



Government of **Western Australia**  
Department of **Local Government and Communities**

# Being Board Ready:

## A Guide for Women



# Minister's Message



It gives me great pleasure to present [Being Board Ready: A Guide for Women](#). This resource will assist women to better understand board roles and responsibilities, develop leadership skills, learn how to build networks critical for board visibility and self-assess their skill sets to increase opportunities for board appointments.

Women comprise close to half the WA workforce. They are often outperforming their male counterparts academically and graduating at higher rates from tertiary institutions. This creates a pool of highly qualified, ambitious women – yet women continue to be underrepresented at key decision making levels across most sectors.

Stephen Fitzgerald, former chair of Goldman Sachs, has said “Women are Australia’s hidden resource. The gains that we could make as a country by elevating the representation of women in leadership are substantial.”<sup>1</sup> Engaging more women as leaders and board members enables businesses to capitalise on the opportunities created by a significant talent pool, and also supports organisations and governments to formulate more effective strategies.

I thank the Women’s Advisory Council members (Appendix 1) for their work in delivering this valuable resource with the assistance of the Department of Local Government and Communities; Women’s Interests. I also thank the New Zealand Ministry of Women’s Affairs for generously allowing Western Australia to adapt their ‘All About Boards’ website.

I encourage women to make use of this guide to aid them in realising their potential and attain leadership and board positions. Greater diversity in leadership benefits everyone.

A handwritten signature in blue ink that reads "Liza Harvey".

**Hon Liza Harvey MLA**

MINISTER FOR WOMEN'S INTERESTS

<sup>1</sup> Australian Human Rights Commission. (2011) Our experiences in elevating the representation of women in leadership: A letter from business leaders. Available from [www.humanrights.gov.au/sex\\_discrimination/publication/mcc/index.html](http://www.humanrights.gov.au/sex_discrimination/publication/mcc/index.html)

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## Part A—Why women in leadership?

Globally, nationally and locally there is a growing awareness of the need to address the issue of workplace gender equity and to increase the numbers of women in leadership positions, including executive boards and committees. Supporting gender equity in the boardroom can facilitate better informed decision-making, increased understanding of stakeholders and a more engaged workforce. Diversity on boards can bring new ideas, opinions and solutions to the boardroom and enhance workplace culture. Companies can have a competitive advantage when their leadership groups reflect the composition of the community. Despite this, women continue to experience barriers to reaching leadership positions in the workplace and in the community.

There are compelling reasons for organisations to increase the representation of women in senior positions. Women continue to score higher than men on every indicator of educational attainment. Australian tertiary education participation and completion rates are considerably higher for women than men (almost 60 per cent higher as reported by the OECD).<sup>2</sup> Women are increasingly outnumbering men at all levels of educational achievement.<sup>3</sup> The talent pool of well-educated women is being recognised and many organisations are developing gender equality measures to support more balanced gender composition in their boardrooms.

Management structures and boardrooms that reflect gender diversity can create benefits for organisations and also for women and the broader community. Ensuring that women are properly represented in key decision-making roles is important for gender equality and social justice and it also makes good business sense.

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<sup>2</sup> OECD Education at a Glance, 2012

<sup>3</sup> The evidence for the relative performance of females and males in higher education is summarised in Olsen, A, *The Gender Agenda: Gender Differences in Australian Higher Education*, Strategy Policy and Research in Education P/L, September 2013

# Benefits of increasing women on boards and in leadership roles

## Benefits for women

Women can gain many personal and professional benefits from sitting on boards or committees. A board position may:

- Contribute to creating and expanding your personal and professional networks.
- Provide personal satisfaction from achieving results and contributing in a productive way.
- Enable you to develop knowledge and understanding of the community sector by serving on the board of a not-for-profit or community organisation.
- Provide a sense of self-worth and a realisation that your contribution is just as valuable as others.
- Enhance your future career prospects by enabling you to develop valuable skills, such as:
  - knowledge and understanding of business processes
  - leadership skills
  - understanding of corporate structures and business sectors
  - experience in specific areas of interest or significance
  - decision-making.

## Benefits for the Community

The inclusion of women on boards can create advantages for other women and for the community in general. Women on boards can:

- Be role models by directly or indirectly influencing other women to seek leadership roles. Young women and girls are more likely to develop leadership aspirations if there are visible women leaders to follow.
- Mentor or teach other women by sharing knowledge and experiences. This is important to ensure the talent development of women at all levels and connect emerging leaders with established leaders.

- Promote cultural change within an organisation and advocate for the equal consideration of issues, perspectives and needs of women customers or stakeholders.
- Ensure that options for a more flexible and equitable workplace are considered at key levels of the organisation.
- Contribute to increasing the overall number of women in leadership roles and in the workplace, which in turn will support gender pay equity.
- Influence the dominant culture of an organisation to protect women in the boardroom and in the workplace against sexism and sexual harassment.

## Benefits for Organisations - The Business Case

There is strong evidence that recruiting more women to boards and leadership positions has positive outcomes for organisations. This is often referred to as the business case for gender diversity.

Gender diverse boards foster stronger connections with stakeholders and customers. According to recent investigations conducted by global consumer researcher Nielsen, women now account for approximately US\$12 trillion of the US\$18 trillion in global consumer spending.<sup>4</sup> Economic growth is driven by women's spending power. Organisations profit when their governing body can connect with their female customers.

While gender diverse corporate boards can enable organisations to benefit from economic growth, evidence demonstrates that diversity can also safeguard profits during times of recession or market volatility. Companies with more diverse leadership teams were top financial performers during the period between 2008 and 2010, which was immediately following the global financial crisis.<sup>5</sup>

The University of Melbourne's Centre for Ethical Leadership<sup>6</sup> summarises the business case for having more women on boards, in leadership positions and at all levels across organisations as follows:

Economic growth resulting from unlocking the hidden value of the female labour pool is good for the Australian economy.<sup>7</sup>

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<sup>4</sup> [www.nielsen.com/us/en/newswire/2013/from-on-her-mind-to-in-her-cart--key-drivers-for-female-shoppers.html](http://www.nielsen.com/us/en/newswire/2013/from-on-her-mind-to-in-her-cart--key-drivers-for-female-shoppers.html)

<sup>5</sup> McKinsey Quarterly: *Is there a payoff from top-team diversity*, McKinsey & Company, April 2012

<sup>6</sup> [genderequity.ahri.com.au/docs/GEP-Building\\_a\\_Business\\_case\\_for\\_Diversity.pdf](http://genderequity.ahri.com.au/docs/GEP-Building_a_Business_case_for_Diversity.pdf)

Companies with more women on their boards financially outperform companies that have no or few women on their boards.<sup>8</sup>

Companies need to recognise and cater to the buying power of women in order to capitalise on growth opportunities.<sup>9</sup>

More working women means more disposable income.<sup>10</sup>

Companies with women in key board roles (such as risk and audit) perform better.<sup>11</sup>

There is a link between more women on boards and good corporate governance credentials.<sup>12</sup>

Companies may reduce their risk of bankruptcy by having at least one woman on their board.<sup>13</sup>

A survey carried out by Insync,<sup>14</sup> the Australian company specialising in opinion surveys, found that gender diverse boards (boards comprising at least 33 per cent women) differ in meaningful ways from male-dominated boards. Significantly, members of gender diverse boards consider that they:

- Add more organisational value through the quality of their decision-making.
- Have chairs who are more effective (e.g. better management of boardroom dynamics, greater personal integrity and a more effective leadership style and decision-making process).
- Have directors who act with greater integrity.
- Are more vigilant about the connection between management's remuneration packages and performance.
- Ensure there is better documentation of roles and responsibilities.

This study also found that gender diverse boards show evidence of a greater diversity of thought amongst members and also greater unity and support for board decisions.

