Nomination as a Director of Responsible Forest

Management Australia Limited - 2023

Introduction

Thank you for your interest in applying to be a Board Member at for Responsible Forest Management Australia Ltd, (RFMAL) trading as FSC Australia (and New Zealand and referred to as FSC ANZ). FSCANZ is a charitable organization that works to ensure the public always has access to “forests for all forever.”

Our service, as a reliable and trusted brand for consumers, is critical in ensuring that the market based eco-label, that we are the custodian of, results in improved forest management and promotion of a constructive culture for forest managers and processors. As a trusted brand, we support the responsible purchase of forest products by an informed community.

This Application

FSC ANZ invites all individual members and nominated representatives of organizational members to apply to sit on the board of RFMAL. This application form will assist you to submit your application, ensure you meet all necessary eligibility requirements, and provide all necessary information to process your application if successful with the Australian Charities and Not for Profit Commission (ACNC). All personal information will be treated confidentially and only be used for the purposes of enacting your Board position if you are successful.

Commitment of Directors

Board members are expected to attend scheduled board meetings, strategic planning sessions, and the Annual General Meeting each year plus contribute to various sub-committees (including Membership; Policy; Finance, Risk and Audit). In total, nominees should expect to allocate around one day per month to FSC.

FSC does not pay sitting fees for Directors and has a policy of Directors who are representing suitably resourced organisations, should contribute to their own costs of Board attendance (flights, accommodation, incidentals). Those organisations or individuals that do not have the capacity to support costs will have reasonable costs reimbursed.

The Voting Process

At each Annual General Meeting, an election occurs for a board member in each chamber, Social, Environment, and Economic. Nominated Directors are elected by the FSC Australia Membership. All chamber members have an opportunity to vote for all directors, not just members of the director’s chamber. If no other nominations are received for your chamber, you will be elected un-opposed.

Where other nominations are received, a ballot will be conducted, and voting takes place as part of the AGM. You may have an opportunity to present yourself to the AGM for 3-5 minutes prior to the casting of ballots by members. Ballot papers will also include a short biography provided by you to support members in deciding.

What if I am Elected?

If you are elected, you are expected to attend the first board meeting following the AGM. This meeting will be held at 2.00pm on Thursday the 18th of May via Microsoft Teams.

As part of this board meeting, you will have the opportunity to speak about why you joined the board, be inducted by the Company Secretary, given access to FSC ANZ’s cloud-based servers, and declare that you will act in accordance with the Board Code of Conduct.

What is Next?

Please complete this application form, including the checklist, and submit it to our Company Secretary, Acclime Australia via email to m.harrison@acclime.com with the necessary attachments. Thank you for your support of FSC ANZ and your interest to contribute to the governance of the organization.

**Formal Nomination**

In accordance with the constitution of Responsible Forest Management Australia Limited (trading as FSC ANZ), I hereby formally submit a nomination for election as a Director of the company at the Annual General Meeting to be held on the 11 May 2023 in Melbourne. I acknowledge that this information will only be used to process my application with ACNC and FSC if I am successfully appointed to a Board role.

|  |  |
| --- | --- |
| Name of Nominee: |  |
| Organisation: |  |
| Chamber: |  |
| Member type[[1]](#footnote-1): |  |
| Email address: |  |
| Home address: |  |
| Date of birth: |  |
| Place of birth: |  |
| Mobile Phone: |  |
| Director ID[[2]](#footnote-2): |  |
| Date: |  |
| Signature: | …………………………………. |

**Candidate Biography**

Candidates are asked to provide a short biography that will, in the event of the position having more than one nominee, appear as part of any ballot (max 300 words). Where possible, please consider including any relevant skills or experience you would bring to the board. For example: finance/accounting, grant writing/fundraising, management/administration, not for profit experience, public relations, marketing/communications, board/ governance

|  |
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|   |

Note: This information will only be provided to members in the event that multiple Directors nominate and a vote is required.

**Nominators**

Member Support

Section 11(b) of FSC ANZ’s constitution requires that nominations are supported by two paid members. Pursuant to the FSC ANZ Constitution, at least one of these nominations must be from the relevant chamber for which you are applying.

Please provide two members consent to support this application. Where possible, members should sign this form. Alternatively, evidence of a member’s support (email, letter) must be submitted with this application.

|  |  |  |
| --- | --- | --- |
| Member details | Member – 1 | Member – 2 |
| Name |  |  |
| Organisation |  |  |
| Chamber |  |  |
| Date |  |  |
| Signature |  |  |

Organisation Member Representation

If you are not an individual member and are nominating as the representative of member organization, you must provide evidence that supports you as the organisation’s representative (this is in addition to receiving the support of two members).

