



True Colours: Our Board, Leadership Team and Governance structure explained



Governance at Whiddon

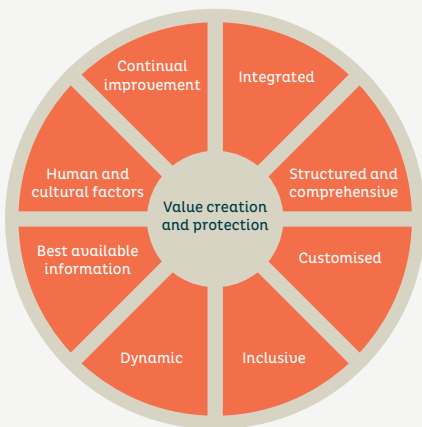
The Australian Institute of Company Directors states that good governance underpins good conduct and judgement of those who are responsible for running an organisation. This principle is central to the Board’s approach to governance at Whiddon, and is achieved through the organisation’s governance structures, systems, policies and practices.

As a not-for-profit organisation entrusted to care for over 2,500 senior Australians, and responsible for the health and safety of nearly 3,000 employees, it is essential that good, transparent corporate governance practices are embedded throughout the organisation. This is even more important when we consider the role that Whiddon plays in serving our many communities, our relationship with state and federal regulators, and the fact that aged care is so heavily funded by the Commonwealth Government. In recent years, our strategies have also been shaped by the advice and insights of the Royal Commission into Aged Care Quality and Safety.

To achieve our objectives, the Board recognises that the culture of the organisation is a reflection of their actions, along with those of our leadership team. As such, the Board operates under a detailed Code of Conduct which is aligned to our values, and ensures that our leadership team also adhere to these guidelines. The Board also delegates authority to a number of sub-committees tasked with specific oversight of key areas within the organisation, as can be seen in the diagram below.

Whiddon recognises that our environment is dynamic, diverse and at times, volatile. In response to this, we have established numerous practices to ensure transparency and oversight is achieved at every level of the organisation. Examples of this include our Whistleblower Policy (introduced in 2017), ‘deep dive’ audit reviews that occur in addition to our annual audit, the introduction of our True Colours consumer reports, and the integration of consumer panels and interviews to capture vital feedback.

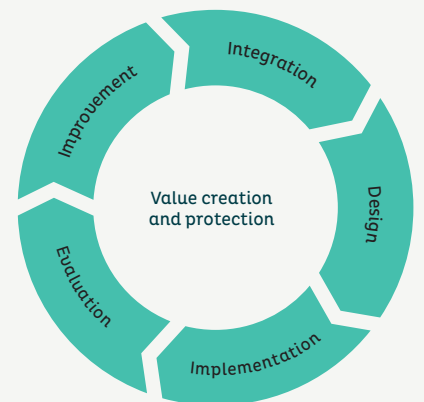
Whiddon’s Enterprise Risk Framework



Principles of Whiddon’s Risk Management Framework

Whiddon’s Enterprise Risk Framework is our key governance document, which provides the necessary foundations and organisational arrangements for managing risk. Whiddon operates in an extremely complex environment, which is underpinned by a commitment to provide exceptional care for our residents and clients, while creating a safe and happy environment for our team members who provide that care.

This framework ensures that risks are managed effectively and efficiently. It outlines how risk management is embedded in Whiddon’s organisational systems, to ensure it is integrated at all levels and work contexts. It describes the key principles, elements and processes that guide all employees in effectively managing risk, making it part of day-to-day decision-making and business practices.



Key components of Whiddon’s Risk Management Framework

Risk management is embedded in all practices across the organisation and extends to specific functions, programs and activities. Implementation of our framework contributes to strengthening management practices, operational decision making and resource allocation. Embedding our risk practices requires an investment in education, continuous improvement and robust systems that empower our team members to fulfil their responsibilities within this framework without compromising our focus on the people entrusted to our care.

Our Board

Whiddon is governed by a Board of Directors who are responsible for ensuring that Whiddon’s care and operations are aligned to our purpose, strategic direction and constitution.

The Board are responsible for guiding strategic directions while ensuring that risk is identified and mitigated effectively.