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<sup>7</sup> Australia's Hidden Resource: The Economic Case for Increasing Female Participation, Goldman Sachs & JBWere, November 2009

<sup>8</sup> McKinsey Quarterly: *Is there a payoff from top-team diversity*, McKinsey & Company, April 2012

<sup>9</sup> The Gender Dividend: making the business case for investing in women, Deloitte, 2011

<sup>10</sup> The Female Economy, M. J. Silverstein and K. Sayre, *Harvard Business Review*, September 2009

<sup>11</sup> Adams, R., & Ferreira, D., Women in the boardroom and their impact on governance and performance, *Journal of Financial Economics*, 2009

<sup>12</sup> Women on Boards: Not just the right thing.....But the bright thing, Conference Board of Canada, 2002

<sup>13</sup> Higher heels, lower risk: why women on the board help a company through recession, The Times, 19 March 2009

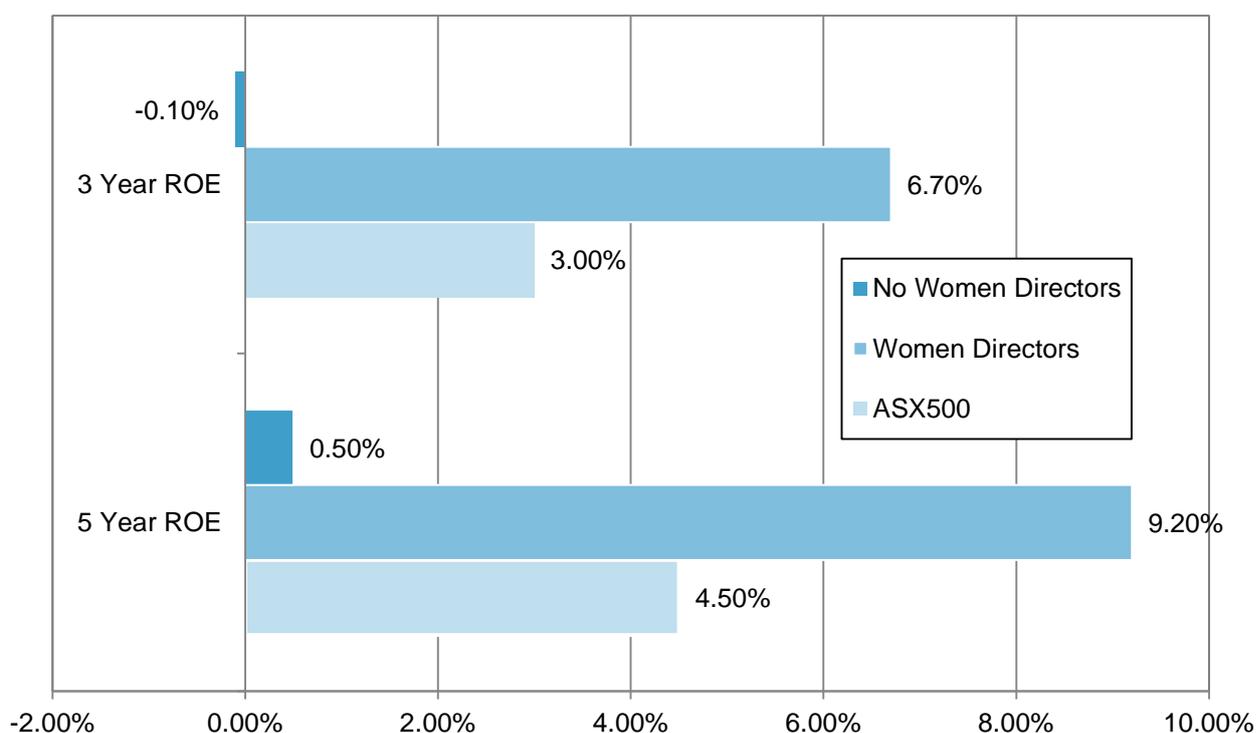
<sup>14</sup> Gender Agenda: Unlocking the power of diversity in the boardroom, 2010

The United States based non-profit research organisation Catalyst has demonstrated the link between the number of female board directors and corporate performance.<sup>15</sup> The report found higher financial performance in companies with higher representation of women board directors using three important measures:

- return on equity
- return on sales
- return on invested capital.

In Australia, the non-profit research organisation Reibey Institute<sup>16</sup> also found that over three and five year periods, ASX500 companies with women directors delivered a significantly higher return on equity than those companies without any women on their boards.

### FASX500 Average return on equity for companies with and without women directors



Source: Reibey Institute<sup>17</sup>

The Australian Institute of Company Directors (AICD) publication 'Board Diversity: Think Outside the Square'<sup>18</sup> reiterates that a gender diverse board produces better

<sup>15</sup> Catalyst, *The Bottom Line: Corporate Performance and Women's Representation of Boards*, 2004

<sup>16</sup> Reibey Institute's review of women leaders in Australia's ASX 500 companies, 2011

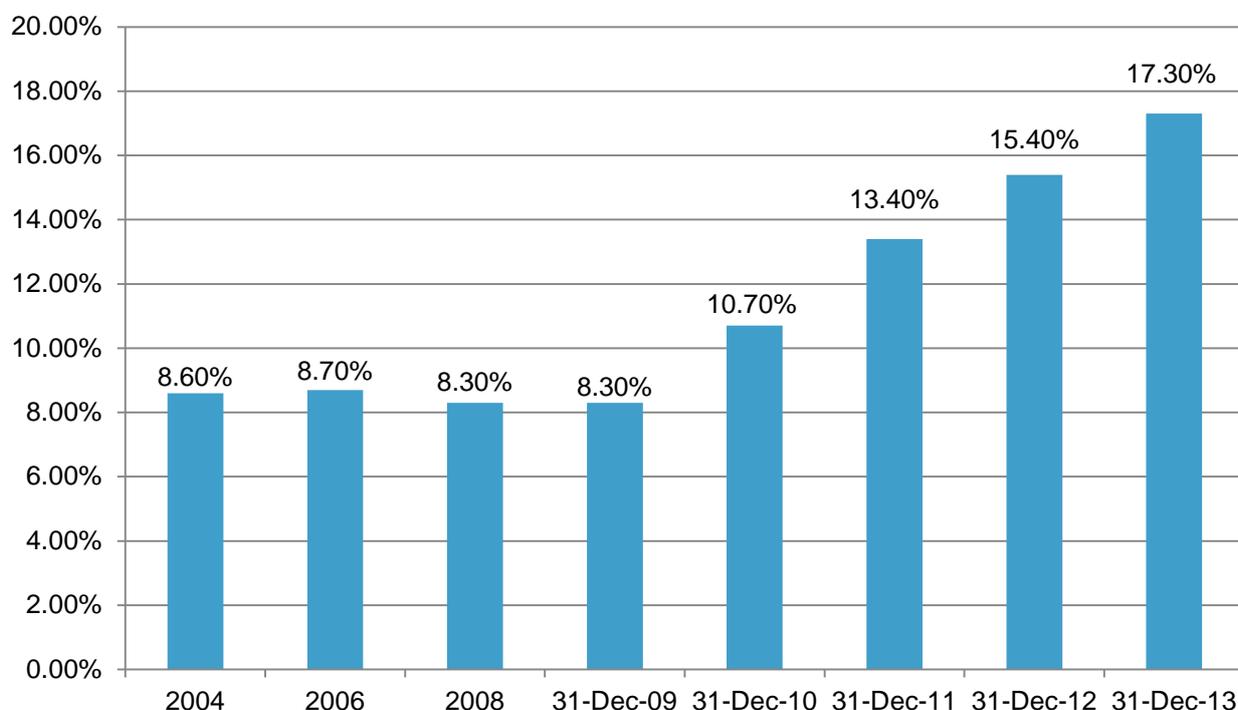
<sup>17</sup> [www.reibeyinstitute.org.au/wp-content/uploads/2011/10/ASX500\\_Women-Leaders-2011.pdf](http://www.reibeyinstitute.org.au/wp-content/uploads/2011/10/ASX500_Women-Leaders-2011.pdf)

<sup>18</sup> Australian Institute of Company Directors, *Board Diversity: Think Outside the Square*, 2012

decisions and improved corporate and financial performance than a male dominated board. Practical initiatives are offered by AICD to increase the number of women on Australian boards, such as mentoring, scholarships, training and networking events.

