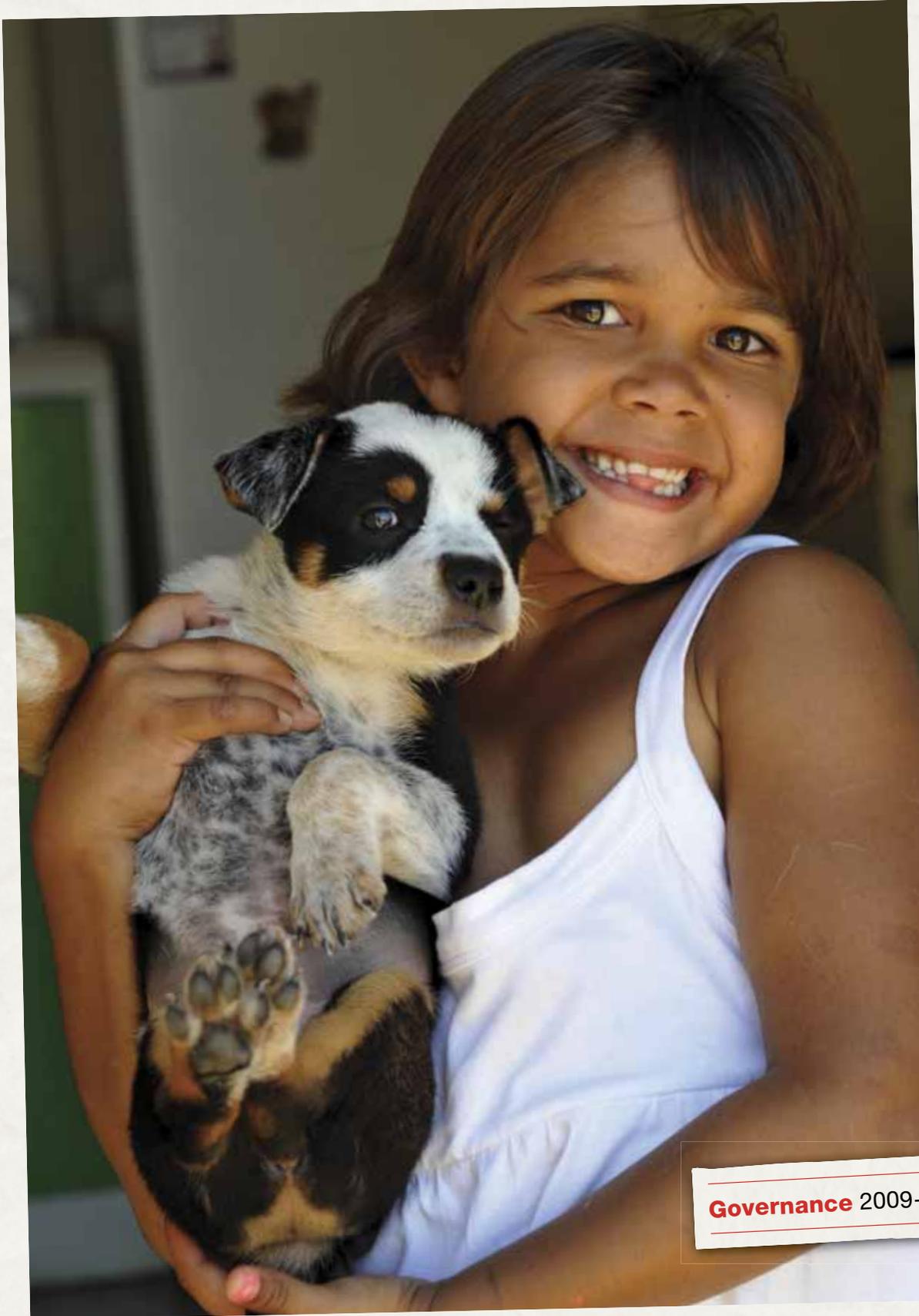




Australian Red Cross

THE POWER OF HUMANITY



Governance 2009–2010

Formation and incorporation

Australian Red Cross was initially formed as a branch of British Red Cross in 1914, and was incorporated by Royal Charter in 1941. Supplemental Charters and new Rules were made in 1961, 1999, 2005 and 2007 with the consent of the Governor-General of the Commonwealth of Australia.

A further Supplemental Charter and Rules was approved at the Annual General Meeting of Council held on 5 December 2009, however the consent of the Governor-General of the Commonwealth of Australia had not been received by the end of the financial year therefore those changes have not been listed in this Annual Report. At the time of writing this report the consent was anticipated to be received in October 2010 following the Federal Election.

