

Board Pack

The Junction Works
Non Executive Directors

May 2022

PRIVATE & CONFIDENTIAL



Context

The Junction Works (TJW) is a for-purpose provider and has been operating within Greater Western Sydney since 1987. With a mission of 'creating new possibilities in people's lives', TJW focuses on delivering creative and enriching community, youth, children's and disability services that are designed to improve the lives of some of our community's most vulnerable people.

TJW's service provision is underpinned by the philosophy and practice of being person-centred. With almost 30 sites, Austral and Seven Hills being the largest, they work within homes and centres across Greater Western and South Western Sydney.

The Junction Works aims for services that engage their clients, referred to as participants. The staff share a passion for the people they support; building intentional trust relationships with their participants; which allows them to be more confident in how they live their life.

With a newly appointed Chief Executive Officer, an excellent reputation, a committed and capable team and Board, and a strategic plan that will deliver continued growth, TJW is at an exciting point in its evolution. The organisation is in a solid position having developed and implemented a new business model to enable navigation through the NDIS transition and a subsequent merger (which has currently been placed on hold).

The Junction Works are looking to strengthen their Board. They are seeking to appoint a new Non-executive Director who is genuinely aligned to the organisation's purpose and work and has a strong people-centric approach. They must be highly commercial, financially literate and keen to join TJW's Board to help deliver on the next phase of its strategy.



The Junction Works - Context

Beliefs and approach

The Junction Works, strives to place the people they support at the centre of all that they do.

This means listening carefully to what participants (or their parents / carers) are telling them. It means viewing and evaluating the support provided through the eyes of the people TJW supports. And it means taking complaints and feedback seriously, and with a view to improving the services provided.

Mission

The Junction Works mission focuses on “Creating new possibilities in people’s lives”. This mission is what drives TJW’s determination to generate more opportunities for people with a disability, and to improve the lives of people experiencing hardship and disadvantage.

Values

The Junction Work’s organisational values are used to guide decision-making to ensure they remain focused on providing quality services to the people they support. TJW’s values are:

- **RESPECT** - TJW embraces the diversity of people
- **INTEGRITY** – their people are honest, ethical and compassionate in their actions
- **EXCELLENCE** – they adapt and strive to produce the best results
- **CREATIVITY** – they are flexible and imaginative in how they work
- **VITALITY** – their people are filled with energy, confidence and belief.

The challenge

- TJW is in the business of Care through engaging, comforting, attending to, upskilling and supporting people in a myriad of ways through disability, community, youth and children’s services. This is low paid work dominated by women, increasingly from minority ethnic background.
- Since the introduction of the NDIS the focus has shifted from TJW’s long standing reputation of developing relationships with the people they provide care to a transactional environment based on price and billable hours.
- The organisation is in a solid position having developed and implemented a new business model to enable navigation through the NDIS transition and a subsequent merger (which has currently been placed on hold).
- TJW is at an exciting point in its evolution with an excellent reputation, a committed and capable team and Board, and a strategic plan that will deliver continued growth.



The Junction Works – Context (cont'd)

Strategic Plan

With an outstanding reputation and an ambitious growth strategy, TJW's current activities are guided by its 2021 - 2025 Strategic Plan. The strategy has been developed with a clear focus on taking advantage of business opportunities being produced by a transforming, increasingly competitive but growing, disability sector driven by the National Disability Insurance Scheme.

TJW's strategy is designed to continue to tap into growth potential and develop steadily in the coming years. In doing so, they are consistently focused on leveraging sustainable opportunities. At the same time, they are continuously working to improve their services and cost structures, as well as enhancing their overall efficiency.

TJW Strategic Plan 2021-2025 Summary



Implementation: Annual Business Plan



Current Board

Greg Smith, Chair

Greg joined The Junction Works as a Director in 2012. He is a CPA with extensive executive management, leadership and project delivery experience and knowledge of local government, electricity and the not-for-profit sectors. Greg has been responsible for strategic, operational and service delivery functions and has a proven track record in initiating and delivering business change through strategic corporate projects, service delivery reviews, business process improvements and innovation through ICT and partnerships. His experiences extends to financial modelling frameworks for operations and property development.

Greg is a Senior Consultant with Morrison Low, and has held senior positions with Parramatta City Council and Evolve Housing. Greg has a Master of Business and is a Graduate of the Australian Institute of Company Directors.

Richard Amos

Richard is an experienced Chief General Counsel with a demonstrated history of working as a part of an executive leadership team. He has direct experience in dealing with governance and strategic issues faced by public and private boards alike. His broad-based executive experience includes leading a corporate development and risk team as well as a communications and public relations team.

Richard is skilled in Mergers & Acquisitions, Strategy Build and Implementation. He is passionate about bigger possibilities, a positive, values-oriented culture, coaching and development in all walks of life and is committed to making a contribution to disability organisations during their transition to the post-NDIS world. Richard joined the Board in February 2019.



Tina Tang

Tina has over 31 years international experience in the property industry, having worked in London, Hong Kong and Australia managing many successful mixed-use developments across all property sectors, and commercial office assets in particular.

