

Board Pack

Invictus Australia
Non-Executive Directors

September 2023

PRIVATE & CONFIDENTIAL



Welcome

Thank you for your interest with this role with Invictus Australia.

Invictus Australia is owned and operated by, the non for profit responsible for organising Invictus Games Sydney 2018, and licensed from the Invictus Games Foundation. An Australian team of Invictus athletes recently competed at the international Invictus Games in Dusseldorf in September. The legacy of the Games is continued every day in local communities, as all veterans and their families can benefit from involvement with sporting communities, particularly 'at risk' veterans.

As a not-for-profit registered charity, the organisation relies on the generous support of government, corporate Australia and the general public. As well as promoting the physical, social and emotional benefits of sport, Invictus Australia shines a light on the unique needs of younger veterans and the challenges they face as they transition from military to civilian life.

Invictus Australia is a young organisation but has quickly become an established entity and brand. The organisation has enjoyed success with both participation in international sporting events as well as their support of veterans through sport across Australia. Invictus Australia is now in a position where they want to scale their model; to enable this they're looking to broaden and increase revenue.

Currently operating with a board of four, the Invictus Australia board is looking to expand by adding 2-3 new non executive directors who will bring skills, experience and diversity.

Ideally, Non-Executive Directors will be values aligned and have a genuine commitment to Invictus Australia and its purpose, behave in a way that is values-aligned and be able to make the necessary time commitment required.



Invictus Australia - Context

A young organisation

- Invictus Australia was established in 2021, following a successful pilot launched during the 2018 Invictus Games;
- Invictus Australia is currently funded through a grant from the Department of Veterans Affairs, and through corporate partnerships and fundraising. It is the latter two methods of revenue generation that it is working to mature over the next two years to reduce the reliance on government investment.

Support and Services offerings

- Invictus Australia continues to support Australia's participation in the Invictus Games through their partnership with the Australian Defence Force. In addition, Invictus Australia delivers a substantial program of community sport initiatives targeting veterans and their families nationally through partnership with sporting organisations.

Part of an international movement

- When Invictus Australia was launched in 2021, it became the first program to be officially licensed by the Invictus Games Foundation (UK) to use the Invictus brand outside the Games;
- Invictus Australia operates under a licensing agreement with the Invictus Games Foundation;
- There are currently 24 nations competing at the Invictus Games, and many of the issues we experience in Australia with our Defence and veteran communities are mirrored in other nations. We benefit from the global perspective and movement, as other nations benefit from our work.
- At the 2023 Invictus Games in Dusseldorf, *Invictus Germany* was announced. This is the second participating nation, following Australia, to establish such a program.

Mission

Strengthening the health and wellbeing of the Australian Defence Community through the power of sport.

Values

- Integrity
- Compassion
- Respect
- Courage
- Inclusivity



Current Board



James Brown, Chairman

James Brown is the Chief Executive Officer of the Space Industry Association of Australia (SIAA), Australia's peak body for the space economy, and serves on the Australian Space Agency's Senior Leaders Forum. A national security and public policy expert, he has previously held research appointments at the Lowy Institute for International Policy, United States Studies Centre, and the University of Sydney. He is currently a director of the Australian Strategic Policy Institute and a Non-Resident Fellow at the United States Studies Centre. James is a former Army officer with service in Iraq, Afghanistan, and the Solomon Islands. Between 2017 and 2019 James led the rebuilding and modernisation of Australia's largest veteran's charity, the RSL, as its youngest ever elected President. This included the turnaround of a large commercial aged-care provider and multiple charitable trusts. He helped lead the successful national campaign to establish a National Commissioner for the prevention of Defence and Veteran Suicide. James is Chairman of the veteran's charity, Invictus Australia. James is a regular media contributor on space, foreign policy and defence issues and has authored two books on Australian defence policy. He lives in Sydney with his two young children.



