Board selection and CEO recruitment
(A report from the Archbishop and Mr Greg Hammond OAM)

Background
1. In recommending the merger proposal to Standing Committee, the Anglicare Council and the ARV Board outlined proposals for:
   (a) the selection of a new board for the merged organisation; and
   (b) the recruitment and selection of a Chief Executive Officer (CEO) for the merged organisation.

   The process for selecting a new board was to be overseen by the Archbishop, and the process for the recruitment and selection of a CEO was to be overseen by the new board. This report outlines the work undertaken to date.

Selection of a new board for the merged organisation
2. If the proposal to merge ARV and Anglicare is approved, it is proposed that a new board be established for the merged organisation. The new board will consist of up to 11 members:
   (a) the Archbishop would appoint three persons;
   (b) the Synod would elect six persons; and
   (c) up to two could be appointed by the new board itself.

   The Archbishop would be the President of the merged organisation (but not a member of the new board).
3. In addition, as part of the transitional process, it is proposed that the Archbishop would choose the new chairman and the initial Synod elected members would be selected from the existing members of the Anglicare Council and the ARV Board (three from each).
4. The Archbishop has proposed Mr Greg Hammond OAM as chairman for the merged organisation, effective 1 July 2016. The chairman designate was asked to conduct and facilitate discussions with the Archbishop and the existing members of the Anglicare Council and the ARV Board to determine the members' interests in continuing participation in either the new board of the merged organisation, or committees of the new board. Executive search firm, Korn Ferry, was engaged to assist the chairman designate and the Archbishop.
5. In addition to considering the skills recommended by the Anglicare Council and the ARV Board as being required for the new board (see paragraphs 9 and 10 below), the following matters were taken into account:
   (a) requirements of the Diocesan Governance Policy for new board members were confirmed;
   (b) personal attributes for working co-operatively as a board;
   (c) gender and age diversity;
   (d) the current ministries undertaken by Anglicare and ARV in supporting the Diocesan Mission, reaching into the community and ministering to and sharing the gospel with the recipients of their care and service; and
the inclusion of persons with particular knowledge of (i) the corporate history and culture of both organisations, and (ii) the financial position of Anglicare and ARV.

6. As a result of this process, the six persons selected as members of the new board from the existing members of the Anglicare Council and the ARV Board are:

(a) Mr Michael Clancy, Mr Martyn Mitchell and the Rev Margaret Powell from the Anglicare Council; and
(b) Bishop Chris Edwards, Mrs Laura Elder and Mr Ian Steward from the ARV Board.

7. In addition to Mr Hammond, the Archbishop has invited Mr Peter Hicks and Dr Linda Kurti to become members of the new board.

8. Each of them has valuable skills which will contribute significantly to the oversight of the ministry and operations of the merged organisation. Summary résumés for the proposed members of the new board are included in the Appendix to this report.

9. The skills of the new board include the following skills recommended by the Anglicare Council and the ARV Board:

(a) Christian ministry (two clergy), in particular Diocesan leadership, and parish and pastoral ministry;
(b) financial accounting (ACA, CPA), including investment management;
(c) property development and construction, and property finance;
(d) social welfare / social services;
(e) medical, clinical innovation and standards, health policy; and
(f) general business, legal, risk and corporate governance.

10. In considering persons to be appointed by the new board itself, other skills recommended by the Anglicare Council and the ARV Board (for example, technology, innovation and information technology) will be taken into account.

**Term of office of members of the new board**

11. It is proposed that the term of two of the Synod elected members (initially the continuing members), and one of the Archbishop’s appointees, expire at the end of each ordinary session of Synod (commencing with the first ordinary session of the 51st session, which is expected to be held in October 2017). The order in which particular members’ terms expire will be determined in due course.

**Board committees**

12. A number of committees will be needed: for example, Audit & Risk; Finance & Property; Clinical Governance & Innovation; Ministry & Parish Partnerships; Welfare; and, Governance & Nominations. These committees would have a maximum six members each, with appropriate representation from the board. There would also be the opportunity to co-opt people with relevant experience and interest in core areas of operations.

13. Many of the current members of the Anglicare Council and ARV Board who will not be serving on the new board of the merged organisation also have valuable skills which could contribute significantly to the oversight of the ministry and operations of the merged organisation. Mr Hammond, as chairman designate of the new board, has been meeting with those members of the Anglicare Council and ARV Board to, among other things, ascertain their interest in participating in one or more committees of the new board.

**Chief Executive Officer**

14. If the proposal to merge ARV and Anglicare is approved by Synod, it is proposed that an externally facilitated search process would be undertaken for the appointment of a new CEO for
the merged organisation. If Synod approves the merger, the process will commence as soon as practicable and will be overseen by the new board.

15. Grant Millard, the CEO of Anglicare, has indicated that he will participate in this process. Rob Freeman, the CEO of ARV, will not participate but has expressed a willingness to continue to serve as CEO during the period of merger integration and induction of the new CEO, if required.

