

Seamless Member Director Nomination Guide 2026



Clothing Stewardship Australia Limited is seeking highly motivated and respected executives to serve as Member Directors on the Board for a three-year term commencing in December 2026.

This guide contains information for those considering applying for a Member Director role, including the term of office, responsibilities, eligibility criteria and the desired candidate profile.

Have questions? Email secretariat@seamless.org.au

Nominations now open

To nominate for the role of Member Director with the Seamless Board, complete the online nomination form and submit it by

Monday, 28 September 2026
12:00pm AEST

[Nominate now](#)

Call for members to nominate a Director

There are five (5) Member Director (known as an 'Elected Director') positions to be filled through the process of election at the Annual General Meeting (AGM) on 17 December 2026. In line with clause 43.4 of the Constitution, four (4) Directors are retiring, with each being eligible to renominate (Clause 43.5). This notice is a call for Seamless members to consider the desired skills and, if appropriate, nominate a representative in line with the guidance set out under clause 42 of the Constitution.

The Elected Directors will serve a three-year term commencing 17 December 2026. Member Directors are known as 'Elected Directors', as defined in clause 73 of the Constitution.

About the role

The Clothing Stewardship Australia Limited Board of Directors ('Board') is responsible for the governance, strategic and financial oversight of Seamless, Australia's clothing product stewardship scheme, in accordance with the Constitution, and applicable legislation. The Board works collaboratively with the Executive and is supported by a professional Company Secretary.

Term of office

The Elected Directors will serve for three (3) years following the 2026 AGM on 17 December 2026 as per clause 43.3 of the Seamless Constitution.

Board meetings

The Seamless Board meets at least five (5) times during a calendar year, most often virtually, and holds one in-person strategy day per calendar year. It is expected that Elected Directors will allow adequate time to prepare for and attend these meetings.

Board sub-committees

At this time, the Seamless Board also has two sub-committees: the Finance Audit and Risk Committee, and the Governance and Nominations Committee. Individual Directors are invited to serve on these committees as required. If appointed to serve on a sub-committee, it is expected that the Elected Director will allow adequate time to prepare for and attend sub-committee meetings.

Remuneration

To comply with clause 47 of the Constitution, Seamless must not pay fees to a representative of a Seamless member who is acting as a Director. However, Seamless will arrange and pay for appropriate insurances, including Directors and Officers insurance, and professional indemnity insurance.

The nomination process

The Elected Director nominee from the Seamless member organisation must complete and submit the [online nomination form](#), which includes submitting a statement describing why the individual is a suitable candidate for the role in line with the candidate profile, along with a head shot and current resume, by 12:00pm AEST on Monday, 28 September 2026.

After nominations close, the Board will review the nominations and prepare a list of persons deemed to suitably meet the criteria. The list of eligible nominees will be sent to all Seamless members with the notice of the Annual General Meeting (AGM) and the ballot, on or before 25 November 2026, being no later than 21 days before the AGM. Nominees that are deemed not to sufficiently meet the requirements will be notified by no later than 24 November 2026.

At the AGM, a nominated person may be elected to office as an Elected Director by resolution of the Members at the AGM, in accordance with clause 42.2 of the Constitution.

Responsibilities

Individuals nominating for the role of Elected Director must read the following documents that provide an understanding of the role and responsibilities of Directors:

[Governance for Good: A Guide for Responsible People](#), Australian Charities and Not-for-Profits Commission

[Not-for-Profit Governance Principles](#), April 2024, Australian Institute of Company Directors

Essential eligibility criteria

To nominate as an Elected Director, the individual must represent an eligible Seamless member organisation, which are those members with all fees paid within 60 days of them becoming due.

The Seamless Board of Directors has determined that the following criteria are essential to qualify for nomination as an Elected Director:

- A commitment to serve the company and its members, align with its values and to avoid conflicts of interest in accordance with the Constitution, and relevant legislation.
- A commitment to uphold the principles of good governance.
- Proven business management acumen and governance experience.
- Capacity to think and act strategically.
- High level of communication skills.
- The ability to exercise due care and diligence, and to act honestly in good faith and according to proper purposes, and
- The ability to work collaboratively and respectfully with others.

A person is not eligible to be an Elected Director if they are ineligible to be a director under the *Corporations Act 2001* (Cth) or the *Australian Charities and Not-for-Profits Commission Act 2012* (Cth). The equivalent legislation will apply for any persons residing in New Zealand.

Desired candidate profile

In addition to meeting the criteria listed above, the Seamless Board has determined that it would be desirable for candidates to have:

1. Current Chartered Accountant (CA) or Certified Practising Accountant (CPA) credentials; or
2. Legal qualifications, preferably with experience as practising legal counsel; or
3. AI skills and experience; and/or
4. Investor relations and capital market experience.

It is highly desirable that Elected Director candidates have either prior experience as a non-executive director, and/or hold appropriate governance qualifications (for example, the Australian Institute of Company Directors, Governance Institute of Australia).

Applications from people of diverse backgrounds and locations are also encouraged.

The Elected Director will be required to complete a "Declaration and Consent to Act as a Director" form prior to commencement of their term and will also be required to provide their Director Identification Number (DIN).

Summary of key dates

Time and date	Milestone activity
12:00pm AEST, Monday 28 September 2026	Elected Director nominations close
Tuesday 24 November 2026	Nominees notified of screening outcome
Wednesday 25 November 2026	List of nominees announced, and voting commences
Thursday 17 December 2026	Voting closes
Thursday 17 December 2026	Seamless Annual General Meeting held and successful Elected Directors announced

Have questions?

For further information about the Elected Director nomination process, or the role of Directors, please email secretariat@seamless.org.au.