



## Membership of the Adult Learning Australia Board

### Frequently asked questions

#### *Company structure and personal liability*

ALA is a company limited by guarantee and registered with the ACNC as a charity under the 'advancing education' category. Charity ABN: 78533061672.

ALA holds business insurance cover which includes Board members' liability protection.

Board members may be asked to undertake a Police Background check.

#### *Composition of the Board*

The ALA Board consists of between 9 and 12 members.

Board members are elected for a 3 year term, on a staggered basis, with one third being elected each year. No more than 3 elected Board members can be based in the same state or territory.

Office bearers (President, Vice President, Secretary and Treasurer) are elected at the first meeting following the AGM and hold office for one year. Membership of the ALA Board is a voluntary post.

#### *Board meetings, committee and events*

Board members are expected to attend all Board meetings and the AGM, unless prevented by exceptional circumstance. The Board meets 4 times per year, 3 via tele/web conference and 1 full day face-to-face meeting. Reasonable travel and accommodation costs associated with the face-to-face meeting are covered by ALA.

Board members may from time to time be requested to represent ALA at meetings and/or official functions, particularly in their home state.

Board members may be required to serve on a Board sub-group to assist and bring recommendations to the Board.

#### *Board member roles and responsibilities*

ALA has adopted the [Carver model](#) of Board governance. This is a system that allows the Board to concentrate on higher level policy generation while delegating operations and achievement of objectives to staff and /or volunteers with sufficient controls and reporting mechanisms.

The Board's purpose is to ensure ALA's prosperity by collectively and strategically directing ALA's affairs, whilst meeting the appropriate interests of its members.

Board members are expected to understand and support ALA's mission, serve as ambassadors for ALA, lend advice and expertise to ALA's leadership team and act in accordance with the ALA constitution and Board Governance manual.

Board members are not expected to make operating decisions rather they perform critical oversight functions, including:

- Recruiting, supporting and annually evaluating the leadership team
- Recruiting and acclimating Board members
- Creating and implementing Board procedures
- Reviewing the performance of the Board of Directors annually
- Providing strategic direction, including regular reviews of ALA's mission, vision, values and delivery on the ALA strategic plan
- Providing oversight regarding legal contracts / issues
- Advocating for and promoting ALA.

Board directors must provide fiscal and compliance oversight of ALA's:

- annual budget
- quarterly financial position
- tax, legal and regulatory compliance
- risk management
- annual financial audit.

Board members are expected to serve in a fiduciary capacity, using their judgement and discretion for the benefit of ALA.

As a not-for-profit entity, fundraising and development are vital to the success of ALA. One of the most important functions of the Board is to assist and oversee ALA's fundraising efforts. Consistent with this, all Board members are expected to undertake the following on behalf of the organisation:

- identify and evaluate prospects
- cultivate and solicit gifts
- actively support ALA programs
- solicit financial support.

Board members will be expected to review and comment on online motions as well as strategic and policy information, documentation and submissions that are distributed via email outside of Board meetings by ALA's leadership team.

ALA Board members may also be requested to become a Board member of its subsidiary company Adult Learning Australia Foundation Ltd t/a Learning Changes Lives Foundation (DGR charity).

### *Qualifications and/or experience*

Board members are expected to:

- understand and accept the legal duties, responsibilities and liabilities of a Company Director
- identify key risks in a wide range of areas including legal and regulatory compliance
- notify the Board of any conflicts of interest
- have experience in corporate governance, including financial literacy and industry expertise
- have excellent strategic and analytical thinking skills combined with a practical and pragmatic mindset and a strong interest in serving the not-for-profit adult and community education sector
- be a team player with personal impact and superior communication skills
- have strong networking capabilities
- work effectively with a diverse group
- represent ALA externally.

### *The nomination process*

Board nominees must be a registered member of ALA and can nominate themselves. The nomination must be seconded by another registered member. Both the nominee and the seconder must have been a registered member of ALA for at least 30 days prior to nomination. If you would like more information on finding a seconder please contact ALA CEO, Jenny Macaffer, on (03) 9689 8623.

Nominees cannot be an undischarged bankrupt or have a recorded conviction which in the opinion of the Board renders them unsuitable to serve in the role for which they have been nominated.

Nomination involves submitting an online form and photo, including contact details of a seconder and a short (max 200 words) statement of skills and experience pitched to voting members.