Despite the strong and growing body of evidence to demonstrate that having more women on boards is of direct benefit to business performance, women are currently underrepresented in leadership roles and on private sector boards. AICD<sup>19</sup> regularly publishes statistics relating to female board members and the proportion of new appointees who are women. Statistics cover ASX 200, not-for-profit, university, and government boards. Since 2010, Women on Boards also publishes an annual Board Diversity Index (BDI) measuring female participation on boards.<sup>20</sup> Most recent figures in the graph below from the Australian Institute of Directors show a steady increase of female board directors.

### Percentage of female directorships on ASX 200 boards



Source: Australian Institute of Company Directors <sup>21</sup>

The Workplace Gender Equality Agency 2012 Australian Census of Women in Leadership shows that women hold just 12.3 per cent<sup>22</sup> of directorships in the ASX

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<sup>19</sup> [www.companydirectors.com.au/Director-Resource-Centre/Governance-and-Director-Issues/Board-Diversity/Statistics](http://www.companydirectors.com.au/Director-Resource-Centre/Governance-and-Director-Issues/Board-Diversity/Statistics)

<sup>20</sup> [www.womenonboards.org.au/pubs/bdi/](http://www.womenonboards.org.au/pubs/bdi/)

<sup>21</sup> [www.companydirectors.com.au/Director-Resource-Centre/Governance-and-Director-Issues/Board-Diversity/Statistics](http://www.companydirectors.com.au/Director-Resource-Centre/Governance-and-Director-Issues/Board-Diversity/Statistics)

200, and only 9.2 per cent in the ASX 500. Further, 38.5 per cent of ASX 200 companies and 56.2 per cent of ASX 500 companies do not have a female director on their board.<sup>23</sup> Although these statistics are disappointing, in Australia there have been positive movements towards increasing the number of women on boards and in executive offices.

## Increasing momentum for more women on boards

In June 2013, the Committee for Economic Development of Australia (CEDA) released the report 'Women in Leadership: Understanding the gender gap'.<sup>24</sup> The research explores business, economic and cultural aspects of women in leadership, including why women continue to be underrepresented in leadership positions and paid less than their male colleagues in the Australian workforce. A wide range of issues are considered, including unconscious bias, tax arrangements and childcare. The report recommends that workplaces enable meritocracy by raising awareness of existing barriers, change culture through strong leadership, and introduce accountability through measures such as adding gender diversity policies to performance indicators.

The Australian Securities Exchange (ASX) has revised its Corporate Governance Principles and Recommendations with specific proposals<sup>25</sup> relating to diversity.<sup>26</sup> The changes are applicable to ASX listed entities and took effect for financial years beginning on or after 1 January 2011. In recognising the need to increase the number of women on boards, the ASX recommended that companies should establish a policy concerning diversity and that the policy should include requirements for the board to set measurable objectives for increasing women's representation. The board should annually assess both the objectives and progress towards achieving them. Measures such as these prompt companies to ensure women's participation in boards becomes entrenched in governance and also holds companies accountable for their diversity policies.

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<sup>22</sup> A variation between the figures presented by WGEA and AICD is noted and likely due to differences in methodology.

<sup>23</sup> WGEA Australian Census of Women in Leadership (2012), at [www.wgea.gov.au/sites/default/files/2012\\_census\\_summary\\_tag.pdf](http://www.wgea.gov.au/sites/default/files/2012_census_summary_tag.pdf)

<sup>24</sup> [www.ceda.com.au/media/310731/cedawilijune%202013final.pdf](http://www.ceda.com.au/media/310731/cedawilijune%202013final.pdf)

<sup>25</sup> ASX Corporate Governance Council, Corporate Governance Principles and Recommendations with 2010 Amendments, 2010

<sup>26</sup> Note that the ASX definition of diversity is assumed to include gender, age, ethnicity and cultural background.

Examples of employer organisations where gender diversity is being actively championed include the Chamber of Minerals and Energy, Western Australia,<sup>27</sup> and the Australian Mines and Metals Association.<sup>28</sup> Some companies have adopted charters, committing to workplace equality and identifying specific actions they will take to improve diversity in the workplace.<sup>29</sup>

A recent report released by the Federation of Ethnic Communities' Councils of Australia (FECCA)<sup>30</sup> found that women from culturally and linguistically diverse (CaLD) backgrounds can face additional barriers, including misconceptions around issues such as language levels and interest in leadership roles outside of ethno-specific or multicultural contexts.<sup>31</sup> Yet CaLD women can bring intercultural capabilities, global perspectives, adaptability and commitment to diversity and equality to their roles.<sup>32</sup> A lack of data inadvertently impacts on the exclusion of CaLD women from boards due to the difficulties in measuring whether progress is being made.<sup>33</sup> Available data on board members relates to either gender or ethnicity but does not record the intersection of those categories so the specific experiences of CaLD women are invisible. Without adequate data, accountability of organisations becomes difficult. The report recommends that relevant data is collected on CaLD women's participation on boards and in leadership positions to provide a basis for analysis and to inform future policy direction.<sup>34</sup>

The 'Gender Balance on Australian Government Boards Report 2011–2012'<sup>35</sup> provides a statistical gender analysis of the composition of Australian government boards for the period 1 July 2012 to 30 June 2013. The report shows that women held 41 per cent of government board appointments, a slight increase from 38.4 per cent in the previous reporting period.

In Western Australia, there has been considerable positive momentum within the public sector. Government board positions held by women have increased from 28.5 per cent to over 40 per cent in 10 years since 2003. In addition, 29 per cent of current chairs of government-appointed boards and committees are women.<sup>36</sup>

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<sup>27</sup> [www.cmewa.com.au/UserDir/CMEPublications/120809-PS-Survey%20Report-v1422.pdf](http://www.cmewa.com.au/UserDir/CMEPublications/120809-PS-Survey%20Report-v1422.pdf)

<sup>28</sup> [www.miningoilgasjobs.com.au/mining/your-mining-lifestyle-guide/women-in-mining.aspx](http://www.miningoilgasjobs.com.au/mining/your-mining-lifestyle-guide/women-in-mining.aspx)

<sup>29</sup> [www.wgea.gov.au/latest-news/consulting-industry-heads-pledge-action-gender-equality](http://www.wgea.gov.au/latest-news/consulting-industry-heads-pledge-action-gender-equality)

<sup>30</sup> [www.fecca.org.au/images/Documents/cald\\_womens\\_leadership\\_project\\_summary\\_report.pdf](http://www.fecca.org.au/images/Documents/cald_womens_leadership_project_summary_report.pdf)

<sup>31</sup> Ibid p.37

<sup>32</sup> Ibid p.35

<sup>33</sup> Ibid p.36

<sup>34</sup> Ibid p.46

<sup>35</sup> [www.dpmc.gov.au/women/files/documents/08\\_2013/attachment\\_b.pdf](http://www.dpmc.gov.au/women/files/documents/08_2013/attachment_b.pdf)

<sup>36</sup> Department of the Premier and Cabinet. Boards and committees receiving Cabinet consideration. Government of Western Australia. Customised Data.

These figures are encouraging and indicate a positive shift in balance towards gender diversity on Government boards.

## Continuing the momentum

Whilst there is increasing recognition of the need for gender diversity at all levels of organisations, the pace of change is slow. There is still resistance to removing the barriers that prevent women from succeeding in attaining key decision-making positions. Indeed, many of these barriers are so ingrained throughout organisational culture and structure that they are difficult to identify and challenge. Yet, there is clear evidence that organisations benefit when they embrace gender equity and empower women to take leadership and board positions.

Organisations can implement many strategies and actions to improve gender diversity at decision-making levels, and there is a strong business incentive to do so. However, a combination of factors is required to break the cycle of the under-representation of women in senior positions. Importantly, women can empower themselves to pursue opportunities by developing their own skill sets and understanding the process of attaining leadership and board positions.

