



APPENDIX 6C POSITION DESCRIPTION –REGIONAL COUNCILLOR

6C.1 Overview

Regional Councillors and Overseas Regional Councillors are an important link between the governance bodies and Membership of CA ANZ. The role of the Regional Councillor and Overseas Regional Councillors are to represent Members, in fulfilling the functions of respective council. This involves being aware of and communicating issues facing and affecting the Membership and profession, and contributing constructively to debate at Regional Council and Overseas Regional Council meetings.

6C.2 Role and Functions of Regional Councils

The key functions of Regional Councils and Overseas Regional Councils are:

- provide advice to the CA ANZ Board through the CA ANZ Council and management on strategic policy and Member issues;
- act as a link between the CA ANZ Board and the Members in its Region or Overseas Region facilitated through the CA ANZ Council;
- assist the CA ANZ Board in raising and maintaining the public profile of CA ANZ in its Region, including its profile with the relevant State and/or Territory governments;
- assist in implementing in its Region or Overseas Region, processes designed to attract and retain suitable Regional Council and Overseas Regional Councillors; and
- facilitate the Fellowship, Life Membership and other award conferment processes at regional level.

6C.3 Duties of Regional Councillors

Regional Councillors and Overseas Regional Councillors have 2 specific aspects to their role, aligning to the functions of the Regional Council and Overseas Regional Councils:

- member representation; and
- regional decision-making and implementation.

Member representation involves:

- providing advice to the CA ANZ Board through the CA ANZ Council, and management on strategic policy and Member issues;
- represent the interests of Members within their region and act as link between Members and management;
- being aware of issues facing and affecting the Membership, CA ANZ and the wider profession;
- support decision-making Board processes by ensuring that the CA ANZ Council and management are informed, through objectively canvassing and communicating Member opinion on issues;
- identify Member's views on pertinent issues and communicate them to management for consideration;
- communicating key messages to the Membership and ensuring that Members are made aware of issues affecting the Membership and/or the profession in order to give them the opportunity to comment;
- identifying Members' concerns within particular constituencies and segments;
- assist management, when required, by providing or sourcing appropriate skills and experience to be used for strategic and advocacy matters, education and networking events;
- communicating between Members in the region, local member groups (such as Local Committees), and the governance and management teams as appropriate;

- liaison with advisory groups to ensure relevance, communication and engagement with all Member segments;
- seek out and promote events and Member interest groups that are relevant to Member's needs and that will increase Members' sense of connectedness to CA ANZ;
- create, where appropriate, Member groups in the region to further source Member insights;
- facilitating and attending Member events within their region; and
- being responsible for objectively communicating Member viewpoints at decision-making forums.

Regional decision-making and implementation includes:

- providing constructive input into debate at Regional Council and Overseas Regional Council;
- contributing to decision-making via circular resolution when required;
- assisting in attracting and retaining suitable CA ANZ Council, Regional Council and Overseas Regional Councillors from the region;
- appointing representatives to the CA ANZ Council annually;
- provide feedback to management and the CA ANZ Council on the effectiveness of local member engagement and suggest local plans and strategies to address any issues;
- monitoring the implementation of organisational initiatives and Board directives at a regional level and providing feedback to the CA ANZ Council and management on execution of those initiatives;
- facilitating the Fellowship, Life Membership and other award conferment processes at regional level; and
- assisting the CA ANZ Board in raising and maintaining the public profile of CA ANZ in its Region, including its profile with the relevant jurisdictional governments.

Regional Councillors and Overseas Regional Councillors should also have regard to the following:

- attendance at local meetings and other regional events when possible. Regional Councillors and Overseas Regional Councils shall work together to agree who should attend which meetings if appropriate; and
- availability to Members (within reason).

The principle of collective responsibility is also a requirement for Regional Councillors and Overseas Regional Councillors. This means that although they might bring viewpoints to the table to feed into discussion, decisions must be made on behalf of CA ANZ as a whole. Wherever practical, Regional Councillors and Overseas Regional Councillors should ensure that the actions of Regional Council and Overseas Regional Councils represent the breadth and diversity of the member base within the region.