16. Korn Ferry has been engaged to assist in the recruitment of a new CEO. Mr Hammond, as the chairman designate of the new board, has been asked to take the lead role in co-ordinating the process for the recruitment and selection of the new CEO. The Archbishop will be fully consulted on the recruitment and selection processes.

Archbishop Glenn Davies  
Greg Hammond OAM  
14 March 2016
Appendix – summary résumés of new board members

Mr Greg Hammond OAM - Greg has over 30 years’ experience as a lawyer specialising in banking, international finance and the governance, supervision and regulation of Australia’s financial system, and more than 20 years’ experience serving on not-for-profit and commercial boards. He was a partner of King & Wood Mallesons for over 27 years, and since retiring from the firm in 2014 has taken up a number of board roles in the banking and not-for-profit sectors. He is also a member of the Glebe Administration Board, the Sydney Diocesan Secretariat and the Archbishop of Sydney’s New Churches for New Communities Committee, and a member of the Parish of Macquarie.

Mr Michael Clancy - Member of Anglicare Council for over five years, chair of the Investment committee, and a member of the Governance committee, of the Anglicare Council. Chief Executive Officer, Qantas Superannuation Limited and previously Executive General Manager, Investment Platforms, MLC. Michael has been a member and parish councillor at Cherrybrook Anglican Church for much of the past 15 years. He has 20 years’ experience in the investment industry as both an investment practitioner and business leader. In these capacities, Michael has developed strong governance, financial and analytical skills.

Bishop Chris Edwards - Member of the ARV Board since 2014, and a member of the Christian Witness and Nomination and Governance committees of the ARV Board. Prior to his theological studies he worked in finance and marketing. He served in the parish of Engadine followed by the Holy Trinity Adelaide where he stayed from 1994 until 2000. Between 2000- 2007 he was the founding minister at the Trinity Hills church plant in the Adelaide hills before he went overseas to serve as Chaplain (Vicar) of St Paul’s Tervuren in Belgium. Upon returning to Australia in 2012 he worked as the Director of Mission for ARV, until his appointment as Bishop of North Sydney.

Mrs Laura Elder – Member of the ARV Board since 2013, and chair of the Audit and Risk committee of the ARV Board. She is a Chartered Accountant and has professional experience in a variety of finance roles for listed and unlisted property corporations. Mrs Elder holds a commerce degree from UNSW and a diploma from Moore Theological College. She is a graduate member of the Australian Institute of Company Directors and a member of St John's Asquith.

Mr Peter Hicks – Peter is head of Asset Management for CP2, managing some of Australia’s largest private transport assets. He was previously CFO of Leighton Contractors. He possesses deep commercial, building and financial experience and more than ten years’ experience as a board member on several not-for-profit and commercial boards. He is chairman of SCGEGS Darlinghurst and a member of St Thomas’ North Sydney.

Dr Linda Kurti – Linda is Director of Economic and Social Advisory at Urbis, an Australian consulting firm, and in that capacity advises state and federal governments on a range of public policy issues, including health, aged care, and community services. Prior to joining Urbis, Linda was the Executive Director of the Anglican Board of Mission - Australia, where she had previously served on the Board. Originally from the United States, Linda holds qualifications in music, theology, counselling and public health and has worked in health research and advisory roles in England and Australia. She attends St Luke’s Mosman.

Mr Martyn Mitchell - Member of Anglicare Council since 2011, and chair of both the Audit and Risk and Finance committees of the Anglicare Council. Martyn had over 30 years’ experience as a Chartered Accountant with PricewaterhouseCoopers in a variety of senior positions including 20 years as a partner. He was a member of the General Synod’s Diocesan Financial Advisory Group (2008-15) and has been a director of Sydney Anglican Schools Corporation since 2014 and Treasurer of St Matthew’s Manly since 2010.

The Rev Margaret Powell - Member of Anglicare Council since 2009. Diocesan Cross Cultural worker. Formerly Associate Minister at St Paul’s Castle Hill (1993-2007). Prior to that was a medical doctor with experience in both hospital and general practice. Chair of Ethics committee for SW IVF clinic (1998-2002). Member of Good Shepherd Anglican Church at Greenacre, Georges River Regional Council (2008-present) and Chaplain to Students at Moore Theological College (2009-present).
Mr Ian Steward – Member of the ARV Board since 2008, chair of the ARV Board since 2014 and a member of the Audit and Risk, Finance and Resources and Nomination and Governance committees of the ARV Board. He is a member of Waitara Anglican Church. He is also a member of the Finance Committee of Standing Committee, a member and Treasurer of the Northern Regional Council of the Diocese of Sydney and Treasurer of St Andrew’s Lakemba. He is a Chartered Accountant and has had careers in chartered accountancy with KPMG and senior commercial and finance roles, including CFO of a major multinational logistics business.