### AGED CARE WORKFORCE INDUSTRY COUNCIL LIMITED
#### BOARD MINUTES

**Date:** Thursday 11 July 2019  
**Time:** 9:20am – 12:45pm  
**Venue:** Estia Lockleys, 8 Mellor St Lockleys, Adelaide  
**Chair:** Ian Hardy  
**Minutes:** Bruce McMurtrie

**Directors present or on teleconference:** John McCallum, Melissa Coad, David Maher, Lucy O’Flaherty, Graham Dangerfield, Sandra Hills, Graeme Prior, Ian Thorley, Ross Johnson

**Apologies:** Kevin McCoy

**Attendees:** Cathy Thomas, Lakshman Gunaratnam (LG), Bruce McMurtrie

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<thead>
<tr>
<th>No.</th>
<th>Item</th>
<th>Details</th>
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<tbody>
<tr>
<td>1</td>
<td>IN CAMERA SESSION</td>
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<tr>
<td>1.1</td>
<td>In-camera session</td>
<td>No in-camera session required.</td>
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<tr>
<td>2.0</td>
<td>MEETING OPENING</td>
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<tr>
<td>2.1</td>
<td>Acknowledgment of Country</td>
<td>No acknowledge was undertaken.</td>
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<tr>
<td>2.2</td>
<td>Welcome and Apologies</td>
<td>The Chair welcomed the members. Apologies were received from Kevin McCoy.</td>
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<tr>
<td>2.3</td>
<td>Register of Disclosed Interests</td>
<td><strong>Resolution:</strong> The Board notes there were no conflicts declared within this agenda.</td>
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<td>2.4</td>
<td>Confirmation of starred items (those requiring discussion)</td>
<td>The Chair confirmed those starred items for discussion.</td>
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| 2.5 | Confirmation of the Minutes from 27 May 2019 meeting | The Minutes of the 27 May meeting were presented. It was noted that apologies from Ross Johnston, Sandra Hills and Graeme Prior were not in the Minutes.  
**Resolution:** Subject to these changes the Board accepted the Minutes of the 27 May 2019 meeting. | Update the 27 May 2019 Minutes to reflect the apologies for the meeting of Ross Johnston, Sandra Hills and Graeme Prior. |
| 2.6 | Confirmation of the Record of Workshop on 20 June 2019 | The Minutes of the 20 June 2019 Record of Workshop were presented. An issue with Action 2 was discussed and clarified. The Council was to lead by example and spread the word through the sector on the voluntary code of practice.  
**Resolution:** The Board accepted the Record of Workshop held on 20 June 2019. | |
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| 2.7 | Actions Arising | The Actions Arising table was presented and those items that were not closed reviewed.  
- Action Number 6 and 7: Directors were asked by the Chair to return the signed Directors’ Commitment Statement and Statement of Interests within the week.  
- Action Number 8: Further work on the governance documents for the Council has been deferred until funding from the Department has been agreed and funding received.  
- Action Number 14: John McCallum to share his contact details with the Aged Care Royal Commission.  
- Action Number 15: The Chair mentioned that he had a teleconference with the Department on Monday 15 July 2019 and the email to the participants of the 12 February workshop will be influenced by the outcome of the meeting with Departmental officials.  
It was suggested that the Actions Arising Table include additional columns with date the action was completed and owner of the Action. | Update the Actions Arising table format to include a column for date completed and the owner of the Action. |

| 3.1 | Search for an independent Chair | LG provided some background to the paper that was presented to the Council on the search for an independent Chair. The attachment to the paper relates to the proposal from Korn Ferry to undertake the executive recruitment process for the Council.  
- LG reiterated that the Chairs’ role would be outwards focussed with the Deputy Chair being more inwards focussed on operations.  
- The Chair again raised the issue of the fee for the executive search as being a good use of the funding provided to the Council.  
- It was suggested that the remuneration for the Chair role be benchmarked against other statutory committees covered by the Remuneration Tribunal.  
- The remuneration for the Chair would only cover one day a month of the person’s time which may not cover the expected workload for the Chair role.  
- There was discussion around what the attributes of the Chair should be.  
- The indicative budget at Agenda Item 3.3 shows the potential remuneration of the Chair at $150,000.  
- There was discussion around the remuneration of the Chair and maybe this should be a range. It was suggested that a high salary would not sit well with the industry generally, | LG to develop a brief for the Chair role to be circulated to Council directors out of session for comment, and then be provided to the following executive search organisations.  
- Korn Ferry  
- Brooker Consulting  
- InterSearch  
- Directors Australia  
- Davidsons |
the Government and not for profit providers. The optics to the sector which is primarily made up of lower paid workers may be an issue. It was suggested if the person was Canberra based with would provide a saving on airfares and travel expenditure with the person likely to be flying into Canberra a lot to talk to Government and the Minister. Getting good chairs may not always be related to large salaries.

