

Wheatbelt Natural Resource Management Incorporated

Board Recruitment Policy

Policy Name:	Board Recruitment Policy
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Policy Version Number:	V2.00
Policy Category:	Board Governance
Contact Officer:	Chairperson, Nominations Committee
Date Approved by the Board of Management:	8 August 2017
Date of Last Review:	Not Applicable
Date of Next Review:	36 months from the approved or as required
Related Legislation:	<ol style="list-style-type: none"> 1. Associations Incorporated Act 2015(WA) 2. Disability Discrimination Act (1992) (Cth). 3. Equal Opportunity Act (1984) (WA). 4. Workplace Gender Equality Act 2012 (Cth) 5. Freedom of Information Act 1992 (WA). 6. Human Rights Commission Act 1986 (Cth) 7. Racial Discrimination Act (1975) (Cth) 8. Racial Hatred Act (1995) (Ch) 9. Sex Discrimination Act (1984) (Cth) 10. Age Discrimination Act 2004 (Cth)
Related WNRM Policies or Procedures:	1.6 Nominations Committee Policy. 1.6.1 Terms of Reference, Nominations Committee.

1. Definitions

“**Board Director**” means an individual who sits on the Board of Management

“**Nominations Committee**” the Standing Committee that provides advice to the Board of Management on nomination and performance matters, undertaking duties as set out in its terms of reference.

“**Standing Committee**” means an advisory committee established for the purpose of assisting the Board of Management with governance matters and specifically mentioned in the Constitution.

2. Overview:

This Policy relates to the recruitment of the Board Directors on the Board of Management of the Wheatbelt Natural Resource Management (“Wheatbelt NRM”).

The Nominations Committee is governed by this Policy. This Committee is a Constituted standing committee and an advisory committee of the Board of Management and has been delegated to oversee the nomination and recruitment process.

The Committee recommends candidates to vacant or expiring Board Director roles to the Membership through the Board of Management, using a knowledge and skills assessment process.

The primary function of this Policy is to provide general policy provisions for the recruitment of Board Directors and should be read in conjunction with the Nominations Committee Policy.

The Board of Management shall consist of seven (7) to ten (10) Board Directors who live, own land, work within, and/or operate within, the Avon River Basin, comprising:

- (a) six (6) to nine (9) skills-based Board Directors; and
- (b) the Chief Executive Officer as the ex-officio Director.

3. The Policy:

3.1 A Register of Board Directors shall be maintained.

3.2 The Chief Executive Officer is an ex-officio Director and therefore is not subject to the Member election process.

3.3 A Wheatbelt NRM staff member, with the exception of the Chief Executive Officer, cannot be a Director on the Board of Management.

3.4 The roles of Chairperson and Deputy Chairperson are not Member-elected roles and therefore are not recognised by the election process. The positions are appointed by majority vote of the Directors of the Board of Management on an annual basis.

3.5 Elected Board Directors serve a three (3) year term.

3.6 The eligibility criterion for a Board Director position, other than the Chief Executive Officer ex-officio Board Director position, is that the individual:

- a. is a registered Associate of the Wheatbelt Natural Resource Management Incorporated;
- b. has not been committed of a corporate-related offence under the Criminal Code Act 1995;
- c. is not disqualified under the provisions set out in Section 853A of the Corporations Act 2001; and
- d. has demonstrable knowledge of natural resource management.

3.7 Complaints relating to the nomination process will be managed by the Chairperson of the Board of Management.

Board Director Nominations Process:

3.8 The nominations process shall be agreed before the start of the election process and be consistently applied and made transparent to all related parties to ensure fairness and equity is promoted and exercised.

3.9 Board Director nominations shall be accepted if they meet the eligibility criteria and have been submitted prior to the nomination closure date using, and including, all relevant nomination documents.

3.10 The nomination is based on a knowledge and skills assessment process where a ranked list of eligible candidates is created by the Nominations Committee for the vacant positions.

3.11 The knowledge and skills assessment process shall more heavily weight skills that are not well covered by the continuing Board Directors, with consideration to supporting Board diversity.

3.12 Where two or more candidates are found to have the same weighting score, Board diversity and thereafter depth of natural resource management experience based on the resume will be used to determine the final ranking.

3.13 The Board of Management shall not influence the Nominations Committee during the assessment and recommendation process.

Rights of Members, Director Nominees and the Board of Management:

The Board of Management maintains the right to recommend filling vacancies beyond the minimum board positions needed, up to the maximum allowed;

The Board of Management shall accept the Nominations Committee recommendations for Director nominees, except when new information is provided that impacts the eligibility or standing of a specific candidate.

In such cases of new information being presented:

- a. The Nominations Committee shall further investigate and validate any new information and report back to the Board of Management; and
- b. The Board of Management is then required to accept the Nominations Committee's findings and final recommendation.

3.14 The Board of Management is responsible for presenting the accepted Nominations Committee recommendations to the Members.

3.15 The Members shall accept the recommendation or otherwise:

- a. have the right to dispute or make new information known where a nominating candidate may not meet the eligibility for a Board Director role; and
- b. in the event of new information becoming available, the Members retain the right to:

- i. accept the recommendations pending confirmation of the ineligibility being confirmed by the Nominations Committee at which time, in the event of ineligibility, the next eligible candidate shall be approved subject to the same Rule 9(a); or
- ii. by majority vote, agree the specific candidate is not eligible with reasonable evidence standing, and consider the next most eligible candidate.

3.16 The nominee Board Director candidate whose eligibility is questioned under 2.21 has the right to present their case to the Nominations Committee. The Nominations Committee has the right of final decision.

Acting Board Directors:

3.17 Vacancies that occur mid-term, may be filled by invitation as agreed by the Board of Management. These acting Board Directors will remain in office until the next Annual General Meeting.

3.18 Acting Directors will be subject to meeting the same eligibility criteria of a Board Director for the role they are filling.

4. Responsible Officers:

The Chairperson elected to the Board of Management has been delegated the responsibility by the Board of Management for the operational compliance of the Board to this Policy.

The Nominations Committee Chairperson's specific responsibilities are defined in the Nominations Committee Policy.

The Chief Executive Officer has been delegated the responsibility by the Board of Management to ensure this document is maintained and reviewed in accordance with its review date.

5. Approval:

This Policy was approved by the Board of Management on the 8 August 2017.

Jim Sullivan
Chairperson
Board of Management
Wheatbelt Natural Resource Management Incorporated