## Consider a board role

You may have not previously given serious consideration to seeking a board position. This could be for a variety of reasons, including a lack of suitable role models, insufficient understanding of what a board position entails, lack of encouragement, and doubt about whether your skills and experience would be appropriate or valued. This guide can help you assess your board-readiness and learn about how to pursue a board role.

There are many challenges facing women who aspire to board positions and some of these are systemic, such as a bias towards appointing new board members from a relatively small pool – the ‘old boys’ network’. Whilst acknowledging that there is a need to tackle systemic bias, the focus of this guide is to empower women to address the factors that are within their control.

Before you embark on the journey to board membership, it is useful to take stock of your values and aspirations to see if this is the right path for you. It is important to have a realistic understanding of your strengths, weaknesses, goals, available time, and expertise. It is also important to understand how boards work and to know what

is expected of board members. Being a board member is a medium to long term venture and brings both rewards and challenges.

## Rewards and challenges

- It can be very rewarding to be part of a board when goals are achieved and you can see the benefit to the community it serves. Your contributions to the board's achievements can bring a great deal of satisfaction.
- Boards often provide some form of remuneration. It is very important to investigate if this will present any conflicts of interest and also whether it might influence any other forms of income you have. Also consider if the remuneration will adequately compensate your time.
- Being a board member offers the opportunity to influence and take the lead in an organisation.
- To be an effective board, members must operate as a team. Working with other dedicated people towards a common goal can be an exhilarating experience. Another benefit of board membership is the expansion of your professional and personal networks.
- Whether it is learning to oversee finances, deepening your understanding of governance standards, or broadening your knowledge of a sector, board service can open opportunities to develop your skills and add to your resume.
- Board members need to juggle their responsibilities with other work and life commitments. Therefore board membership can mean making compromises in other areas of your life. It is important to find out what is expected of you and to consider whether you have the time to commit to the role. You will need to consider the time it takes to prepare for meetings as well as the meetings themselves.
- Being entrusted with overseeing an organisation – no matter how big or small – is a significant responsibility not to be undertaken lightly. Ensure that you feel comfortable with the level of responsibility before you take on a role. It is important to be clear about your personal responsibilities as a board member for any organisation you are thinking of joining. Consider training if necessary.
- Just because your board is heading in the same direction does not mean you will all agree on how to get there. Conflicting views are inevitable but shouldn't be considered negative – constructive debate is a sign of a healthy board. Be prepared to put your view forward but to also listen and give due

consideration to the differing perspectives of your fellow board members.

Board alignment is critical to success.

- As a board member, you assume certain legal responsibilities. You should make sure that you are aware of what these responsibilities are and that you are confident that you are able to meet them.

# Part B—About boards

## Purpose of a board

A board is the governing body of an organisation. Governing bodies can also be known by other names, such as committees and councils, but they all perform similar roles.

The role of a board is generally to provide purpose, leadership, direction and overall strategy for the organisation for which it is responsible. The board must ensure that the finances of the organisation are sound, operations are legal, procedures work and assets are safeguarded.

## Types of boards

Most organisations within the private, not-for-profit and public sectors have some type of governance body but they can vary significantly in size, structure and function.

### Private sector

The private sector is profit-driven and governance roles with these organisations are often, but not always, remunerated. The sector covers a broad range of organisations from ASX listed companies to small businesses and family-owned operations. Board appointments are usually made by shareholders, but often led by existing directors. The appointment process is highly competitive, particularly for businesses that are national in scale or listed on the ASX. The operation of boards of private sector companies is governed by the Corporations Act 2001.

### Not-for-profit sector

These boards support organisations that may serve the community, or provide services to support the community. They cover many different sectors including human and community services, sports and recreation, culture and arts, environment and heritage, to name a few. Being a board member of a not-for-profit organisation can be challenging and a good entry point for learning about governance. Appointments to a not-for-profit sector board are usually endorsed by the

membership at an annual general meeting or by election. Many not-for-profit boards are governed by legislation, in particular the Associations Incorporation Act 1987.

## Public sector

As the stakeholders for these boards are generally taxpayers and Australian citizens, public sector boards are driven by considerations of the public interest. Members of public sector boards are required to work within a legal framework.<sup>37</sup> These roles are often remunerated, but generally not as highly paid as large corporate boards. Appointments are usually made by Ministers or the Governor-General. In terms of their authority and functions, boards established by the Western Australian government can be broadly grouped into several types:<sup>38</sup>

- **Trading Enterprises:** Boards of public trading enterprises engaged in commercial activities. In some cases these trading enterprises may be government owned, such as the Fremantle Port Authority, Gold Corporation, Electricity Networks Corporation (Western Power) and Busselton Water Board.
- **Governing:** Boards of statutory authorities that govern the operation of an agency, such as the Art Gallery of WA, WA Planning Commission and Botanical Parks and Gardens Authority.
- **Policy or review or specialist:** State level committees with a policy or coordination role, such as the Industry Management Committee and State Emergency Management Committee.
- **Regulatory or registration or appeal:** Boards with a regulatory or registration role, such as the Liquor Commission, Plumbers' Licensing Board, Legal Practice Board of WA and Local Government Standards Panel.
- **Stewardship:** Boards which manage public assets or trusts - stewardship of assets and resources entrusted, such as the Aboriginal Land Trust, Public Education Endowment Trust and Western Australian Local Government Grants Commission.
- **Advisory or consultative:** Boards and committees with an advisory or consultative role, such as the Geographic Names Committee and Pest Animal Control Ethics Advisory Committee. These boards do not have decision-making authority.

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<sup>37</sup> More information about the relevant legislation and other requirements can be found at [www.publicsector.wa.gov.au/public-administration/public-sector-governance/good-governance-boards-and-committees](http://www.publicsector.wa.gov.au/public-administration/public-sector-governance/good-governance-boards-and-committees)

<sup>38</sup> Adapted from [www.publicsector.wa.gov.au/public-administration/public-sector-governance/good-governance-boards-and-committees](http://www.publicsector.wa.gov.au/public-administration/public-sector-governance/good-governance-boards-and-committees)

## Relationship between board and management

The extent to which boards are involved in the management of the organisation will vary depending on factors such as the size of the organisation and funding arrangements. The relationship between board and management needs to be formally clarified in the rules or by-laws of the organisation.

Large organisations usually have paid staff members who take care of day-to-day management matters. In these organisations, board members focus on high-level strategic issues while leaving operational issues to staff. In small organisations without paid staff, board members will often take on many or all staff responsibilities as well as their duties as board members.

The general distinctions between board and staff responsibilities can be defined as follows:

The board:

- authorises all major decisions
- sets strategy and goals
- oversees the preparation of budgets
- approves any changes or additions outside the budget
- takes responsibility for financial records
- selects and monitors the performance of the chief executive officer or executive director
- takes responsibility for legal and compliance matters
- monitors risk.

The management and staff:

- implement board decisions
- provide the board with any relevant or requested information
- carry out day-to-day management, including staff management
- operate programs and organise events
- look after day-to-day finances.

## How boards work

Each board follows a set of rules and is guided in their operations by procedures. The rules and procedures will vary according to the type of organisation and the purpose of the board, but the rules will usually specify:

- how the board is to be established
- the boundaries and extent of the board's powers
- number of members and length of their terms
- the procedures to appoint members and to fill vacancies (such as the qualities that the office holders on the board should have)
- roles and responsibilities of office holders
- procedures for removing board members
- meeting requirements and procedures
- guidelines for remuneration or reimbursement for expenses
- expected conduct
- frequency of meetings.