- It was suggested the key skills of the Chair should include communication and the ability to influence the workforce.
- As the role was for a not for profit entity, the person may accept a lower salary.
- It was suggested that the person should have some industry knowledge, be based in Canberra and have gravitas.
- Page 5 of the Korn Ferry proposal outlined the key attributes of the person that the Council was seeking for the Chair role.
- Chairing of Council meetings was only seen as 10% of the role.
- The person in the Chair role should have the following attributes:
  - Brand ambassador and extended focus
  - Technical ability
  - An ability to influence and work collaboratively with the Department
  - Level of confidence
  - Be strategic
  - Be able to lead transformational change
  - Understand the sector and relationship between industry, community and government
  - Have some understanding of industrial relations
  - Understand the consumer and consumer advocacy
- It was confirmed that the Council was seeking a female to undertake the Chair role.
- It was agreed to go to a number of executive search organisations. These were:
  - Korn Ferry
  - Brooker Consulting
  - InterSearch
  - Directors Australia
  - Davidsens
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| 3.2 | Voluntary Code of Practice – an approach to implement | • LG gave an overview of the paper on the voluntary code of practice, noting that the attachment was developed for the Workforce Strategy and was a bit out of date. The voluntary code was developed by Phil Khoury who did the original code of practice for the banking industry.  
• The attachment includes an explanatory memo and the draft code.  
• The role of the Peaks was raised in the context of the code of practice. It was suggested that the Council should seek the agreement of the Peaks for a code of practice. LASA has a Membership Charter working group looking at the principles that could work with the Council.  
• It was mentioned that three providers had recently gone into receivership. Profitability for, for-profit providers will drop to zero in 2020.  
• We need a block of providers to sign up to the code.  
• It was suggested that the principles in the attached be chunked up along the following lines:  
  o 1, 2, 3 and possibly 4  
  o 5, 6, 7  
  o 8, 9  
  o 10  
• It was suggested to recraft 1-2-3 and maybe 4 of the existing draft principles  
• The voluntary code needs to bring people along and not be imposed on them. This was tried by Bronwyn Bishop some years ago and failed.  
• The principles need to be refined and simplified – the why, what and how.  
• The principles are a key starting point and an expression of the Workforce Strategy’s intent. This is an opportunity to adopt the intent of the Strategy report.  
• It was suggested the voluntary code was a good opportunity to engage with the Peaks and be proactive with other stakeholders including the unions and consumers.  
• The Council should develop the baseline.  
• It is important to win the hearts and minds of the staff and the Council needs an ‘elevator pitch’ to help people make the connection.  
• It was suggested that the Council make reference to other voluntary codes in other industries eg banking and alcohol. | LG to investigate voluntary codes of practice in other industries as part of the development of the code of practice for aged care.  
The voluntary code of practice sub-group to come back to the Council before the next meeting on 15 August with a first cut of the code principles supported by Miles Morgan. |
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| 1.1 | Item | It was agreed that the following sub-group of the Council would lead the initial work on the development of a voluntary code of practice:  
- Ross Johnston  
- Graeme Prior  
- Sandra Hills  
- Cathy Thomas. |  |
|     |      | It was suggested that the issue of code ownership and the regulatory side should be worried about later and the key thing would be to go out with the principles and get providers to sign up. |  |
|     |      | The messaging from the Council should be focussed on the code and getting this up. |  |
|     |      | The industry will not sign up to more regulation if that is what the code is proposing. |  |
|     |      | Focus on the benefits of signing up to the code. |  |
|     |      | Build in the opportunity to amend the Act and funding envelope. |  |
|     |      | The code has to be a value proposition. Can’t be a burden. |  |
|     |      | There is a need to demonstrate outcomes to government. |  |
|     |      | Providers want to get respectability in the sector. You could have a symbol that providers could display as being signed up to the code. Public visibility of being signed up. Need to take advantage of this. |  |
|     |      | Self-regulate, less reliance on government. |  |
|     |      | There is a need to shift the rhetoric of the Department and recognise that the CEOs of providers have significant influence. |  |
|     |      | Better outcomes for consumers. To get a sustainable industry that delivers quality care to consumers. |  |
|     |      | It should be about developing quality systems with a mindset of continuous improvement and capacity building. |  |
|     |      | Agree a new baseline and engage with the Peaks to agree to go out with the new code, noting that the Council owns the code. |  |
| 3.3 | Annual Work Program and indicative budget | LG presented the draft annual work program and budget.  
The presentation of the budget was to highlight the significant investment by the Council CEOs in the work of the Council. | LG to provide the Council with the detailed breakdown of the budget and the assumptions used in its development. |
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|    |      | • It was suggested that the Council should see the detailed breakdown of the budget and the assumptions used in its development.  
• The Chair is having a teleconference with the Department on Monday 15/7 and it was suggested that the high level of the nature rather than the detail be discussed with the Department.  
• Ian Thorley mentions that he had met with the Minister for Aged Care earlier in the week where he mentioned the Council and the work it was doing around the aged care workforce. The Minister was very interested and asked a lot of questions.  
• It was agreed that LG would develop a short paper incorporating the budget that could be provided to the Department through the Chair to assist in securing the $1.2M in funding for the Council. | LG to develop short paper incorporating the budget that could be provided to the Department through the Chair to assist in securing the $1.2M in funding for the Council. |
| 3.4 | Initial communique with key stakeholders | • LG gave an overview of the communication options for the Council.  
• The current situation is that the Council has not formally communicated externally with any stakeholders. The Chair has had some interaction with the Department.  
• Who were the Council’s stakeholders was discussed. COTA was identified as one stakeholder.  
• The Chair suggested that some communication from the Council would be prudent before there was a Ministerial announcement about the provision of $1.2M to the Council.  
• It was suggested there could be a joint communique with the Department.  
• The question was asked whether the Council had a communications strategy. It currently does not.  
• LG referred to the stakeholder matrix that was developed in a previous paper.  
• Sandra reiterated that she has a communications person that can assist. | LG to draft a high level communique to explain that the Council is in existence and has commenced work, working with a resource from Benetas. |
| 3.5 | Suggested guest speaker at next Council meeting | • It was suggested that the Council could invite some guest speakers to Council meetings.  
• Claerwen Little, National Director of Uniting Care might be someone to consider.  
• Chris Hall was suggested, and he is going to speak at the next Council meeting in August. There is a standing agenda item for reporting from the Remote Accord at Agenda Item 4.5 – Standing Project Updates.  
• The work on the voluntary code might identify potential guest speakers. | Chris Hall to provide an update on the Remote Accord at the 15 August Council meeting. |
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<td>3.6</td>
<td>Settling of key governance documentation</td>
<td>- Directors have the opportunity to provide feedback and comments on the following set of governance documents up until Friday 19 July 2019.</td>
<td>Directors to provide feedback on draft governance documentation until Friday 19 July 2019.</td>
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#### 4. MATTERS FOR DISCUSSION

