



BOARD POLICY

BOARD MEMBER POSITION DESCRIPTION

Policy number	Board1	Version	5
Drafted by	Tim Watts	Approved by Board on	Sept 2018
Responsible person	President	Scheduled review date	Sept 2020

Introduction

Environment Victoria is governed according by the Rules of the Associations Incorporation Act 1981 (Victoria). Under the Rules of Association, the Environment Victoria Board is given wide powers to pursue the objects of the Association.

Purpose

This policy articulates the competencies, qualifications/knowledge, experience and commitment expected and in some specific instances desired by those already a member of Environment Victoria's Board, or for those considering becoming a Board Member.

Composition of the Board

The Board of Environment Victoria operates as a governance board as outlined in the Policy "Terms of Reference of the Board". Under such a model, a variety of competencies and skills are required to successfully fulfil this role. Whilst all directors have broad governance responsibilities (many outlined and governed by legislation), it is desired that the Board of Environment Victoria will broadly include people who are:

- environmental leaders
- visionaries or strategic thinkers
- practical people
- analytical people
- communicators who can deal with stakeholder groups.

Key responsibilities

To govern the organisation in accordance to legislation, the Rules of Association, the Role of the Board Policy and any other duties or policies that arise from time to time.

The Board is responsible for the financial viability and the ongoing strategic vision of the organisation. The Board's role is to ensure that sufficient funds are available for the organisation to meet its liabilities. The Board sets the strategic vision and delegates the operation of the organisation to the executive, through the CEO.

The Board must monitor and evaluate the CEO and management team's progress towards meeting the stated objectives.

The following outlines the expectations of all Board members:

- Come to meetings prepared, meetings will be run on the presumption that all Board papers have been read.

- Contribute to robust, respectful and informed discussion about the strategic future of Environment Victoria how to we grow and respond to the changing circumstances. Use their personal and professional networks to further Environment Victoria's goals and objectives.

Preferred experience

Specifically, the Board of Environment Victoria desires to obtain a variety of members who have extensive knowledge and experience (+5 years) so as a whole, the following key areas are adequately covered:

- governance
- organisational strategy
- policy development
- accounting and finance
- risk management
- legal
- fund-raising, marketing and communications
- organisational development, managing people and human resources
- environmental science/knowledge
- community organising and advocacy.

Preferred qualifications:

- A tertiary qualification.
- Formal training in the responsibilities, roles and duties of a company director (e.g. Australian Institute of Company Directors).

Personal qualities

Board members are expected to demonstrate the following personal qualities:

- Integrity - fulfilling a director's duties and responsibilities, putting the organisation's interests before personal interests, acting ethically.
- Curiosity and courage - a director must have the curiosity to ask questions and the courage to persist in asking or to challenge management and fellow board members where necessary.
- Interpersonal skills - a director must work well in a group, listen well, be tactful but able to communicate their point of view frankly.
- Genuine interest in the organisation and its activities.
- Instinct - good business instincts and acumen, ability to get to the crux of the issue quickly.
- An active contributor - there is no room for those who do not contribute.
- Takes accountability and keeps commitments.

Commitment:

- Minimum of 12 hours per month including Board and Committee meetings.
- Attendance and active participation at Board meetings and the AGM.
- Willingness to actively serve on at least one committee, project or advisory role.
- Attendance at strategy days.
- Public and professional support of Environment Victoria and its activities.

Tenure

As per the Environment Victoria Rules, the term of office for a Member of the Board is two

years following their election at the AGM.

To remain open to new ideas and independent thinking, the Board has determined that - as a general rule - a Board members' tenure will be reviewed if the Board Member is approaching a service period of 3 concurrent terms of office. Tenure may be extended at the Board's discretion if it is agreed to be in the best interests of Environment Victoria. This discussion will be led by the President.

Procedures

Board members are normally elected by the membership at the AGM in line with the constitution. The Board may however fill a casual vacancy for the period until the next AGM.

Responsibility

Environment Victoria's Board is:

- Responsible for approving this policy.
- Responsible for reviewing this policy as and when the need arises.

Communication

All current Board members are able to view this policy on Environment Victoria's document management system. All Environment Victoria members are entitled to view this policy on request. All new Board members (where applicable) must be made aware of this policy during the induction process.

All people applying for a Board role must be made aware of this policy during the application process.