Our Board profile is one that encompasses diversity on many levels including gender, experience, qualifications and tenure. Within the Board’s annual schedule, each Director is required to participate in an annual performance review, complete pre-defined training and education and conduct a detailed assessment covering performance at the Board, Committee and an individual level.

Board Structure



Committee Membership	Quality Care Advisory Committee	Audit and Finance Committee	Risk and Compliance Committee	People and Culture Committee
Len Kearns (Board Chair)		✓		
John Matthews (Board Deputy Chair)		✓		Deputy Chair
Joanna Bushby			Chair	✓
Deborrah Lambourne		Chair	✓	
Carol Limmer	Deputy Chair			✓
Tony Maiorana	✓			✓
Gerald Naughton	✓	Deputy Chair		
Robert Pullan			Deputy Chair	Chair
Dr. Simone Scovell	Chair		✓	

Board tenure

- 0-5 years (55.6%)
- 6-15 years (33.3%)
- 16+ years (11.1%)

Board diversity

- 55.5% - Male
- 44.5% - Female

Our Board and Consumer Engagement

Our Board also engages with consumers (residents and clients) on a number of fronts, which are supported by both formal and informal processes.

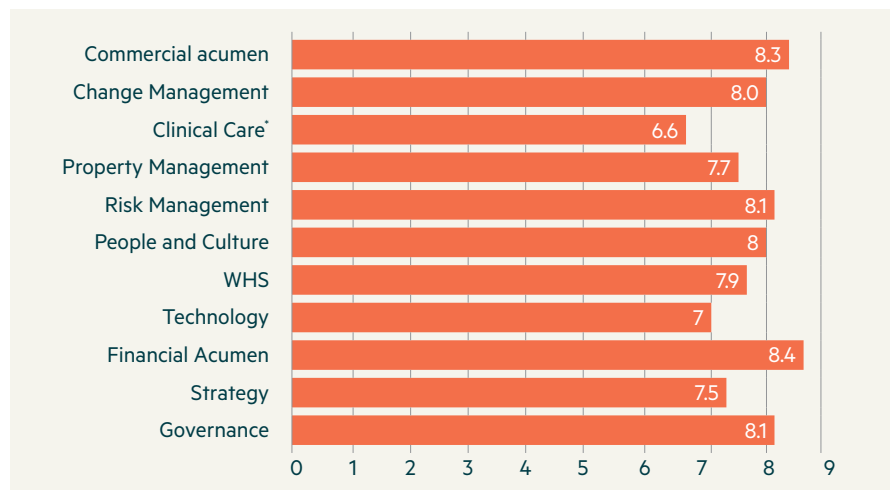


Whiddon's Board and Consumer Engagement framework

Board Background and Skills

Whiddon's Board of Directors bring a wide range of skills, experience, expertise and background to the organisation, to ensure effective governance and decision-making.

Below is a snapshot of the collective skills, experience and expertise that our Board members bring to Whiddon. Given the dynamic nature of the aged care environment, this skill matrix is reviewed annually as part of an independent assessment process, to identify gaps and areas of Improvement.



*Following a review in 2021, the Board identified that additional clinical skills were necessary, and subsequently recruited a new Board Director to support this requirement.

Our Board Members



Len Kearns

Board Chairperson
Company owner, licensed builder and entrepreneur

Appointed in 2003

Background:

Len brings a wealth of expertise in building, property and contract management, and extensive experience as a company director. Len is passionate about senior Australians having access to high quality aged care services, no matter where they live, so that they can continue living in the communities they know and love.

Other roles:

Len is a member of the Australian Institute of Company Directors.



John Matthews

Board Deputy Chairperson
B. Economics, Banking and Finance Executive

Appointed in 2008

Background:

John brings a wealth of experience through a career spanning 40 years in banking and finance, and senior positions held with the Commonwealth Bank. John joined the Whiddon Board as he was inspired to add value to an organisation so committed to enriching the lives of older people.

Other roles:

John is a member of the Australian Institute of Company Directors, served on the Australasian Institute of Banking and Finance Board and is a member of the Freemasons NSW & ACT Finance and Audit Committee.



Joanna Bushby

Finance and Banking Executive

Appointed in 2017

Joanna is an accomplished senior executive, holding diverse roles in domestic and international finance and banking. She brings more than 25 years of experience in achieving outstanding results in strategic planning, regulation, risk, balance sheet, budgets and governance, enabling her to foster team culture to optimise productivity, commitment and customer focus with changing regulatory environments to the Whiddon Board.

