



Australian
**HEALTH
PROMOTION**
Association

AUSTRALIAN HEALTH PROMOTION ASSOCIATION

BOARD INFORMATION PACK

2019-2020



ABOUT US

The Australian Health Promotion Association (AHPA®) is Australia's peak health promotion body in Australia and the only professional association in Australia specifically for people interested or involved in the practice, research and study of health promotion. AHPA has operational branches representing all states and territories and has members and subscribers from government departments and agencies, universities and research organisations, non-government and community-based organisations and groups and private companies. It upholds the highest of governance standards and collaborates at a national and jurisdictional level to provide strategic and operational leadership for health promotion in Australia.

AHPA has its origins in the ANZAAS Congress held in 1983 which resulted in the formation of the Western Australian Professional Health Educators' Association (WAPHEA) in 1985. In response to interest shown in the organisation from health promotion professionals throughout Australia, WAPHEA changed its name, and in 1990 was nationally constituted as the Australian Association of Health Promotion Professionals.

In May 1999 members voted to change the name of the Association to the Australian Health Promotion Association thereby reflecting the more inclusive and broader approach to its work. A new mission statement, objectives, and a new membership structure were developed to reflect the change in direction. Today the Australian Health Promotion Association continues to evolve as a contemporary body representing the health promotion profession and its members across Australia.

STRATEGIC PRIORITIES

1. A highly skilled and sustainable health promotion workforce

- Build the capacity of the health promotion profession through contemporary professional development for members and the sector.
- Promote the profession and the professional identity of health promotion practitioners.
- Promote and disseminate health promotion research and evaluation, and support evidence translation activities and initiatives.
- Strengthen professional and career opportunities for health promotion practitioners.
- Acknowledge and reward professional excellence in health promotion.

2. Effective advocacy for health promotion issues

- Create a strong public voice for health promotion issues through effective advocacy.
- Effectively communicate the value of health promotion, the profession and AHPA.

3. A strong and responsive professional organisation

- Ensure best practice in AHPA's systems, policies, procedures and budgets.
- Develop and sustain strategic alliances and partnerships to promote population health and wellbeing and achieve greater advocacy impact.
- Build a vibrant and well supported organisation with a sustainable membership base

VISION

LEADERSHIP IN HEALTH PROMOTION

"Health promotion is the process of enabling people to increase control over the determinants of health and thereby improve their health."
(World Health Organization Ottawa Charter 1986).

PURPOSE

To advance the health of all people in Australia through leadership, advocacy and support for health promotion action in practice, research, evaluation and policy

The health promotion profession has evolved alongside, and in response to, the international health promotion movement and the broader new public health movement.

Health promotion not only embraces actions directed at strengthening the skills and capabilities of individuals but also actions directed towards changing social, environmental, political and economic conditions to alleviate their impact on population health.

AHPA IN ACTION

To achieve AHPA's vision and purpose the Board and members commit to:

→ ETHICAL PRACTICE

Supporting culturally informed, participatory, respectful, and safe practice.

→ HEALTH EQUITY

Addressing the social determinants of health in order to build health equity.

→ INNOVATIVE + EVIDENCE INFORMED APPROACHES

Promoting and supporting evidence informed research, policy and practice.

→ COLLABORATION

Working in partnership with other organisations to improve health and wellbeing.

STATUTORY REQUIREMENTS

As an Australian Public Company limited by guarantee, the Association must meet the requirements of both the Corporations Act 2001 and its own Constitution. These two documents together form the framework within which the Board of Directors governs the company.

As a Company Limited by Guarantee AHPA is required to comply with the requirements of the Australian Securities and Investments (ASIC) Commission as well as those of the Australian Charities and Not-for-Profits Commission (ACNC).

The trademark "AHPA®" was registered in Australia by the Australian Health Promotion Association in 2009 (1314173; Class 35- Association services being the promotion of the interests of members of the association).

The Australian Health Promotion Association's Constitution can be obtained via the link below:

Constitution - Australian Health Promotion Association Limited, August 2017

By-Laws of Constitution

BOARD & BRANCHES

The Australian Health Promotion Association operates at both the National and State/Territory level in order to achieve its objectives. Nationally, the Association is governed by a Board of Directors.

