

# BOARD COMMUNIQUE

## SEPTEMBER 2025

Ngany djinang wer wangkiny nidja Derbarl Yerrigan beeliar boodjar.

*I see and speak/write here on Swan River country.*

### St John WA Board

The Board is the governing body of St John WA and is accountable to members and stakeholders. At the uppermost level, the Board has four distinct roles:

- Role 1: GCEO oversight and resourcing
- Role 2: Oversight of performance and accountability
- Role 3: Oversight of compliance and risk
- Role 4: Set strategic direction

In performing its duties, the Board follows the Corporations Act 2001 (Cth), St John WA Constitution, the AICD Governance Principles, and the Australian Charities and Not-for-Profits Commission's Governance Standards

### Highlights

The Board met this September, as its 'yellow', or strategic meeting, with a special focus on its Role 4, long term strategic direction and corporate sustainability. In doing so, it was provided a deep dive into the company's second corporate stream of Enterprise Performance.

### Acknowledgement and Respect

Board member Craig Heatley acknowledged country, recognising all First Nations people across Western Australia where St John team members work, live and serve. He united the stories of First Nations people in the USA, where he had spent much of the last month in his other working role, and elevated consciousness about wellbeing and health needs of the First Nations people in the USA, much like the needs in Australia.

As Group CEO and myself had recently spent time with the 44 St John Establishments at the once-per-year Grand Council series of seminars, I summarised the main learnings. With Grand Council focusing consciously on corporate sustainability this year, I highlighted the financial learnings of St John England and Wales, and consumer learnings from New Zealand, Canada and Malaysia with their successful models of care. Again, Grand Council also provided deep thinking time on the situation in Gaza, and where many around the world are aiming to assist the many outlets called 'St John Eye Hospital' in its plight to serve amongst a seriously tough environment. For West Australian's who wish to help, the St John teams around the world points all to the website: <https://www.stjohnneyehospital.org/>

### Board meeting items

The Board meeting commenced with its standing items, including any reporting of deviation from budget. Once concluded the Board heard an in-depth presentation regarding the Enterprise Performance corporate stream, presented by its lead Martyn Jenkins. This corporate stream includes:

- Business Intelligence
- Digital Services and Transformation
- Finance
- Legal, Risk and Governance
- Property and Development
- Supply Chain

Regarding Board's Role 4, the Board analysed the growth rate of St John WA since FY16, compared to the investment placed into the company pre-transformation commencement of 2023. Inclusive of this were matters such as tracking of the digital transformation and the built form investments (noting that the major building infrastructure works are being delivered on time and on budget). This was a checking moment for the Board to determine future investment requirements. The Board compared revenue gained through running the ambulance service, compared to revenue from its many other services, noting that non-ambulance growth rate is currently tracking at 16% per year. The Board discussed the company's preparedness for financial sustainability in the year 2030.

During management's presentations, Board members reinforced its three-year catch up and investment journey consisting of negligible surplus in year one of transformation (FY24), a deeper investment, therefore deficit, in year two (FY25 and current year) and a secondary deficit in year three (FY26). The investment has, and continues to be, focused on people, built form and digital. Increasing governance standards via AICD and ACNC, require Boards to oversee an increase in digital resilience – and the Board is watching such digital investment closely.

The Board discussed, approved or noted further matters including the approval of the Impact Report, Members Policy, the calling of the AGM, the Corporate Governance Statement (of high standard and online) and the updated Apollo Health Limited Constitution (St John WA's wholly owned subsidiary). During this moment in the Board meeting the Board received external advice on advancements to its Whistleblower Policy in keeping with advancing legislation and whistleblower learnings across corporate Australia.

The Board meeting shifted to the timely requirements via its five Board Committees including:

**Audit and Investment Committee led by Craig Heatley:**

The Board heard and approved the FY25 Directors' Report and FY25 Financial Reporting, Management's Representation Letter, and GCEO and CFO Declarations. The Board accepted the Audit Status Report from Deloitte and the Auditor's Independence Declaration

The Board confirmed the end of financial year generation of \$569.2 million in revenue. As previously stated, the Group will record a statutory deficit, as presented in the Annual Report and at the company's Annual General Meeting for Members October 28<sup>th</sup>.

The Board noted the second year of the new Delegations of Authority between Board and GCEO, and also received a proposal check-in update on any Pioneer + activity unfolding. Pioneer + is a deliberate focus of the Board to ensure financial sustainability and de-risking of the company's finance.

**Nominations and Remuneration Committee led by myself (with Amanda Healy as the Chair-Elect):**

The Board approved the FY25 GCEO Accountability Framework outcomes. The Board approved its updated Board Composition Matrix and approved the appointment of a non-executive director to be recommended to the members at AGM time for approval.

**Health, Safety and Culture Committee led by Elisa Fear:**

The Board noted a first of its kind Work Health and Safety Assurance Report – providing comprehensive evaluation of SJWA's safety, wellbeing and injury management systems aligned with objective of making SJWA 'the best place to work in WA' by creating a safe and healthy workplace where everyone can thrive.

**Chair Elect Induction**

Further to communication in the last month, the new Chair Elect Monish Paul continues to work through induction phases, in the hand-over of the Chair role after the October 28, 2025 AGM. Monish has met with St John Australia and International leaders, leaders from across the Australian St John teams, local Minister for Health plus many more stakeholders.

**Conclusion:**

At the time of Communique release, the Members of the company would be receiving their AGM packs. Within this pack, the Board is recommending the appointment of a new and next Board member in keeping the SJWA's Board Succession Policy, is highlighting the second of three-year investment phase, is reporting on the status of the transformation, in

particular the governance advancements, and will be releasing three governance documents being Annual Report, Impact Report and the Order Yearbook. Board members look forward to the engagement on the eve of October 28<sup>th</sup> 2025 with SJWA's members.

Regards



*Sally Carbon*  
she/her

Board Chair, OAM, CSTJ, FAICD

St John WA Board St John WA Board members in attendance:

- Sally Carbon FAICD (Chair)
- Amanda Healy MAICD
- Jeffrey Williams GAICD (Chair Clinical Performance Committee)

Board members online:

- Elisa Fear GAICD (Chair Health, Safety and Culture Committee)
- Matt Mueller GAICD FGI
- Craig Heatley GAICD (Chair Audit and Investment Committee)
- Monish Paul MAICD (online)

Board members on leave:

- Andrea LeGuier GAICD

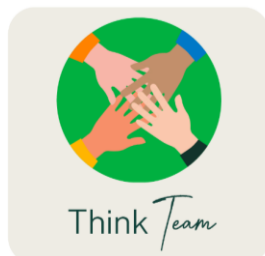
St John WA Executives in attendance:

- Kevin Brown, Group CEO
- Brendon Brodie-Hall, Chief Emergency Officer
- Martyn Jenkins, Chief Financial Officer Company Secretary
- Gauri Potdar, Company Secretary

*St John WA Purpose Statement 'to serve humanity, and build resilient communities, through the relief of sickness, distress, suffering and danger.'*



Lead with *Heart*



Think *Team*



Make it *Better*



Walk the *Talk*