



St John WA

Board Communiqué

Kaya. A special recognition from the banks of the Derbal Yerrigan for First Nations' team members, friends and partners, who are trying to mend post Australia's Voice referendum. We send much care and support to each other during this time.

We also think caringly of St John colleagues from the Gaza area – aiming to do whatever they can to protect people and equipment at the St John Jerusalem Eye Hospital. The Eye Hospital is the only charitable provider of eye care in the West Bank, Gaza and East Jerusalem, treating patients regardless of ethnicity, religion or ability to pay.

There are three regions of the St John global family of 44:

- EMEA: Pories: England and the Islands, Kenya, Scotland, South Africa, Wales, Associations: Eswatini, Cyprus, Ghana, Gibraltar, Malawi, Malta, Mauritius, Nigeria, Republic of Ireland, Tanzania, Uganda, Zambia, Zimbabwe
- Americas: Pories: Canada, USA and Associations: Antigua, Barbados, Bermuda, Dominica, Grenada, Guyana, Jamaica, St Lucia, Trinidad and Tobago
- Asia Pacific: Pories: Australia, Hong Kong, Singapore, Hato Hone New Zealand, Associations: Fiji, Malaysia, Papua New Guinea, Solomon Islands, Sri Lanka

Role of the St John WA Board

The Group Board's role is in keeping with St John WA's need to pursue its charitable purpose effectively and meet its obligations under the law and has four roles aligned to Australian Institute of Company Directors (AICD) parameters, being:

Role 1. Group CEO oversight and resourcing

Role 2. Group performance and accountability

Role 3. Group compliance and risk

Role 4. Group strategic direction

St John WA Board Directors govern the organisation sustainably, and create value (such as social, economic, data, human capital) completely aligned to the St John WA purpose. In performing its duties, the Board follows the St John WA Constitution, the 10 AICD Governance Principles, the six Australian Charities and Not-for-Profits Commission's Governance Standards and the appropriate ASX Governance Principles All St John WA Board members are to be AICD, or equivalently, qualified. The Board Chair is not superior to the GCEO – the Board and the GCEO have two different Charters.

Acknowledgements

An Acknowledgement of Country: St John WA Board Member, Elisa Fear, presented learnings from recent travels and how people around the world value landmarks representing their history. Elisa reminded the Board of the importance of history, and how Australia's 60,000 year of continuous history through the country's First Nations people is truly unique.

A Respect of St John: St John WA new Board member, Amanda Healy, spoke on St John's contribution during the era of the First World war – sharing her family's touching story of her great grand father serving Australia and serving St John at the same time.

Agenda items

The October Board meeting was a Quarterly Board meeting (red), with the strict focus on performance and accountability, and risk and compliance. The four significant items on the Board's September agenda included:

- Group CEO report – achieving the Board's role of performance and accountability of the last and future 90 days, and enabling the Board to work through internal and external challenges, plus facilitating the Board to look forward to achieve strategic thinking.



- Board Committee reports – the ‘sweating’ of five Board Committees which are more backward-looking in style, regarding the last 90 days of performance.
- A major financial investment in built form.
- A report on Board governance standards and resultant action plan.

1. Group CEO Report

The GCEO provides a once per month report to Board on progress, key issues and mitigation matters unfolding across the Group operating model. This report is used by Board members to spot risks, compliance, conduct, ESG, culture, financial and other matters, ultimately to enable the Board to look forward into the future, to guide a sustainable organisation. On four occasions through the year, the Board discusses this reporting. Amongst an hour of reporting at the October meeting, the Board members heard much performance and accountability including:

- Group – key items
 - New stakeholder engagement (AICD Governance Principle #8) matrix unfolding stating the number of key ‘partners’ in each of the Service and Corporate Streams. A Group goal of greater than 75% engagement score for all partner groups is being targeted – currently sitting at 61%. Increased stakeholder views will be presented through GCEO report in future to enable Board members to better listen to divergent views of stakeholders.
 - Working with St John Australia on an Australia-wide St John brand and intellectual property unification aiming to optimise St John’s positioning across Australia, contributing to St John growth across the world.
- Service Stream One: Preventative – key items
 - World First Aid Day campaign generated 99% increase in interest on prior year
 - Focus and discussion on improving building quality of First Aid training centres in both regional and metro WA
 - Planning for updating of First Responder App
- Service Stream Two: Community – key items
 - Working locations for Industry Medical Services team members
 - Event Health Services recruitment
 - Changing landscape around urgent care centres
- Service Stream Three: Emergency – key items
 - Ambulance service tracking performance indicators
 - Continuing focus on injury prevention
 - Progress on WA’s Virtual Emergency Department (WAVED)
 - Inaugural Community Transport awards
 - Patient Transport resourcing focus
- Corporate Stream: People, Culture and Development – key items
 - Much activity on volunteer advancement, aiming to achieve new strategic plan Board Focus #3 ‘Volunteering Reimagined’
 - Progress to stage two ‘Innovate’ of St John WA’s Reconciliation Action Plan – including First Nations services piloting in WA’s north-west region.
 - Board behaviours, aligned to the four new St John WA ‘values’ were used for the first time, in rehearsal for the launch at the October Chapter Meeting. Board enthusiastically congratulated all team members who contributed to these organisation-owned fresh and engaging values.
- Corporate Stream: Finance – key items
 - Alleviation of operational support space whilst reducing cost of use of leased space
 - Tracking of technology improvements to achieve Board Focus #5 ‘Become an excellent organisation’
 - Oversight of program management processes tracking performance against major contracts.
 - Environment, Social Responsibility and Governance (ESG) working groups being stood up within the business.
 - Performance against key risk dashboard
- Special Focus Item: New Complaints and Feedback Framework
 - The Board heard of advanced systems and process, and accountabilities, to cater for better complaints and feedback tracking, from Head of Risk Mick Doyle.
 - The Board heard of new elevated leadership on the collection and use of stakeholder voices. (Role 2)



