Position Description

Position Title: RANZCR Board, Independent Chairperson
Reporting to: RANZCR President and Board
Direct reports: Nil
Responsible for: Board of Directors meetings; governance and business operations advice
Location: Sydney
Date: May 2026

Company Overview

The Royal Australian and New Zealand College of Radiologists (RANZCR) is a not-for-profit professional organisation for clinical radiologists and radiation oncologists in Australia, New Zealand, and Singapore. RANZCR is a membership organisation led by clinicians who are elected by the membership, with oversight from a Board of Directors.

We are the leaders in diagnostic, interventional, cancer care and radiation medicine and associated subspeciality areas through engagement, education, and advocacy; and by supporting clinical excellence. Our Fellows play a critical role in the diagnosis and monitoring of disease, provide interventional treatments and targeted treatments for cancer.

Our evidence-based culture focuses on best practice outcomes for patients and equity of access to high quality care, underpinned by an attitude of compassion and empathy. As an organisation we are committed to diversity and inclusion, and to the training and professional development of our Fellows and trainees throughout their career. We are dedicated to enhancing the health outcomes of Māori, Aboriginal and Torres Strait Islander peoples and to increasing their participation in the professions of clinical radiology and radiation oncology by ensuring our educational programs support best outcomes for them. This includes a commitment to cultural safety in our organisation, for staff and members.

RANZCR is governed by a Board of seven directors who are appointed/ elected by their peers within the Fellowship, an independent chairperson and an independent director. The Board is supported by two Faculty Councils and a committee structure which addresses the key professional areas within the College's scope of operations. The two Faculties – Clinical Radiology and Radiation Oncology - are each headed by a Faculty Council. The Articles of Association require an independent chairperson on the Board.

The College's annual turnover is in excess of $30 million. A copy of the current strategy is available here.

College Purpose

Excellence in diagnostic, interventional, cancer care and radiation medicine.

Role Purpose

The Board Chair shall work closely with the President and CEO. They will Chair and supervise Board meetings and governance aspects of the Board. The Board Chair works in partnership with the President and the CEO to ensure that the reputation, culture and work of the College is harmoniously, productively and efficiently managed.

Current Board

The composition of the Board of Directors is as follows:

- the President;
- the Independent Chairperson, appointed by the Board;
- the Dean, Faculty of Clinical Radiology;
- the Dean, Faculty of Radiation Oncology;
- four Elected directors (one from New Zealand); and
- an Independent director, appointed by the Board.

Of the nine Directors at least three must be Clinical Radiologists and two must be Radiation

Oncologists. The Board is supported by the Chief Executive Officer (CEO) and Company Secretary.

Tenure:
By appointment of the Board and subject to performance, for a one-year period potentially followed by a two-year term, then up to two additional three-year terms (nine year maximum as for all Board members).

Remuneration:
- This position is remunerated. The level and conditions of this remuneration will be agreed with the President and CEO (within delegations endorsed by the RANZCR Board) during the recruitment process and confirmed in writing.

Important attributes:
- Have successfully completed the Australian Institute of Company Directors (AICD) Company Directors Course and/or be able to demonstrate an outstanding governance track record as a Board Chair.
- Knowledge of a director's responsibilities – includes a detailed understanding of the principles of corporate governance and their role, as well as the legal, ethical, fiduciary and financial responsibilities of a Director.
- Strategic contribution – the ability to review the strategy and key organisational issues through constructive questioning and suggestions; contributing to the effective decision making of the Board.
- Governance experience in a similar member-based NFP would be well regarded.
- Experience in mentoring Board members and senior executives; and be willing to and offer guidance to the CEO as and when required.
- Willing and able to dedicate an average of 1 day per week to the role.
- Available to travel overseas and interstate.
- Experience in dealing with the media, public speaking and with high-level negotiation skills.
- Cannot hold a current governance or executive role that conflicts with RANZCR's activities or its ESG position (e.g. tobacco or related products, private or public Radiology or Radiation Oncology companies, Health regulator, etc).
- Must not hold any commercial conflict of interest in which access to, or knowledge of, RANZCR activities could result in personal gain.
- Cannot be a current or former Fellow of RANZCR; or a qualified medical doctor.