Regional Councillors and Overseas Regional Councillors should ensure they allocate sufficient time to prepare for meetings, and before committing themselves to additional duties should ensure they have the necessary time available.

If for any reason Regional Councillors or Overseas Regional Councillors have difficulty undertaking their duties or cannot attend to a task on time, they should seek advice from CA ANZ through their Regional Council Chair.

Some examples of practical ways that Regional Councillors and Overseas Regional Councillors can carry out their member representation role are as follows:

- Awareness of issues facing and affecting the Membership, CA ANZ and wider profession, both nationally and internationally:
 - attending all respective meetings, and meetings of any other CA ANZ group or committee of which they are a Member;
 - reviewing information reports in Regional Council and Overseas Regional Council agendas and from the management on occasional issues, as appropriate;
 - keeping up to date with information in relevant publications; and

- communicating with staff to keep up to date with issues that have potential to affect the Membership or particular sections of the Membership.
- Communicating key messages to the Membership and ensuring that Members are made aware of issues affecting Membership and/or the profession in order to give them the opportunity to comment:
 - identifying and raising issues at appropriate forums that require Member input;
 - attending other Local forums and Sector Committee meetings; and
 - providing input into written forums, in particular regional newsletters, social media and Acuity magazine.
- Identifying Member issues within particular constituencies through engaging with Members; these may be communicated from Individual Members, groups of Members, or through formal groups and committees:
 - having visibility within the Membership, with each Regional Councillor or Overseas Regional Councillor making themselves known to Members in their region as their local representative;
 - attending a range of local CA ANZ events, as practical, e.g. education events, Presidential and ceremonial events;
 - within reason, being easily contactable if Members want to voice their views;
 - regional Councillors and Overseas Regional Councillors being aware of whom, within CA ANZ, relevant Member queries should be passed on to;
 - regional Councillors and Overseas Regional Councillors being proactive in arranging and attending discussion groups for Members (if/when required) to discuss key issues amongst the Membership;
 - attending local Member meetings and other meetings in order to be accessible to the Membership and to become aware of issues needing action; and
 - liaising and working with appropriate staff when a major consultation initiative is underway.
- Regional Councillors and Overseas Regional Councillors being responsible for objectively communicating Member viewpoints at decision-making forums:
 - being prepared to provide a verbal or written summary of Member viewpoints and representation activities at Regional Council and Overseas Regional Council meetings; and
 - working with staff to ensure that consultation statements are prepared for discussion papers where required.

A Regional Councillor or Overseas Regional Councillor is often consulted by Members in their region about matters affecting the Regional Council or Overseas Regional Council and the profession generally. The handling of such matters must be a matter for judgement by each Regional Councillor or Overseas Regional Councillor, however if the matters touch on professional conduct or discipline, Regional Councillors or Overseas Regional Councillor must encourage the Member to write to the CEO. This is particularly important if the matter is likely to culminate in a complaint being lodged. The same considerations apply if a Regional Councillor or Overseas Regional Councillor is approached by a Member of the public.

6C.4 Ideal skills and competencies for Regional Councillors or Overseas Regional Councillors

CA ANZ related

- CA ANZ Membership;
- awareness of the diversity of the organisation's Membership, as well as the ability to understand / identify the impact of policies and actions on Members and their sectors;
- ability to take a balanced view of issues, considering the interests of members / the profession / the public; and
- awareness of the functions and policies of the organisation, its governance framework, including the CA ANZ Board, the CA ANZ Council, Member groups, and major advisory groups, and the legal frameworks within which it operates in both Australia and New Zealand. [Note: while this knowledge would be useful to have prior

to becoming a CA ANZ Councillor, it is not seen as a pre-requisite as it can readily be obtained on appointment.]

Governance

- awareness of good governance principles and practice, as well as the governance framework of CA ANZ;
- understanding of collective responsibility for Regional Council or Overseas Regional Council decisions; and
- ability to recognise when conflicts of interest must be disclosed.

Professional & Business Experience

- business and financial acumen – sound business judgement and up-to-date awareness of business management practices; depth and breadth of experience that informs judgement;
- strategic thinking – ability to see the big picture and take the long-term view; strategy development skills and awareness of and commitment to the organisation's strategic objectives; and
- awareness of issues and developments affecting the accounting profession and the environment in which CA ANZ operates, including international factors.

Personal attributes

Generic qualities applicable to any capable Regional Council or Overseas Regional Councillor include:

- self-awareness;
- sound business judgement;
- integrity;
- wide general knowledge;
- breadth of vision;
- an inquiring mind;
- independence of thought;
- time commitment;
- an ability to work effectively within a team;
- an ability to interact with Members;
- good listening, communication and people skills; and
- effective debate and decision-making skills.

It is expected that Regional Councillors and Overseas Regional Councillors will undertake their duties and responsibilities with commitment and professionalism. In making decisions they must consider the long-term future of CA ANZ.

Inclusion and Diversity

As a founding member of the ASX Corporate Governance Council, CA ANZ is committed to ensuring that the rich diversity of its membership is represented in the composition of Regional Council. This includes all forms of diversity, such as background, lived experience, gender, age, ethnicity and sexuality.

CA ANZ is also committed to best practice in respect of gender diversity and has a target of 40:40:20 (male: female: any gender) for all of its governance bodies.

An inclusion and diversity lens will be applied to all appointments.

6C.5 Performance Expectations

Regional Councillors and Overseas Regional Councillors are expected to meet the requirements of this position description and their own obligations to the governance body to which they are elected or appointed, as well as to comply with CA ANZ's Code of Conduct, Regulations and By-Laws. It is expected that they will discharge their duties with regard to the following:

- regular and full attendance, and active contribution at meetings;

- turnaround of decisions by circular resolution within specified timeframes;
- sufficient preparation for meetings, including familiarity with agenda material and background of issues to be raised;
- display the core CA ANZ values;
- full disclosure of conflicts of interest;
- confidentiality of deliberations and decisions; and
- willingness to participate in/be subject to an individual performance assessment process on an annual basis.

6C.6 Expected Time Commitment for Regional Councillors and Overseas Regional Councils

Below is an estimate of the time commitment expected of a Regional Councillor or Overseas Regional Councillor. However, the time commitments may vary from region to region depending on the particular Regional Council or Overseas Regional Councils workplans.

	Expectation	Approximate time commitment
Regional Council meetings	Between 4 - 10 meetings per year.	Approximately 40 hours per year including meeting time and travel time
Preparation	Papers out 7 days prior to meeting date	Approximately 10 hours per year
Other events	Attendance at Sector Committee meetings, AGM, local meetings and events as required	Approximately 20 hours per year (note this may vary depending on events attended)
Total average commitment		Approximately 70 hours per year

6C.7 Regional Council and Overseas Regional Councillor Remuneration & Expenses

Regional Councillors and Overseas Regional Councillors are not remunerated, however each Regional Council and Overseas Regional Councillor is entitled to be reimbursed for all actual and reasonable travelling, accommodation and other expenses incurred by the Regional Council or Overseas Regional Councillor in connection with his/her attendance at meetings or otherwise in connection with the Regional Council or Overseas Regional Council in accordance with CA ANZ's Travel Policy.

6C.8 Term of Regional Councillor and Overseas Regional Councillor

Regional Councillors and Overseas Regional Councillors are appointed on a 3-year term, taking effect on 1 January in the year following their election or appointment to the Regional Council or Overseas Regional Council until 31 December in the year of the conclusion of their term.

Regional Councillors and Overseas Regional Councillors are eligible to serve one further term of 3-years consecutively or otherwise on a Regional Council or Overseas Regional Council. A Regional Councillor or Overseas Regional Councillor cannot serve more than 2 consecutive or otherwise terms on a Regional Council or Overseas Regional Council regardless of whether the councillor was elected or appointed to the Regional Council or Overseas Regional Council however this does not include any period served whilst filling a casual Regional Council vacancy.

Following the conclusion of 2 consecutive terms of 3 years a Regional Councillor or Overseas Regional Councillor cannot be reappointed to the same Regional Council or Overseas Regional Council for a period of at least 6 years, unless otherwise approved by the CA ANZ Board under exceptional circumstances.