

RACP Board

Statement of Expectations

September 2026



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1. Purpose and principles

The Royal Australasian College of Physicians (RACP) is committed to strong, ethical and contemporary governance. Effective governance depends not only on compliance with legal and fiduciary obligations, but also on how Directors work together in service of the College, its members and the communities it serves.

The Board recognises the Indigenous Object of the Constitution and its responsibility to advance Aboriginal and Torres Strait Islander and Māori health, wellbeing, leadership, equity and cultural safety through its governance and decision-making.

This Statement of Expectations (SoE) sets out the standards of conduct and behaviours expected of Directors. It supports a culture of integrity, accountability, respect, collaboration and leadership, recognising that constructive challenge, diverse perspectives and robust debate strengthen governance and decision-making.

All Directors share responsibility for upholding these expectations and addressing concerns where conduct falls short. Concerns should, wherever possible, be resolved through respectful discussion and early intervention. Where this is not possible, the Board may utilise the Board Dispute Resolution Procedure or other relevant governance processes.

The expectations in this SoE are underpinned by the College's values and describe both how Directors make decisions and how they work together to build trust, strengthen governance and support effective leadership.

2. Director commitment

Upon joining the Board, each Director is asked to affirm in writing their commitment to the standards and behaviours set out in this Statement of Expectations. By doing so, Directors acknowledge their shared responsibility to uphold these expectations, support a culture of effective governance, and contribute constructively to the stewardship of the College.

3. Application

Being a Director is a role that exists 24 hours a day. This Statement applies to all Directors of the Royal Australasian College of Physicians at all times including, but not only when carrying out responsibilities directly connected with the College. To avoid doubt, you must fulfil these expectations at all times when on College business, including:

- At Board and Committee meetings and activities;
- In your interactions with members, employees, trainees, contractors, volunteers and stakeholders;
- When attending College events and external forums where a Director represents or is perceived to represent the College; and
- In all communications, including written, verbal, electronic and social media communications, relating to the affairs of the College.

This Statement should be read together with the Constitution, By-Laws, Board and Committee Charters, Delegations, policies and all applicable legal and regulatory obligations. Nothing in this Statement limits or replaces a Director's statutory, fiduciary or other legal duties.

Where a Director has a concern that another Director may not be meeting the expectations set out in this Statement of Expectations, they should raise the matter as soon as practicable with the President (or, where the President is the subject of the concern, the Chair of the Board's People and Culture Committee). The President, or Chair of the PCC as the context requires, will consider the nature and seriousness of the concern and determine whether it is most appropriately addressed through discussion, coaching or informal resolution, or whether it should proceed through a more formal process.

4. Expectations of Board Directors

When you join the Board of RACP you are a director for the purposes of the Corporations Act 2001 and a Responsible Person for the purposes of Australian charity law. This means you are subject to, amongst other things, strict legal and fiduciary duties and the requirements of Governance issued by the Australian Charities and Not-for-Profits Commission (ACNC) specifically Standard 5. All Directors are responsible to familiarise themselves with those requirements.

In keeping with these expectations, and contemporary governance practice, there are a range of legal and ethical expectations that apply to Directors. At RACP those expectations are expressed in terms of our College Values, namely:



RACP Board Directors:

We are Accountable | Directors are accountable to the Members and Fellows and to one another for the good governance of RACP

- Accept responsibility for their actions, decisions and conduct.
- Strive to understand and fulfil their duties as Directors of a charitable company.
- Act in accordance with the Constitution, By-Laws, policies and applicable legal obligations.
- Seek to ensure that decisions align with the College's Board-approved purpose, values, strategic priorities and commitments to equity and cultural safety.
- Protect confidential, personal, privileged and sensitive information and use it only for authorised College purposes.
- Raise concerns through appropriate governance processes.
- Manage conflicts of interest openly and promptly.
- Support decisions lawfully made by the Board, irrespective of their personal view.
- Consider the impact of decisions on members, stakeholders and the communities served by the College.

We Collaborate | Directors must work with their fellow directors in a way that is collegiate and collaborative for the good governance of RACP as a whole

- Work constructively with fellow Directors, the CEO and management.
- Respect that the Board as a whole, and not individual Directors, are charged with holding the CEO to account for the discharge of the CEO's duties.
- Respect the distinct roles of the Board (to govern) and the CEO and management (to operate the business) of RACP.
- Foster respectful dialogue, diverse perspectives and constructive challenge.
- Seek to resolve disagreements directly, respectfully and in a timely manner.
- Contribute to an environment where people feel safe to express views, raise concerns and ask questions.
- Focus on collective outcomes and the best interests of the College.
- Are mindful of the impact and perception of their actions and communications by and on others.

We Indigenise and Decolonise | Directors must uphold and promote these imperatives in all decision-making and actions

- Uphold the Indigenous Object and Indigenous Aspirations of the Constitution and continue to strengthen their understanding of Aboriginal and Torres Strait Islander health, Te Tiriti o Waitangi, Hauora Māori, Pacific health equity, cultural safety and the impacts of colonisation.
- Recognise Aboriginal and Torres Strait Islander Peoples as the First Peoples of Australia and Māori as Tangata Whenua of Aotearoa New Zealand, respecting Indigenous leadership, self-determination and knowledge systems.
- Seek assurance that decisions affecting Aboriginal and Torres Strait Islander and Māori communities are informed by Indigenous leadership and contribute to equitable and culturally safe outcomes.
- Recognise that meaningful participation extends beyond consultation and includes leadership and shared decision-making.
- Use their influence to support equity, remove barriers and promote accountability for progress.

RACP Board Directors:

We Lead the way | Directors are role models for the profession, conducting themselves at all times in a way that enhances the good reputation and of our College

- Demonstrate the highest standards of conduct and model the behaviours expected throughout the College.
- Speak honestly and respectfully, raise concerns where necessary and remain open to differing perspectives.
- Act in the best interests of the College ahead of personal or sectional interests.
- Prepare for meetings, are present at all times when in meetings, actively participate in discussions and contribute to informed decision-making.
- Commit to ongoing governance education and continuous improvement.
- Bring curiosity, sound judgement and evidence-based thinking to decision-making.
- Challenge assumptions, behaviours or decisions that may contribute to inequity, exclusion, institutional racism or culturally unsafe outcomes.
- Remain open to different views and information to inform genuine decision-making for the good of the College as a whole.

We are Respectful | Directors act with respect for others in all of their dealings, whether with one another, with Management, with Members or Fellows or others

- Listen actively and genuinely consider different perspectives.
- Communicate honestly, professionally and constructively.
- Treat all people with dignity, fairness and respect.
- Foster an environment where people feel trusted, included, safe and valued.
- Address issues directly, respectfully and in a timely manner.
- Value the time, expertise and contributions of others.
- Are prepared, punctual and respectful of agreed commitments and deadlines.
- Recognise and acknowledge the efforts and achievements of fellow Directors, employees and stakeholders.