

## POLICY STATEMENT

For the purposes of this Policy, 'External Board' means any Board subject to the provisions of the Public Governance and Performance Accountability Act 2013 Act or Corporations Law.

The AIMS CEO will, from time to time, seek to appoint AIMS Officers to External Boards. In the case where the CEO is to be appointed to an External Board, Council approval is required.

AIMS Officers will, from time to time, be invited to sit on External Boards by virtue of their professional capacity. To ensure that the risks to AIMS are minimised and the appointment is within the capabilities of the Officer, the following Key Principles shall apply.

## KEY PRINCIPLES

*The CEO, or Council, when considering appointments to an External Board by an AIMS Officer shall:*

- Specify the benefit to AIMS of an appointment to an External Board by an Officer of AIMS.
- Prior to an appointment, satisfy themselves that the proposed Board meets a satisfactory standard of corporate governance and a history of satisfactory performance.
- Identify the range of skills required by the External Board prior to any appointment.
- Appoint an AIMS Officer, following review of the Officer's CV and after satisfying themselves that the appointment will not lead to a conflict of interest.

*An AIMS Officer appointed to an External Board shall:*

- Possess the skills and capabilities appropriate to the Board's requirements.
- Provide an outline of these skills and capabilities to the CEO for consideration.
- Demonstrate knowledge and understanding of the principles of Corporate Governance and Board membership through successful completion of the Australian Institute of Company Directors (AICD) course or similar study.
- Demonstrate that no conflict of interest would exist on appointment.
- Carry out their responsibilities in association with the External Board appointment in a way that reflects the best interests of the organisation governed by that Board. Should a conflict of interest arise between these responsibilities and the responsibilities of the Officer as an AIMS employee, then the Officer will declare that conflict to the External Board and, if appropriate, to the AIMS CEO, or in the case of the CEO, to Council

***An AIMS Officer, when invited in their professional capacity to accept appointment to an External Board shall:***

- Outline to the CEO the benefit to AIMS of the appointment to the External Board.
- Possess the skills and capabilities appropriate to the Board's requirements.
- Provide an outline of these skills, capabilities and ability to meet the time commitments along with their AIMS workload, to the CEO for consideration and approval.
- Demonstrate knowledge and understanding of the principles of Corporate Governance and Board membership through successful completion of the Australian Institute of Company Directors (AICD) course or similar study.
- Demonstrate that no conflict of interest would exist on appointment.
- Carry out their responsibilities in association with the External Board appointment in a way that reflects the best interests of the organisation governed by that Board. Should a conflict of interest arise between these responsibilities and the responsibilities of the Officer as an AIMS employee, then the Officer will declare that conflict to the External Board and, if appropriate, to the AIMS CEO, or in the case of the CEO, to Council
- Ensure any sitting fees or payments (where applicable) are made to AIMS.

**Professional Indemnity**

***On the appointment of an AIMS Officer to an External Board, AIMS shall:***

- Provide the appointee with a letter outlining the terms, responsibilities and expectations arising from the appointment.
- Notify the Professional Indemnity Insurer of the appointment (if required) and ensure adequate insurance coverage is available.