Council of the Society

The Council usually meets once a year at the Annual General Meeting. The membership is made up as follows:

The President

31 voting members – the Chairman, the Vice Chairman, the Chairman of the Audit and Risk Management Committee, a Youth representative, the Chairman of each of the eight State and Territory offices, the Chairman of the Australian Red Cross Blood Service, up to two Appointed Members and 16 representatives taken from the States and Territories.

Up to seven non-voting members – the President and a maximum of six Vice Presidents.

Australian Red Cross Board

The Council elects the members to the ARC Board, appoints auditors and also has the right to amend the Charter and Rules (subject to final approval by the Governor-General).

The ARC Board consists in the first instance of 12 persons – four elected office bearers and a representative appointed from each of the Divisions. Following the changes to the rules in 2007 the two additional Board members first appointed July 2006 became Appointed Members and the ex-officio role of the Chairman of the ARCBS Board also became an Appointed member bringing the maximum total membership to 15.

Membership of Council

President

Her Excellency Ms Quentin Bryce AO

Vice-Presidents

John Pinney AM
Richard Dunn (to Nov 09)
Margot Stretch AM
James Kostoglou
Ron Clapham

ARC Board Members (also Members of Council)

Office Bearers

Greg Vickery AM	Chairman
Michael Legge	Vice Chairman
Ross Pinney	Chairman, Audit and Risk Management Committee
Vinay Menon	Youth Representative

Divisional Chairmen

Lauren Nelson	ACT Divisional Chairman
John Fries (deceased)	NSW Divisional Chairman (to August 2009)
John MacLennan	NSW Divisional Chairman (from August 2010)
Deven Patel	NT Divisional Chairman
Alan Clayton	QLD Divisional Chairman
Paul Shinkfield	SA Divisional Chairman
Michael Howarth	TAS Divisional Chairman
John Hood	VIC Divisional Chairman
Ian Anson	WA Divisional Chairman

Appointed Members

David Hamill AM	(also Chairman, ARCBS)
Kate Carnell AO	
Sue Vardon AO	

Council – Divisional Representatives

Jennifer Medbury and Kaye Hogan AM PSM (to Dec 09), Sam Wong AM (from Dec 09) – ACT Division
Robyn Rooth and John MacLennan (to Aug 09), Paul O'Sullivan (from Aug 09) – NSW Division
Foster Stavridis and Belinda Peacocke – NT Division
Winifred Smith and Katherine Wall (to Dec 09), Peter Lawrence (from Dec 09) – QLD Division
Anna McInerney and David McLeod (to Dec 09), Peter Nguyen (from Dec 09) – SA Division (to Dec 09)
Lyndal Herbert and Roger Hawkins – TAS Division
Helene Hayes and Gillian Abbott – VIC Division (to Dec 09)
Anne Macarthur and Des Dowie – VIC Division (from Dec 09)
Dianne Buckles and Betty Smith-Gander OAM (to Dec 09), Kevin Poynton (from Dec 09) – WA Division

Office Bearers:



**Greg Vickery AM
BA/LL.B (UQ) –
Chairman (from Nov 2003)**

Mr Vickery was first elected Chairman in 2003 and has extensive legal, education and Red Cross experience. Mr Vickery has served on the Queensland Divisional Board, including the role of Chairman (1998-2002), on the ARCBS Board and previously as a member of the Australian Red Cross Board and Council. Professionally he is a senior lawyer at Norton Rose Australia and specialises in company and mining law. He also holds positions as Adjunct Professor in Law at the University of Queensland and member of the National Corporations and Markets Advisory Committee. He is also a court-appointed mediator and arbitrator, and a member of the Key Centre for Ethics Law Justice and Governance. He chairs the Indonesian Queensland Advisory Group for the State Government.



**Michael Legge –
Vice Chairman
(from Nov 2003)**

Mr Legge was elected Vice Chairman in 2003 after joining ARC in 1986. He has been a member of the ARC Tasmanian Division Council and Finance Committee and was Deputy Chairman of the Division in 1998 and Chairman in 1999. Mr Legge has been a member of the ARCBS Board since 2001 and manages a diverse agricultural business and is a Director/Chairman of several organisations. Michael was appointment Chairman of the Board's International Committee in April 2008.