Tina commenced her career in Australia before moving to London in 1987 to work on several boutique commercial developments and then moved to Hong Kong to work on several large infrastructure projects. Tina returned to Australia in 1997, as Project Director for Lend Lease, before joining Brookfield Multiplex where she eventually took on the role of Director of Capital Transactions.

In August 2008, Tina joined Investa Property Group where as the Group General Manager of Commercial Developments, she had overall responsibility for the growth and strategic direction of the Developments business through the challenging global economic conditions at the time. Tina subsequently established a property advisory business Jattca in 2011, which she has successfully grown and which currently has many clients in both the public and private sector with projects ranging up to \$500 million in value. Tina has been affiliated with Property Council of Australia as the Chair of NSW Capital Markets and Investment Committee and a Member of Divisional Council. Tina commenced on the Board of The Junction Works early 2011.

Current Board (cont'd)

Scott Wagstaff

Scott has spent over 30 years in senior roles in the marketing, communications and online learning industries. He has developed communication and learning programs across a wide range of industries including financial services, tourism, telecommunications, higher education, healthcare, retail, government and community services

Scott started his career at American Express before moving into the advertising industry where he worked on many blue-chip brands and held senior management roles with global advertising agencies.

In 2004, Scott moved into the online learning and development industry and worked with major brands including McDonald's, Telstra, Westpac, Commonwealth Bank, Wesfarmers and Canon.

As Chief Sales Officer at Peopleplan, a digital learning & technology company, Scott worked with a diverse range of NFPs including McGrath Foundation, Australian Network on Disability, Endeavour Foundation and Volunteering Services Australia.

In 2017 Scott joined The Career Insight Group as CEO of the career transition firm, Audrey Page & Associates and in 2019 moved into a newly created group role as the Chief Digital Officer where he leads the digital transformation of career transition systems, training programs and new innovative solutions focused on the future of work.

Scott has a Commerce Marketing degree from UNSW, as well as qualifications in advertising, digital marketing, business management and change management from AIM, Sydney University and AGSM. He is also a member of the Australian Institute of Company Directors.

Jonathan Swain

Jonathan is an experienced commercial lawyer, corporate governance professional and general manager. He worked for more than 15 years with two major law firms, led the legal function for an ASX-listed financial services company and is currently a consultant counsel and company secretary.

Jon also spent several years as a member of the senior leadership team at Sunnyfield, an organisation that provides a wide range of disability support services across New South Wales. In that role, Jon led the quality, safeguarding, risk management and compliance teams through the transition into the National Disability Insurance Scheme.

Jon is a Fellow of the Governance Institute of Australia and a member of the Australian Institute of Company Directors. Jon joined the Board in February 2019.

Helen Bouropoulos

Helen is a senior executive known for commercialisation and product development strategies in the not for profit and ICT industries.

As the National Manager for Marketing and Communications at Stride Mental Health, Helen has led the brand transformation of the organisation and manages Stride's digital and field marketing initiatives and the customer experience.

As the General Manager for Enterprises & Business Development at National Disability Services, Helen has led the development and launch of new enterprises for the disability sector and has commercialised for the organisation.

Prior to her current position, Helen acquired comprehensive experience in corporate engagement, enterprise start-ups, initiatives in revenue diversification and growth, strategy formulation, corporate governance and financial management.

Helen has a Bachelor of Business and a Graduate Diploma in Communication Management (PR and Media) from the University of Technology Sydney. She is a Fellow of the Australian Marketing Institute and a Certified Practicing Marketer (CPM).



The Junction Works - CEO

Benjamin Wash



- Ben joined The Junction Works, in February 2020, originally as the CFO and Company Secretary and was more recently appointed as CEO.
- Since joining TJW, Ben has built a solid understanding of how the organisation operates and balances the expectations of key stakeholders – both the regulators and the participants and their families.
- Previously, Ben has held senior finance and leadership roles across government, the not-for-profit sector and industry, including as CEO of the Taxi Council Queensland and more recently, CEO of Freshcare, an Australian fresh produce assurance programme
- Ben is a self-motivated, analytical leader with a proven record of achievement in leading large, complex and geographically dispersed organisations.
- He has proven solid commercial and financial acumen and strong strategic and policy-shaping ability.
- Ben describes himself as a passionate, open, inclusive and collaborative leader experienced in delivering change and fostering constructive and sustainable workplace cultures.
- Ben has extensive board and volunteer experience having previously been Chair Jacaranda Housing, and served as academic board member of Russo Business Institute; Company Secretary for the Energy Management Institute; Treasurer of Laidley Performing Arts and Brisbane Tourism Regional Advisory Committee.
- Ben holds a Bachelor of Commerce degree, is a CPA and MBA qualified.



Governance

Structure

The Junction Works is a not-for-profit public company limited by guarantee, registered with the Australian Charities and Not-For-Profit Commission (ACNC).

