

## CALL FOR NOMINATIONS - BOARD OF MANAGEMENT INFORMATION AND APPLICATION PACK FOR NOMINEES

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South Coast Natural Resource Management Inc. (South Coast NRM) is an incorporated, community focussed organisation formed in 1994. It is the peak natural resource management group in the South Coast NRM region, working with the community between Walpole and Esperance and inland to Tambellup, Ravensthorpe and Salmon Gums. Funding is acquired for activities to improve the environment by preserving and protecting unique plants and animals, managing agricultural land and waterways sustainably and economically, and sharing knowledge and skills in natural resource management.

### OUR MISSION

*Enable our community to improve and maintain a natural, healthy and productive environment.*

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### BOARD VACANCIES

South Coast NRM uses a skills-based approach to filling Board vacancies. The Board is supported by established and highly functional committees and reference groups with sound community-based representation. These enable an inclusive approach to community engagement, technical and skilled input, and allow for the efficient use of time and resources by Directors.

In accordance with the Constitution *the affairs of the Association will be managed exclusively by a Board of Management, consisting of a minimum of six elected Non-Executive Directors, all of whom must be Members of the Association.* The South Coast NRM Constitution is available on request.

Director appointments are for a term of up to three (3) years with subsequent reappointment permitted. The terms of two directors expire at each AGM. The current Board members are Carolyn Daniel (Chair), Andrew Bathgate (Deputy Chair), Joanne Gilbert, Helen Tasker, John Ruprecht and Marilyn Connell.

### ELIGIBILITY

Nominations must comply with Clause 6 of the Constitution. Non-Executive directors must be a member of South Coast NRM. If not a current member, nominees need to apply for membership **no later than Friday 11<sup>th</sup> October 2019**. Membership of the Association is open to all residents, landowners, interested persons, groups, agencies or organisations who have identified an interest in NRM of the region; applications for membership are approved by the Board. (<https://southcoastnrm.com.au/who-we-are/membership> )

For enquiries about membership contact Carlyn Conder on 9845 8502 or via email [carlync@southcoastnrm.com.au](mailto:carlync@southcoastnrm.com.au).

Any person who has been convicted of a corporate-related offence under the Criminal Code Act 1995 or is disqualified from holding a directorship under the provisions set out in the Associations Incorporation Act 2015 or Section 853A of the Corporations Act 2001 is ineligible to be elected as a non-executive director.

Current employees of South Coast NRM are ineligible to be elected as a non-executive director.

### **RESPONSIBILITIES OF THE BOARD OF MANAGEMENT**

The Board of Management has the overall responsibility for setting the strategic direction of the organisation and also has the responsibility for financial viability.

All directors are required to act in accordance with the Constitution, Code of Conduct and all relevant South Coast NRM policies as well as the Associations Incorporation Act 2015.

### **FIDUCIARY REQUIREMENTS**

It is expected that all members of the South Coast NRM Board will make a full contribution to the Board's work and operate as part of a team. Each Board member has a duty to exercise care and diligence and to ensure that South Coast NRM meets its financial, legal and contractual obligations. Board members must act in good faith at all times and in the best interests of South Coast NRM.

### **BOARD DIRECTOR POSITION DESCRIPTION**

The Board of Management meets at least quarterly, in addition to the AGM. Board of Management meetings are less than a single working day. It is required that directors have read all relevant Board papers prior to each meeting, and that they will actively contribute to discussions and decision making. Directors should:

- (1) Be accessible for personal contact in between Board meetings;
- (2) Prepare in advance for decision-making and policy formation at Board meetings and prepare for any major issues before the Board;
- (3) Responsibly review and act upon committee recommendations brought to the Board for action;
- (4) Participate in the annual director self-review process; and
- (5) In general, utilise personal and professional skills, relationships and knowledge, for the advancement of South Coast NRM.

Each director is expected to serve as an active, ongoing member of a delegated committee of the Board. This requires a number of meetings per year plus individual committee task completion time. Presently, committees include Audit and the South Coast Environment Fund.

### **REMUNERATION**

Directors are paid a sitting fee for attending Board of Management meetings and meetings of committees that they have been appointed to. Directors are further able to claim sitting fees for attending up to two additional meetings as an observer and for representing South Coast NRM at events (subject to prior approval by the chair). All travel is reimbursed in accordance

with South Coast NRM's existing policy. Director remuneration is reviewed annually by the Board Nominations and Remuneration Committee.

## **GENERAL INFORMATION FOR THE SELECTION OF NOMINEES**

South Coast NRM has established a Board Nominations and Remuneration Committee as part of its governance framework under Rule 12 of the Constitution. The elections of the Board of Management are based on a skills assessment process as defined in the South Coast NRM Board Nominations and Remuneration Committee Policy and accompanying procedure documents.

A member who wishes to be elected to the Board of Management must complete a Non-Executive Director Nomination Form included in the Application Pack.

The Board Nominations and Remuneration Committee assesses all nominations and interviews nominees before presenting a list of suitable candidates to the Board of Management. The Board of Management shall accept the list, however, it reserves the right to dispute or make new information known where a nominee may not meet the eligibility to be suitable for a non-executive director role. The recommended candidates are then presented to the members at the AGM for election.

## **FORMAT OF APPLICATION**

All applications must consist of the following:

- (1) Completed nomination form for position of director;
- (2) Candidate statement (not exceeding 350 words) providing details of the reasons for nominating for a Board position, particular skills and qualities that would contribute to the Board, and details of any actual, perceived or potential conflicts of interest;
- (3) Completed key skills set criteria (essential and desirable); and
- (4) Resume and 2 referees.

## KEY SKILLS SET CRITERIA

South Coast NRM are seeking candidates with a range of skills and experience, with a particular focus on the criteria listed below. Please note that it is not anticipated that nominees meet all of the criteria; individual strengths in any particular area will be considered.

Please provide a brief statement to address any of the key skills set criteria that are relevant to you. Nominees are encouraged to outline specific strengths, relevant skills, expertise and experience in a similar position that will support this nomination.

Based on the assessment of the skills required by the Board, and the skills of the current individual directors, skills and experience to address the following selection criteria are sought.

1. **Demonstrated understanding of and experience in financial management.**
2. **Demonstrated networks within Government and Industry that would be advantageous to NRM outcomes.**
3. **Knowledge in communications.**
4. **Demonstrated knowledge of strategic planning.**
5. **Demonstrated skills in and experience of governance in not for profit organisations.**
6. **Demonstrated understanding of and experience in natural resource management.**
7. **Understanding of cultural awareness.**
8. **Understanding of the process of grant and other external funding.**

Candidates will possess an ability to articulate a clear direction for the organisation and should have the highest standards of professional and personal integrity.

## LODGEMENT OF APPLICATION

A director nomination form is contained within this pack and is also available from the Corporate Services Assistant Carlyn Conder (9845 8537 or [carlync@southcoastnrm.com.au](mailto:carlync@southcoastnrm.com.au)) or on our website [www.southcoastnrm.com.au](http://www.southcoastnrm.com.au).

Nominations must be submitted **before 5.00pm – Monday 23<sup>rd</sup> September 2019.**

The nomination process requires each nominee to submit the following completed documents by the appropriate due date:

1. Section 1 – Nomination Form for Board Non-Executive Director Position
2. Section 2 – Candidate Statement and Response to Key Skills Set Criteria
3. Section 3 - Declaration
4. Section 4 - Resume including 2 referees

Applications for nominations should be marked “Confidential” and submitted by email to the Corporate Services Assistant [carlync@southcoastnrm.com.au](mailto:carlync@southcoastnrm.com.au) , in person or posted to;

The Chair  
Board Nominations and Remuneration Committee  
South Coast NRM  
88 Stead Road  
ALBANY WA 6330

A nomination that is found to be incomplete shall not be accepted by the Board Nominations and Remuneration Committee and the nominee shall be notified by the committee chair as soon as practicable. If the nominee submits an application on the closure date with a minor omission, they shall have a further three working days to complete their nomination in full.

Upon receipt of a completed nomination, the Board Nominations and Remuneration Committee chair shall register the nomination and release a confirmation receipt to the nominee.

#### **ANALYSIS OF NOMINATIONS**

The analysis process commences as soon as practicable after the nomination close date and is based on assessing nominees’ responses to the Key Skills Set Criteria, review of the resume and references. An interview of nominees determined to have desirable skills and knowledge will also be undertaken. The Board Nominations and Remuneration Committee shall use the following process for the analysis of nominations:

- (a) The responses to the Selection Criteria shall be assessed;
- (b) All resumes will be assessed for suitability;
- (c) The nominees considered suitable will be interviewed by the committee; and
- (d) All renominating Board members are to be interviewed when reapplying for a vacant Board position.

Nominees who are determined to be highly desirable after the interviews will have their references verified by the chair of the Board Nominations and Remuneration Committee. The committee chair will report the findings to the Board of Management on nominees who are considered suitable candidates for a non-executive director role.

#### **PRESENTATION OF THE RECOMMENDED CANDIDATES TO THE SOUTH COAST NRM MEMBERSHIP**

The Board of Management present the recommended candidates to the members for approval at the Annual General Meeting.

If you have any questions about the process, please contact Justin Bellanger (Chief Executive Officer) on 9845 8537.

**NOMINATION FORM FOR POSITION OF DIRECTOR  
SOUTH COAST NRM Inc. BOARD OF MANAGEMENT  
For South Coast NRM Inc. Annual General Meeting on 22 November 2018**

**SECTION 1:**

I, \_\_\_\_\_  
(please print)

nominate for the position of Non-Executive Director on the South Coast NRM Inc. Board of Management.

**SECTION 2: CANDIDATE STATEMENT & KEY SET SKILLS CRITERIA**

Provide details of the reasons for nominating for a Board position, particular skills and qualities that would contribute to the Board, and details of any actual, perceived or potential conflicts of interest. (must not exceed 350 words)

***(Please also attach separately relevant supporting documentation of the Key Skills Set Criteria.)***

**SECTION 3: DECLARATION**

I hereby confirm that I have the relevant skills required for a Director position and meet all requirements as per Clause 12 of the South Coast NRM Constitution, Election of Non-Executive Director on the Board of Management including that I am not an undischarged bankrupt or subject to a personal insolvency agreement, and that I have not been banned or disqualified from being a Company Director by the Australian Securities and Investment Commission.

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Signature of Nominee

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Date

**SECTION 4: ATTACH RESUME AND 2 REFEREES (CONTACT DETAILS)**

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**Completed application must be submitted before 5.00pm –  
Monday 23 September 2019 and submitted by post, hand delivered or email  
to:**

**Confidential  
Chair  
Board Nominations and Remuneration Committee  
South Coast NRM Inc.  
88 Stead Road Albany WA 6330**

**Email: [carlync@southcoastnrm.com.au](mailto:carlync@southcoastnrm.com.au)**

**Candidates must ensure that posted applications are received by the specified  
closing date and time.**

**No late applications will be received.**