

# Board Pack

Aruma Services  
Non-Executive Directors

October 2023

**PRIVATE & CONFIDENTIAL**



# Aruma

Aruma is one of Australia's largest and leading for-purpose organisations dedicated to supporting people with disabilities and their families.

Aruma's purpose is to support people with a disability to live a great life, the life they want, the life they choose. Aruma operates from a strong human rights base.

With over 5,500 customers supported by 5,700 staff operating in over 460 locations across Eastern Australia, Aruma offers a wide range of services, including home and living supports, social and community participation, therapeutic supports, children's services and supported employment. Aruma focuses on empowering individuals with disabilities to lead fulfilling lives and promote social inclusion across various regions in Australia.

Aruma is increasingly active in shaping the disability policy and service environment, so it better meets the needs of people with disability.

The organisation has an annual turnover of \$468m (FY22) and net assets of \$111m (FY22).

The Board has recently appointed Dr Martin Laverty to lead the organisation as Chief Executive Officer and is now seeking to appoint two new Non-Executive Directors as the organisation transforms and grows.



# Background

Following the merger between Tipping Foundation and VISTA, and House with No Steps in late 2017 and the successful integration of former government services in NSW and Victoria, Aruma came into being as a unified brand in 2019 and is now one of the largest and leading, for purpose organisations in Australia.

The brief background :

- House with No Steps (HWNS): Established in 1962 by Lionel & Dorothy Watts, HWNS had been supporting people with a disability for over 55 years across New South Wales, Queensland, and the Australian Capital Territory. HWNS had been one of the first providers to transition to the NDIS since 2013, and since then, successfully supported over 2,500 people to identify their own respective goals and implement NDIS plans.
- The Tipping Foundation: Founded in 1970 by E.W.' Bill' Tipping and his wife Marjorie, The Tipping Foundation was one of the largest providers of services to people with a disability and vulnerable young people in Victoria, with 1,300 staff working with and supporting people with disability and their families and carers.
- Aruma has also grown by successfully tendering for government support services, acquiring a substantial portion of the NSW government's disability support services, which transferred in late 2017.
- In 2018, Aruma was also successful in tendering for a significant portion of the Victorian government's disability support services. In August 2019 approximately 550 customers, and 620 staff across 62 Supported Independent Living and 5 Short Term Accommodation Assistance services transferred to Aruma.
- Aruma has continued amalgamations, including in October 2019, 81 customers and 107 staff transferred from the Salvation Army in Brisbane and Toowoomba to join the existing Queensland operations.

The Board and executive govern and manage the organisation as a single entity, although Aruma Services is the holding company for several business entities. Directors of Aruma Services are also Directors of the subsidiary companies.



# The Challenges

Aruma is experiencing a sustained period of change and transformation, as the National Disability Insurance Scheme (NDIS), social and technological changes reshape the way people with a disability are supported and included in Australian society.

Since its launch in 2013 and full roll-out in 2016, the NDIS has led to a re-evaluation of disability service provision, accompanied by many changes. More recently, reviews have again scrutinised service delivery for people living with disability and—just as with the introduction of the NDIS—the sector is at an inflection point.

- The Disability Royal Commission has just released its final [report](#), which will require careful consideration by governments and service providers alike
- The NDIS Review is due to hand down its final report imminently and will shape the NDIS for the coming period. Aruma customers say that improved services they have received under the NDIS has transformed their lives. However, this is against a background of cost escalations and Commonwealth budget pressure. Commitments to protect investment are heartening, but more reform will be required to ensure vital services continue, costs are contained, and service providers can provide high quality services in a safe environment.
- Aruma operates through a network of services from the north of Queensland to the southern tips of Victoria. Creating quality and consistency across lines of business and location, through culture and leadership is paramount.
- The distributed nature of service provision poses some challenges for Aruma. For example, the sector is highly regulated, through a web of legislative and regulatory mechanisms, including differing state requirements.
- Aruma has been increasingly looking to shape its strategic and policy environment by reflecting the voice of our customers and promoting innovative and constructive responses.

Today, for Aruma, business transformation continues as a priority for the organisation, as a means of supporting financial performance, safety and quality. The operating realities of person-centred human service delivery can sometimes be held in tension with financial discipline; achieving a balance is critical.

The challenges outlined here are likely to demand significant future changes, in all areas of the business, from front line service delivery to governance practice. In response, Aruma will be developing and implementing a new strategic plan early in 2024.

Aruma's Board is actively seeking new Non-Executive Directors to help drive transformative change, guide and shape strategy and equip the organisation to excel in its service delivery..



# Aruma – Purpose, Values and Strategy

## Purpose:

Supporting people to live a great life, the life they want, the life they choose.