| 4.1 | Governance policies and procedures to be developed as part of ongoing Council operations | - The development of the following draft governance documents will be deferred until the Council agreed the funding arrangements with the Council.  
  - Draft Delegations Authority Policy and Framework  
  - Draft Risk Management Policy  
  - Draft Remuneration Policy  
  - Draft Intellectual Property Policy  
  - Template Committee Terms of Reference | Directors to submit their Statement of Directors’ Commitment and Standing Notice of Interests no later than Friday 19 July 2019. |

| 4.2 | Directors to submit outstanding Statement of Directors’ Commitment and Standing Notice of Interests no later than Friday 19 July 2019 | - Directors were asked to submit their Statement of Directors’ Commitment and Standing Notice of Interests no later than Friday 19 July 2019. | Directors to submit their Statement of Directors’ Commitment and Standing Notice of Interests no later than Friday 19 July 2019. |

| 4.3 | Completion of tasks to support Council operations | - An overview of the tasks to support the Council were presented. These included the following:  
  - Confirmation of incorporation - ACN 633 541 581  
  - Confirmation of ABN – 69 633 541 581  
  - Confirmation of Council domain name and email addresses – www.acwic.com.au  
  - Registration for GST to be finalised with bank account details  
  - Identification of four Council directors to be bank account signatories (Currently we have the Deputy Chair and Company Secretary)  
  - Confirmation of quotes received for company auditor and bookkeeping services (RSM and Vincents). |
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| 4.4 | Miles Morgan to update the Council on being recently appointed by the Department of Health to undertake a review of Regional, Rural and Remote (RRR) aged services and alignment of this work with the Remote Accord | • LG provided an update to the Council on being recently appointed by the Department of Health to undertake a review of Regional, Rural and Remote (RRR) aged services and alignment of this work with the Remote Accord.  
• This was an opportunity to reshape policy on RRR and positively intersect with the Council.  
• The Council directors will be able to provide some insights into ‘pockets of brilliance’ in RRR and provide advice on key stakeholders through their networks. | |
| 4.5 | Standing Project Updates | • The Chair provided an update on the Aged Services IRC. The next meeting of the IRC is on 29 August 2019 however a number of subcommittees have met.  
• A question was asked about the relationship between the Council and the Aged Services IRC. The Chair explained that the IRCs were set up under their own legislation. The Aged Services IRC is broader than any other IRC with 24 members.  
• The IRC will seek input from the Council, but its primary task is to meet its obligations under its legislation.  
• The revision of the Certificate III is one of the first things happening with mandatory units coming into effect from August 2019. A reference group is looking at the content of the units.  
• There are issues with the RTO network effectiveness in providing outcomes to workers in the industry. | |
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| 4.6 | Standing Consultation | • No updates were provided by the Department or the Peaks. Two of the three Peak CEOs are on leave in July and hence were unavailable. They will be invited to the August meeting.  
• No Departmental person was available to address the Council.  
• It was suggested that the Council engage with the Secretary of Health. | Invite the Peak CEOs to the 15 August 2019 Council meeting. |
| 4.7 | Other matters for discussion | • No other matters were raised. | |