Other roles:

Joanna is a graduate of the Australian Institute of Company Directors and a member of the Australian Financial Markets Association. Joanna chairs the Australian Financial Markets Association's Diversity Committee and is a Non-executive Director of YWCA Sydney.





Deborah Lambourne

Master Applied Finance, Company CEO

Appointed in 2016

Background:

Deborah is a senior executive with extensive operational and strategic experience in professional services, banking, finance, higher education and government sectors. She has a strong track record in strategic planning and implementing change management initiatives. Deborah joined Whiddon to contribute her skills to a purpose that resonates with her own values and respect for our older population.

Other roles:

Deborah is a Fellow of Chartered Accountants Australia and New Zealand, and a graduate of the Australian Institute of Company Directors. She is also on the Board of the Illawarra Credit Union and a Fellow of the Governance Institute.



Carol Limmer

B.Business, Retired Executive in Human Resources and Finance

Appointed in 2008

Background:

Carol brings extensive experience in banking, finance and human resources. She held a range of senior executive positions during her career with the Commonwealth Bank. Carol is a Chartered Member of Australian Human Resources as well as Fellow of Leaders and Managers. Carol is honoured to contribute her skills and expertise, gained through a successful corporate career, to help ensure older Australians receive the high-quality care they deserve.

Other roles:

Carol is a Fellow of the Governance Institute of Australia, the Australian Institute of Managers and Leaders, a graduate of the Australian Institute of Company Directors. Carol is on the Board of Australian Shareholders Association and on Boards/Committees of various community organisations.



Tony Maiorana

MA (Public Sector Leadership), Grad. Cert (Public Sector Management)

Appointed in 2009

Background:

Tony brings diverse skills in high level strategic policy and legislation, primarily in state government, along with energy and resources, and finance sectors. Tony enjoys giving back and is passionate about having the opportunity to share his expertise and skills with Whiddon, to make a difference in the lives of older people.

Other roles:

Tony is a member of the Australian Institute of Company Directors and Secretary of the Associazione Regione Lazio Noantri and Carpineto Clubs Inc.



Gerald Naughton

B. Commerce and Administration (Accounting), Chartered Accountant

Appointed in 2017

Background:

Gerald was appointed to the Whiddon Board in 2017, bringing extensive experience in investments and finance, and board membership experience. He was motivated to contribute to a caring organisation and to offer his skills at a governance level to add value to the organisation and help Whiddon meet its objectives.

Other roles:

Gerald is a member of the Australian Institute of Company Directors, and was a Board member of AMP Investment Services, Executive Chairman of Mowla Limited, Board member of Gove Aluminium and Chair of the Sydney Branch of the NZ Institute of Chartered Accountants.



Robert Pullan

B. Business (Finance and Accounting)

Appointed in 2018

Background:

Robert has extensive experience as a CFO with organisations in the healthcare industry across Australia, Japan and Switzerland. His passion for community support stems from his experiences on the Boards of Bendigo Community Bank, Parramatta Mission and Youth Insearch. He is also a current member of the New South Wales Rural Fire Service.

Other roles:

Robert is a Chartered Accountant and a member of the Australian Institute of Company Directors.



Dr Simone Scovell

B. Medicine, B. Surgery, B. Medical Science, Master in Occupational & Environment Health

Appointed in 2021

Background:

Simone has an extensive background as a specialist occupational and environmental physician, and as a company founder and CEO. She is a former Doctor of the Year at St Vincent's Hospital and advises dozens of Australian and overseas corporate companies on OHS, Corporate Health, Risk and Insurance. Simone has also represented Australia in basketball.

Other roles:

Simone is a Fellow of the Faculty of Occupational and Environmental Medicine (RACP), is currently a nominee representative on behalf of the Commonwealth Health Minister to sit as a Board Director for the Australian Institute of Health and Welfare, Advisory Committee Member (representing RACP) - Doctors' Health Advisory Service, an Advisory Committee Member of the Physician Health and Wellbeing Reference Group (RACP), and is a Risk, Audit and Finance Committee member for the Australian Institute of Health and Welfare.



