

Job Description - Board Director

Position Title: Board Director (or Non-Executive Director)

Reporting To: The Members of the Organisation (collectively, the Board reports to the members)

Key Relationships:

- Board Chair
- Fellow Board Directors
- Chief Executive Officer (CEO)
- Company Secretary
- Relevant Board Committees
- Members and key stakeholders

About [Organisation Name]:

- *Brief overview of the organisation, including its mission, vision, values, and primary charitable purpose/focus. Mention its legal structure (e.g., Company Limited by Guarantee, Incorporated Association) and ACNC registration status if applicable.*
- *Summarise the key services, programs, or impact the organisation delivers.*

Purpose of the Position:

The Board of Directors is collectively responsible for the governance and strategic direction of [Organisation Name]. Individual Directors contribute to ensuring the organisation fulfils its mission, adheres to its governing documents, complies with all legal and regulatory requirements (including ACNC Governance Standards for charities), and maintains financial sustainability and ethical conduct, all in the best interests of its beneficiaries and members.

Key Responsibilities:

1. Strategic Leadership & Oversight:
 - Contribute to developing, reviewing, and approving the organisation's strategic plan.
 - Monitor organisational performance against strategic goals and objectives.
 - Provide strategic guidance and support to the CEO and management team.
2. Governance & Compliance:
 - Act in the best interests of the organisation, its beneficiaries, and its members.
 - Uphold and adhere to the organisation's Constitution, By-Laws, Board Charter, Code of Conduct, and relevant policies.
 - Ensure compliance with all legal and regulatory obligations (e.g., Corporations Act 2001, ACNC Act for charities, WHS, privacy laws).
 - Contribute to maintaining and improving the organisation's governance framework.
3. Financial Stewardship:
 - Oversee the financial performance and sustainability of the organisation.
 - Review and approve annual budgets and financial reports.
 - Ensure robust financial controls and risk management processes are in place.
4. Risk Management:

- Identify, assess, and monitor key strategic, operational, financial, and reputational risks.
 - Ensure appropriate risk mitigation strategies are implemented.
5. CEO Performance & Support:
- Appoint, evaluate, and support the CEO.
 - Maintain an effective working relationship with the CEO, respecting the distinct governance and management roles.
6. Stakeholder Engagement & Advocacy:
- Represent the organisation externally and act as an ambassador for its mission.
 - Contribute to stakeholder engagement and advocacy efforts where appropriate.
7. Board Effectiveness & Culture:
- Actively participate in Board meetings and committee work (if applicable).
 - Contribute constructively to Board discussions and decision-making.
 - Engage in ongoing professional development relevant to the role.
 - Participate in Board evaluations and succession planning.

Key Selection Criteria:

Essential:

- Demonstrated commitment to the mission, vision, and values of [Organisation Name].
- Understanding of governance principles and the legal duties and responsibilities of an NFP director in Australia.
- Ability to think strategically, critically analyse information, and contribute to robust discussions.
- Excellent communication and interpersonal skills.
- Commitment to contributing the necessary time and effort to the role.
- *[Add 2-3 specific skills/experience relevant to current board needs, e.g., financial literacy, legal expertise, marketing/communications, human resources, sector knowledge, IT/digital transformation, fundraising, advocacy, lived experience relevant to mission].*

Desirable:

- Previous experience as a Board Director, particularly in an NFP setting.
- Understanding of the [specific industry/sector] landscape.
- Experience with [specific governance models or challenges].
- *[Any other skills or attributes that would strengthen board diversity, e.g., youth perspective, regional representation, cultural background, specific professional qualifications].*

Time Commitment:

- *Specify typical time commitment, e.g., "Attendance at [e.g., 6-8] Board meetings per year (typically [e.g., 3 hours] in duration, often held [e.g., evenings/weekends/during business hours])."*
- "Additional time for reading board papers (approx. [e.g., 2-4 hours] per meeting)."
- "Participation in [e.g., 1-2] Board committees (approx. [e.g., 4-6 meetings] per year)."
- "Attendance at the Annual General Meeting and other key organisational events as required."

Remuneration:

- *State clearly if the position is voluntary or if a per diem/fee is offered.*
- "This is a voluntary position, though out-of-pocket expenses directly related to board duties (e.g., travel, accommodation) will be reimbursed in accordance with the organisation's Expense Reimbursement Policy."
- *OR (if paid):* "A per diem of [e.g., \$X] per meeting, or an annual fee of [e.g., \$Y], is provided to cover expenses and acknowledge time commitment." (Ensure this aligns with your constitution and ACNC guidance if applicable).

Application Process:

- Outline how to apply (e.g., submit a resume/CV and a cover letter addressing the selection criteria).
- Provide contact details for inquiries.
- State closing date.

Please Note: This is practical advice from Associations Forum based on our work with associations and charities.