## Values:

Aruma has a strong values base, grounded in human rights, and summarised by the BRAVE values.

All Directors share leadership responsibility to uphold the human rights and wellbeing of Aruma's customers and to advocate for the human rights of people with a disability more broadly.



## Strategy

In 2023 after appointing a new CEO, Aruma did a quick reset of its strategy, focusing on four areas.



Aruma will be completing a more thorough strategy refresh in early 2024, after careful consideration of NDIS and Disability Royal Commission recommendations.



# Current Board of Directors

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## Candice Charles - Chair

Candice is an experienced Chair with a career in the financial, health and community sectors. She has held directorships in several for-purpose organisations since 2002, building her expertise in corporate governance, strategy, financial management and clinical governance.

Candice has held senior leadership positions in the financial services sector at National Australia Bank and Transport Accident Commission, and in health and community service organisations including Good Shepherd Microfinance, Breast Cancer Network Australia. Candice has also run her own consulting business.

Candice's other directorships include Director Dental Health Services Victoria. She was previously Chair of The Tipping Foundation. Candice has a Masters Degree in Public Health and Business Administration from the University of Melbourne.

At Aruma, Candice is Chair of the Aruma Services Board, Ex-officio Member of the Audit & Risk Committee, Customer Committee, People and Governance Committee, Ex-officio Member, Property Committee.

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## Leanne Dreves – Deputy Chair

Leanne is a finance, governance, and risk professional. She has extensive experience as a director and senior executive for leading organisations in the not-for-profit sector.

Leanne has held senior accounting and financial leadership roles in credit unions, charities and in public practice. She was most recently Chief Financial Officer and Company Secretary of not-for-profit Act for Kids Limited, and its controlled entities. In addition, Leanne is Company Secretary for Abused Child Foundation Limited.

Leanne is a non-executive director of Roses in the Ocean, Australia's leading lived experience of suicide organisation. She was previously a non-executive director of House with No Steps.

Leanne is a Certified Practicing Accountant (CPA), holds a Bachelor of Commerce (Accounting), is GAICD qualified and is Chair of the Audit & Risk Committee.

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## Andrea Tustin

Andrea is a strategic, operational, and commercially focused finance professional. She has extensive financial, commercial, technical, project and management experience across a diverse range of organisations and sectors in Australia, South Africa and UK.

Andrea is currently the Chief Financial Officer of the Uniting Church of Australia – Synod of NSW & ACT. Previously Andrea has held senior finance and leadership roles at Nextt Group, Southern Cross Care, Corum Group Australia, NSW Business Chamber, Gambro Pty Ltd, Dymocks and Deloitte.

Andrea is a non-executive director and treasurer of Can Too Foundation. She was previously a non-executive director of Take 3 Ltd. Andrea is a Certified Practicing Accountant (CPA) and holds a Bachelor of Commerce from the University of South Africa. She is a Graduate of the Australian Institute of Company Directors. She is currently a member of the Audit & Risk Committee.

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## Current Board of Directors (continued)

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### Samantha Male



Samantha is an experienced director and senior business executive. She has particular experience in community housing, having worked at a senior management and Board level across the UK and Australia.

Samantha currently runs her own consultancy business, leading transformation projects within the social services sector. She lives in rural Australia running a family Avocado Farm. Previously Samantha held senior executive roles with Link Housing, Mission Australia Housing and Genesis Housing Group.

She was formerly an executive director of Pathmeads Residential Ltd and Orchard & Shipman PLC (UK), and a non-executive director of House with No Steps and Berkshires Women's Aid.

Samantha holds a BSc (Hons), MBA, GAICD, currently chairs the NSW Land Transfer Agreement Oversight Committee.

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### Chris Edwards



Chris is a manager and director with extensive experience across the human services sector. He has specific expertise in disability inclusion and improving organisation performance in service delivery.

Chris is currently Manager, Government Relations and Advocacy for Vision Australia. He has performed a range of strategic and operational management roles for Vision Australia and has previously worked for Nous Group, a leading Australian professional services firm.

Chris's prior board appointments include a non-executive director of The Tipping Foundation Ltd, Retina Australia (Victoria) and Disability Attendant Support Service Incorporated (DASSI), including two years as Chair of DASSI.

Chris holds GAICD, Dip. Business qualifications, Chairs the Customer Experience & Outcomes Committee and is a Seeing Eye Dog handler, working in partnership with his Seeing Eye Dog, Eva.

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### Maura Boland



Maura is a leader, strategic thinker, and influencer with expertise across all aspects of management and corporate governance including strategic planning, policy development, social and capital program design and administration, regulation, and project governance.

