

A RESPONSE TO THE GREEN PAPER
ON
CORPORATE GOVERNANCE
May 2010

Introduction

Over a year ago the PMSA Council commissioned the firm, Effective Governance, to carry out an evaluation of the performance of the Council. The data for the review was gathered through the completion of an online questionnaire by all Councillors, Principals, and the Executive Manager. This was supplemented by individual interviews with each Councillor, Principal and the Executive Manager.

A comprehensive Report was prepared by Effective Governance and presented to the PMSA Council about twelve months ago. Since then, at the last PMSA Council, a “Green Paper” was presented and allowed to lie on the table for subsequent discussion.

The Future

Having completed all of this work at considerable cost and time it would seem that by now we should be acting on the recommendations and be making plans to implement them. The Green Paper outlined the issues and the variety of actions that could be undertaken, but made no recommendations nor arguments for any particular course of action. To progress this activity further I would like to suggest the following courses of action.

PMSA Council Size

In the Report the majority of the participants felt that the size of the Council (15) was too large and that ideally it should number between 8 and 10 people. I would suggest, therefore, that we move towards a PMSA Council of 9 members, probably three appointed by the Presbyterian Church, three by the Uniting Church and three by the Council itself. We should then arrange that a third of the Council (3) retires each year with each Councillor serving a three year term before re-appointment.

The argument against a smaller PMSA Council is that we need a largish Council so as to ensure that we have enough Councillors to serve on School Councils, in order to keep PMSA in control of the four School Councils. However this is not really an issue as the PMSA Council is responsible for appointing School Councils. Consequently if the PMSA is unhappy with the performance of some or all aspects of any individual School Council it has the power to change its membership.

School Councils

The PMSA Council appoints the School Councils – four of them at the moment. The Chairman of the School Council should be appointed by the PMSA Council. At the moment that person is a PMSA Council member but it need not be so. We ought to change the constitution so that a wider field of candidates could be embraced if so desired. We may well decide to continue to appoint PMSA Councillors as Chairmen of Schools but this will allow greater flexibility if so desired.

The current School Councils are comprised of six members – three PMSA Councillors, three Community Councillors, and the Principal (non-voting). This seems to be an appropriate size. However, in view of other possible changes, we could construct the School Council with six members without stipulating whether any are PMSA Councillors.

To source potential candidates we should embrace appropriate search and advertising techniques.

This solution would be the “Partial Delegated Autonomy” model from the Green Paper.

Terms of Office

It is very clear from the survey and the Report, as well as current practice in numerous organisations, that the PMSA Council has an extremely high average term of office. Clearly we have a number of people who have served on the PMSA Council for over fifteen years and some of these for a considerably longer period of time. It must be made clear that any suggestion to limit the terms of office is no reflection on any individual or the considerable input they have given over many years. Their historical service is much valued, but good Corporate Governance normally requires there to be limits on terms of office. As one survey participant said, “While it is good to have longevity, longevity can also be a hindrance to progress”.

We should accept the Report’s recommendation 4, namely to introduce a non-mandatory but recommended maximum term of appointment:
“We recommend that a normal maximum length of service be set at 12 years, with the proviso that a Chairman may extend to 15 years”. In the interim this process will need to be managed and there will need to be a staged retirement of members with over 15 years of service over a period of say three years.

Ageism

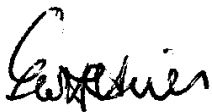
The age limitation of 72 for a PMSA Council Member must be removed as this is contrary to legislation.

Our Vision

The PMSA vision is to build communities based on Christian foundations, by providing teaching and learning environments, permeated by Christian faith and actions.

Our Vision, Our Mission and Our Values are all Christian values based on the teachings and examples of Jesus Christ.

Nowhere in our Mission Statement do we mention the values of the Presbyterian or Uniting Churches so why do we limit membership of the PMSA Council to members of the Presbyterian and Uniting Churches? In this age, where Christians do change denominations much more frequently than in the past, and where we want to obtain the best possible people to be members of our various Councils, why not open membership to all Christians, as long as they are prepared to support the fundamental values of our Mission?

A handwritten signature in black ink, appearing to read 'Geoff Hines', with a stylized flourish at the end.

Geoff Hines
PMSA Council Member
Chairman of the BBC Council