For further information on governance issues visit the following web pages:

- [Public Sector Commission 'Good governance for boards and committee'](#)
- [ASX 'Corporate Governance Council'](#)
- [Governance Institute of Australia 'Good Governance Guides, Board Structure'](#)

## Board member responsibilities

Board members may also be referred to as directors, committee members, councillors or trustees, depending on the type of governing body and the organisation it oversees. Responsibilities of board members will vary and the role of the board should be clearly defined by the organisation and subject to regular review. Board members have a collective responsibility to carry out the defined role, which will typically include:

- setting the strategic direction of the organisation, including the vision, objectives, strategic and operational plans
- approving key organisational policies
- ensuring that the organisation has adequate funds, approving the budget and monitoring expenditure

- appointing the chief executive officer and holding her/him accountable for implementing the strategic plan consistent with organisational policy and the approved budget
- ensuring legal requirements are met
- developing a risk management plan and ensuring it is implemented
- ensuring the board is functioning well, reviewing the work of the board and planning for the succession and orientation of board members.

## Directors

The members of some boards are known as directors. There are important distinctions between different types of director positions.

- **Executive Director:** An executive director is usually a full-time employee of the company or organisation and also holds a position on the board of directors. They can provide a depth of company knowledge to aid the board's deliberations.
  - **Managing Director** is an executive director who is the most senior executive in the company or organisation and also sits on the board of directors.
- **Non-Executive Director:** A non-executive director is not a current employee of the company but holds a position on the board.
  - **Independent Director:** Some non-executive directors are known as independent directors. They hold a position on the board, and may receive director's remuneration, but otherwise they do not have any material pecuniary relationship or transactions with the company, its promoters, its management or its subsidiaries, which in the judgement of the board may affect their independence of judgement. A director is not independent if she or he had recently been employed by the company or had a contractual relationship with the company (other than as a director), or if she or he was related to a major shareholder. All independent directors are non-executive directors but a non-executive director is not necessarily an independent director.

## Roles of office holders

Most boards include a group of office holders. These will generally comprise of at least a chair, deputy chair and treasurer, whose roles are described below. Many boards also have sub-committees that focus on particular areas, such as risk.

Directors are often asked to sit on one or more board committees such as the Audit Committee or the Human Resources Committee. Appointment procedures for the different office holders should be outlined in the board's rules.

**Chair:** The chair serves as the board's spokesperson and takes a leading role in the functioning of the board. The chair is responsible for managing board meetings, ensuring that the discussion remains focussed and that members observe meeting rules. Some chairs are also given an additional casting vote, to use when the votes on the board are evenly divided. With larger boards, the chair may act as the link between the board and the head of the organisation or chief executive officer, who in turn is the link to staff and volunteers.

**Deputy Chair:** Many boards appoint a deputy chair to support the chair and to fill in when the chair is absent. The deputy chair is also expected to play a major role in board leadership.

**Treasurer:** The treasurer is responsible for monitoring the financial position of the organisation and keeping other board members informed of financial matters.

**Company Secretary:** Company secretaries make sure that a company complies with its legal and regulatory obligations and that decisions made by the board of directors are implemented.

Administrative support can either be provided through the management structure of an organisation or as a board role, often known as a 'secretary' or 'executive officer'. This role is responsible for tasks such as preparing and distributing meeting agendas and minutes, and maintaining records.

## Board documents

### Induction Documents:

Upon induction, most boards provide members with a governance handbook outlining relevant record keeping and board procedures. There are other documents which provide the operating rules that board members must follow.

### Mission Statement / Values / Vision

This is often a brief statement providing overarching strategic guidance for the direction of the board and organisation. It outlines the purpose and reason for existence of the board and the organisation.

### Terms of Reference

A board may have a set of specific criteria that determines the nature of its operations and what areas it will focus on. They provide confirmation of a common understanding of scope amongst stakeholders.

### Policies

Boards will often have a set of policy documents to guide board members in their conduct and decision-making. The number and type of policies will differ from board to board. All board members should have a copy of each of these policies and should ensure they are familiar with their content.

### Rules and Laws

The operations and procedures of boards are governed by rules or laws and it is important for board members to have read and understood these documents. These can take a variety of forms, such as:

- Acts of Parliament
- a constitution
- by-laws
- board rules
- regulations.

It is important for boards to be aware of broad legal responsibilities, such as adhering to the Associations Incorporation Act 1987 or the Corporations Act 2001.

Meeting rules can include items setting out how often the board has to meet, how the board should deal with a tied vote, how and under what circumstances a special meeting can be held, minimum attendance requirements for members – some boards have even introduced rules to restrict members' contributions to a certain number of minutes.

## Insurance documents

As part of the board's fiduciary responsibility, there are a range of insurance policies regularly taken out by boards. Some common policies include:

- public liability insurance (to protect against negligence claims against the organisation)
- directors' and officers' (D&O) liability insurance (to protect individuals against negligence claims).

The higher the risk, the more insurance the board and its members will require. You may need to consult a broker to determine if any other types of insurance are required for your particular role.

The board should have on hand details of any insurance it holds for its board members, how much coverage is provided and for how long they will be covered. You should read the Certificate of Currency and the policy document to familiarise yourself with the language used. Ensure you know exactly what is covered and for how long. If in doubt, get someone who knows to explain it to you.

## Meeting documents:

There are a range of documents which are key to the functions of boards (although they may be prepared by staff members or volunteers).

### Agenda and minutes

Board members should receive an agenda for each board meeting, plus accompanying board papers and other background information as necessary. The minutes of the previous meeting should also be provided. Minutes of board

meetings are important as they serve as a permanent record and can be produced at a later date to verify board decisions.

## **Financial papers**

Financial accountability requires that all transactions are recorded, all payments authorised and that the board does not authorise the expenditure of more money than it can afford.

The board's financial documents should include a statement of the budgetary position, and allow members to have information available about assets, and liabilities. Board members should become familiar with all financial documents as financial accountability is one of the board's most important areas of supervision. Board members are often expected to review and approve financial papers at regular intervals.

## **Annual Report**

The annual report outlines the activities that have taken place during the previous year and provides an outlook for the future. These are vital documents that can be an important vehicle for demonstrating the board's fulfilment of its duty to be accountable and transparent. The annual report can also offer the chance to showcase the efficiency and effectiveness of the board, as reflected in the past year's achievements and milestones.

Annual reports vary greatly depending on the style and the responsibilities of particular boards. They may be freely available to the public or produced just for internal and government reporting purposes.

# Part C—Preparing for board roles

## Planning

In deciding to move into a board role, the following is a useful checklist to help you plan:

- Do an assessment of your current skills and experience and find out if you are ready to serve on a board. Consider the skills that you may have developed via past work experience, obtaining formal qualifications, volunteer work or hobbies, or bringing up children. These include budget management, time management, people management, conflict resolution, forward planning. A useful reference can be found in **Appendix 2**.
- Take steps to address any gaps in your skills and experience so you will be ready to serve on a board. You may wish to take on a specific project, secondment, accept a role on a committee, gain more senior management experience, have experience of responsibility in a profit-and-loss organisation, undertake a course of study, or complete formal governance training (which is preferred but not required).
- Explore a range of different boards, their size, and their sector and identify those which you are particularly interested in. Finding a good match to your skills, experiences and interests is important as it will most likely impact on what you can contribute to the board.
- Be clear about what you want to gain from a board role and what you expect in return for your contribution. Do you want to expand existing skills, add new skills, broaden your existing interest or skills, fix a problem, or make new connections and expand your networks?
- Develop your own road map for developing your board career and getting a board role. This may include building your board knowledge and experience by taking a stepping stone approach. You may decide to aim to join a not-for-profit board through your interests and networks in sports, arts or community-based positions. Alternatively, you may choose to work with a start-up or emerging business; or take the executive approach using your management experience and skills to join a board and then building your governance experience.
- Consider the approach with which you are most comfortable in seeking a board role. This may involve a direct or indirect approach. You may look for

a board internship, find a mentor, or take a leadership role in your professional association or a role on the registration /disciplinary bodies for your profession as another way into governance. These boards can serve as an important entry point. An engineer, for example, with little or no governance experience may be able to serve on the professional association for engineers (Engineers Australia, Western Australian Division)..