Evidence must include an email or signed letter clearly stating you are the representative of the organisation from one of the following:

* The FSC Membership contact
* A member of the organization’s Board, Secretary, or Chair
* The organization’s Chief Executive Officer, Managing director, or equivalent

Alternatively, they can complete the below section:

|  |
| --- |
| Organisation Member |
| Name |  |
| Organisation |  |
| Position |  |
| Date |  |
| Signature |  |

**Consent to Act as a Director**

Under section 210D of the Corporations Act 2001 and to meet the requirements of Governance standard 4 of the Australian Charities and Not-for-profit Commission (ACNC), any incoming Director is required to sign a consent form.

The standard requires charities to take reasonable steps to be satisfied that its responsible persons (its board or committee members, or trustees) are not disqualified from (a) managing a corporation under the Corporations Act, or (b) being a responsible person by the ACNC Commissioner, within the previous 12 months.

If you are appointed to a Board role the following consent will form the basis of documents to be submitted to the Australian Securities and Investment Commission (ASIC).

Declaration and consent to Act as a Director

I, of declare that:

* I am not disqualified from managing a corporation, within the meaning of the Corporations Act 2001 (Cth)
* I have not been disqualified by the Australian Charities and Not-for-profits Commissioner at any time during the previous year from being a responsible person who shares responsibility for the governance (what the ACNC Act calls a ‘responsible entity’) of a registered charity
* I am a paid individual member or the nominated representative of a paid organization member.

While I am a responsible person for FSC ANZ/Responsible Forest Management Pty Ltd, I agree to notify this charity as soon as possible if I do become disqualified from managing a corporation within the meaning of the Corporations Act 2001, or am disqualified by the Australian Charities and Not-for-profits Commissioner.

I hereby consent to my appointment as a director of the company and approve that my details be entered into the company records.

|  |  |
| --- | --- |
| Full Name: |  |
| Signature: |  |
| Date: |  |

Checklist and Nomination

Director Nomination Application

| N |  Area Checked |
| --- | --- |
| Application form |
| 1 | All candidate information and bio completed |  |
| 2 | Consent to act as a Director section signed |  |
| 3 | 2 members have supported applicant by signing this form or providing evidence of support (attachment) |  |
| 4 | Where nominee is representing an organisation member, evidence of representation provided (attachment) |  |
| Director commitment |
| 5 | Aware and able to attend Board Meeting the day following the AGM |  |
| 6 | Able to attend future 2023 Board Meetings (dates to be confirmed) |  |
| 7 | Aware of policy on reimbursement of Board travel expenses |  |
| Eligibility |
| 8 | Fully paid Individual member or nominee of paid Organisation Member |  |
| 9 | Candidate not employed by Certification body or state or federal government owned or controlled entity |  |
| 10 | Not disqualified from managing a corporation or (a) listed in a search of ASIC Disqualified Persons Register or (b) listed in search of ACNC Register of Disqualified Persons |  |
| 11 | Not bankrupt (under Australian or any foreign law) or bankrupt but discharged from the bankruptcy |  |
| 12 | Not in breach of any personal insolvency agreement, if applicable |  |
| 13 | Have not been convicted of a serious indictable offence in the last 5-years that involved (a) making or participating in a decision that impacted a corporation, or (b) actions that affected a corporation’s finances |  |
| 14 | Have not been convicted of a serious indictable offence in the last 5-years that is punishable by imprisonment for: (a) more than 12-months relating to the Corporations Act, or, (b) at least 3-months relating to dishonesty, or (c) greater than 12-months for a serious offence in a foreign country. |  |

I, of make the following declaration under the Statutory Declarations Act 1959, that:

* I have to the best of my knowledge completed this application form and checklist truthfully,
* have provided necessary supporting information and attachments,
* submit my application to be a Board Member of Responsible Forest Management Australia, trading as FSC ANZ.

|  |  |
| --- | --- |
| Full Name: |  |
| Signature: |  |
| Date: |  |

1. If nominating as a representative of an organisation, additional evidence must be provided that supports you as the organisation member nominee. [↑](#footnote-ref-1)
2. You must have a Director ID Number before you can be appointed as a Director. More information can be found at <https://www.abrs.gov.au/director-identification-number/apply-director-identification-number>. [↑](#footnote-ref-2)