Office Bearers:



**Ross Pinney –
Chairman, Audit & Risk
Management Committee
(from Mar 07)**

Ross was elected as Chairman of the Audit and Risk Management Committee and Board member on 1 March 2007, after being a member of the Victorian Division Board since 2005. He has a distinguished background in both public and private sectors. Most recently, he worked for fifteen years as a senior manager at National Australia Bank, working as Executive General Manager in the Office of the CEO, CEO Europe, and Executive General Manager, Products and Services. Prior to that, he was Chief General Manager, Operations at the Accident Compensation Commission in Victoria, and served in a number of positions including Controller, Revenue at the Melbourne and Metropolitan Board of Works, after starting his career as an accountant at Arthur Andersen & Co. Ross was elected as a member of the IFRC's Finance Commission in 2007. Ross has an MBA from RMIT, a Bachelor of Commerce from the University of Melbourne, and is a Fellow of the Institute of Chartered Accountants in Australia.



**Vinay Menon –
Youth Representative
(to May 10)**

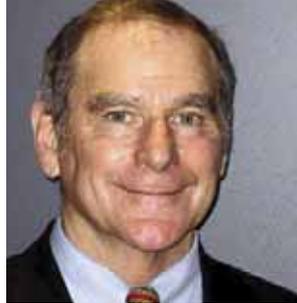
Vinay Menon was elected the Board Youth Representative and Chairman of the National Youth Advisory Committee at age 21. He studies medicine at the University of Western Australia, and is spending a year on a medical research project to learn more about Aboriginal child health. He has volunteered for five years in Red Cross, in programs including Lady Lawley Cottage, Save-a-Mate, Emergency Service, Soup Patrol and Reach Your Potential, and helped to develop the World Aware program for young people from a refugee background. Vinay has volunteered at a refugee camp on the borders of Tanzania and the Congo, with leprosy patients and HIV orphans in rural India, and in a youth health project in the slums of Istanbul, Turkey. In 2008 Vinay received the WA Governor's Youth Citizen of the Year Award, a Red Cross Service Award and was selected for the Prime Minister's 2020 Youth Summit. In June 2009 Vinay led the Australian delegation to the World Red Cross Red Crescent 'Youth on the Move' meeting in Solferino, Italy, and helped to write the Youth Declaration to world leaders in Geneva. Vinay believes passionately in the ability of young people to create change for the lives of vulnerable people. In December 2009, at the age of 23 Vinay was awarded the prestigious Australian Human Rights Commission's Young People's Human Rights Medal for 2009 in recognition of his voluntary work with Indigenous communities, refugees, and children living with disabilities. On 29 May 2010 Vinay resigned from the Board wishing to concentrate on his final year of medical studies. Mr Matt Eyles was then acting Youth Representative for the remainder of the financial year.

Divisional Representatives:



**Lauren Nelson –
Chairman, ACT Division
(from Nov 08)**

Lauren Nelson has been actively involved with Red Cross since joining as a volunteer ten years ago. Lauren was elected Chair of ACT in October 2008. After graduating from ANU, Lauren began a career with Red Cross that has seen her work in most areas, including the corporate area, marketing, community services, and strategic planning. In 2003 Lauren joined the Commonwealth public service with a role in the Department of Prime Minister and Cabinet. Lauren continued volunteering for Red Cross and was elected to the ACT Board in 2005 and to the position of Deputy Chair in 2006. 'For me the two standout things about Red Cross are its mission to help people in need regardless of politics, religion or ethnicity - all of humanity - and the people who volunteer their time to provide that help. People helping people in need, that's the core of Red Cross. I am so proud to be able to make a contribution to Red Cross.' Lauren's other community roles include serving on the Board of Governors of the Australian Meals on Wheels Association from 2005 to 2008. Lauren currently works for the Department of Families, Housing, Community Services, & Indigenous Affairs in the area of social security policy.



**John Fries –
Chairman, NSW Division
(to August 09)**

John Fries, NSW Divisional Chairman passed away peacefully on Tuesday 4th August 2009 following complications from a catastrophic fall four weeks earlier.