- Talk to people who have secured board positions or who hold a number of board appointments. They are usually a great source of information and can help you by making suggestions for how you can achieve your governance aims.
- Understand the level of risk you are personally willing to take on as this will help you decide what sort of board you would like to be on.

## Self-assessment

While boards and committees are diverse and have specific membership requirements, there are some common attributes needed to be an effective member of any board or committee.

Consider whether you're ready to serve on a board or committee by asking yourself the following questions.<sup>39</sup>

### Do I have these attributes?

- ✓ **Team Player:** the ability to work constructively with others in a team is vital for board or committee membership.
- ✓ **Commitment:** you must be dependable, accountable and committed to the board and its mission.
- ✓ **Confidence:** you must be confident of your knowledge and skills and have confidence in your fellow board members and the agency or organisation.
- ✓ **Positive and proactive:** you must be constructive, motivating, show initiative and perform proactively.
- ✓ **Flexibility:** to achieve outcomes you must be willing to consider other opinions.

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<sup>39</sup> **Disclaimer:** *The self-assessment checklist has been adapted from a tool developed by the New South Wales Government, Department of Family & Community Services—Women NSW with their kind permission. It is intended to be used as a guide only, and professional advice should be sought before acting on the results. Please refer to the disclaimer on page [1] hereto.*

- ✓ **Creativity:** the ability to think outside the box and be innovative is important for bringing new ideas to the table.
- ✓ **Integrity and professionalism:** you must demonstrate high standards of moral and ethical character and personal integrity.

### Do I have these skills?

- ✓ **Communication skills:** the ability to communicate well with a diverse range of people – including stakeholders, other board members and directors – is crucial.
- ✓ **Analytical skills:** the capacity to analyse, evaluate and solve problems and apply strong critical reasoning is vital.
- ✓ **Time management skills:** the ability to juggle professional and personal life, meet deadlines and work under pressure are needed for board or committee membership.

### Do I have the right experience?

- ✓ **Board or leadership experience** in a relevant sector or industry.
- ✓ **Relevant expertise** in the selected field. Familiarity with the relevant business structures, agency processes and other expertise specific to the board (such as financial management or legal skills) will enable you to be an active contributor.

The following resources may be helpful if you would like a more in-depth assessment of your leadership skills and board strengths.<sup>40</sup>

- How Good Are Your Leadership Skills?  
[www.mindtools.com/pages/article/newLDR\\_50.htm](http://www.mindtools.com/pages/article/newLDR_50.htm)
- Am I a Good Board Member?  
[www.ourcommunity.com.au/boards/boards\\_article.jsp?articleId=1446](http://www.ourcommunity.com.au/boards/boards_article.jsp?articleId=1446)

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<sup>40</sup> Links to other websites are inserted for convenience and do not constitute endorsement of material at those sites, or any associated organisation, product or service.

## Checklist for board membership

### Ask yourself the following questions...

- ✓ Do I understand the role, aims and direction of the board or committee? Do I share these aims?
- ✓ Can I devote sufficient time and energy to attend meetings and carry out the role diligently?
- ✓ Do I have the qualifications and skills that are required for this role?
- ✓ Can I hold this position with integrity and without conflicts of interest?
- ✓ Do I have a high quality CV relevant for the board position which reflects my skills, experience and attributes?

If you answered 'yes' to the above, consider joining the Western Australian Government Interested Person's Register (IPR) which is maintained by the Department of the Premier and Cabinet. Members of the public who wish to be considered for Government boards and committee appointments may submit their names for inclusion on the IPR by going to the Western Australian Government Jobs Board at [www.jobs.wa.gov.au](http://www.jobs.wa.gov.au)

If you are still working towards board readiness, the following sections will help you to develop your skills and build on your strengths.

## Personal Action Plan

With the information and insight which the self-assessment has provided, you can now prepare an action plan to manage further professional and personal development.

Here is a check list to assist you in developing this plan. Tick yes to all the following which you consider necessary in your professional and personal preparation for a board role.

### Your education

Do you need to upgrade your formal education to be attractive to a board? If no, go to next section.	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Which of the following courses of study could you commit to? Note: In most cases these subjects can be studied at various levels, from certificate level to degree and beyond.		
Accounting	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Legal	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Financial analysis	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Company Directors course (see Australian Institute of Company Directors' website) <sup>41</sup>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Other board training	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Other education or training	Yes <input type="checkbox"/>	No <input type="checkbox"/>

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<sup>41</sup> [www.companydirectors.com.au/Courses/Courses-for-the-Director/Company-Directors-Course](http://www.companydirectors.com.au/Courses/Courses-for-the-Director/Company-Directors-Course)

## Your professional development

Are there areas of knowledge and skills that you need to upgrade to be attractive to a board? If no, go to next section.	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<b>Which of the following areas of knowledge and skills do you need to upgrade?</b>		
Leadership and management skills	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Financial literacy, i.e. how to understand a budget, cash flow, profit and loss.	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Working with teams and building teams	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Industrial relations and human resource management	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Organisational dynamics	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Understanding cultural difference and diversity	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Risk analysis	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Ethics in business	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Investment decisions	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Shareholder rights and responsibilities	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Strategic planning	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Accountability	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Public speaking	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Time management	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Other (please specify)	Yes <input type="checkbox"/>	No <input type="checkbox"/>

## Your work experience

Have you had limited work experience in management roles, in a limited number of industries? If no, go to the next section.	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<b>If yes, which of the following career strategies would expand your experience and make you more attractive as a board member?</b>		
Find a mentor who could advise you on career opportunities	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Move 'sideways' to a different industry or sector	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Take on a specific project which will expand your skills and experience	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Be seconded to a role which will expand your skills and experience	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Take on a role on a committee with a challenging task	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Be promoted to a position with more management responsibilities	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Another strategy to expand your work experience (please specify)	Yes <input type="checkbox"/>	No <input type="checkbox"/>

## Your networks

Having identified the sector in which you aspire to have a board role, do you need to expand your networks and contacts in that sector? If no, go to the next section.	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<b>If yes, which of the following strategies would assist you?</b>		
Join an industry or professional association and attend functions	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Join an organisation such as Women on Boards <sup>42</sup>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Join an organisation which aims to increase awareness of board issues, such as the Australian Institute of Company Directors.	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Subscribe to the Western Australian Council of Social Services (WACOSS) <sup>43</sup> newsletter for information of issues and events in the not-for-profit sector	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Another strategy (please specify)	Yes <input type="checkbox"/>	No <input type="checkbox"/>

## Your personal development

Are there areas of personal development that you need to work on so that you could better manage the demands of being a board member?	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Health and fitness	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Supportive family and friends	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Managing your emotions	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Managing difficult people	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Making time for yourself	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Other issues (please specify)	Yes <input type="checkbox"/>	No <input type="checkbox"/>

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<sup>42</sup> [www.womenonboards.org.au/about/](http://www.womenonboards.org.au/about/)

<sup>43</sup> [www.wacoss.org.au/home.aspx](http://www.wacoss.org.au/home.aspx)

## Your personal action plan

	Action areas	Steps you plan to take	Review date	Progress
Your education				
Your professional development				
Your work experience				
Your networks				
Your personal development				

# Part D—How to make it happen

## Building your Profile

If you are serious about being a leader, you should create opportunities (where you can) and make the most of every opportunity that comes your way. In particular, steps that you can consider taking include:

- Adding leadership and board roles to your performance development plan as a way of informing management of your goals and seeking their support.
- Applying for training courses, both those targeted to women and those that include both men and women.
- Seeking out challenging projects that will stretch your abilities, allow you to learn, and draw your abilities to the attention of senior managers and board members.
- Networking.

If the time that you have available for work is limited, due to family responsibilities for example, do not assume that you should be sidelined from career development opportunities. Let people know you want to be included and considered. If necessary, negotiate flexible working arrangements so you do not miss out. These flexible arrangements could include job sharing, part-time work (during school or day care hours, for example) and working from home for certain times.

