



INTRODUCTION

As our committee transitions our Association from our current status as an Association incorporated under the *Associations Incorporations Act 2009* (**Associations Act**) to become a Company Limited by Guarantee incorporated under the *Corporations Act 2001* (**Corporations Act**), which is administered through the Federal Government and the Australian Securities & Investments Commission (**ASIC**), we would like to notify members who plan, in future, to stand for election of their key responsibilities and obligations as a Director of Company.

A company limited by guarantee is identified under the Corporations Act as a public company. That means that the members who seek election as a director of our new company will be subject to all of the obligations imposed upon directors under the Corporations Act.

Members who are offering themselves for election as a director, once the Association transitions to become a company limited by guarantee, should carefully consider whether they have the skills and experience necessary to guide and monitor the management of our company and to fulfil the obligations that are imposed by the Corporations Act.

You should only consent to be nominated for election as a company director or to serve as company secretary if you are willing, able and committed to holding these important roles and be prepared to put in a minimum of **10 + hours** per week to meet your statutory obligations (depending on the position).

You should not agree to be appointed as a director or secretary of a company on the basis of promises that 'you won't have to do anything' and ask that you 'just sign here'. Your new commitments as a director will be significant.

Company directors are now required by law to apply for a [director identification number \(director ID\)](#). You will need a director ID before you are able to serve as a director of the new company.

A properly functioning board is vital to the success and longevity of any community organisation.

The governance of an organisation is different to the everyday work of the organisation. Boards and committees make strategic decisions about an organisation, while management and staff or volunteers action the governance decisions.

Board and committee decisions can include:

- setting strategic directions
- whether to take disciplinary action against a member
- which contractors or service providers to engage, and
- what activities to undertake

Good governance means complying with the law and legal duties and carrying out the governance role in the best interests of the not-for-profit organisation.

Good governance includes considerations beyond strict legal duties, such as:

- how meetings are held
- who is on your board and whether the board has the mix of skills that the company requires
- how new committee members are inducted
- how frequently the board meets, and
- how board papers are prepared and distributed

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Further information from ASIC: <https://asic.gov.au/for-business/small-business/starting-a-small-business-company/small-business-company-directors/>

More information from ASIC on Directors liabilities: <https://asic.gov.au/for-business/small-business/starting-a-small-business-company/small-business-company-directors/company-director-liabilities-when-things-go-wrong/>



KEY RESPONSIBILITIES OF COMPANY DIRECTORS (CITED FROM ASIC)

As a director, you are responsible for overseeing the affairs of the company. You must comply with your legal obligations as a director under the Corporations Act 2001.

You must be fully up to date on what your company is doing, including its financial position. You should regularly speak with managers and staff about the affairs of the business and take an active part in directors' meetings.

You must not use your position, or information obtained because of your position, to cause detriment to the company or to gain an advantage for yourself or someone else.

When you make a business decision as a company director, you must, among other things, ensure that you:

- make the decision in good faith and for a proper purpose
- do not have a material personal interest in the decision and make it in the best interests of the company
- find out and assess how any decision will affect your company's business performance, especially if it involves a lot of the company's money or could have a material impact on the company's reputation
- keep informed about your company's financial position and performance, ensuring your company can pay its debts on time
- get trusted professional advice when you need assistance to make an informed decision
- make full and frank disclosure about any material personal interests you do have.

There are penalties and consequences – including civil penalties, compensation proceedings and criminal charges – for directors who fail to comply with their obligations under Australian law.

Further information from ASIC: <https://asic.gov.au/for-business/small-business/starting-a-small-business-company/small-business-company-directors/>

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ROLES WITHIN THE SSAA SYDNEY BRANCH BOARD

President/Chairman (Executive position)

The President/Chairman leads the board, providing strategic direction, oversight, and governance. They act as the main representative for the Company and ensure the board functions effectively.

Commitment: 30+ hours per week (currently)

Responsibilities:

- Oversee the development and implementation of the Company's strategic goals.
- Facilitate effective communication among board members and between the board and executive team.
- Lead and manage a large NFP membership-based organisation.
- Lead and manage board meetings, ensuring agendas are followed and key topics are addressed.
- Act as the primary liaison between the board and stakeholders, including regulatory bodies and community representatives.
- Lead the performance review of the board, individual directors, and EO, ensuring accountability.
- Manage and support the Executive Officer and team of employees as to the strategic direction and operations of the Company
- Mentor and support other board members, encouraging professional development and effective governance practices.

Senior Vice-President (Executive position)

The Senior Vice President plays a key leadership role in supporting the President and advancing the Company's mission and goals. This role is responsible for governance, strategic planning, and fostering member engagement within the Sydney branch.

Commitment: 20 + hours per week (currently)

- Act as the primary support to the President, stepping in to lead meetings or represent the Company in the President's absence.
- Assist in ensuring effective governance practices, upholding board policies, and maintaining compliance with SSAA's standards and regulatory obligations.
- Serve as a mentor to other board members, encouraging participation and effective decision-making.
- Work closely with the President, Secretary, and Treasurer to monitor Company performance against strategic objectives.
- Engage in ongoing evaluation of programs, policies, and initiatives, advising on improvements and innovations.
- Member Engagement and Community Relations
- Represent the SSAA Sydney Branch at events, forums, and community meetings, promoting the association's mission, values, and objectives.



Junior Vice President (Executive position)

The Junior Vice President of the SSAA (Sporting Shooters' Association of Australia) Sydney Branch provides essential support to the President and Senior Vice President, contributing to leadership, governance, and strategic planning. This role is often seen as a developmental position, preparing the individual for potential advancement within the board.