John joined Red Cross as a co-opted member of the NSW Divisional Finance Committee and Investment Committee in August 2000. His financial skills were put to work as he was quickly promoted to the NSW Executive Committee and Divisional Council later that same year. He was a member of the NSW Audit Committee from 2002-2007. He was elected Honorary Treasurer of the NSW Division in 2003, a position which encompassed the roles of Chairman of the Divisional Finance and Investment Committees. John went on to play an active governance and leadership role including appointment to the National Council in 2003 and as NSW Deputy Chairman in 2005. He was appointed NSW Divisional Chairman in October 2007. Through this role he also became a Director on the National Red Cross Board where he was a strong contributor, particularly on financial matters. John was an indefatigable advocate for Red Cross both at a state and national level. Sorely missed by colleagues, members, volunteers and staff on whom he made a strong and lasting impression as a committed and caring humanitarian his family advised us that he felt privileged to be so involved in such a worthwhile and established humanitarian organisation and honoured to be Chairman of the NSW Board of Red Cross.



**John MacLennan –
Chairman, NSW Division
(from August 09)**

John MacLennan joined the Board of Red Cross NSW in July 1998. He has been the Honorary Legal Consultant to NSW and a member of the International Humanitarian Law Advisory Committee since 2000. He was elected as a member of the National Council and became Deputy Chairman of NSW in 2007. He was appointed to the National Governance Committee in 2008. John was elected as Chairman of NSW in August 2009. John has a Bachelor of Arts and Bachelor of Laws from the University of Sydney and has practised as a solicitor since 1977. He is currently a Partner at TressCox Lawyers, a firm which he joined in 1989. He practises primarily in civil litigation and general commercial advice. John is a member of the Council of Wesley College at the University of Sydney and was formerly Chair of the Council. He has also served the Scout Association as a member of its Scoutsafe and Audit and Governance committees. He and his partner Carolyn have 2 children who are currently studying at university.

Divisional Representatives:



**Devendra Patel –
Chairman, NT Division
(from Nov 07)**

Deven's involvement with Red Cross dates back to 1978, when he was a junior auditor with KPMG doing the audit of the NT Division. He became the engagement partner for the audit in 1986. During this period he was impressed by the work of the Red Cross and started volunteering as a driver during doorknock appeals and generally supported Red Cross by attending auctions and fundraising events. KPMG's appointment as auditors was terminated in 1992 when auditors were appointed nationally. This opened up an opportunity for Deven to join the Council in 1992. On the retirement of the then treasurer in 1994 Deven was elected as the honorary treasurer, the position that he continued to hold till 2006 when he accepted the position of deputy chairman. He was elected Chairman in 2007.



**Alan Clayton –
Chairman, QLD Division
(from Nov 05)**

Mr Clayton joined Red Cross in 1979 as a foundation member of the Qld IHL Advisory Committee and was its chair from 1992 until 2005. He was elected to the Board in 1999 and has held positions on, and chaired a number of, Divisional committees. Mr Clayton was elected Queensland Division Chairman in 2005. Mr Clayton has had more than 37 years experience in senior educational management and policy positions within the Queensland Public Service. Though retired, he continues to practise as an educational consultant.



**Paul Shinkfield –
Chairman, SA Division
(from Nov 08)**

Paul was elected to the Board of Australian Red Cross in December 2007. He is Chairman of the South Australian Division, a former Honorary Treasurer and a member of Red Cross since 1990. He has a distinguished background in the private sector as a consultant General Manager in Financial Services and as an Executive Coach. He has senior management experience with leading organisations including Citibank, First National Bank of Chicago, Bank One and AXA. Paul has a Diploma from the Australian Insurance Institute (AII, Dip.AII), the Securities and Derivatives Industry Association, (MSDIA) and is a Fellow of the Australian Institute of Company Directors (FAICD).

Divisional Representatives:



**Michael Howarth –
Chairman, TAS Division
(from Nov 06)**

Mike Howarth joined Red Cross as the ADF representative on the Tasmanian Division's IHL Committee. He has served as a member of that committee for over a decade and was its Chairman for the last six years. During that time he was appointed to the Divisional Council and was elected Deputy Chairman in October 2004, and then Chairman in November 2006. He has been practising as a barrister and solicitor in Hobart for some twenty seven years, both in private practice and for the government. Since October 2000 he has been employed as a corporate solicitor with the Hydro-Electric Corporation. For ten years he was a director of the Tasmanian Cerebral Palsy Association and is presently a Director and Company Secretary of The Military Heritage Foundation of Tasmania (the company managing the historic Military Museum of Tasmania).



