**Nomination as a Director of Responsible Forest**

**Management Australia Limited (Casual Vacancy)**

**Introduction**

Thank you for your interest in applying to be a Board Member at FSC Australia. FSC at its most simple is a charitable organisation that is about supporting the broad public good around making sure the public have *Healthy Forests that support Healthy Communities*. Our service as a reliable and trusted brand for consumers is critical in ensuring that the market based eco-label we are the custodian of, results in improved forest management and promotion of a constructive culture for forest managers and processors. With a trusted brand, we support the responsible purchase of forest products by an informed community.

***This application***

A vacancy has arisen for a Director from the **Environmental Chamber** to serve a period of office of two years expiring at the AGM in 2019. FSC Australia invites all individual members and nominated representatives of organisational members to apply to sit on the board of Responsible Forest Management Australia. This application form will assist you to submit your application, ensure you meet all necessary eligibility requirements and provide all necessary information to process your application if successful with ASIC. All personal information will be treated confidentially and only be used for the purposes of enacting your Board position if you are successful.

***Commitment of Directors***

Board members are expected to attend five Melbourne based board meetings, a strategic planning session and the Annual General Meeting per year plus contribute to various sub-committees (including Membership; Policy; Finance, Risk and Audit). In total nominees should expect to allocate around 1 day per month to FSC. Future Board dates are included in the checklist attached to this application form.

FSC does not pay sitting fees for Directors and has a policy of Directors representing suitably resourced organisations to contribute to their own costs of Board attendance (flights, accommodation, incidentals). Those organization or individuals that do not have the capacity to support costs will be have reasonable costs reimbursed.

***The voting process***

At each Annual General Meeting, an election occurs for a board member in each chamber (Social, Environment and Economic) and to fill any casual vacancy. Nominated Directors are elected by the FSC Australia Membership. All chamber member have an opportunity to vote for all Directors, not just members of the Director’s chamber. In the event that no other nominations are received for your chamber, you will be elected un-opposed.

Where other nominees are received, a ballot will be conducted and vote take place as part of the AGM. You will have an opportunity for you to speak at the AGM for 3-5 minutes prior to the casting of ballots by members. Ballot papers will also include a short Bio provided by you to support members in making a determination.

***What if I’m elected***

If you are elected, you are expected to attend the first board meeting the day following the AGM. As part of this board meeting you will have the opportunity to speak about why you joined the board, be inducted by the Company Secretary, given access to FSC Australia’s cloud based servers, sign a Non-disclosure agreement with FSC Australia and FSC International, declare that you will act in accordance with the Board Code of Conduct.

***What’s next?***

Please complete this application form including the checklist and submit it to FSC Australia with the necessary attachments. Thank you for your support of FSC Australia and your interest to contribute to the governance of the organisation.

**Formal Nomination**

In accordance with the constitution of Responsible Forest Management Australia Limited (trading as FSC Australia) I hereby formally submit a nomination for election as a director of the company at the Annual General Meeting to be held in May 2017. I acknowledge that this information will only be used to process my application with ASIC and FSC if I am successfully appointed to a Board role.

|  |  |
| --- | --- |
| Name of Nominee: |  |
| Organisation: |  |
| Chamber: | ~~Social~~ / Environmental / ~~Economic~~ |
| Member type[[1]](#footnote-1): | Individual / Organisation |
| Email address: |  |
| Home address: |  |
| Date of birth: |  |
| Place of birth: |  |
| Mobile Phone: |  |
| Date: |  |
| Signature: | …………………………………. |

**Candidate Bio**

Candidates are asked to provide a short bio that will appear as part of any ballot (max 300 words). Where possible, please consider including any relevant skills or experience that you would bring to the board.

For example: finance/accounting, grant writing/fundraising, management/administration, not for profit experience, public relations, marketing/communications, board/ governance

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**Note**: This information will only be provided to members in the event that multiple Directors nominate and a vote is required.

**Nominators**

***Member Support***

Section 11(b) of FSC Australia’s constitution requires that nominations are supported by two paid Members. Please provide two members consent to support this application. Where possible, members should sign this form else evidence of a members (email, letter) support must be submitted with this application.

|  |  |  |
| --- | --- | --- |
| **Member details** | **Member – 1** | **Member – 2** |
| Name |  |  |
| Organisation |  |  |
| Chamber |  |  |
| Date |  |  |
| Signature |  |  |

***Organisation Member Representation***

If you are not an individual member and are nominating as the representative of member organisation you must provide evidence that supports you as the organisations representative.