2. Quarterly Board Committee Share

The Board Committee Chairs updated Board members for one hour, on the progress in the Committees since the last quarterly share. Approvals were made, progressions in law and governance standards were considered, and strategic elements noted in readiness for the formation of the 2024 Board and Committee Workplans. The Board shared the following focal points the Committees worked on last 90 days, and are working on the next 90 days:

- Audit and Investment Committee – Committee Chair Craig Heatley
 - Focus on new segment reporting demonstrating accountability and transparency
 - Oversight of project commitments
 - Long term planning and capital allocation
- Risk, Compliance and ESG Committee – Committee Chair Andrea LeGuier
 - Internal audit framework
 - ESG starting positions
 - Strengthening of compliance processes
- Health, Safety and Culture Committee – Committee Chair Elisa Fear
 - Peakon culture measurement process unfolding end of year
 - Injury frequency rates and all workplace safety
- Nominations and Remunerations Committee – Committee Chair Sally Carbon
 - A new Board Succession Policy was approved.
 - External Board Performance Review commenced today, leading to brief formation to attract potential casual vacancy appointment in early 2024
- Clinical Performance Committee – Committee Chair Jeffrey Williams
 - Unfolding Clinical Governance Framework having impact across 10 of 17 services
 - Continual learning environment from complaints, feedback and successes.
 - Learning of clinical performance from Hato Hone St John New Zealand (role 2 and 3)

3. Board Governance Review and Action Plan

The St John WA Board discussed its commitment to high levels of Board and organisation-wide governance. The Board's position is that 'good governance exists through bold systems, process, capability and behaviours, in order to pursue its purpose effectively and perform aligned to the law'. St John WA doubled in size, scale and turnover in nine years – however the governance performance didn't increase commensurate to this growth. The Board of 2023 committed to correcting this misalignment by appointing external governance advisor, Darryl Edwards, at the start of the year. The advisor scored the organisation a 4/10 for its governance at that point in time. After intentional and focussed 10 months of effort, the advisor scored the organisation at 7.1/10 at the end of October. He provided the Board with a strong action plan for final areas of improvement, and once deliverables are met, the organisation will achieve a minimum of 8/10 on, or before, June 2024. The Board Chair is accountable for tracking this final governance action plan through to June 2024. Subsequent governance-related approvals the Board made at this meeting, fitting within the Governance Plan included:

- Board to GCEO Delegations of Authority Policy
- Board Charter
- All Committee Charters (Role 3)

4. Major investment decision

The Board was presented with a financial decision above the Group CEO's Delegation of Authority – for development of St John WA's new Operation Support Centre on the former Pindan site (previously purchased) at 191 Great Eastern Highway. The Board discussed risk, compliance, financial sustainability, team culture and cultural considerations, wellbeing, health and safety, environmental impact and future-proofing considerations, in order to make a decision to approve the investment. The approval for this investment was met. (Role 3)

Next meeting

The Board has two meetings remaining for the year of 2023. The first being its annual Planning Day consisting of board performance and positioning, and the second half working through the final stages of the GCEO's strategic plan and resultant execution and reporting process. The second meeting is an organic and strategic focus on Service Stream 3; Emergency, in December.



Closing remarks

The Board congratulates the GCEO, Kevin Brown, and all team members for their intentional journey to announce four new St John WA values this month. Many team members contributed to this work throughout the year, and the resultant values are fresh and real. The former values were created in 1980s, by St John WA's first CEO Ian Kaye-Eddie. The new values, now created and owned by all team members, set the tone of a new-generation St John WA. The new values herald a new inclusive, inspiring and innovative era and the Board members look forward, with positive affirmation, to these being announced at the Chapter meeting and then enjoyed and lived by the full St John WA team. Board members now pledge their commitment in behaving to these new values.

Board members paid tribute to retiring Board member Mike Gurry, and thanked him for six years of service on the St John WA Board. During Mike's tenure, the organisation was well into doubling in size in every major measure; from operating revenue, team member numbers, and how many people the organisation serves. Therefore, being a Fellow of the Australian Institute of Company Directors, and having 43 years of executive experience (including being CEO of HBF), Mike brought next-level professionalism to the Board table during an important era. Of note, was Mike's instigation of the Board's 'risk committee' from scratch. On retiring Mike reminded Board members of the strength of a values-driven organisation, ensuring alignment with purpose, plus the need to recommend professional Board members with experience in overseeing a company, albeit a not-for-profit company, of St John WA's future size and scale.

Regards all,



Sally Carbon
she/her

Board Chair OAM, OLY, CSTJ, FAICD

Attendance

October 2023:

- NEDs Present: Sally Carbon (Chair), Amanda Healy, Tony Ahern, Craig Heatley, Jeffrey Williams, Andrea LeGuier and Mike Gurry (in person), Elisa Fear (on line).
- NED Apologies: Nil
- Executives: Kevin Brown, Martyn Jenkins, Mick Doyle
- Guests: Darryl Edwards
- Company Secretary: Gauri Potdar