**John Hood –
Chairman, VIC
(from Nov 07)**

John Hood holds a Bachelor of Mechanical Engineering from Melbourne University. He has spent most of his working career as a management consultant having joined PA Management Consultants in 1969. In 1987 he joined Amrop International, a leading International Executive Search consultancy and has spent the last 20 years in this profession. John is a Fellow of the Australian Institute of Company Directors, a Fellow of the Institute of Management Consultants and a Fellow of the Institution of Engineers. He joined the Board of the Red Cross Victorian Division in 1995, was elected Deputy Chairman in 2006 and became Chairman in 2007. John is also involved in the Aged Care industry and is Chairman of MECWA, a leading provider of aged care services in the South East of Melbourne.



**Ian Anson CPA, AAIB –
Chairman, WA Division
(from Nov 04)**

Ian Anson has had an extensive career in banking, human resource recruitment and management consulting. His experience covers retail and corporate banking, international currency and derivative trading, information technology developments and operational management and human resource recruitment and directed search. He was appointed Chairman of the WA Division and a member of the ARC Board in November 2004, after serving as an office bearer on Divisional Committees since joining ARC in 1993.

Divisional Representatives:



The Honourable Dr David Hamill AM, B.A. (Hons), M.A., PhD, FCIT, FAICD – Appointed Member and Chairman ARCBS Board (from Nov 07)

The Honourable Dr David Hamill is Chairman of the ASX-listed, Prime Infrastructure Holdings Limited and was appointed Chairman of the Australian Red Cross Blood Service in 2007. He served on the Queensland Divisional Board of the Australian Red Cross Society from 2003 to 2007. A professional company director, he either chairs or serves on the board of a number of other commercial and community organisations. He is a member of the Senate of the University of Queensland where he has also been appointed as an Adjunct Professor.

Dr Hamill was Treasurer of Queensland from 1998 to 2001, Minister for Education from 1995 to 1996, and Minister for Transport and Minister Assisting the Premier on Economic and Trade Development from 1989 to 1995. He retired from the Queensland Parliament in February 2001.

Dr Hamill has a Bachelor of Arts with Honours from the University of Queensland and a Master of Arts from Oxford University (which he attended under the auspices of a Rhodes scholarship) and a Doctorate of Philosophy from the University of Queensland. He is a Fellow of the Chartered Institute of Transport and a Fellow of the Australian Institute of Company Directors (AICD). Dr Hamill was awarded the Member of the Order of Australia in 2009 for his service to the Parliament of Queensland, to the community, and to business.



Kate Carnell AO – Appointed Member (from July 06)

Best known for her successful term as Chief Minister of the ACT from 1995-2000, Ms Carnell held the Treasury, Health and Community Care, Information Technology and Aboriginal and Torres Straits Islander Affairs portfolios among others. Currently the CEO of Australian Food and Grocery Council (AFGC) a Patron of UNIFEM among other organisations and chair of CRC Forestry Ltd. Ms Carnell is a director of the Improvement Foundation Australia and serves on the National Prevention Taskforce. Ms Carnell has been Chair of Red Cross 'Caring Across Canberra Appeal' for the past three years.



Sue Vardon AO – Appointed Member (from April 09)

Sue Vardon was appointed to the Board on 1 April 2009. Sue has had a distinguished career in public and community service as Chief Executive in Commonwealth and State Government Agencies. Sue was inaugural Chief Executive of Centrelink and helped create the South Australian Department of Families and Communities. She also acted as State Recovery Coordinator and Chair of the National Community Service and Disability Administrators Disaster Recovery Group. Sue was educated as a social worker at the University of New South Wales. She was awarded an Honorary Doctorate from the University of South Australia. Sue was the inaugural Telstra Business Woman of the Year and was awarded the Centenary Medal in 2001.

Australian Red Cross Board role and responsibility

The role and responsibilities of the Board include:

- Ensuring the good governance of the organisation, including:
 - complying with all applicable Federation guidelines
 - ensuring a comprehensive suite of ARC delegations, policies and procedures is in place
- Fostering international relations, and ensuring that ARC acts in accordance with the spirit and principles of the Geneva Conventions, ICRC Regulations, the International Movement's Protocols, and the Fundamental Principles
- Observing fiduciary duties arising from the Royal Charter, Corporations Law, the common law, and relevant legislation
- Ensuring that ARC has a common identity and purpose
- Ensuring ARC's financial viability, solvency and sustainability
- Determining the optimal use of all ARC assets and resources, subject to a thorough evaluation process and the achievement of a wide geographical spread of activities
- Ensuring the effective management of risk
- Preserving and promoting ARC's reputation
- Ensuring a satisfactory framework is in place to bring about compliance with applicable legislation, regulation, policies and procedures
- Monitoring the performance of the CEO and Board Secretary specifically, and Management generally
- Monitoring the performance of the ARC against agreed strategic plans and budgets
- Ensuring the Board has a reasonably skilled, effective and diverse membership profile (to the extent possible), and appropriate operating policies and procedures
- Periodically evaluating its own performance in order to improve
- Ensuring optimal Succession Planning is in place for the Board and Senior Management, and approving Remuneration for Senior Management, taking into consideration advice provided by the Nominations and Remuneration Committee
- Developing and maintaining ethical standards based on the Fundamental Principles of the International Red Cross and Red Crescent Movement
- Establishing and implementing a recognition process to acknowledge the efforts of members, volunteers and staff.

