

The Role of a Director

Directors of the AMA Queensland Board have the ultimate responsibility for the overall successful operation of the Company. In accordance with the functions of the Board, each Director is required to contribute to the governance of the Company through:

- Actively contributing to the strategic planning and direction of the Company;
- Contributing to the development of Board and organisational policies;
- Monitoring the financial and non-financial performance of the Company;
- Monitoring the risk and compliance issues facing the Company;
- Contributing to the work of Board committees;
- Engaging stakeholders on current Board policies and strategy issues;
- Recruitment and monitoring performance of the CEO; and
- Representing the Board and the Company in an appropriate way as required.

The relationship between a Director and the Company is a fiduciary one which means that each Director is to act in the best interests of the Company and to the exclusion of any personal interests.

Under the Corporations Act, Directors have the following duties:

- A duty to act with due care and diligence;
- A duty to act in good faith;
- A duty not to gain advantage by improper use of their position;
- A duty not to misuse information; and
- A duty not to trade while insolvent.

It is preferable for Directors to have governance qualifications and experience; or be required to undertake governance training provided by and paid for in full or in part by the Association preferably within 3 months of appointment to the role.

Qualities of an effective Director:

- A commitment to the Company's vision, core purpose and strategic plan;
- A commitment to dedicate sufficient time to attend all board meetings and any other meetings as called by the Chair;
- Flexibility, tact, impartiality and diplomacy;
- Good listening and interpersonal skills;
- An ability to focus on material issues and not "sweat the small things";
- An ability to see the big picture;
- An ability to influence effectively at the board table;
- An openness to consider alternative viewpoints;
- Unbiased, a Director should not confuse their own goals with those of the Company and its members.
- An ability to deal with pressure from external sources.

Length of term: two years (can serve up to a maximum of 3 consecutive terms)

Time commitment estimates:

- Six Board meetings per year. Board meetings are usually held on a week night from 6:00pm to 9:00pm. Attendance is via virtual videoconferencing unless there is a specific need for face-to-face interaction.

- Preparation for Board meetings (approximately 2 days/year);
- Participation in Board committees (approximately 2 days/year);
- Interaction with secretariat staff as required (1-2 days)

Expenses

- AMA Queensland covers the cost of Directors' travel and accommodation requirements to attend meetings in line with the AMA Queensland Travel and Expenses policy

Confidentiality

- Each Director is required to sign a confidentiality agreement before commencing in their role.

Induction

- Each Director is required to undertake an induction within one month of commencing in their role.