### **Brand *you***

Your reputation is a vital asset. Build your reputation by delivering beyond expectation, being professional at all times and acting with integrity. To protect your reputation from unnecessary risk it is important to be discerning about the roles you accept. Do your due diligence when considering a board role.

Moving into a different sector often means having to re-establish your reputation in that sector. Word of mouth is important so having wide networks is advantageous.

Peer validation is a good indication that you have earned a strong reputation. If you can demonstrate that you have had chair or deputy chair responsibilities, this will indicate that you have the respect of your peers. Awards, fellowships, and honours also will help you stand out. Being reappointed for a second term indicates you have

been doing a good job, and are respected by your peers and stakeholders. Don't forget to include these things in your CV.

Ask yourself what sets you apart from your peers and other candidates who aspire to board positions. This will give you a clearer understanding of who you are and what you have to offer. Once you are clear about this message, keep it consistent throughout your CV, cover letter, online and personal networks. This is sometimes referred to as your 'personal brand'.

## Networks

Your networks are the connections and relationships you have formed with people in your communities or profession. Remember that networking is about reciprocity; both giving and receiving information and assistance. Networking provides access to useful contacts, perspectives and opportunities. Be prepared to assist other members of the network where you can.

Benefits of networking include:

- Increasing the number of opportunities that you hear about.
- Keeping abreast of the issues affecting the sector that you operate or are interested in.
- Access to those who make decisions or have an influence over board appointments in the sector that interests you.

Networking can help you at any point in your career. Strategies to remember:

- By belonging to peer networks you will benefit from the support and advice of others.
- Your networks may be an asset that gives you an edge when being considered for a position.

How to develop your networks:

- Attend training course, conferences and other events in your field.
- Register on databases such as the Department of the Premier and Cabinet's Interested Persons Register.
- Join organisations such as the Australian Institute of Company Directors<sup>44</sup>.

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<sup>44</sup> [www.companydirectors.com.au/](http://www.companydirectors.com.au/)

Networking is an important tool both for securing board roles and for being an effective board member. In addition to the networks you build through your day-to-day work, attending conferences, courses and participating in mentoring programs are great opportunities to raise your profile. Belonging to professional associations, sporting clubs, and community leadership organisations such as Business and Professional Women's Association, Lions, Rotary and Toastmasters is another avenue for meeting influential people and raising your profile.

## Your online profile

It is now common practice to search the internet for information about a candidate for any position including a board position. You should anticipate that anyone considering you for a board position may search for information about you on the internet.

Information about you can be stored on a variety of sites. You may have constructed some of these yourself, others you may not. Social networking sites, for example, are used for professional networking and information sharing.

LinkedIn is an online social networking site. Unlike Facebook or Twitter, LinkedIn is used for professional networking. Business professionals create profiles and connect with colleagues. LinkedIn can be a powerful networking tool, allowing users to build their business networks and stay in touch with professional contacts.

Other sites can contain information about you which do not enhance your personal brand or reputation.

Suggestions for your social media networking profile include:

- Create a LinkedIn profile including your education history, work experience, professional affiliations, a picture and current contact information.
- Build your network by contacting business professionals you know. Consider current and former bosses, coworkers, clients, classmates, friends and relatives. Connect with people you know in a professional context.
- Join the pages of relevant groups to which you belong (consider alumni groups and professional societies).
- Consider asking former bosses to write a recommendation requesting that they highlight key skills and include specific examples of your successes.
- Consider providing information about your board aspirations by sending short messages to members of your LinkedIn network. Ask them to contact you

with any board opportunities in their organisations. Avoid sending a mass message, which may appear impersonal and not well thought through.

- Where possible, help members of your network by answering questions, providing introductions and writing recommendations.
- Specify appropriate privacy settings.

## **Build on your strengths**

Identify your strengths and look for board opportunities where you can contribute and add real value. The self-assessment checklist is a good place to start.

## **Plan your career**

While it may be difficult to precisely map out the direction of your career, you can make sure you are ready to take advantage of the opportunities that come your way. Preparation is the key and having general goals and directions in mind will keep you focused. Create a plan to provide a pathway for you to follow as you work toward your governance goals. This will help to ensure your efforts are targeted and decisions, particularly around board roles which are offered to you, can be made wisely.

## **Show you are serious**

A good way to improve your understanding of the responsibilities of board members and the functions of a board is to complete some accredited board training (also known as governance training). Board training is preferred but of course, not compulsory, however it will demonstrate to a board that you are serious about quality governance. There are a range of providers available, for example, the Australian Institute of Company Directors. It is important to remember that neither training nor membership of an organisation can replace relevant skills and experience.

## **Skills and experience count**

The size and complexity of the organisations with which you have been involved affects how your board capability is perceived. For instance, if you have experience in large or complex organisations you are more likely to be perceived as suitable for leadership roles in similarly sized organisations.

It is generally harder to 'break into' business boards without a business background, and experience in the business sector is often sought after in other sectors.

Law and accountancy have traditionally been in demand, since an understanding of regulatory compliance and financial literacy are both important on boards. You may be from a different profession or you may have expertise in other areas such as human resources, marketing, information technology, risk, or change management. In these instances it is recommended that you emphasise your general management experience while also pointing out the added value you can bring from your specialty.

## **Promote your successes**

Do not be shy about discretely communicating your successes and the contributions you have made in your employment and board roles. Think about how to convey this information appropriately, when the opportunity arises, to people who make decisions about board appointments. This will help you stand out from the crowd. Be sure to emphasise strengths you have that are in high demand and short supply. Draw attention to these in your CV.

## **Find a mentor**

A mentor is a more experienced person who acts as your role model and guide and who assists you in carrying out your role more effectively. Mentors can be particularly helpful when it comes to managing some of the more difficult challenges you will encounter.

The benefits of mentoring are now so well-recognised that many organisations have set up formal or structured mentoring programs. Your organisation may have a mentoring program which you should consider joining. Once you are on a board there may be a formal mentoring system in place for your board. If not, be on the lookout for a person or people who can serve in this capacity.

A mentor should:

- act as a sounding board to test your ideas
- have an appropriate level of skill and experience
- be committed to your development
- be trustworthy - you need to have confidence in your mentor's discretion
- have sufficient time available for what you require

- help you to identify and maximise your strengths and aptitudes in your board role
- discuss your performance and help you address areas where you require development.

If you are looking for someone to mentor you as a board member, consider people who have served on similar boards as they are likely to understand challenges you may face. If a suitable person cannot easily be identified in your area, you could consider a telephone or electronic mentoring relationship.

Women on Boards have a mentoring scheme for women<sup>45</sup> who wish to develop a more structured approach to their careers and board roles.

The Business and Professional Women's Association has branches in Western Australia and also promotes mentoring.<sup>46</sup>

The Australian Institute of Directors currently has a mentoring scheme for women and men who are ready to serve on private sector boards.<sup>47</sup>

Once you gain experience and broaden your networks, it can be very rewarding to offer your services as a mentor to support others too.

## Find a sponsor

A sponsor differs from a mentor. A sponsor can proactively help you to advance your career. A sponsor is an experienced person who may connect you to senior leaders within or external to the organisation, or advocate on your behalf. The sponsor can promote your visibility, give advice on career moves and actively help you to find career opportunities either within or outside your organisation. At different stages of your board career you may benefit from either a mentor or a sponsor, or perhaps both.

Some organisations may include sponsorship as part of their human resources capability development or career progression strategy. As part of your personal development plan you may wish to discuss this further with your manager.

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<sup>45</sup> [www.womenonboards.org.au/professional-development/mymentor/](http://www.womenonboards.org.au/professional-development/mymentor/)

<sup>46</sup> [www.bpw.com.au/what-we-do/programs/mentoring/](http://www.bpw.com.au/what-we-do/programs/mentoring/)

<sup>47</sup> [www.companydirectors.com.au/Director-Resource-Centre/Governance-and-Director-Issues/Board-Diversity/Mentoring-Programs](http://www.companydirectors.com.au/Director-Resource-Centre/Governance-and-Director-Issues/Board-Diversity/Mentoring-Programs)

## **Ethical standards are important**

A clear understanding of the ethical standards required by board members will help you to recognise when potential conflict of interest or other sensitive issues arise. Board members must also be clear about the boundaries between the strategic responsibilities of the board, and the operational responsibilities of the staff and/or volunteers. Demonstrating that you understand these issues will make you attractive as a potential board member.

