



## INDEPENDENT DIRECTOR AND OFFICER VACANCY FORM

<b>Organisation name:</b>	Ngarluma Tharndu Karrungu Maya Ltd (NTKML)
<b>Term of Office:</b>	Up to 3 years
<b>Start of Term:</b>	End of November 2015 (approximate)
<b>Applications open:</b>	9 October 2015
<b>Applications close:</b>	30 October 2015
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### Background:

Ngarluma Aboriginal Corporation's intention is to re-constitute NTKML so it can resume its role as trustee of the Ngarluma Charitable Trust and Ngarluma Direct Benefits Trust. NTKML is a public company limited by guarantee. It is governed by the *Corporations Act 2001* (Cth).

### Description of Role / Duties:

Be one of two Independent Directors on the NTKML Board. The objectives of NTKML are to accept appointment and perform the function of trustee of, the Ngarluma Charitable Trust and the Ngarluma Direct Benefits Trust.

### Desired Skill Set:

- **Board experience:** at least 3 years recent experience as a director of an Australian company governed by the Corporations Act and can demonstrate a preparedness to question, challenge and critique and a willingness to understand and to commit to the highest standards of governance.
- **Board education:** has, or within the first year of the Independent Director's term will have, completed a director's course approved by the Australian Institute of Directors or a suitable successor to the Australian Institute of Company Directors.
- **Financial literacy**
- **Leadership experience:** possesses leadership experience, and shall possess qualities reflecting a proven record of accomplishment and ability to work with others.
- **Absence of Conflicting Commitments**
- **Reputation and Integrity:** is of high repute and recognised 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 offences). Further the candidate must 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.

- **Responsible Person:** this means: an individual who performs a significant public function; is a member of a professional body having a code of ethics or rules of conduct; is officially charged with spiritual functions by a religious institution; is a director of a company whose shares are listed on the Australian Stock Exchange; has received formal recognition from government for services to the community; or, is a Responsible Person as described by the Commissioner of Taxation in Taxation Ruling TR 95/27 or as otherwise approved by the Commissioner of Taxation from time to time.
- **Independent:** this means (among other things) that the person is not a member of the Ngarluma People; is not a relative or a spouse of a member of the Ngarluma People; does not have a membership interest in a Related Entity; is not and has not within the previous 3 years been an employee/officer/advisor to NAC or of any Related Entity which has been a consultant/advisor or other service provider of NAC; has no material contractual relationship with NAC, a Related Entity or the Ngarluma People, other than as a director; has not served on a Board which could (or be perceived to) materially interfere with the person's ability to impartially and objectively discharge their duties as a Director; has no material business interest/business affiliation with or other relationship with NAC or a Related Entity which would hinder the person in the impartial and objective discharge of their duties; and is not an officer, employee or consultant of a Contributor.

Candidates will be preferred if they: have experience working with indigenous communities; have, as a minimum, 2 years financial or business management experience; and have experience dealing with similar trusts to the Charitable Trust.

Please send a copy of your current CV along with at least two referees; one of which should be a co director. Please provide a statement addressing the criteria detailed and the contact details of at least one indigenous colleague with whom you have worked.