



Position Description	
Position Title	Independent Director
Location	Quirindi, Walhallow and Coledale

Role Purpose
The Board of the Walhallow Aboriginal Corporation (The Corporation) may appoint up to two Independent Specialist Directors (Directors) under rule 6.7 of the Corporations Rule Book.

Selection Criteria	
Experience and skills	Knowledge of a Director's responsibilities – includes an understanding of the role as well as the legal, ethical, fiduciary and financial responsibilities; • Strategic expertise – the ability to review the strategy through constructive questioning and suggestion and contribute to the effective decision making of the board; • Accounting and finance – the ability to read and comprehend the company's accounts, financial material presented to the board, financial reporting requirements and some understanding of corporate finance; • Legal – the board's responsibility involves overseeing compliance with numerous laws as well as understanding the individual director's legal duties and responsibilities; • Risk Management – experience in managing areas of major risk management to the company; • Managing people and achieving change – experience in current management thinking on change management, branding, engagement, strategic vision and stakeholder communication; • Integrity – fulfilling a Director's duties and responsibilities, acting ethically, appropriate independence, putting the Corporations interests before personal interests; discussions with management and fellow Board Members where necessary; • Empathy and emotional intelligence – as well as self-awareness and self-management, a Director needs to demonstrate empathy manifested through strong interpersonal skills. A Director

	must work well in a group, listen well, be tactful yet able to communicate in a cogent and candid viewpoint; • Sound judgement and instinct – a director needs to demonstrate good business instinct and acumen, and be able to assimilate and synthesise complex information; • Meaningful engagement – a director needs to be an active contributor with genuine interest in the company and its business.
Qualifications and Registrations	• Valid driver's license • Aboriginal or Torres Strait Islander descent - Preferred • Working with Children Check – must be supplied prior to commencing employment with updates provided during the period of employment • NSW Police History Check – must be supplied prior to commencing employment with updates provided during the period of employment • First Aid • Tertiary education and a minimum of three years professional experience working in financial management, law, corporate governance, health or clinical services (<i>desirable</i>) • Completion of the Australian Institute of Company Directors' Company Directors Course (<i>desirable</i>) • Prior experience as a director of a Not for Profit Board or an Aboriginal Community Controlled Organisation (<i>desirable</i>)

Key Capabilities	
Aboriginal and Torres Strait Islander Support Capabilities	The role includes being a culture custodian of Walhallow Aboriginal Corporation, which includes setting, promoting and monitoring the tone of the organisation's culture, and adhering to its values and code of conduct. The role and responsibilities of an Independent Specialist Director of the Corporation include: • Establishing the vision, mission and values of the Corporation; • Determining The Corporation policies; • Approving a business and strategic plan; • Approving the organisational structure; • Approving business delegations; • Exercising powers and discharge all duties with the degree of care and diligence that a reasonable

	individual would exercise if they were a director of the company, in the company's circumstances;
Professional and Ethical Capabilities	• Act at all times to protect the rights of the clients, including culture, confidentiality, privacy, individual choice and decision-making • Complying with all Board policies and procedures; • Being accountable to members and stakeholders; • Ensuring the Corporation complies with its legal and regulatory requirements including the governance standards of the Office of the Registrar of Indigenous Corporations; • Acting in good faith in the best interests of the Corporation and to further the charitable object(s) of the Corporation set out in rule 2 of the Rule Book; • Not misusing the position of a Director; • Not misusing information gained in the role of a Director; • Disclosing any perceived or actual material conflicts of interest in the manner set out in rule 6.15 of the Rule Book; • Ensuring that the financial affairs of the company are managed responsibly; and • Not allowing the Corporation to operate while it is insolvent • Ensure that all statistical data / record-keeping and other documentation are completed and forwarded on time
Communicator and Collaborator Capabilities	• Collaborative yet curious and courageous – a Director must be able to function as an effective team member on the Board, but also must have the curiosity to ask questions and the courage to persist in robust discussions with management and fellow Board Members where necessary; • The role requires attending approximately bi-monthly/quarterly board meetings and serving on at least one board committee per year – and associated preparation. • The role may require attendance in monthly/quarterly conference calls for management, financial reporting and general compliance issues. • Support relationships with external partners, funding bodies and stakeholders ensuring positive Outcomes and arrangements in line with The Corporations Strategic direction, vision,

	values implementing comprehensive primary health model of care
Lifelong Learner	• Participate in service training programs as organised by Walhallow Aboriginal Corporation and / or any other training to upgrade skills
Quality and risk manager	• Always follow correct policy and procedure directions • Contribute to and support the organisation's systems and processes for managing safety, quality and risk; observe and report hazardous situations or behaviours • Monitor and Manage compliance with the policies of the Corporation

Remuneration and benefits

Remuneration will be discussed with suitable candidates.

Reimbursement of travel and other out of pocket expenses

Acknowledgement

In accepting this position, I hereby acknowledge and agree to the role and responsibilities as set out in the Position Description.

Name:

Employee signature:

Date: