# DATE March 2022 POSITION TITLE Non-Executive Director COMPANY Amnesty International Australia (AIA) REMUNERATION Directors are not remunerated MEMBERSHIP REQUIREMENT All directors must be members of AIA

# **AMNESTY INTERNATIONAL AUSTRALIA (AIA)**

Amnesty International is an independent global movement that campaigns courageously for human rights for everyone.

In Australia, AIA is one of the largest not-for-profit organisations in the social justice sector. It comprises ordinary people from all walks of life, standing together for justice, freedom, human dignity and equality. The organisation uses passion and commitment to bring torturers to justice, change oppressive laws and free people imprisoned just for voicing their opinion.

AIA is independent of any government, political ideology, economic interest or religion and this ensures that the organisation can speak out on human rights abuses wherever they occur Every day, AIA helps to move the world closer to a point where human rights are enjoyed by all.

#### THE NATIONAL BOARD

The Board provides leadership and governance for AIA. The Board's main functions are to:

- Ensure effective leadership and stewardship of the organisation;
- Promote and ensure the effective performance of the organisation;
- Set and assess the objectives and standards by which the organisation is governed;
- Monitor the financial, ethical, legal and regulatory performance of the organisation;
- Appoint the National Director and hold them accountable for the organisation's performance;
- Provide links and leadership within the Amnesty International movement.

The Board is governed by a <u>Board Charter</u> and its powers are detailed in the organisation's <u>Constitution</u>.

# The Committees of AIA are:

- The Activism and Membership Committee
- The Audit and Risk Committee
- The Governance Committee
- The International Issues Committee
- The International Nominations Committee
- The Nomination and Assessment Committee

#### **BOARD COMPOSITION**

The Board can have a maximum of **nine** directors who are identified and elected according to a set of capabilities, attributes and diversity as detailed in the <u>AIA National Board Attributes</u> Statement.

**Seven** directors are elected by the members in General Meeting and up **two** additional directors can be appointed by the Board. The current composition of the Board is as follows:

# Mario Santos, Chair

Mario has been an Amnesty activist since 2000. He holds a Masters of Human Rights Law and has 20 years of commercial and senior management experience. He joined the Board in 2018 and became Chair in early 2020. Mario's term ends at the 2022 AGM.

# Gabe Kavanagh, Director

Gabe has been on the Board since 2011 and an Amnesty activist since 2004. Gabe formerly chaired the Board up until early 2020. Gabe works at the Health Services Union and holds a Bachelor of International Studies and Juris Doctor. Gabe's term ends at the 2022 AGM.

# Lisa Annese, Director

Lisa is the CEO of Diversity Council Australia and was named by AFR as one of Australia's 100 Women of Influence. She is also the recipient of a public centenary medal for her work on gender equality. Lisa's term ends at the 2022 AGM.

#### Michael Dundon, Director

Michael is Executive Consultant at Aware Super. He is a qualified Chartered Accountant with extensive experience in governance, finance and risk management. He chairs the Audit and Risk Committee.

# Saras Suresh Kumar, Director

Saras has held leadership positions in the SA/NT region since 2013. She works in the environmental movement as a company director and staff for the social enterprise Conservation Management. She chairs the Activism and Membership Committee.

#### Cassandra Seery, Director

Cassandra joined the Board in 2020 and began her journey with Amnesty in 2014. She is an experienced legal and social policy professional specialising in Indigenous and children's rights.

# Ajoy Ghosh, Director

Ajoy is a Chief Information Security Officer and digital forensics expert and lecturer, advising on the governance of emerging technologies such as cyber security, cloud, big data and artificial intelligence.

# CANDIDATES NOMINATING FOR ELECTION AS DIRECTORS AT THE ANNUAL GENERAL MEETING ON 4 JUNE 2022

This year there are **three** directors to be elected, all in Class I for a term of three years.

To ensure the right mix of knowledge and experience on the National Board the Nomination and Assessment Committee (NAC) is seeking candidates who satisfy the capabilities, attributes and diversity of our National Board Attributes Statement.

The National Board has indicated that it particularly needs directors with the following skills or attributes - with the most important areas at the top of the list:

- Fundraising
- Financial Performance
- Expertise at a Senior Level
- AIA or AI experience
- Strategy, Planning and Evaluation
- Activism
- Governance
- Financial Literacy
- Membership

The nomination approach will involve:

- 1. Completion of the Word document which includes a self-assessment against the attributes statement, available on our <u>website</u>
- 2. Submission of a resume see the resume guide available on our website
- 3. Submission of a nomination online form, available on our website

# Important - Please note:

- After the close of nominations, we will publish your name on our website.
- Your self-assessment will be shared with General Meeting Voters prior to the AGM.
- Your contact details will not be shared with anyone.
- We are required to release the voting counts available to any member who asks after the AGM.

Upon receipt of nominations the NAC's assessment of candidates will involve:

- video interviewing
- reference checking

An assessment of nominations by the NAC will be conducted and put to General Meeting Voters ahead of the Annual General Meeting on 4 June 2022.

Nominations open today for directors of the National Board and will remain open until **Friday 18 March 2022, 11.59pm AEDT**.

If you are not currently a member of Al Australia or your membership has lapsed you can still nominate as a director by applying for membership using the following link; <a href="https://action.amnesty.org.au/membership">https://action.amnesty.org.au/membership</a>. Again, the deadline for a membership application will be **Friday 18 March 2022 11.59pm AEDT**.

Candidates should ensure they are familiar with the following information:

- Candidate Brief (this document);
- National Board Attributes Statement;
- Board Charter; and
- The Values and Behaviours Charter

As Amnesty International Australia meets existing and new human rights challenges, it is critical for the directors of the National Board to provide skilled leadership in meeting the movement's strategic goals. If you believe you have the skills, attributes and motivation to join the Al Australia National Board and support the movement we encourage you to submit a nomination.

If you have any questions please contact the NAC Chair, Kate Waterford on kate.waterford@amnesty.org.au or 0432 333 067.

#### TIME COMMITMENT

The National Board meets monthly with seven meetings being of two hours duration in the evening via videoconference and the remaining meetings occurring over a day on the weekend.

The Board's primary form of communication between meetings is via telephone and email. To participate fully and effectively as a director, candidates need to be able to read and respond to calls and emails at least once in every 48 hours.

It is also expected that directors engage fully in the work of committees including undertaking the role of committee chair where so appointed. Committees typically hold at least five meetings each year.