Personal qualities:
- Integrity: Fulfilling a director's duties and responsibilities, acting ethically with appropriate independence, placing the organisation's interests before personal interests.
- Effective team member: Collaborative yet curious and courageous – able to understand group dynamics and participate in robust discussion with executive leadership and fellow Board members where necessary.
- Effective leader: Be an effective role model by demonstrating the right behaviours and using abilities to foster constructive debate on issues and build consensus.
- Emotional intelligence, self-awareness and self-management: Demonstrate empathy manifested through strong interpersonal skills. Work well in a group, listen, be tactful yet able to communicate a cogent and candid viewpoint. Reflect on one's own actions and encourage others to do the same.
- Commercial judgement and instinct. Demonstrate good business instinct and acumen. Be able to assimilate and synthesise complex information and proactively problem-solve.
- Commitment. Possess excellent planning and time management skills and have an understanding of the time and energy required to fulfil the role. Ability to distinguish important and unimportant issues and to respond within short timeframes.
- Communication: Possess excellent interpersonal, communication (written and verbal), and diplomacy skills. Able to develop positive relationships.

Responsibilities of the role
• Govern the College on behalf of its members as a listed company director under all relevant legislation and RANZCR's Constitution, foundation documents and policies, demonstrating the highest standards of corporate governance.
• Run the Board and set its agenda (in conjunction with the President), style and tone to promote effective decision making and constructive debate.
• Work effectively with the CEO and staff to ensure smooth and professional leadership of Board processes including setting of Board meeting agendas, decision making and the development/distribution of relevant papers and minutes.
• Set the RANZCR strategic direction, mission and purpose.
• In conjunction with the Board and president select, support and evaluate the Chief Executive Officer
• Ensure clarity of roles between the Board, President, CEO and Chair.
• Provide advice to the President, Board members, CEO, Office Bearers and the Chairs of RANZCR Committees, as required.
• Ensure effective planning, monitoring, and performance against plans.
• Ensure adequate resources to support college operations.
• Ensure effective communication with members and key external stakeholders.
• Supervise the general business of the College with the CEO, from an operational perspective.
• Be the public face of RANZCR on selected key non-medical media issues, policy and advocacy initiatives, and at representational forums.
• Build positive and collegial relationships with internal and external stakeholder groups
• Attend and contribute to RANZCR Board meetings, AGM, Aust ASM, NZ ASM, and other committees as agreed (Attachment 1).
• Optional attendance at Board sub committees, Faculty Council and selected committee, Branch, Working group and Taskforce meetings.
• Author any Board Chair's message for internal and external RANZCR publications.
• National and international travel as required and approved by the President, to advance the interests of the college.

Time Commitment:
Able to dedicate a minimum of 1 day per week to College activities.

Key Relationships:
- RANZCR President
- Independent Director
- Board members
- Chief Executive Officer
- Company Secretary
- As a mentor for the successor in the role as Board Chair and President
- RANZCR members
- Politicians and Government Departments, as required
- College Auditors, Investment Manager and Lawyers
- Executive Leadership team and other staff members
- Administrative support provided by the Executive unit

Confidentiality:
Confidentiality must be kept for all matters which may affect the interests of the College, the Faculty of Clinical Radiology or the specialty of Radiology and the Faculty of Radiation Oncology or specialty of Radiation Oncology. This includes matters relevant to individual Fellows or specific cases of patient care.

Conflict of Interest:
All conflicts of interest are to be declared either on the Conflict of Interest Form, which is reviewed annually, or in meeting minutes. Refer to: Conflict of Interest Policy.

Copyright Guidelines and Copyright Assignment
The College requires authority to use all right, title and interest in materials resulting from joint work with the College.

Expenses:
Travel and associated expenses incurred during the undertaking of College duties are reimbursed by the College according to the Reimbursement of Expenses Policy.

Insurances:
Members of the Board, members of College committees and other bodies, College representatives on external bodies and College staff are indemnified by the College through Professional Indemnity and Directors and Officers Liability insurance policies.

Authority required to change criteria:
Governance Committee with subsequent Board approval