Currently Maura is a director of The Insight Partnership, a management consultancy specialising in collaboration for strategic results in areas of positive social and environmental impact. Maura has held a range of executive positions in the NSW Government, most recently as Deputy Director-General, Strategy and Policy in the then Family and Community Services and has extensive experience in government and human services. She has successfully led and guided change and innovation across housing, health, disability, environment, planning and other government portfolios.

Her non-executive director positions have included the House with No Steps and ANROWS. She is an Executive Fellow of the Australia and New Zealand School of Government (ANZSOG).

Maura holds BSc (Hons), Grad Dip Comm Mgt, MAppSc, (Comm Mgt), Grad Cert Mgt, GAICD qualifications and chairs the Governance & Remuneration Committee.

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## Current Board of Directors (continued)

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### Malcolm Kinns

Malcolm is an experienced director and education executive. He has held senior leadership roles in the vocational and higher education sectors and had an extensive career building and improving technology driven education.

Malcolm is currently Chief Executive Officer of Generation Australia, an independent not-for-profit focussed on transforming education to employment systems to prepare, place, and support people into life-changing careers. Previously Malcolm has worked with a variety of educational institutions including Think Education Group, Edinburgh Business School and FBOL Solutions, where he consulted to Universities and other education institutions on business growth strategies and best practice design principles for the delivery of blended and online learning.

Malcolm has also held advisory board roles on the Classic Wallabies Indigenous Exchange, supporting young Indigenous Australians to undertake volunteer assignments in South Africa as well as the NSW Rugby Learn, Earn, Legend program.

Malcolm holds a Bachelor of Engineering (Honours), Chemical Engineering from The University of Edinburgh. He is currently a member of the Customer Experience & Outcomes Committee and NSW Land Transfer Agreement Oversight Committee

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# Chief Executive Officer

Dr Martin Laverty

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Martin has been involved in disability support for 30 years.

He helped design and implement the NDIS – he was an inaugural Director of the scheme, serving on the NDIA Board from 2013 to 2021. He's previously led three different disability organisations, has lived experience of disability and an advocate's voice for social justice.

He was recently the CEO of the Australian Medical Association, and before that he was CEO of the Royal Flying Doctor Service of Australia.

Martin was appointed as Chief Executive Officer in July 2022.



# Governance

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## Structure

Aruma Services is an Australian Public Company limited by guarantee, incorporated and domiciled in Australia. It is a not-for-profit organisation registered with the Australian Charities and Not-for-profit Commission (ACNC) with Deductible Gift Recipient (DGR) status.

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## Composition

The Board currently comprises seven (7) Directors and has historically operated with around eight (8) Directors. The constitution allows for a total of 12 Directors.

The Board has four committees : Audit & Risk Committee, People and Governance Committee, Customer Committee and Property Committee.

Directors are expected to be a member of at least one committee. Each committee meets 3-4 times per year.

The former Board-chaired Human Rights Committee was transformed to the consumer-chaired Human Rights Advisory Committee in May 2022; Directors are expected to attend at least one Human Rights Advisory Committee each year.

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## Tenure

Directors are appointed for terms of three (3) years and may seek reappointment on two (2) occasions provided that a Director's period of continuous service does not exceed a period of nine (9) years.

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## Board Meetings

There are generally around nine (9) meetings throughout the year attended by the Board, four (4) of which are typically in person, at various locations and require a 1.5 – 2 day commitment. Most of the remaining Board meetings, and Committee meetings are conducted via Zoom.

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## Meeting Dates 2024

There is one remaining meeting in 2023 on 5 - 6 December.

For 2024 the four in-person meetings are scheduled for 20 - 21 February, 21 - 22 May, 20 - 21 August, 3 - 4 December. There are additional online specific purpose meetings (e.g. budget approval).

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## Remuneration

Aruma's Director remuneration is benchmarked against comparable not-for-profit organisations. There are additional loadings for the Chair, Deputy Chair and Committee Chairs. Not for profit salary packaging is available.



# The opportunity – Non-Executive Director

## Responsibilities:

All Directors of Aruma Services consent to appointment as a Director of the Subsidiary Entities within the Aruma Group. Directors of Aruma Services contribute actively and collectively to the effective governance of the Company.