The Board Directors nominate and are accepted at the Association's Annual General Meeting. They assume responsibility for the governance and strategic direction of the Association ensuring that it is meeting its Constitutional requirements.

View the current AHPA Board of Directors.

Branches are involved in providing professional development opportunities to members, including conducting workshops and training courses on a wide range of topics. Some branches also provide scholarships for health promotion students or graduates, mentoring programs as well as regular e-communication to their members including jobs and events bulletins.

BOARD COMMITTEES & WORKING GROUPS

The Board has standing and short-term committees to ensure effective governance and to progress tasks. Current groups are:

- Branch Presidents' Committee
- Executive and Finance, Audit and Risk Management Committee
- National Accreditation Organisation Management Committee
- Membership and Communications Committee
- National Events Committee
- Research, Evaluation and Evidence Translation Committee
- Community Health Ethics Board Working Group
- Strategic Plan Working Group

BOARD RESPONSIBILITIES

The AHPA Board is responsible for all matters pertaining to the running of the Association. Principal functions and responsibilities of the Board include:

- setting the short, medium and long term goals of AHPA
- providing direction in the context of the strategic needs of AHPA
- approving operational plans
- approving all items of capital expenditure
- reviewing and approving budgets, performance indicators and performance against them, and initiating corrective action where required
- determining the policies governing the operations of AHPA
- approving and appointing the terms and conditions of all contractors
- reviewing and evaluating the ongoing performance against predetermined criteria of all contractors
- establishing and determining the powers and functions of Directors
- reviewing annual progress and performance in meeting the objectives of AHPA including reporting on the outcome of such reviews

BOARD COMMUNICATION

The Board maintains communication with members and stakeholders through:

- national list server and website
- Annual General Meeting
- professional development opportunities including national conferences and events
- Health Promotion Journal of Australia
- Communique
- committees and working groups
- strategic plan
- branch management committees

RESPONSIBILITIES AS A DIRECTOR

AHPA Directors have full responsibility for the overall successful operations AHPA including:

- ▽ financial operations and solvency
- ▽ all matters as prescribed by law
- ▽ strategic direction
- ▽ any non-routine financial claim against the organisation
- ▽ all insurance matters
- ▽ any potential or actual legal action against the organisation

In accordance with statutory requirements, and in keeping with developments at common law, AHPA Directors will:

- discharge their duties in good faith and honestly in the best interests of AHPA, with the level of skill and care expected of a Director of an association
- owe a fiduciary duty to AHPA using the powers of office for a proper purpose, in the best interests of AHPA as a whole
- act with required care and diligence, demonstrating commercial reasonableness in their decisions
- not take improper advantage of the position of Director
- not allow personal interests, or the interest of any associated person, to conflict with the interests of AHPA
- make reasonable enquiries to ensure that AHPA is operating efficiently, effectively and legally towards achieving its goals
- undertake diligent analysis of all proposals placed before the Board
- take responsibility for maintaining own standard of knowledge that could be reasonably expected of an individual Director of a board of an association
- not engage in any communication or behaviour that could bring AHPA into disrepute.
- keep confidential Board discussion and deliberations.
- be forthright in Board meetings and have a duty to question, request information, raise any issue, fully canvas all aspects of any issue confronting AHPA and cast their vote on any motion according to their own decision.
- in good faith, conduct themselves in a manner consistent with generally acceptable procedures for the conduct of meetings at all meetings of the Board.

GOOD GOVERNANCE

The AHPA Board supports the following ten principles of good governance for not-for-profit boards from the Australian Institute of Company Directors.

ROLES AND RESPONSIBILITIES – Our Board strives to ensure that there is clarity regarding individual director responsibilities, organisational expectations of directors and the role of the Board.

BOARD COMPOSITION – Our board believes it needs to have the right mix of people, with relevant backgrounds, skills and experience. Of particular importance is how the addition of an individual builds the collective capability and effective functioning of the board.

PURPOSE AND STRATEGY - Our board plays an important role in setting the vision, purpose and strategies of AHPA, communicating these and adapting the direction or plans as appropriate.

