FY26 BOARD COMPOSITION MATRIX

The Board actively seeks to structure its membership to ensure balance of skills, knowledge, experience, and diversity, enabling it to discharge its responsibilities with the highest standards of corporate governance.

ST JOHN WA GROUP

St John WA is a charitable, non-profit and purposeful organisation providing preventative, community and emergency health-based services to Western Australians.

St John WA is a group of companies comprising of St John Ambulance Western Australia Limited, a public company limited by guarantee and a wholly owned subsidiary, Apollo Health Limited, a public company limited by shares.

BOARD

The Board is the governing body of St John WA and is accountable to Members and stakeholders for the strategic direction, governance, and performance of St John WA.

The Board is also accountable for maintaining and continuing the philosophies of the Order of St John.

In carrying out the roles, the Board has regard to the interest of many stakeholders, including members, paid and volunteer team members, customers, partners, patients, regulators and the broader community in which St John WA operates.

Role of the Board

- Role 1: Group CEO Oversight and Resourcing
- Role 2: Group Performance and Accountability
- Role 3: Group Compliance and Risk
- Role 4: Group Strategic Direction and long-term sustainability

The Board operates under a charter that defines its role, membership, and procedures.

The Board determines its size and composition, subject to the terms of St John WA's Constitution. Under the Constitution, there must be no less than six and no more than nine Directors.

Currently the Board has seven Non-Executive Directors, each uniquely purposeful and skilled at governance of a company larger than the size and scale of St John WA.

In FY26 the Board had nine formal Board meetings, 17 Committee meetings and one Board Planning Day.

Board Committees

The Board functions in a distributed leadership pattern overseeing three governance committees and one subject matter committee as follows:

- Audit and Investment Committee
- Risk and Compliance Committee
- Safety, People and Board Governance Committee
- Clinical Performance Committee

In relation to Board composition matters the role of the Nominations and Remuneration Committee is to review, advise, and recommend to the Board on:

- Structure and composition of the Board and its Committees, including diversity;
- Board succession planning, selection and appointment of Board Chair and Directors;
- Board's annual performance review processes and development and training;
- The structure, design, and operation of Board remuneration arrangements and benchmarking.

Independence

The Board considers all the Non-Executive Directors are independent. In making assessments of independence, the Board follows the evaluation criteria set out in the Board Charter.

Appointment and Tenure

The appointment of Non-Executive Directors is subject to a transparent and rigorous external selection process.

The Board has set clear expectations about tenure. As per the Constitution, Directors serve no more than nine years (being three, three-year terms) from the date of their first election by Members. The maximum tenure of the Board Chairperson is six years of continuous service.

Performance Review

The Board's performance is subject to an annual assessment, against the core elements for effective governance and how the Board is adding value to St John WA, which includes a review of the performance of Directors, the Chairperson, Board Committees, Committee Chairpersons, and the Board as a whole.

This review alternates between internal and external, and in FY25, that performance was internally assessed.

Professional Development

The Board promotes continuing the professional development to maintain an appropriate understanding of St John WA's operations and stay ahead of expertise relating to directors' duties.

BOARD DIRECTORS

MEMBERS	COMMITTEE ROLES
Monish Paul MAICD	Member of Safety, People and Board Governance (**SPG**) Committee Member of Audit and Investment (**A&I**) Committee
Craig Heatley GAICD	Chair of A&I Committee Member Risk and Compliance (**R&C**) Committee
Elisa Fear GAICD	Chair of SPG Committee Member of A&I Committee
Amanda Healy MAICD	Member of SPG Committee Member of R&C Committee
Jeffrey Williams GAICD	Chair of Clinical Performance Committee Member of SPG Committee
Matt Mueller GAICD	Chair of R&C Committee Member of A&I Committee
Melanie Gates GAICD	Member of Clinical Performance Committee Member of R&C Committee

BOARD COMPOSITION CHANGES

The Board has developed a comprehensive Succession Plan informed by the Board Composition Matrix and Board Performance Review.

In FY26 the Board finalised succession planning through a thorough, externally facilitated process to address the retirement of the previous Chairperson and conclusion of the term of a Director at the 2025 AGM.

The Board appointed Monish Paul, as the new Chairperson. The Members elected Melanie Gates, as a new Non-Executive Director at the 2025 AGM. Melanie Gates brings strong experience in strategy, business transformation, and the leadership of large, multi-functional teams. The Board welcomes Monish and Melanie to their new Board positions.

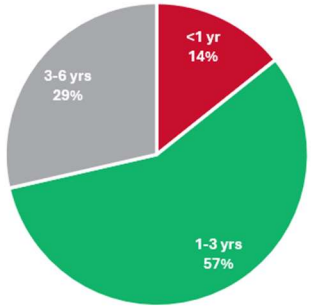
In FY27 the Board will continue succession planning with Amanda Healey's decision to conclude her term with effect from 31 January 2027 due to personal commitments. The Board will commence NED recruitment process accordingly.

BOARD COMPOSITION MATRIX

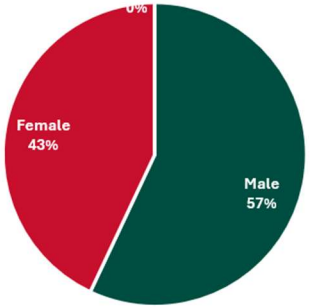
The Board is committed to reviewing its composition matrix periodically to ensure that its composition covers the required attributes. The FY26 Board Composition Matrix is set out below with the depth and breadth of knowledge presently represented on the Board. Apart from typical Non-Executive Director skills like financial, legal, risk, compliance and more, the matrix demonstrated the three most bespoke skills each Non-Executive Director adds to the matrix.

	Clinical Governance & Healthcare Expertise	Digital Health & Technology	Financial Management & Audit	Governance & Board Leadership	Government Relations	People, Culture & Workforce (incl legal)	Risk Management & Compliance	Strategy & Commercial Acumen
Monish Paul	☐	☐	☐	☑	☑	☐	☐	☑
Amanda Healy	☐	☐	☐	☐	☑	☑	☑	☐
Craig Heatley	☐	☐	☑	☑	☐	☐	☐	☑
Jeffrey Williams	☑	☐	☐	☐	☑	☑	☐	☐
Elisa Fear	☐	☐	☑	☑	☐	☑	☐	☐
Matt Mueller	☐	☑	☐	☐	☐	☐	☑	☑
Melanie Gates	☑	☑	☐	☐	☐	☐	☐	☑

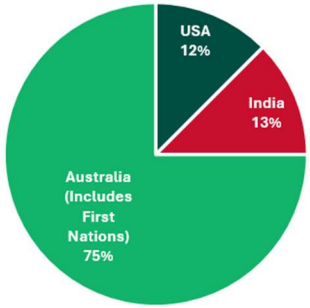
Tenure



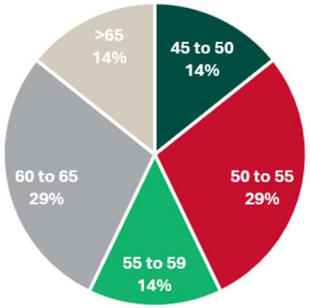
Gender (Self-Assigned)



Place of Origin



Age





Monish Paul

Board Chair, MAICD

CONCLUSION

The Board continues to set the tone for culture of the organisation, with each Non-Executive Director abiding by and behaving with St John WA's new values. The Board remains committed to be best constituted to align with St John WA's strategic direction 2030 and to maintain highest standards of corporate governance of today.