These roles and responsibilities of the Board are taken from the Board's Governance Manual.

The Manual also describes those matters that are reserved for decision directly by the Board and its Committees, and those the Board has delegated to its Blood Service (ARCBS) and Management. Comprehensive sets of delegations are in place, and are periodically reviewed and updated.

The Selection and Role of the Chairman, Vice-Chairman and the Chairman of the Audit & Risk Management Committee

The Council of the Society elects the Chairman, Vice-Chairman and the Chairman of the Audit & Risk Management Committee at the Annual General Meeting.

The Chairman's role includes:

- Chairing ARC Council and ARC Board Meetings
- Providing leadership to the ARC, especially to the Board and the Society
- Ensuring that the Board fulfils its role and responsibilities
- Ensuring the efficient conduct of business at Council meetings
- Ensuring open and constructive discussion of all issues at Council and Board meetings
- Guiding members of the Board to observe their fiduciary and other duties
- Actively participating, working with the Chief Executive Officer (CEO), in ARC relations with the ICRC, Federation, and Australian Government
- Maintaining an effective working relationship with the CEO and take the lead in monitoring the CEO's performance
- Acting as a spokesperson for the Society in liaison with the CEO
- Ensuring effective administration of Board processes in conjunction with the Secretary
- Communicating and consulting with stakeholders including community leaders
- Ensuring that the Board undertakes periodic reviews of its own performance.

Changes to the Board

Australian Red Cross lost Mr John Fries NSW Divisional Chairman who passed away peacefully on Tuesday 4th August 2009 following complications from a catastrophic fall four weeks earlier.

Other Developments During the Year

At the Annual General Meeting of Council held on 5th December 2009 the Society witnessed a historic moment when Council unanimously approved the new legal framework for the Society, to be achieved by a Supplementary Royal Charter and new Rules, with the fundamental establishment and reporting frameworks dealt with in the revised Charter and the details of all other governance matters set out in the Rules.

The new provisions had been the subject of extensive and thorough consultation over the past 12 months including the most recent additional and detailed further input and comments from the Divisional Boards, many of whose suggestions have been able to be accommodated in the proposed Rules. In addition, the work of developing the principles for a new Charter and Rules had the very great benefit of outstanding external advice and support from consultants Cameron Ralph (headed by former ASIC head, Alan Cameron) and from Mallesons Stephen Jaques (the Society's external legal advisers) for both legal advice and detailed drafting of the new provisions. Advice had also been sought from the IFRC, Government and the Taxation Office.

The proposed changes had been through an extensive ongoing process of consideration by the Governance Committee and by the Board, so as to develop a new set of rules which are agreed on a consensus basis. The changes were strongly supported not only by the Governance Committee but also by the Board as a whole.

The Board considered that the new Rules enabled best practice for contemporary corporate governance whilst not involving more than relatively modest changes to the existing rules.

Overall, the Board was convinced that the revised Charter and new Rules provided a modern and sound structural base for achievement of the Society's mission and objectives in the future, it being expected that there will be only occasional need to revise the Rules to deal with new or emerging circumstances.

Approval by Council of the Charter and Rules was subject to possible amendments, necessary or expedient to having regard to:

- having regard to an application for ruling made to the Commissioner for Taxation in relation to the proposed Royal Charter and Rules; or
- ensuring that the requirements for membership of the International Movement are satisfied."

and once all requirements were satisfactorily met the Royal Charter and Rules were presented to Government in June 2010 to obtain the Governor-General's consent. Due to the timeframe of submission and the Government calling a Federal Election, placing the current Government in caretaker mode the official consent is now expected to be received to October 2010 at which time the revised Charter and new Rules will be implemented and the existing Charter and Rules repealed.