### MEETING FINALISATION

| 5.1 | Review actions to be taken | The actions arising from this meeting are summarised in the table below. |
| 5.2 | Decisions/items for public disclosure | No decisions/items for public disclosure were identified. |
| 5.3 | Meeting Reflection | • The following comments were made:  
  o The Council needs to take a position on the Workforce Strategy.  
  o The Council needs to understand what is happening in the Remote Accord.  
  o The ownership of actions needs to be identified. |
| 5.4 | Next meeting | The next meeting is scheduled for Thursday 15 August 2019 from 10:00-3:00pm, at Australian Unity, 271 Spring Street Melbourne. |
| 5.5 | Meeting close | |
# AGED CARE WORKFORCE INDUSTRY COUNCIL LIMITED
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### BOARD ACTION ITEMS

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<tr>
<th>No.</th>
<th>Meeting &amp; Item</th>
<th>Action</th>
<th>By Whom</th>
<th>By When</th>
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<tbody>
<tr>
<td>1</td>
<td>11/7/19 Item 2.5</td>
<td>Update the 27 May 2019 Minutes to reflect the apologies for the meeting of Ross Johnston, Sandra Hills and Graeme Prior.</td>
<td>Miles Morgan</td>
<td>15/7/19</td>
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<tr>
<td>2</td>
<td>11/7/19 Item 2.7</td>
<td>Update the Actions Arising table format to include a column for date completed and the owner of the Action.</td>
<td>Miles Morgan</td>
<td>15/7/19</td>
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| 3   | 11/7/19 Item 3.1 | LG to develop a brief for the Chair role to be circulated to Council directors out of session for comment, and then be provided to the following executive search organisations.  
- Korn Ferry  
- Brooker Consulting  
- InterSearch  
- Directors Australia  
- Davids ons | Miles Morgan | 22/7/19 |
| 4   | 11/7/19 Item 3.2 | LG to investigate voluntary codes of practice in other industries as part of the development of the code of practice for aged care. | Miles Morgan | 22/7/19 |
| 5   | 11/7/19 Item 3.2 | The voluntary code of practice sub-group to come back to the Council before the next meeting on 15 August with a first cut of the code principles supported by Miles Morgan. | Miles Morgan and Code of Practice sub-group | 2/8/19 |
| 6   | 11/7/19 Item 3.3 | LG to provide the Council with the detailed breakdown of the budget and the assumptions used in its development. | Miles Morgan | 22/7/19 |
| 7   | 11/7/19 Item 3.3 | LG to develop short paper incorporating the budget that could be provided to the Department through the Chair to assist in securing the $1.2M in funding for the Council. | Miles Morgan | 22/7/19 |
| 8   | 11/7/19 Item 3.4 | LG to draft a high level communique to explain that the Council is in existence and has commenced work. | Miles Morgan | 22/7/19 |
| 9   | 11/7/19 Item 3.5 | Chris Hall to provide an update on the Remote Accord at the 15 August Council meeting. | Miles Morgan | 22/7/19 |
| 10  | 11/7/19 Item 3.6 | Directors to provide feedback on draft governance documentation until Friday 19 July 2019. | Miles Morgan | 22/7/19 |
| 11  | 11/7/19 Item 4.2 | Directors to submit their Statement of Directors’ Commitment and Standing Notice of Interests no later than Friday 19 July 2019. | Miles Morgan | 22/7/19 |
| 12  | 11/7/19 Item 4.6 | Invite the Peak CEOs to the 15 August 2019 Council meeting. | Miles Morgan | 22/7/19 |