Non-Executive Board Director

Mater Christi College, Belgrave is a Catholic School established by the Sisters of the Good Samaritan of the Order of St Benedict in 1963. The College is a company limited by guarantee and owned by Good Samaritan Education. Mater Christi is a proud leader in educational innovation and strives to educate young women to be Informed, Compassionate and Creative. This role description is written in light of the Mission and Vision statements of the College and the associated School Improvement goals set each year.

Role of the Board

The role of the Board is to provide leadership and corporate governance for the organisation including:

- leading the organisation's strategic direction and purpose
- ensuring the good order of the organisation on behalf of Good Samaritan Education and other stakeholders through appropriate standards of compliance and risk.

Responsibilities

All directors have the following responsibilities:

- acting in good faith in the best interests of the company and for a proper purpose
- exercising care and diligence
- a duty of care for the health and wellbeing of all employees
- avoiding conflicts between the interests of the company and personal interests
- preventing the company trading while insolvent.

Each director, collectively as part of the Board contributes to the following responsibilities:

- provide leadership and set the strategic direction and priorities for the organisation
- monitor the organisation's performance and ensure compliance with the relevant legal obligations
- contribute to the identification and management of risks aligned with the Risk Management Framework
- ensure that the organisation has adequate resources for any proposed undertaking
- engage a competent Principal and enter a professional agreement which provides regular performance appraisal
- establish and monitor delegations of authority for the Principal and management.

The organisation operates within the regulatory environment of:

- Australian Charities and Not-for-profits Commission (ACNC) legislation
- Company law specifically Corporations Act 2001
- Common law and legislative obligations
- Company Constitution
- Requirements of the Australian Government and other organisations that provide funds in accordance with funding agreements
- Codes of practice and ethics agreed to and adopted by the organisation through its Board Charter including Good Governance Principles and Guidance for Not-for-Profit Organisations (Australian Institute of Company Directors) and Corporate Governance Principles and Recommendations (ASX, 3rd ed).

Reporting

Reporting to the Board

All directors are required to report at each Board meeting on any assignments they have accepted, or any meetings they have attended as part of their Board responsibilities.

Reporting by the Board

The Board is required to report to Good Samaritan Education at each Review and Stewardship Meeting through the Chair and to provide a Report.

Performance Review

The Board strives to improve the effectiveness of communication and decision making, along with the effectiveness and efficiency of meetings. Performance review occurs annually with a focus on continuous quality improvement and monitoring performance. Approximately every 3 years an external performance review is undertaken.

Time commitment

There are 10 scheduled meetings per calendar year and generally these are held after hours.

Meeting time is approximately 2 hours. Special or additional meetings may be required from time to time.

Meetings are generally face to face at Mater Christi College or by videoconference.

Participation in at least one Board committee will also be required. Board committees include:

Governance; Finance; Development.

Attendance at the School's Review and Stewardship Meetings and agreed Board training or annual planning sessions is also expected.

Selection Criteria

Selection criteria are aligned with the Board's Skills Matrix which is used to ensure the Board has the right balance of people to retain positive control of the organisation, achieve the organisation's strategic goals, and direct the organisation's future.

The successful applicant will have sound professional skills:

1. Knowledge and experience in best practice corporate governance including the fiduciary and legislative frameworks that underpin the company particularly in the not-for-profit context.
2. The ability to think strategically and identify and critically assess strategic opportunities and threats and develop effective strategies in the context of the strategic objectives of Mater Christi College and relevant national policies and priorities.
3. The ability to identify key issues for Mater Christ College and develop appropriate policies to define the parameters within which the organisation should operate.
4. Knowledge of the organisation's funding drivers and funding cycles and the ability to analyse key financial statements, critically assess financial viability and performance, contribute to strategic financial planning, and oversee budgets and the efficient use of resources.
5. The ability to identify key risks to the organisation including legal and regulatory compliance and monitor risk and compliance management frameworks and systems.
6. Demonstrated knowledge and experience in a relevant professional area or industry fields including:
   - Data management and cyber security
   - community and stakeholder engagement
   - executive management
   - commercial experience
   - commissioning
   - political relations
7. Capacity to attend Board meetings and participate in Board committees, as well as training and other agreed activities.

Our shared values and behaviours

The Board works to the values of Good Samaritan Education and adheres to the organisation's Code of Conduct.

Applications to: Emeritus Professor Wendy Cross, Chair via email at wcross@netross.com.au

Reviewed: July 2026

As part of your application, please provide your CV, including the names and contact details of two referees.