
- Remove 1 or more directors from office at any time.



Understanding the relationships



The Constitution requires the Board to establish and maintain one or more Area Advisory Groups

Family Support Groups


Purpose

- A platform for families, carers, guardians, and advocates of clients to connect.
- Opportunity to provide educational topics.

Operational details

- Set up family support groups.
- Promote to families, carers, and guardians.
- Extend invitations as needed - Open the group to members and others facing care challenges.

Support

- Accountable Executive.
 - Area Advisory Groups - determined by each group.
- 

Client Advisory Groups

Refer to:

- By-Law 4 and 5
- Constitution Rule 13

Purpose

- Provide feedback and guidance on client-related matters.
- Incorporate client voice into Endeavour Foundation's work.
- Assist with easy-reads, advocacy and new services.

Operational details

- 4 meetings per year.
- Participation based on relevance to the service they receive.
- Members supported to understand discussions and contribute.

Support

- Senior Management Steering Committee.
 - Complex Support Team.
 - Accountable Executive.
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Area Advisory Groups

Refer to:

- By-Law 2
- Constitution Rule 13


Purpose

- Local knowledge, contacts and support to assist the Foundation achieve its objectives.
- Providing advice on opportunities for the Foundation and feedback on local issues of concern.

Role

Will be flexible to harness the energy, knowledge and contacts of each group.

Groups may:

- operate local family support groups;
 - aid family members', guardians', carers of Clients navigate critical issues through appropriate management channels as per Foundation policies;
 - identify potential new members, directors or volunteers;
 - Assist with local Foundation activities.
- 

Area Advisory Groups


Refer to:

- By-Laws 2, 5 and 6

Operational details

- Current Area Committee members appointed (same areas).
- Appointment for 3-year terms.
- Must be a member of Endeavour Foundation.
- All Directors will be ex-officio members of all Area Advisory Groups.
- Maximum tenure for Chairs of 9 years + 2-year transition.
- Minimum of 4 meetings per year.
- Support Family Support Groups – as defined by each group.

Support

- Accountable Senior Executive.
 - Endeavour Foundation representative at each meeting.
 - Board Directors attends minimum of one meeting per year.
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National Chairs Advisory Group

Refer to:

- By-Laws 4 and 5
- Constitution Rule 13

Purpose

- National forum for knowledge exchange.
- Assist Chairs of Area Advisory Groups to fulfil their roles.
- An avenue of advice and input to the Foundation.

Operational details

- Chairs of Area Advisory Groups automatically appointed.
- If a Chair cannot attend a meeting they may nominate an alternative.
- Minimum of two meetings per year.
- Chair of Board and CEO or their nominee to attend.


Support

- Accountable Senior Executive
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Board (Proposed Constitution)

Refer to:
Constitution Rules 7.2,
7.5, 7.7 and 10.16

Board composition

- 4 to 5 Elected Directors.
 - 0 to 5 Appointed Directors.
 - Elected Directors nominated by 2 members and voted by ALL members.
 - All Directors must be a member of Endeavour Foundation.
 - Chair does not have a casting vote.
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Board (Proposed Constitution)

Refer to:
Constitution Rules 7.5,
7.6, 7.18 and 11

Directors' duties

- Directors' duties made explicit due to changes in Charity Law imposing responsibility on the Foundation.

Maximum director tenure

- 9 years (+3 years for Chair if appointed in third term).
- Incumbent Directors who have served more than 9 years shall retire from office no later than 2025 AGM.

Remuneration

- Subject to member vote in advance – Constitution + Member vote.
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Board (By-Laws)


Refer to:

- By-Law 7
- Constitution Rule 12.5

Transparent nomination process

- Clear and open process for Appointed and Elected Directors.
- Elected Directors do not need to be a member of an Area Advisory Group but **MUST** be nominated by two members.