Composition

The Constitution sets out the Board's objectives, authority, composition and tenure, roles and responsibilities, reporting and administrative arrangements and allows for at least five and no more than 10 directors. The Board currently comprises 7 directors .

Tenure

Directors are appointed by the Board of The Junction Works for an initial term of three years and may nominate for re-election.

Board Meetings

The Junction Works Board meets approximately 6 times a year and have a strategy day, generally held in April / May each year.

Meeting Dates

Board meetings are generally held every two months with the upcoming meeting currently scheduled for 2 May. Subsequent meetings for 2022 will be held in July, September and the AGM and final board meeting of the year usually falling in November.

Remuneration

This is a voluntary position and directors are not currently remunerated. This is currently being reviewed. All reasonable expenses incurred by directors, will be covered.



The opportunity – Non-Executive Director

The Board is responsible for the governance arrangements of TJW and as a Non-Executive Director, the primary aims of this position are to collectively govern with other Directors to:

- Set the vision, strategy and direction of the organisation.
- Monitor performance of the business and maintain ultimate accountability for the achievement of strategic goals.
- Ensure ongoing financial viability of the organisation.
- Approve major capital expenditures.
- Ensure all legislative and compliance obligations are met.
- Ensure major risks are managed.
- Appoint the CEO and ensure management succession is well planned.
- Approve remuneration policy.
- Sign off on accounts.
- Establish ethical standards.

Duties and expectations of Directors:

- Satisfy and be familiar with the responsibilities and legal obligations of a director under the Constitution and relevant legislation, including the qualities of a Responsible Person as described by the ACNC.
- Have a good working knowledge of TJW's governing documents, including the Constitution and Board Charter.
- Act honestly, ethically in good faith, and act in the interests of TJW.
- At all times exercise a reasonable degree of care and diligence in the exercise of director's powers and the discharge of their duties.
- Declare and manage conflicts of interest.
- Attend and participate in all Board meetings regularly, ensuring consideration of relevant papers and agenda items in anticipation of meetings.
- Contribute actively as a Director, including participating in Board committees and working groups, and take an active part in TJW's functions.
- From time to time represent the organisation at relevant events.
- Ensure all confidentiality requests and privacy obligations are upheld.
- Support the CEO in the discharge of their responsibilities.
- Be able to commit to approximately one to two days per month.



Key selection criteria – Non-executive Director

TJW is seeking a new Non-executive Director to help strengthen the Board. The new director will be a business focused leader with experience of complex, service focused organisations, or services. This role is an opportunity to join TJW's board to support them in solving problems for the organisation, promoting its work and acting as a critical friend.

Attributes and experience:

- Demonstrated strategic thinking with the ability to engage, influence and contribute to organisational strategy and translate strategy into operational deliverables.
- Experience in a senior leadership role in the broadly defined Human Services or Social Services sectors.
- Critical experience as a CFO or finance professional, preferably with a strong background in senior finance roles in large and complex organisations.
- Sound business acumen and results-driven, with a proven and unequivocal commitment to achieving goals and managing the tension between financial and social purposes.
- Ability to understand, respond to and operate within a changing policy and legislative framework; while being able to drive value for money in a constrained funding environment.

Plus exhibit:

- Insightful understanding of the NDIS and other trends in the disability services sector and their likely longer-term impact.
- High level conceptual and problem-solving skills, including the ability to anticipate risk, analyse evidence and develop responsive solutions in complex contexts.
- Collaborative, yet curious and courageous qualities; able to function as an effective team member but also with the curiosity to ask questions at the strategic level and courage to persist in robust discussions with management and fellow board members where required.
- Be an active advocate and voice seeking better outcomes for TJW's participants and people living with disability.
- Excellent interpersonal skills will allow you to contribute and play your part as an actively engaged and committed board member, willing to visit sites and meet participants and their families.
- Gravitas and standing as a well-known and well-respected person of significant gravitas and standing in business and/or government.
- Networks and influence: a broad network of contacts.



Further information

Website

<https://thejunctionworks.org>

Annual Report

https://thejunctionworks.org/site/DefaultSite/filesystem/documents/Annual-Report/The%20Junction%20Works_Annual%20Report_2020.pdf

The Junction Works Constitution

https://acncpubfilesprodstorage.blob.core.windows.net/public/6eb17184-38af-e811-a962-000d3ad24a0d-43f7913e-7929-456a-aae5-9be289ca66fa-Governing%20Document-ede767ee-84c8-e911-a97c-000d3ad24182-Appendix_Gv2-036_Constitution_of_The_Junction_Works.pdf

Financial Report 2021

https://acncpubfilesprodstorage.blob.core.windows.net/public/6eb17184-38af-e811-a962-000d3ad24a0d-43f7913e-7929-456a-aae5-9be289ca66fa-Financial%20Report-ab8413c1-cd4c-ec11-8f8e-00224811cb6e-20211124_TJW_Financial_Statements_Consolidated_2021.pdf

TJW News

<https://thejunctionworks.org/NewsRoom/TheJunctionWorksandMcCallGardensareWorkingTowardsaMerge>



For more information



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