### Each individual Director will:

- Fulfill the duties of reasonable care and diligence to the Company.
- Act honestly in the best interests of the Company and for its charitable purposes.
- Not misuse their position as a director, or the information they gain in their role.
- Disclose any actual or perceived conflicts of interest.
- Ensure that the financial affairs of Aruma are managed responsibly and not allow Aruma to operate while it is insolvent.
- Support Aruma's commitment to respecting, protecting and promoting the human rights of all people, as reflected Aruma's purpose and values.
- Comply with the Aruma Code of Conduct.
- Demonstrate integrity and high ethical standards professionally and personally.
- Work effectively and constructively with other Directors and Management.
- Serve on at least one Board Committee and actively participate in the Committee's work.
- Contribute to satisfying the responsibilities outlined in the Aruma Services Board Charter, the Terms of Reference of the Committee(s) of which the Director is a member, and this duty statement.
- Dedicate sufficient time and energy to fulfil the individual Director's duties and responsibilities.
- Prepare for, attend, and contribute effectively to meetings of the Board and the Committee(s) of which the individual Director is a member.



# The opportunity – Non-Executive Director

## Responsibilities (continued):

- Be independently minded and ask appropriate questions of Management to challenge and encourage discussion of key issues and fulfill the individual Director's duties and responsibilities.
- Contribute to an annual review of the performance of the Board and take steps to improve performance through individual leadership and collectively agreed actions.
- Within a reasonable time following appointment, participate in the Director Induction program.
- Attend the Aruma Annual Human Rights Conference at least once during the Director's term.
- Attend site visits, day-in-the-life experiences, and sessions designed to allow engagement between directors, customers, families, carers and staff.
- Maintain or enhance the competencies and skills the individual Director brings to the Board.
- Apply those competencies and skills effectively to the strategic issues facing the Company.
- Participate in professional development to maintain or enhance skills and abilities and ensure that the individual Director's knowledge and understanding of the Company's business, operations and risks remains current.
- Complete and maintain the following probity checks: NDIS Worker Screening Check; Queensland Working with Children Check; Queensland Licensed Care Services (LCS) Child Safety and Personal History Screening Check; ACT Working with Vulnerable People Check; and NSW Working with Children Check; and Victorian Working with Children Check.
- Seek appropriate advice in order to be properly informed in relation to decisions before the Board, including consulting with the Chair in relation to external advice if required.
- Carry out any other appropriate duties and responsibilities assigned by the Board of Directors or a Board Committee of which the individual Director is a member.



# Key selection criteria – Non-Executive Directors

Aruma's Board is actively seeking new Non-Executive Directors to help drive transformative change, guide and shape strategy and equip the organisation to excel in its service delivery. (One of these Directors may be considered as a possible successor for the role of Chair, with the current Chair, Candice Charles, preparing to step down at the end of 2024).

## Skills and Experience:

- Knowledge and understanding gained through direct, first-hand involvement as a person with a disability or as a direct family member/carer of a person with a disability.
- Extensive senior/executive management experience, particularly in large, complex and distributed organisations.
- Substantial professional experience gained in a customer-facing or human services organisation.
- Previous experience as a Non-Executive Director.
- Demonstrated ability to engage, influence and contribute to organisational strategy and translate strategy into operational deliverables.
- High level conceptual and problem-solving skills.
- Understanding of the NDIS and trends in the disability services sector and their likely longer-term impact.
- Ability to assess risk and determine the appropriate response.
- Sound financial and accounting knowledge, ability to read and comprehend company accounts, financial metrics and reporting and an understanding of corporate finance.
- Ability to build and maintain positive relationships with stakeholders and relevant organisations and cultivate an appropriate and extensive network.
- Ability to think innovatively and strategically on program and organisation-wide issues.

## Knowledge and skills in one or more of the following areas:

- Strategy development and implementation
- Leadership
- Ethics and integrity
- Critical thinking and analysis
- Legal, Regulatory and governance
- Technology-enabled transformation
- Accounts and finance
- Customer experience and operations
- Risk and audit management
- Mergers and acquisitions
- Communications
- Human resources management
- Enterprise-level marketing and public relations

## Values & Qualities:

- High level of commitment to Aruma's purpose, values and strategy.
- Genuine respect and empathy for people with a disability, their families and carers.
- Sensitivity to issues associated with the provision of human services in the disability sector.
- A willingness and capacity to think outside the square and to encourage others to do the same.

## Qualifications:

- Tertiary level qualifications or equivalent in business, management or relevant field.
- Graduate of the Australian Institute of Company Directors (AICD) or equivalent.



## Further information

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Aruma Services website

<https://www.aruma.com.au/>

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Constitution

[Aruma Services Ltd Constitution March 2023](#)

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Annual Report

[Aruma Annual Report 2021 - 2022](#)

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Disability Services

<https://www.aruma.com.au/disability-services/>

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Aruma Services news

<https://www.aruma.com.au/about-us/news-and-media/>

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Disability Royal Commission Final Report

<https://disability.royalcommission.gov.au/publications/final-report-executive-summary-our-vision-inclusive-australia-and-recommendations>



For more information



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