

# DIRECTOR NOMINATION INFORMATION PACK



Date: 7 March 2024

## Who are we?

The Social Enterprise Council of NSW and ACT (**SECNA**) Limited is a sector-led peak body that represents social enterprises in NSW and ACT, to support, encourage and promote social enterprises in the following ways:

1. Engage and connect the social enterprise sector in NSW and ACT
2. Secure investment and policy change for the sector
3. Be an organisation that can sustain and grow our impact.

Read our [three year strategic plan 2021-24](#) and our [current strategic plan 2023-24](#)

## What is the board of directors?

SECNA is a not-for-profit company limited by guarantee (CLG). It is not a deductible gift recipient. Its revenue is less than \$500,000. SECNA is registered as a charity with the Australian Charities and Not-for-profits Commission (ACNC) and as such, must comply with the requirements of the Australian Charities and Not-for-profits Commission Act 2012 (Cth) and the Australian Charities and Not-for-profits Commission Regulation 2013 (Cth). As a company limited by guarantee, SECNA also owes a number of obligations to the Australian Securities and Investments Commission, although it is primarily regulated by the ACNC.

The board of directors is responsible for governing and overseeing the affairs of SECNA. Generally it is the board's responsibility to identify an organisation's strategic direction and goals. This is different to the role of the management of a company (that is, employees of the company like the CEO and other management staff) who have responsibility for the day-to-day decision-making and running of a company. The SECNA Constitution prohibits SECNA from paying fees to its directors.

SECNA's [Constitution](#) sets out further details about its board.

## How many positions will be vacant at the 2024 Annual General Meeting (AGM)?

There will be 5 vacancies. Term: 3 years

Directors (alphabetical order by first name):

Andrew Marselos

Christina Chun (stepping down in March 2024)

David Burns

Greg Hodgkinson (casually reappointed due to lapsed membership)

Jay Boolkin

Jess Moore (stepping down in March 2024)

John Lalor

## What do we expect from our directors?

Directors are expected to carry out their governance duties as well as be actively involved in the development and governance of SECNA's strategic plan.

Directors must:

- Fulfil their fiduciary duties in line with all applicable laws and regulation
- Provide strategic and financial oversight
- Identify and manage risks that could affect SECNA'S financial and operational health
- Assess and vote weekly on membership
- Attend at least 80% of board meetings
- Prepare effectively for board meetings
- Be actively involved in at least one committee or working group to complete the administration and execution of SECNA's strategic goals

Other responsibilities:

- Stakeholder engagement: building relationships and encouraging active participation of members, funders, industry, government, staff, volunteers and the wider community
- Evaluation: monitoring the organisation's performance and identify areas for improvement
- Governance: supporting the development and review of policies that strengthen SECNA as an organisation (and upholding our [code of conduct](#))
- Fundraising: supporting SECNA's fundraising efforts so the organisation can sustain itself

## What is the time commitment?

The expected commitment is a minimum of 2 meetings per month (including 6-12 board meetings each year and one working group or committee meeting per month) and another 10-15 hours per month. Where possible, meetings are held online with the option of joining in person from the South Eveleigh hub. We are flexible to accommodate the participation of directors from regional NSW and the ACT.

Directors are expected to lead or participate in a Working Group or Committee. As at February 2024 there are three working groups (Membership, Government Relations and Partnerships) and one Board Committee (Performance).

## Who are we looking for?

We are looking for some specific skills and lived experience - to either fill a gap in the current board or to create opportunities for SECNA to grow:

- **Governance experience:** Ability to implement and maintain robust governance frameworks, develop strategy team and monitor performance, and an understanding of regulatory requirements.
- **Strategic government engagement:** Experience leading successful strategic advocacy and government relations.
- **Financial acumen:** Background in financial planning and commercial strategy, to support SECNA's financial sustainability.

We are also committed to ensuring the board reflects the diversity of the social enterprise sector. We highly encourage applications from members from our regions, across sectors, from women and people from other diverse backgrounds (including Indigenous, culturally diverse, gender diverse and people living with disabilities).

## How is a director elected?

To nominate as a director:

1. You must be a [member of SECNA](#) when you nominate. You may be an Industry or Associate Member.
  2. Your nomination must be supported by at least **2** current **Industry Members**. There is a directory of industry members available on our [website](#).
  3. To submit your nomination you must do either of the **following**:
    1. Complete an [online Director Nomination Form](#)
- OR**
2. Download, print, complete and mail a [Director Nomination Form](#) to Company Secretary (SECNA South Eveleigh, PO Box 68, Alexandria NSW 2015), OR email it to [secretary@secna.org.au](mailto:secretary@secna.org.au).

SECNA must **receive** your nomination by **11am Tuesday 26 March 2024**.

The process of electing a director:

A vote of Industry Members will be held at the AGM to determine who are the preferred candidates. A resolution will be proposed to appoint the preferred candidates as a director.

For more information, see SECNA's [Constitution](#).

## Next steps

- To find out more about being a director of SECNA, join us at a virtual Directors' briefing session on **Wednesday 13 March 2024**, 1.00-2.00pm. This will be recorded. [Register here](#) to attend or request a copy of the recording from [andrew@secna.org.au](mailto:andrew@secna.org.au).
- Submit your [online Director Nomination Form](#) so that it is received by **11am Tuesday 26 March 2024**.