Mark Binskin, Board Member

Air Chief Marshal Mark Binskin AC (Retd) is a highly decorated and respected senior executive and leader in the national security, defence and aerospace sectors. He was Chief of the Defence Force of Australia from 2014-2018, Vice Chief of the Defence Force (2011-2014) and Chief of Air Force (2008-2011). He is currently Chair of the Civil Aviation Safety Authority, Chair of the Australia Pacific Security College Advisory Board, Deputy Chair of the Sir Richard Williams Foundation, on the Boards of the Western Parkland City Authority and the Australian International Military Games, a member of the Governing Committee of the Temora Aviation Museum and is a Non-Executive Director with BAE Systems Australia and Nihon Cyber Defence. Air Chief Marshal Binskin (Retd) has provided specialist advice to the highest levels of governments, industry leaders and international stakeholders and his aerospace knowledge and expertise is extensive. As Chief of Defence, he successfully led the Australian Defence Force, comprising 80,000 permanent and reserve personnel, to significantly improve capabilities and responses to major global events and championed organisational change across areas of national security, culture, diversity and leadership performance. Air Chief Marshal Binskin (Retd) has completed the Harvard Business School Advanced Management Program, is a graduate of the Australian Institute of Company Directors and a Fellow of the Royal Aeronautical Society. Graduate of Harvard Business School Advanced Management Program, AICD



Current Board



Glenn Keys, Board Member

Glenn is the founder and Executive Chairman of Canberra-based Aspen Medical, one of the world's leading providers of outsourced healthcare solutions. Prior to building and leading businesses in the private sector, Glenn had a distinguished career in the Australian Defence Force (ADF). Glenn sits on a number of Boards including the National Disability Insurance Agency, the University of Canberra Council and Project Independence. Project Independence is a not-for-profit that Glenn founded in 2012 to provide homeownership for people with an intellectual disability and is the only homeownership programme of its kind in Australia. In 2017, Glenn was made an Officer of the Order of Australia for both his philanthropic leadership in the business sector and his work as an advocate for people with an intellectual disability. Glenn is a graduate of the University of New South Wales and the International Test Pilots School in the UK. He is a member of the Australian Institute of Project Management, a member of the Australian Institute of Company Directors and an Honorary Fellow of Engineers Australia.



Patrick Kidd, Board Member

Patrick Kidd was appointed as the CEO of the AIMG in Jan 2017 and was on secondment from Deloitte until the Games concluded in October 2018. Prior to joining Deloitte in 2015, Patrick served in both the British and the Australian Army serving in a variety of key appointments until he retired from the Australian Army in 2014 with the rank of Brigadier. Patrick has seen operational service in both Afghanistan and Iraq, and received the Order of the British Empire for his services as the Commander of The Royal Tank regiment, in Iraq in 2003 and an Order of Australia Medal for his role conceiving and delivering the Invictus Games Sydney 2018 and service to disability sport.

Invictus Australia - CEO

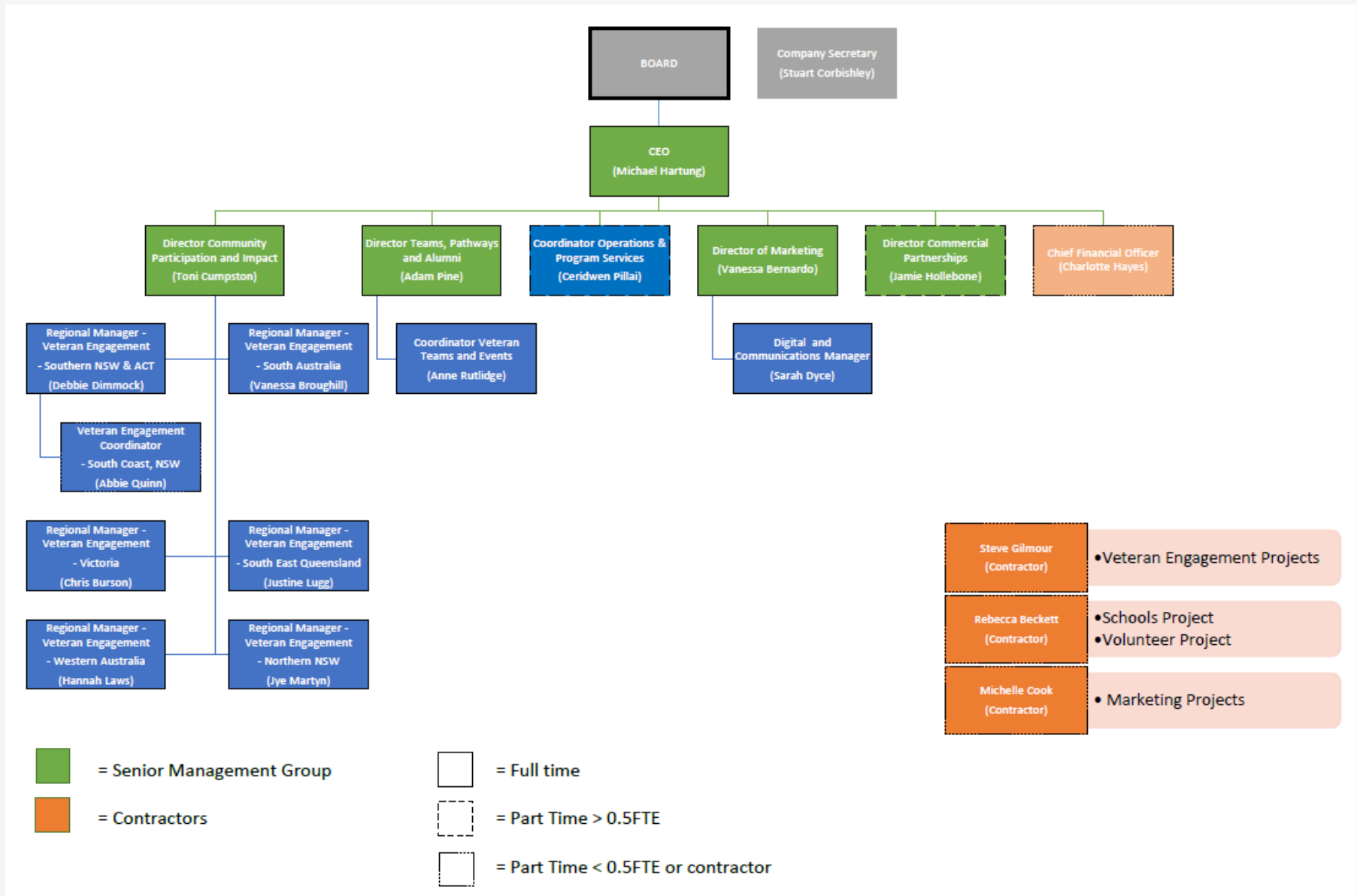
Michael Hartung



Michael was the Chief Delivery Officer for the Invictus Games Sydney 2018, and a member of the 2018 Invictus Games Bid Steering Committee. Prior to his time working on the Invictus Games, Michael spent 10 years with the Australian Paralympic Committee (APC), carrying out roles including Chief Executive Officer and General Manager, Sport. During his decade with the APC, he held management positions on four Paralympic Teams (including Chef de Mission in 2010 and Deputy Chef de Mission in 2012). In 2020, Michael received the Order of Australia Medal for service to sport for people with a disability.



Org Chart – Oct 2023



Governance

Structure

Australian International Military Games was established in 2016 as a company, limited by guarantee, registered with the Australian Charities and Not-For-Profit Commission (ACNC). Originally established to deliver the Sydney Invictus Games in 2018, it was subsequently repurposed in 2021 to deliver an ongoing legacy program, and currently trades under the name **Invictus Australia**.

Composition

Under the terms of the Constitution, there must be a minimum of three (3) Board Members and a maximum of seven (7) elected and two (2) appointed Board Members. The Board currently comprises four Directors. All members of the Board shall be independent non-executives of the company.

Tenure

Board Members have a maximum tenure of nine (9) years, unless re-elected by a Special Resolution. Board Members who are appointed to fill a casual vacancy must retire at the following AGM, but may nominate for election.

Board Meetings

There are four to five Board meetings scheduled per calendar year, and supplemented by additional ad hoc meetings as may be required. Each meeting is typically of 1.5 - 2 hours duration and requires approximately 3 hours of preparation. [Eg These meetings typically take place on late afternoon Monday, primarily online.

