



Position Description – Company Director

Position Purpose

The role of a Company Director is to liaise with the AGIN President, Deputy President and other Directors to ensure the smooth functioning of the Australasian Green Infrastructure Network (AGIN).

The role of Company Director is a voluntary role. Company Directors manage the business of AGIN and exercise all powers of AGIN under the AGIN Constitution and the *Corporations Act 2001* except powers specifically exercised at the Annual General Meeting.

Key duties/Responsibilities

As Director, the following additional duties and responsibilities are to:

- Attend and contribute to an annual strategic planning day
- Attend bi-monthly Director's meetings
- Discharge powers and duties in accordance with AGIN's Constitution
- Represent faithfully the interests and strategic aspirations of AGIN
- Develop and lead strategic initiatives that progress the mission of the organisation
- Chair committees and report progress made in such committees back to the board
- Prepare board papers

Under Chapter 5 of the Commonwealth *Australian Charities and Not-for-profit Commission Act 2012* (ACNC Act) the following duties apply to Company Directors:

- Act with reasonable care and diligence
- Act in the best interest of AGIN and for a proper purpose
- Not to improperly use information or your position
- Manage financial affairs responsibly
- Disclose and manage conflicts of interest
- Not to allow AGIN to operate while insolvent

Desirable attributes

- Commitment to the ethos and purpose of AGIN
- Commitment to AGIN core values of integrity, collaboration, equity and sustainability
- Passion and ability to act in the interests of AGIN
- Motivation and interest in the association's activities
- Great judgement
- Active participation in discussions and decision-making processes of the committee
- Organisational ability and good timekeeping
- Experience in committee work and procedures or a strong willingness to learn



- Good communication and interpersonal skills.

Estimated time commitment and Term

The Company Director's term will be for a minimum of one year and a maximum of two years. The role of Company Director requires an estimated commitment of 5 hours per week.

Eligibility

Company Directors must be at least 18 years of age, be resident in Australia or Aotearoa/New Zealand and consent to being appointed as a Company Director.