RISK - RECOGNITION AND MANAGEMENT – Our Board has put in place systems for risk oversight and internal controls to assist us to effectively deliver on AHPA's purpose.

ORGANISATIONAL PERFORMANCE - Our Board takes time to develop and assess key performance indicators for AHPA.

BOARD EFFECTIVENESS – Our Board takes time to: forward plan board-related activities; ensure board meetings are run as efficiently as possible; regularly assess board performance; and use committees to undertake a range of activities related to our strategic priorities.

INTEGRITY AND ACCOUNTABILITY – Our board has in place a system whereby: there is a flow of information to the board that aids decision-making; there is transparency and accountability to external stakeholders; and the integrity of financial statements and other key information is safeguarded.

ORGANISATION BUILDING - Our board plays a critical role in enhancing the capacity and capabilities of AHPA and its activities.

CULTURE AND ETHICS – Our board strives to set the tone for ethical and responsible decision-making throughout AHPA.

ENGAGEMENT- Our board plays an integral role in effective engagement with stakeholders.

ELIGIBILITY TO BE A DIRECTOR

Current financial individual members of the Association are eligible to nominate for a position on the AHPA Board of Directors. The Australian Health Promotion Association is a Company Limited by Guarantee under the Corporations Act 2001.

A member of AHPA's Board of Directors is a 'Company Director' as defined by the Corporations Act. The Corporations Act 2001, along with the AHPA constitution, set out the responsibilities and requirements of members of the Board of Directors.

You should note that there are legal requirements regarding nominating to become a company Director. These laws relate to bankruptcy and insolvency. Anyone accepting nomination to the AHPA Board of Directors should ensure that they meet the requirements to become a company Director set out by ASIC.

A brief guide about being a company director can be found on the ASIC website. This guide outlines the legal requirements of being a company director.

HOW ARE DIRECTORS ELECTED?

A maximum number of 16 people can be elected to the Board of Directors.

No ordinary member or nominated representative of a Corporate Member may propose more than 1 person as a candidate. However they may second more than 1 nomination.

In the event that more than sixteen nominations for the Board of Directors are received a ballot will need be conducted at the Annual General Meeting. Members will be notified if a ballot is to occur.

Successful candidates will be notified and the results of the election will also be announced at the Annual General Meeting.

Office Bearers will be elected by the elected members of the Board of Directors at the first Directors meeting to be held after the Annual General Meeting.

CONSIDERATIONS

The AHPA Board of Directors is a working board. All Directors are expected to participate actively in the business of the Association.

The Board oversees strategic priorities as well as the day to day management of AHPA, including making any representations or agreements with member companies, suppliers, business partners, employees or other parties or organisations.

Directors are expected to give their specific expertise generously to the organisation. We are looking for committed, passionate, innovate and experienced health promotion researchers, practitioners, advocates or policy makers with interest and experience in governance. In particular we are looking for those with interest or experience in finance and risk management, advocacy and business development, along with those who have strengths in research, communications and partnership management.

Directors must:

- be able to attend all meetings (and not miss more than three)
- actively contribute to Board discussions and decision making in the best interest of AHPA
- commit to leading and/or contributing to Committee activity
- preferably commit to a Board term of at least two years.

Before accepting nomination, any candidate should be aware that company directors have responsibilities set by the Corporations Act 2001 and that work outside meeting times is necessary.

The period in office will be until the 2020 Annual General Meeting.


FOR MORE INFORMATION


There is a great deal of information about being a company Director online. This includes:


- Duties of a company director (Queensland Government fact sheet).
- Justice Connect provides information on companies limited by guarantee
- Australian Securities and Investments Commission
- Australian Charities and Not-for-profits Commission
- The Australian Institute of Company Directors: *Good governance principles and guidance for Not-for-Profit Organisations.*
- Institute of Community Directors includes OurCommunity.com.au which has a great deal of information about being on Boards. *While much of it is written with Incorporated Associations in mind (as opposed to Companies Limited by Guarantee), it is for the most part, relevant and useful to AHPA members thinking about becoming a member of the Board of Directors.*



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