# ORGANISATION

## Position Description – Director

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| Title | Director | |
| Reports to | Chair | |
| Major Purpose | To manage the company’s performance and ensure that the company meets its compliance obligations. | |
| Duties & Responsibilities | Directors are responsible for the overall operations of the company and owe three broad types of duties. These are:   * The fiduciary duty to the shareholders / owners; * A duty to exercise due care and diligence; and * Other statutory duties prescribed by legislation (for example, work health and safety, equal opportunity, etc.) | |
| Expectations | Participate as an active member of the Board and at all times act in the best interests of the company and its stakeholders. This will include but will not necessarily be limited to:   * Attending board meetings fully prepared (minimum 8 meetings per year) * Ensuring that the company is compliant in relation to all relevant legislation and accounting standards * Complying with the legal and fiduciary responsibilities of a director * Setting the strategic direction of the company * Promoting the organisation within the community * Introducing potential customers to the organisation * Participating in at least one Board Committee as agreed with the Chair * Attending at least one Director Education Program or Conference each year * Being an informed and active contributor at Board meetings * Attending local community events supported by the organisation: at least 2 per year * Attendance at the Annual General Meeting | |
| Code of Conduct | In accordance with legal requirements and agreed ethical standards, <ORGANISATION> directors:   * Owe a fiduciary duty to the company as a whole; * Use the powers of the office for a proper purpose; * Discharge their duties in good faith and honesty; * Act with the level of skill, care and diligence expected of a director of a company; * Demonstrate commercial reasonableness in their decisions; * Act for the benefit of the company; * Do not make improper use of information gained through their position as a director; * Do not take improper advantage of the position of director; * Do not allow personal interests, or the interest of any associated person, to conflict with the interests of the company; * Make reasonable enquiries to ensure that the company operating efficiently, effectively and legally towards achieving its goals; * Undertake diligent analysis of all proposals placed before the board; * Do not engage in conduct likely to bring discredit upon the company; and * Comply with the spirit, as well as the letter, of the law and with the principles of the board charter. | |
| Director Performance | **Key Result Area** | **Key Performance Indicator** |
| Compliance with all Directors’ legal and fiduciary responsibilities.  Introduce potential customers to the organisation.  Attendance and participation in Board and Committee meetings, community events, and director training. | All areas of compliance are completed as required, within the specified timeframe.  Directors’ referrals as documented.  Attendance records;  Quality of contribution;  Outcome / success of actions implemented. |