Establish a Nominations Committee

- Appointed by the Board (required by the Constitution).
 - Comprising at least 2 directors, 1 external member and 1 member from the National Chairs Advisory Group.
 - Evaluate candidates against Board Composition and Eligibility Requirements.
 - Provide recommendation to the Board.
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Board (By-Laws)

Refer to:

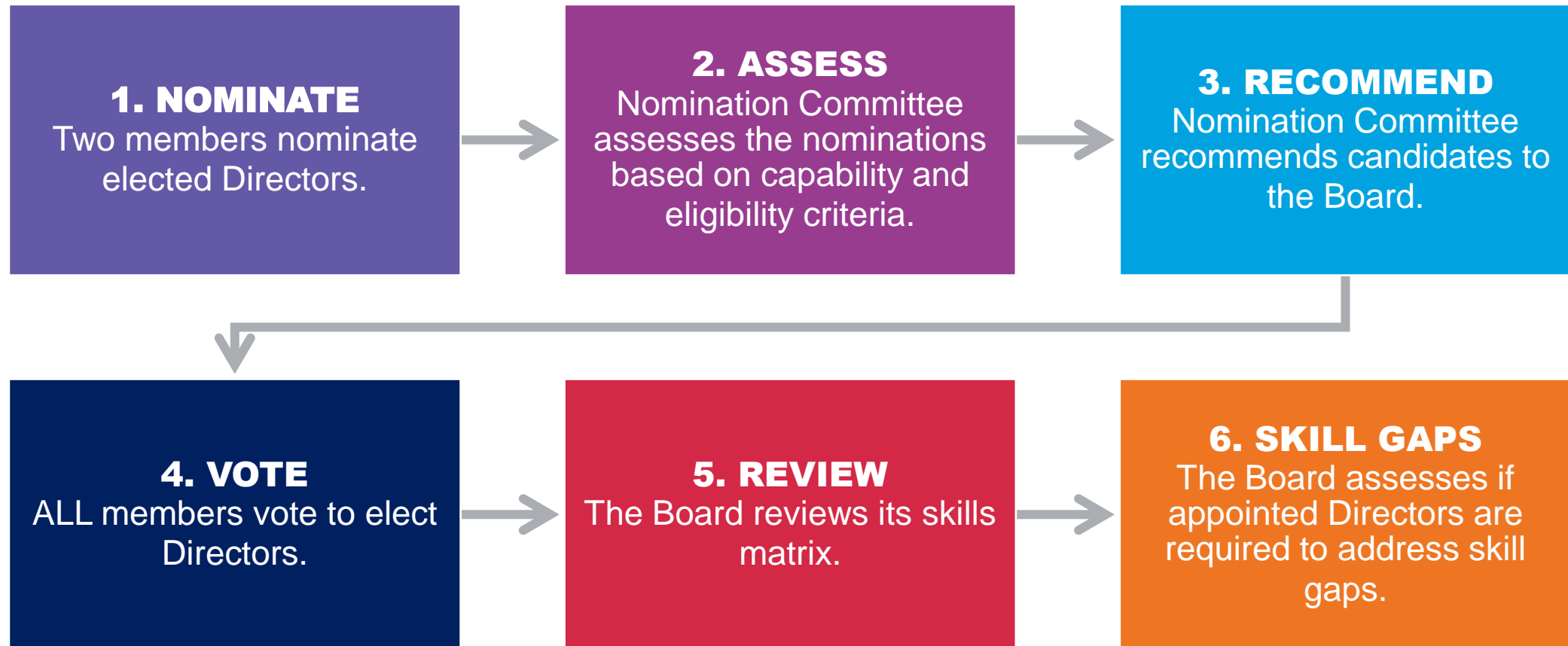
- By-Law 8
- Constitution Rules 4.2 and 7.5

Board Composition and Eligibility Criteria

Must demonstrate they are a bona fide supporter of the Foundation.

- Lived experience requirements.
 - Representation from Board designated regions
 - Currently SE Qld, Regional Qld, NSW and Vic
 - Required and desired skills and capabilities.
 - Demographic diversity requirements/aspirations.
 - Must be a member of Endeavour Foundation.
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Proposed Director appointment process



Modernising aspects

We must address some matters irrespective of the remaining changes:

Directors' duties

- Explicit due to changes in Charity Law imposing responsibility on the Foundation

Director composition and selection

- 9 year limit on Director tenure
- Nominations Committee (with National Chairs representation) for rigorous Director appointment

Remuneration

- Members have the authority to approve payment of directors' fees to the Board – to recognise time and accountability of Directors.



Questions?

Next steps

Final opportunity for feedback

Friday 22 September 2023

Governance Working Group

Tuesday 26 September 2023

- Review feedback from Stakeholder Summits

Board

Tuesday 24 October 2023

- Approve new Constitution and By-Laws to be considered at AGM

Annual General Meeting

Monday 27 November 2023



Thank you