Commitment: 20+ hours per week (currently)

- Assist the President and Senior Vice President in leadership duties, standing in for them if both are unavailable to ensure continuity.
- Actively participate in board meetings, discussions, and decision-making, contributing insights and perspectives to support effective governance.
- Help enforce SSAA's policies, standards, and codes of conduct, promoting responsible management and transparency within the board.
- Collaborate with the President, Senior Vice President, and other board members in the development and refinement of the branch's strategic goals and initiatives.
- Provide support for ongoing evaluation of programs and policies, identifying areas for improvement and bringing a fresh perspective to strategic discussions.
- Take on special projects or initiatives as assigned by the President, focusing on advancing the branch's goals and supporting its growth.
- Foster relationships with SSAA members, listening to their concerns, and ensuring that their voices are represented at the board level.
- Participate in branch events, meetings, and community engagements to promote the SSAA's mission and increase member involvement.
- Collaborate with the membership team to support initiatives aimed at member retention, recruitment, and satisfaction.

Secretary (Executive Position)

The Secretary is responsible for the Company's compliance with regulatory obligations and manages the board's administrative functions.

Commitment: 10+ hours per week

- Ensure that all ASIC and corporate governance filings are accurate, complete, and submitted on time.
- Prepare and distribute board meeting agendas, minutes, and documentation to board members.
- Maintain and update board records, policies, and governance documents.
- Support the board's adherence to ASIC and legal compliance, including the development of policies and procedures.
- Facilitate the induction and orientation of new board members and ongoing board training.
- Act as the main point of contact for board communication and correspondence.



Treasurer (Executive position)

The Treasurer oversees financial governance, ensuring the financial integrity of the Company and proper risk management.

- Commitment: 20 + hours per week (currently)
- Oversee financial reporting, budget preparation, and forecasting, ensuring transparency and accuracy.
- Monitor the Company's financial performance against strategic goals, advising the board on financial risk and opportunities.
- Ensure appropriate financial controls are in place, managing audits and reporting requirements as per ASIC standards.
- Liaise with external auditors and ensure compliance with audit regulations.
- Provide regular financial updates to the board, ensuring they are informed of financial performance and risks.
- Chair the Finance and Audit Committees (if applicable) and support portfolio holders with financial oversight.

General Board Members - Skills-Based Professionals with Portfolios (Non-executive positions x 4)

General Board Members bring specialised expertise in key areas (e.g., legal, marketing, risk management) and support strategic objectives within their assigned portfolios.

Commitment: 10 + hours per week

- Lead the development and implementation of strategies within their portfolio, aligning with overall Company goals.
- Serve as subject-matter experts, providing insight, risk analysis, and recommendations to the board in their area of expertise.
- Engage in strategic planning and policy development, ensuring the portfolio's alignment with ASIC standards and best practices.
- Monitor and evaluate portfolio-specific projects, ensuring compliance with goals and budget constraints.
- Actively participate in board meetings, contribute to discussions, and make informed decisions for the benefit of the Company.
- Collaborate with other portfolio holders and the executive team to drive cross-functional initiatives.



WHY HAVE A PORTFOLIO BASED BOARD?

Key Portfolio Areas

Portfolio areas for General Board Members may include:

- **Legal and Compliance:** Oversee regulatory compliance, legal matters, and risk management.
- **Marketing and Communications:** Lead brand strategy, external communications, and community engagement.
- **Governance and Policy:** Support policy development, governance frameworks, and board performance reviews.
- **Risk Management and Strategy:** Identify and evaluate risks, ensuring effective mitigation strategies are in place.
- **Human Resources and Culture:** Oversee HR strategy, workforce planning, and organizational culture initiatives.
- **IT and Digital Transformation:** Drive digital innovation, IT strategy, and cybersecurity initiatives.
- **Membership Growth and Retention:** Drive, develop and implement strategies to attract new members and retain existing ones by enhancing member benefits, engagement, and satisfaction across all SSAA Sydney Branch activities and services.



ELECTION OF EXECUTIVE AND COMMITTEE MEMBERS

Deadline for nominations: 29 November 2024

Note: The Committee is composed of 5 Executive Members and 4 non-Executive Members of the Committee. However, once the organisation moves to a CLG the Board will be composed of 4 Executive Members and 5 non-Executive Members

At each Annual General Meeting, Members of the Committee retire by rotation, either because the current office holder has reached the end of their appointed term or because the office holder was appointed to fill a casual vacancy. When a Committee Member is appointed to fill a casual vacancy, that Committee Member is required to retire at the next Annual General Meeting of the Association and to offer himself or herself for re-election, if they choose to do so.

President	Casual Vacancy	3-year term
Senior Vice President	Casual Vacancy	2-year term
Junior Vice President	Casual Vacancy	1-year term
Secretary	Rotation	3-year term
Treasurer	Casual Vacancy	3-year term
Committee	Casual Vacancy	2-year term
Committee	Rotation	3-year term



SSAA SYDNEY BRANCH NOMINATION FORM

Name	
Membership Number	Expiry / /
Nominating Full Member	
Seconding Full Member	
Committee Position	
Nomination Date	
Restrictions Under Subclause 9.2.2*	

Proposal of Nomination

I confirm that the above person, who is a Full Member, is nominated by the above Full Member for the above Committee Position.

Signed: _____

(Signature)

Seconding of Nomination

I confirm that the above person, who is a Full Member, is seconded by the above Full Member for the above Committee Position.

Signed: _____

(Signature)

Please provide a statement to accompany your nomination on the page over.

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Statement by Nominee

As the person named above, I hereby accept nomination for the above position on the Committee and:

- a. declare that none of the restrictions listed in subclause 9.2.1 apply;
- b. declare that I have included* any restrictions listed in subclause 9.2.2 that apply; and
- c. submit the following statement in support of my nomination, including details of my qualifications, experience and expected contributions:

Signed: _____

Date: _____