Our Executive Team

Our Executive team are responsible for the day-to-day operations of Whiddon under the authority delegated to them by the Whiddon Board. They drive our strategy, vision and values and create a positive and collaborative culture.



Chris Mamarelis
Chief Executive Officer

'Whiddon's people are my source of energy, inspiration and motivation.'

Chris has over 25 years' financial and managerial executive level experience with almost two thirds of this time specialising in aged care, along with hospitality, travel, sports administration and retail. He joined Whiddon in 2011 as the Chief Financial Officer, before being appointed to Chief Executive Officer in 2015. Chris is passionate about finding innovative ways to create industry-leading models of care that positively impact peoples lives, and is honoured and privileged to be entrusted with the responsibility of caring for Whiddon's residents and clients, and leading the Whiddon team. Chris holds an MBA, is a Fellow CPA (FCPA) and Fellow of the Institute of Public Accountants (FIPA), and a graduate of the Australian Institute of Company Directors (GAICD). Chris is a guest lecturer and student mentor for Macquarie University, and a member of LASA's (Aged Care Peak Body) Member Advisory Committee.

Alyson is a skilled senior executive and Registered Nurse with more than 30 years of experience working in acute, aged and community care, holding senior leadership roles over the past 15 years, primarily in aged care.

Alyson first joined the Whiddon family in 2008 and has held a number of senior roles at Whiddon, including as the General Manager Community Care. Alyson is committed to making a difference through creating impact and positive outcomes for all stakeholders. Alyson holds an MBA, Masters in Clinical Science (Aged Care) and a Bachelor of Nursing.



Alyson Jarrett
Deputy Chief Executive Officer

'I'm passionate about empowering our people to work together to achieve great outcomes.'

San has extensive experience in finance, commercial and strategy across health, aged care, government, construction, development, aviation, operations and telecommunications sectors, spanning more than two decades.

San is highly motivated to transform business, by building meaningful connections between people, process and data. She is a skilled leader and was awarded the inaugural prestigious CPA NSW President Award for Excellence as CFO of the Year. She holds an MBA and a Bachelor of Commerce, is an agent of change and has a strong passion for authentic leadership and developing a growth mindset.



San Nagan
Chief Financial Officer

'I have a strong passion for the growth and development of our people.'





Jacky Hopwood

Executive General Manager People and Culture

'Building a robust workforce for the future is important to me.'

Jacky brings extensive skills and knowledge, and 20 years of experience in Human Resources as a leader and specialist. She has held a range of senior positions in aged care and telecommunications, insurance, software and joined Whiddon in 2020.

Jacky is driven to create change and continuous improvement through advocacy, building leadership capability, talent management and coaching. For Jacky, the opportunity to positively influence employee experiences, to create direct impact on the quality of life for those in our care, is what motivates her most. Jacky holds a Bachelor of Social Science and a Graduate Certificate in HR Management.

Karn celebrates an extensive career as a strategist, working on projects across not-for-profit, government and commercial sectors. She has a solid background in corporate and brand positioning, strategic planning and new product and service development.

Karn was inspired to work in aged care as she knew it was an industry where she could make a genuine difference. She joined the Whiddon family in 2013. Karn has a joint honours Bachelor of Arts degree and an INSEAD Young Managers program Diploma. She represents Whiddon on the Board for Ending Loneliness Together and serves as Deputy Chair on the Holdsworth Community Board.



Karn Nelson

Executive General Manager Strategy and Innovation

'I am dedicated to improving quality of life and wellbeing for older Australians.'

Regan brings extensive skills and experience in technology, network administration, strategy development, systems thinking, change management, business analysis and data-led intelligence, as well as property development, acquisitions and divestments.

Regan is a motivated and authentic leader, who advocates and innovates for technological development and the creation of built environments that improve quality of life and experience for residents and clients and achieve operational efficiencies. He is committed to supporting the wider Whiddon team to achieve positive outcomes.

Regan has an MBA, a Bachelor of Computing Science and a Business Management Certificate. He actively represents the industry on aged care advisory groups, supporting government to progress digital innovation within Australia's health ecosystem.



Regan Stathers

Executive General Manager Technology and Property

'I am motivated to ensure sustainable futures in aged care services.'