Australian Red Cross member independence

All members of the Board are independent of Management.

Audit governance, internal control and reporting

Audit governance principles – the Board is committed to preparing financial reports that represent a true and fair view, complying with all applicable and relevant accounting standards and also to ensuring the external auditor is independent and services the interests of Australian Red Cross. Australian Accounting Standards are monitored and practices reviewed accordingly.

The Board maintains a high standard of internal control in all aspects of its operations. Internal control comprises all policies, systems and procedures established by the Board and Management to safeguard assets and ensure the accuracy and reliability of records, provide operational efficiency and encourage adherence to the Society's policies. To oversee these controls, the Board has established two Committees – the Audit & Risk Management and National Asset Strategy Committees, which provide independent appraisal to measure and evaluate the effectiveness of internal controls being applied throughout Australian Red Cross.

The Australian Red Cross Board receives regular reports about the financial condition, operational results, compliance and risk factors. The CEO and CFO provide regular statements of financial performance and the formal financial statements attest that the financial statements present a true and fair view of the financial condition and operational results of Australian Red Cross.

Avoidance of conflicts of interest by an Australian Red Cross Board Member

The Board is conscious of its obligations to ensure that Board Members avoid conflicts of interest (both actual and apparent) between their duty to the Society and their own interests.

During the course of the year, the Board adopted a Conflict of Interest Policy, which provides that if there is an actual or potential conflict of interest, that member must formally declare the conflict and abstain from voting on the matter giving rise to the conflict. The disclosure is to be recorded in the minutes and the Board shall decide whether the member shall remain in the meeting or not while the subject of the disclosure is considered. A register of conflicts is maintained.

The Board also adopted a Code of Conduct. Each Member of the Board is required to sign the Code indicating their commitment to observe a number of behavioural requirements that are consistent with good governance.

Meetings of the Australian Red Cross Board and their conduct

The Board has up to 11 scheduled meetings each year. It also meets whenever necessary to deal with specific matters between the scheduled meetings, usually by way of teleconference.

The Office Bearers in consultation with the CEO meet throughout the year to ensure comprehensive consideration by the Board of Australian Red Cross operations, financial reporting and the organisation's strategic direction and major risks. The Board Members, who are consulted about the meeting agenda, receive the meeting materials seven days in advance. Board Members are always encouraged to participate in a robust exchange of views and to bring their judgments to bear on the issues and decisions at hand.

The CEO, CFO, Director of Services and International Operations and National Director, Marketing, Fundraising and Communications attend all Board meetings and other senior members of the management team are regularly invited to attend Board meetings for items of interest and those of its committees to deliver presentations. They are able to be contacted by Board Members between meetings to discuss issues or seek advice or further information. The Board regularly meets for a period without Management or the Secretary immediately before each meeting. The Audit & Risk Management Committee, the Governance Committee and the Nominations and Remuneration Committee may meet without Management as they require, including meeting with the auditors or consultants.

Meeting Attendance

Members of the ARC Board	A	B	C
Greg Vickery AM	8	7	-
Michael Legge	8	7	-
Ross Pinney	8	8	-
Vinay Menon	8	7	-
Lauren Nelson	8	8	-
John MacLennan	8	7	1
Devendra Patel	8	8	-
Alan Clayton	8	7	-
Paul Shinkfield	8	7	1
Michael Howarth	8	7	-
John Hood	8	8	-
Ian Anson	8	8	-
Kate Carnell AO	8	6	-
David Hamill AM	8	6	-
Sue Vardon AO	8	7	-

A = Meetings held during the period of office of the ARC Board Member

B = Meetings attended by the ARC Board Member

C = Meetings attended by an alternate of the ARC Board member

Committees

The Australian Red Cross Board has an established comprehensive framework of committees to support Australian Red Cross in policy formulation, governance and accountability:

- Audit and Risk Management Committee
- Governance Committee
- Information Technology Committee
- International Committee
- National Asset Strategy Committee
- National Awards Committee
- National Emergency Services Advisory Committee
- National Tracing, Refugee & Asylum Seeker Advisory Committee
- National Youth Advisory Committee
- Nominations and Remunerations Committee
- Services Renewal Committee
- Committee procedures

The Committees develop an annual meeting plan but also meet on other occasions as necessary. Each Committee is entitled to the resources and information it requires, including direct access to the CEO, senior management, and access to professional advice subject to prior approval from the Chairman and CEO as applicable.