Meeting Dates

Board meetings currently scheduled for the first half of 2024:

- Board Meeting – 1600AEST, 4 March 2024
- Board Meeting – 1600AST, 6 May 2024
- Board Meeting – 1600AST, 17 June 2024

Remuneration

This is a voluntary, unpaid position. All Directors volunteer their time, energy, professional and governance expertise, but are reimbursed for any out-of-pocket expenses reasonably incurred in attending board meetings and related matters.



The opportunity – Non-Executive Directors

The primary aims of this position are to collectively govern with other Non-Executive Directors to:

- cultivate a sense of group responsibility with commitment to excellence in governance;
- determine the appropriate culture for the organisation and model behaviours that both reflect and promulgate the desired culture;
- employ the CEO to manage the organisation;
- ensure governance requirements of good working relationships with all stakeholders;
- ensure that the organisation has processes that ensure compliance with all internal and external governance requirements;
- establish and improve procedures and policies to safeguard the organisation's resources, reputation, and public credibility;
- establish the organisation's purpose, values and strategies;
- identify and monitor Quality and Risk across the whole of the organisation;
- monitor performance against KPIs, outcomes and other criteria established from time-to-time drafted by the Board;
- Uphold the following fiduciary duties including the duty
 - to act in the interests of a company as a whole;
 - not to act for an improper purpose;
 - of care and diligence;
 - to retain discretion;
 - to avoid conflicts of interest; and
 - not to disclose confidential information.

Duties and expectations of Directors:

Each Board member must:

- act in a financially responsible manner;
- act in the best interest of Invictus Australia;
- ask for clarification of matters not fully explained;
- attend and contribute to Board meetings and meetings of committees on which they serve;
- critically read and assess all agenda documents before each meeting;
- declare any conflict of interest.
- ensure care, transparency, and diligence in decision making;
- ensure compliance with all matters prescribed by law;
- ensure critical review of proposals to the Board;
- maintain confidentiality;
- seek assurance of compliance with internal and external policies;
- strive to attend all meetings, and notify an apology when unable to attend; and
- undertake diligent analysis of all proposals placed before the Board.

Directors are expected to have an awareness of relevant developments in society, legislation, the not-for-profit sector, and impacts on those who are disadvantaged to enable them to fulfil their responsibilities.



Key selection criteria – Non-Executive Directors

Invictus Australia is seeking two new Non-Executive Directors to provide a diverse perspective to support the organisation and its growth. The new Non-Executive Directors will also bring diversity to the board.

Attributes and experience:

The following skills and experience are considered critical to these roles:

- Proven experience in marketing and/or fundraising with the ability to identify and source income streams OR
- Specialist knowledge and experience in Strategy and Governance within a for-purpose context OR
- Executive level experience in Finance and Audit

In addition, successful applicants will have:

- Proven experience as an effective board member and commitment to excellence in governance to ensure the Board continues to operate effectively and rigorously.
- Excellent communication skills and strategic approach, along with excellent relationship skills, to manage a variety of stakeholder relationships.
- Valuable networks within the Australian business and/or sporting community, and /or Government.
- A genuine interest in positively contributing to Invictus Australia.

Qualifications

- Graduate of the Australian Institute of Company Directors (AICD) preferred but not essential.
- Tertiary level qualifications or equivalent in business, management or relevant field.

Required Non-Executive Director Experience:

- Significant experience in strategic development and implementation through constructive questioning and suggestion and contribute to the effective decision making of the Board.
- Proven experience working as an effective Board and team member, demonstrating curiosity and courage to ask questions and persist in robust discussion with Management and fellow Board members where necessary.
- Demonstrated empathy manifested through strong interpersonal skills. A Director must work well in a group, listen well, be tactful yet able to communicate a cogent and candid viewpoint.
- Significant experience managing, supporting and developing senior roles in an organisation.



Further information

Website

<https://invictusaustralia.org/>

Annual Information Statement

[Information Statement 2022](#)

Constitution

[Constitution](#)

News & Publications

[Newsletters](#)

Strategy Plan 2023-24

[Strategic Plan](#)



For more information



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