



**WAARDI LIMITED COMMUNITY DIRECTOR
BROOME, WA**

BACKGROUND

The Waardi Limited Steering Committee would like to thank you for your interest in filling the Community Director vacancy on the Board of Waardi Limited. General information about Waardi can be found at www.waardi.com.au

The part time, paid position is subject to a resolution confirming the appointment at the next Members meeting of Waardi. Only Waardi Members can apply. Guumbarr Limited Directors are not able to apply. Steering Committee representatives are eligible to apply and if successful remain on the Steering Committee.

If you are interested, then you need to:

- Apply in writing to the Waardi Steering Committee through the Waardi office; and
- Be a Waardi Member.

Applicants are eligible for appointment if they substantially satisfy the following criteria:

- Board Experience
- Financial Literacy
- Leadership Experience
- Absence of Conflicting Commitments
- Reputation and Integrity; and
- Able to provide an acceptable National Police Clearance Certificate.

Interested applicants can contact the General Manager Josepha Howard at the Waardi office for further information, or speak to a Waardi Director to find out more about the role and the work that Waardi is doing.

This application kit, including selection criteria and job description is available from the Waardi office, or by calling (08) 9192 2713, or generalmanager@waardi.com.au or www.waardi.com.au

CLOSING DATE: 4:30pm Wednesday 23 December 2020

The following will assist you complete an application for the position:

- Eligibility Criteria
- Job Description
- Application Form

A. 11 Coghlan Street, Broome WA 6725

PO Box 8430, Broome WA 6725

P. 08 9192 2713 F. 08 9193 6761

E. admin@waardi.com.au www.waardi.com.au ABN 63 155 283 971 ACN 155 283 971

ELIGIBILITY CRITERIA

The eligibility criteria as extracted from the Waardi Limited constitution are detailed below:

14.3 An individual is eligible for appointment as a Director if the person:

- a) substantially satisfies the following criteria:
 - i) **Board Experience:** demonstrates at least two years experience as a director of an Australian company governed by the Act or the Corporations (Aboriginal and Torres Strait Islander) Act 2006, can demonstrate a preparedness to question, challenge and critique and a willingness to understand and to commit to the highest standards of governance;
 - ii) **Financial Literacy:** is “financially literate” as such qualification is interpreted by the Board in its judgment;
 - iii) **Leadership Experience:** possesses leadership experience, and shall possess qualities reflecting a proven record of accomplishment and ability to work with others;
 - iv) **Absence of Conflicting Commitments:** does not have commitments that would conflict with the commitments of a Director of the Company;
 - v) **Reputation and Integrity:** is of high repute and recognized integrity and has not been convicted in a criminal proceeding or named a subject of a pending criminal proceeding (excluding traffic violations and other minor offenses). Such person shall not have been found in a civil proceeding to have violated any federal or state securities or commodities law, and shall not be subject to any Court or regulatory order or decree limiting his or her business activity, including in connection with the purchase or sale of any security or commodity; and
- b) is able to produce an acceptable National Police Certificate to the Board of Directors.

Your application must address each of the above eligibility criteria. A pro-forma application form is attached at the end of this document.

JOB DESCRIPTION

The following description is a brief version of the 'Powers and Duties of the Board' as set out in the Waardi constitution:

1. The Board is to manage the business and affairs of the company, including:
 - a. Manage the company;
 - b. Determine the priorities of the company and develop a strategic plan;
 - c. Delegate powers to a committee, the Management Group, or Steering Committee;
 - d. Prepare annual reports;
 - e. Manage the finances of the company;
 - f. Establish any required entities;
 - g. Sign all agreements and documents;
 - h. Follow the policy and procedures developed by the Board; and
 - i. Appoint Directors of Guumbarr and half of the Morrugul Directors.
2. Follow the Corporation Act and Waardi Constitution;
3. Sell, lease or dispose of assets, and or borrow money as required.
4. Responsible for all payments from the company.
5. Ensuring minutes of meetings are recorded and are accurate.
6. Comply with the notice conditions in the Browse LNG Project Agreement.
7. Appointing, managing and removing the General Manager.
8. Appoint a Management Group.
9. Establish any committees as required.

MEETINGS

1. The Board must meet every 100 days. In practice a full day Board meeting in Broome is scheduled every 3 months.
2. In addition the Board meets by teleconference to deal with urgent matters between the full day Board meetings.
3. Generally there is one teleconference of a couple of hours between each full day Board meeting.
4. Directors are expected to attend the Annual General Meeting and or any committee as required from time to time.
5. Generally all Waardi Directors are also part of the Management Group. The Management Group consists of Waardi Directors, the General Manager and the Guumbarr Chairperson as a non-voting attendee. These meetings are by teleconference and generally coincide with the Board meeting teleconferences.
6. The General Manager provides updates by email from time to time and some business is dealt by email.

REMUNERATION

1. Currently a Waardi Community Director's annual remuneration is \$14,400 including superannuation.
2. The Board sets the remuneration, subject to the process being approved at an AGM.
3. The remuneration can be salary sacrificed to be more tax effective and can be paid monthly or fortnightly.

APPLICATION FORM
WAARDI LIMITED – COMMUNITY DIRECTOR

APPLICANT INFORMATION	
Last Name	First Name
Also known as (if applicable)	
Address	
Postal address	
Phone / Mobile	Email

EDUCATION/QUALIFICATIONS
Schooling
Further education
Other courses attended
Qualifications / Certificates

RECENT EMPLOYMENT HISTORY	
Organisation / Company	
Address	
Job Title	
Responsibilities	
From	To
Organisation / Company	
Address	
Job Title	
Responsibilities	
From	To

ELIGIBILITY CRITERIA

- Board Experience
- Financial Literacy
- Leadership Experience
- Absence of Conflicting Commitments
- Reputation and Integrity; and
- Able to provide an acceptable National Police Clearance Certificate.

REFERENCES	
Full Name	Relationship
Company	Phone
Address	
Full Name	Relationship
Company	Phone
Address	
Signature	Date