A copy of the minutes and/or reports from all Committee meetings form part of the papers for the next practicable meeting of the Board and usually the Chairman of the Committee will present the Report. Each Committee must review its own performance annually.

Secretary

Jeni McDonough CSA (Cert)

The Secretary is responsible for:

- developing and maintaining governance systems
- ensuring the Board's conduct complies with the Charter and Rules, governance principles and with regulatory requirements.
- undertaking the management of the secretarial functions of the organisation

Australian Red Cross Blood Service Board

The Australian Red Cross Board has delegated to the ARCBS Board the management of its Blood Service subject to the authority of the Australian Red Cross Board set out in the Charter and Rules. An ARCBS Advisory Committee has been established for the purpose of advising the ARCBS Board on a range of technical and safety issues concerning the Blood Service, and can also draw issues to the attention of the ARC Board where necessary. The Australian Red Cross Board appoints all members of the ARCBS Board (with the exception of the ARCBS CEO) and the ARCBS Advisory Committee and determines the remuneration of members of the ARCBS Board. The ARCBS Board appoints the CEO of the Blood Service on terms and conditions it determines.

The governance framework of the Blood Service is described in greater detail in its separate Annual Report.

ARC Senior Managers



Robert Tickner
(LL.B, LL.M Hons, BEc)

Robert Tickner has been the Chief Executive Officer (CEO) since February 2005. Mr Tickner brings a wealth of knowledge of international issues and policy development, marketing and communications to Australian Red Cross. Prior to taking up this appointment he was the CEO of Job Futures Ltd (2000-2005). Mr Tickner served as Federal Minister for Aboriginal and Torres Strait Islander Affairs from 1990-1996, was Chairman of the Parliamentary Group of Amnesty International for ten years, served on many parliamentary delegations and has represented Australia before the United Nations. Prior to being elected to Parliament in 1984, Mr Tickner was a Lecturer in Law at the New South Wales Institute of Technology and then Principal Solicitor to the New South Wales Aboriginal Legal Service.



John O'Connor
F CPA, MAICD, B.Bus
(Acct'g), M.Mktg

John O'Connor joined Australian Red Cross in January 2005 as the inaugural Chief Financial Officer of Australian Red Cross. The position was created after the Society changed its Governance structure in late 2004, replacing the 'Honorary Treasurer' role. John has extensive international experience in the manufacturing and service sectors across a diverse range of disciplines including finance, general management, marketing and strategic development.

In addition to his role at Australian Red Cross, he is also a Director on the Board of 'Guide Dogs Victoria' which provides services to vision and mobility impaired people.

Mr O'Connor submitted his resignation from the organisation in June 2010 and departed the organisation at the end of August.

ARC Senior Managers



Michael Raper
B.A., Dip.ED., Dip.L.Law.

As Director of Services and International Operations, Australian Red Cross since September 2008, Michael leads the delivery of Red Cross programs both in Australia and internationally. Prior to joining Red Cross, the highly respected welfare rights and social policy advocate, held a number of positions including:

- Director, Welfare Rights Centre, Sydney;
- Founding President, National Welfare Rights Network;
- President, International Council on Social Welfare [ICSW], South East Asia and Pacific;
- Global Deputy President, ICSW;
- President, Australian Council of Social Service [ACOSS];
- Deputy Director, ACTU Overseas Aid;
- Founding President, Independent Teachers Federation of Australia;
- General Secretary, NSW Independent Teachers Association; and
- National President, Mandela Foundation of Australia.

Michael was awarded the Australian Human Rights Medal by HREOC in 2002 and the Justice Medal by the Law and Justice Foundation in 2007.



Jennifer Gibb
M Comm B Comm LTCL ATCL

Jennifer Gibb has been National Director, Marketing, Fundraising and Communications since May 2004. She has an established career in profit-focused business development, direct marketing and corporate communications, particularly in the financial services area, in Australia, USA and UK.

Prior to joining Australian Red Cross, Jennifer held the dual roles for Accenture of Director of Marketing, Financial Services - Asia Pacific and Director of Marketing & Communications - Australia and previously was Director, Business Development & Communications at Clayton Utz. Her background also includes sourcing and establishing new start-up business initiatives for the Lend Lease Group, Barclays Bank (UK), American Express and AGC.

Jennifer has also studied, played and taught music professionally in Australia, the US and UK for more than 25 years.

Other members of the National Management Team include senior national office managers and the Executive Directors of the Divisions.



Australian Red Cross
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www.redcross.org.au

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