



## Job Description

**Position:** Director

**Reports to:** President  
PAA Council

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**Main Purpose** The board of directors acts on behalf of the members in supervising the Association. In general terms it is the board's responsibility to set the Associations direction and goals and to decide how to achieve these goals.

Specifically the board works to:

- ⇒ Set and review the medium and long term goals of the organisation
- ⇒ Approve budgets
- ⇒ Monitor business performance
- ⇒ Approve investments and any major financial decisions
- ⇒ Evaluate the National Executive Officers performance
- ⇒ Ensure major risks are identified and managed
- ⇒ Ensure there is an accurate financial reporting and the Association complies with the law

All decisions are made collectively by the board and all directors share equal responsibility for those decisions.

To help cope with the complexities of some of these areas the board may have committees to review issues and make recommendations to the board for a collective decision.

**Appointment** Board members are elected by the PAA Council. Appointments are normally for a period of two (2) years

**Directors duties** To fulfill their duties, directors have a number of responsibilities which are regulated by law and carry serious consequences if they are not carried out.

Directors have a duty to:

- ⇒ Represent the best interests of all members. This duty is one of fidelity and trust, known as a "fiduciary duty".
- ⇒ Act in good faith, in the best interest of the Association and for a proper purpose

- ⇒ Avoid conflicts of interest, and to reveal and manage conflicts if they arise
- ⇒ Not to use “inside” knowledge they gain from being on the board for personal gain
- ⇒ Act with all the care and diligence that a reasonable person might expect to show in the role of director.
- ⇒ Not let the Association trade whilst insolvent. The directors must not let the Association enter into any debts that it may not be able to pay.

To be a director, a person must not be:

- ⇒ Banned by ASIC, the government regulatory body
- ⇒ Bankrupt
- ⇒ Under 18 years of age
- ⇒ Mentally incompetent
- ⇒ Hold any office of employment of the Association

## **Selection**

The Board needs to have a mix of skills and experience that covers a broad range. Different directors have different skills – some directors are good at finance, others understand management. The key goal in selecting directors is to build a mix that can work in a well rounded team.

In selecting a director you should consider the skills and experience needed to govern the Association both now and into the future.

Some core skills that should be represented on the board include:

- ⇒ Strategic expertise – the ability to review the strategy developed by management through constructive questioning and suggestion
- ⇒ Accounting skill – the ability to read and comprehend material presented to the board, in addition to understanding financial reporting requirements.
- ⇒ Legal skills – the board’s responsibility involves overseeing compliance with numerous laws.
- ⇒ Managing risk – have a director with experience in managing areas of major risk to the Association
- ⇒ Managing people and achieving change

## **Personal skills** Personal qualities that are desirable in a director

- ⇒ Honesty and integrity – boards only operate effectively if there is complete trust between directors. Directors need to be able to raise and discuss matters in confidence in order to explore issues thoroughly and resolve them.
- ⇒ Courage – a director must have the courage to question or speak up if they believe something is not right regarding an important decision or to challenge the Associations management if necessary
- ⇒ Tact – effective directors can work within a group and express a point of view or question forcefully, yet constructively
- ⇒ Genuine interest in the Association and its business
- ⇒ An active contributor and team player.
- ⇒ Effective communication skills and interpersonal skills