Evidence must include an email or signed letter clearly stating you are the representative of the organisation from one of the following:

* The FSC Membership contact
* A member of the organisation’s Board, Secretary or Chair
* The organisation’s Chief Executive Officer, Managing director, or equivalent

Alternatively they can complete the below section:

|  |
| --- |
| **Organisation Member** |
| Name |  |
| Organisation |  |
| Position |  |
| Date |  |
| Signature |  |

**Consent to act as a Director**

Under section 210D of the Corporations Act 2001 and to meet the requirements of Governance standard 4 of the Australian Charities and Not-for-profit Commission (ACNC), any incoming Director is required to sign a consent form.

The standard requires charities to take reasonable steps to be satisfied that its responsible persons (its board or committee members, or trustees) are not disqualified from (a) managing a corporation under the Corporations Act, or (b) being a responsible person by the ACNC Commissioner, within the previous 12 months.

If you are appointed to a Board role the following consent will form the basis of documents to be submitted to the Australian Securities and Investment Commission (ASIC).

***Declaration and consent to Act as a Director***

I, (name) of (address) declare that:

* I am not disqualified from managing a corporation, within the meaning of the Corporations Act 2001 (Cth)
* I have not been disqualified by the Australian Charities and Not-for-profits Commissioner at any time during the previous year from being a responsible person who shares responsibility for the governance (what the ACNC Act calls a ‘responsible entity’) of a registered charity
* I am a paid individual member or the nominated representative of a paid organization member.

While I am a responsible person for FSC Australia / Responsible Forest Management Pty Ltd, I agree to notify this charity as soon as possible if I do become disqualified from managing a corporation within the meaning of the Corporations Act 2001, or am disqualified by the Australian Charities and Not-for-profits Commissioner.

I hereby consent to my appointment as a director of the company and approve that my details be entered into the company records.

|  |  |
| --- | --- |
| Full Name: |  |
| Signature: |  |
| Date: |  |

**CHECKLIST AND DECLARATION**

***Director Nomination Application***

| **N** |  **Area Checked** |
| --- | --- |
| **Application form** |
| 1 | All candidate information and bio completed |  |
| 2 | Consent to act as a Director section signed |  |
| 3 | 2 members have supported applicant by signing this form or providing evidence of support *(attachment)* |  |
| 4 | Where nominee is representing a organisation member evidence of representation provided *(attachment)* |  |
| **Director commitment** |
| 5 | Aware and able to attend Board Meeting the day following the AGM |  |
| 6 | Able to attend future 2017 Board Meetings: 26 May, 20 July, 15 September, 9 & 10 November |  |
| 7 | Aware of policy on reimbursement of Board travel expenses |  |
| **Eligibility** |
| 8 | Fully paid Individual member or nominee of paid Organisation Member |  |
| 9 | Candidate not employed by Certification body or state or federal government owned or controlled entity |  |
| 10 | Not disqualified from managing a corporation or (a) listed in a search of ASIC Disqualified Persons Register or (b) listed in search of ACNC Register of Disqualified Persons |  |
| 11 | Not bankrupt (under Australian or any foreign law) or bankrupt but discharged from the bankruptcy |  |
| 12 | Not in breach of any personal insolvency agreement, if applicable |  |
| 13 | Have not been convicted of a serious indictable offence in the last 5-years that involved (a) making or participating in a decision that impacted a corporation, or (b) actions that affected a corporations finances |  |
| 14 | Have not been convicted of a serious indictable offence in the last 5-years that is punishable by imprisonment for: (a) more than 12-months relating to the Corporations Act, or, (b) at least 3-months relating to dishonesty, or (c) greater than 12-months for a serious offence in a foreign country. |  |

I (name) of (address) make the following declaration under the *Statutory Declarations Act 1959,* that:

* I have to the best of my knowledge completed this application form and checklist truthfully,
* have provided necessary supporting information and attachments,
* submit my application to be a Board Member of Responsible Forest Management Australia, trading as FSC Australia.

|  |  |
| --- | --- |
| Full Name: |  |
| Signature: |  |
| Date: |  |

1. If nominating as a representative of an organisation, additional evidence must be provided that supports you as the organisation member nominee. [↑](#footnote-ref-1)