## **Be persistent**

There is strong competition for board roles. The first board role is often the hardest to get, but as your experience and reputation grow, more opportunities are likely to come your way. To succeed, you need to be persistent. If you do not have immediate success, do not take it personally – keep developing your talents and building your experience.

## **When you leave a board**

When you do leave a board, consider the ways in which you could assist and promote an aspiring female board member. From your networks, you may know a suitable candidate for the board. You could offer your services to the board to find a potential replacement, and approach the candidate to determine whether they would welcome you as a mentor or sponsor.

## Profile Building Checklist

<p>Do you have a clear idea of the public image you wish to project to complement your aspirations as a board member?</p> <p>If not, think about the types of photos and information, both professional and personal that would reinforce your profile.</p>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<p>Is your presentation, business card design and speaking style consistent with the profile you wish to promote?</p>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<p>Use reliable search engines to find out what is publically available about you. Does it complement the board member image you wish to project?</p> <p>If not, seek advice on what you can change or ameliorate.</p>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<p>If you have a Facebook, Twitter, or other social networking account, are the security settings appropriate to protect your privacy?</p> <p>If not, adjust accordingly.</p>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<p>Would a LinkedIn account be useful to build your professional profile? If you have an account, review what is publically available on line to make sure that it is consistent with your desired public image.</p>	Yes <input type="checkbox"/>	No <input type="checkbox"/>
<p>Are you always careful with any communications (including email, tweets and internet forums) to use appropriate language and respectful opinions?</p> <p>If not, remember that a person making a recommendation for a board position may see or hear about this.</p>	Yes <input type="checkbox"/>	No <input type="checkbox"/>

## How to prepare a Curriculum Vitae

A good Curriculum Vitae (CV) is one that clearly and succinctly summarises your skills, experience and achievements.

### An Effective CV

You need a well thought out and constructed governance CV to make sure it gives you the best chance to be considered for a board role. A board CV differs subtly from a CV that you would prepare to apply for a job (although there are significant similarities).

The person or group who will select candidates as being suitable for a board position will generally use your CV to make a judgement as to whether you are suitable for the position.

### What I need to include

Use the headings below to develop your board CV:

- Personal information such as contact details.  
(it is optional to include date of birth, residency status and languages.)
- Professional memberships, awards or recognition (name of organisation and dates).
- Statement of your personal strengths (what you can offer to the board).
- Summary of your board experience.
- Board appointments (government, private and community with details of role held and dates in reverse chronological order i.e. most recent first).
- Employment history (your employment history including a short description of the roles and responsibilities of each position, including achievements and dates in reverse chronological order i.e. most recent first).
- Community and volunteer service including board roles and dates.
- Educational qualifications and accreditations (name of institution and dates).
- Professional training and development activities (with the institution name and dates).
- Optional information (LinkedIn address, awards received, interests, hobbies and projects undertaken).

## Tips for a great board CV

- **Include context where relevant:** Include the size and scale of your achievements, the size of the organisation, whether international or national, scale of project, risk involved, size of workforce, budget, turnover, savings achieved, change management involved and timelines met.
- **Customise your CV:** Highlight the information most relevant to the role that you are seeking.
- **Be succinct:** A good CV is usually no more than five pages long. Include only the information that best describes your skills, experience and achievements which are of relevance in a governance role.
- **Be honest but not unnecessarily modest:** Your CV should be an accurate reflection of your skills and experience. Always be truthful about your achievements and experience. Don't embellish or exaggerate, but don't be hesitant in describing your leadership and influence in a particular role, project or team. Use action verbs such as "I created" or "I coordinated" to highlight your achievements.
- **Reflect your professionalism, not your personality:** Remember that a CV is a professional document designed to summarise and reflect your professional skills, experience and attributes. It is not an opportunity to display your personality or character traits. Keep it simple, straightforward and professional. This extends to formatting. Use an easy to read font like Arial 12 point, ensure you scrupulously check spelling and grammar, and do not use coloured paper or clip art.

## Private Sector CV template

Curriculum Vitae of “Your name”

### Personal details

Name  
Addresses (physical and/or postal)  
Telephone number/s  
Email  
Residency status

### Business and professional memberships

Include current business and professional memberships, and previous memberships if relevant to the position.

### Summary of what you can offer to the board

Describe what you offer to the position in a couple of pithy sentences. Try to summarise the qualities and experience which make you a great fit for the board.

Example: “I am an experienced corporate lawyer who understands that not everything is black and white, and a strong team member who brings a practical and outcomes focused perspective to business challenges.”

### Governance experience in business

#### Current directorships in business

List position and start date (month and year) in reverse chronological order, i.e. the most recent first. Indicate if you are chair or a member of a committee.

#### Previous directorships in business

Use the same format as above, but include relevant directorships only and limit the time period to the last ten years.

## Aspiring business board member

If you have not yet been a director on a business board, list your experience on either not-for-profit or public sector boards. You can also include other governance experience, e.g. working on committees and reporting to a board.

## Employment history

List positions with start and end date in reverse chronological order, up to 15 years ago unless particularly relevant to the board position you are seeking. For each position, include a brief sentence about your principal responsibilities in the position, your achievements, emphasising the relevant information.

## Community and volunteer service

If relevant

## Qualifications

List your qualifications, year completed, and institution from which it was obtained. You may choose to highlight relevant aspects of a course (e.g. BSc, including a unit in renewable energy generation).

## Optional sections

You may wish to include additional information relevant to a business CV, such as awards received, interests, hobbies and projects undertaken.

## Not-for-profit Sector CV template

Curriculum Vitae of “Your name”

### Personal details

Name  
Addresses (physical and/or postal)  
Telephone number/s  
Email  
Community and professional memberships

Include current community and professional memberships, and previous memberships if relevant to the position.

### Summary of what you can offer to the board

Describe what you offer to the position in a couple of pithy sentences. Try to summarise the qualities and experience which make you a great fit for the board.

Example: “I have a strong commitment to social justice, based on paid and unpaid experience working with a diverse range of people from diverse ethnic and cultural backgrounds, combined with a ‘can do’ attitude.”

### Governance experience in the community sector

#### Current directorships in the community sector

List position and start date (month and year) in reverse chronological order, i.e. the most recent first. Indicate if you are chair or a member of a committee.

#### Previous directorships in the community sector

Use the same format as above, but include relevant directorships only and limit the time period to the last ten years.

## Aspiring community sector board member

If you have not yet been a director on a community sector board, list your experience on either private or public sector boards. You can also include other governance experience, e.g. working on committees and reporting to a board.

## Employment history

List positions with start and end date in reverse chronological order, up to 15 years ago unless particularly relevant to the board position you are seeking. For each position, include a brief sentence about your principal responsibilities in the position, your achievements, emphasising the relevant information.

## Community and volunteer service

List all current community and volunteer service, and past service if relevant

## Qualifications

List your qualifications, year completed, and institution from which it was obtained. You may choose to highlight relevant aspects of a course (e.g. BA, including a unit in governance in the not-for-profit sector).

## Optional sections

You may wish to include additional information relevant to a not-for-profit sector CV, such as interests, hobbies and projects undertaken.

## Public Sector CV template

Curriculum Vitae of “Your name”

### Personal details

Name

Addresses (physical and/or postal)

Telephone number/s

Email

### Professional memberships

Include current professional memberships, and previous memberships if relevant to the position.

### Summary of what you can offer to the board

Describe what you offer to the position in a couple of pithy sentences. Try to summarise the qualities and experience which make you a great fit for the board.

Example: “My career in education, both at the coalface and in management roles, has given me ample opportunities to give back to the community, an aim that I wish to pursue through board roles.”

### Governance experience in government

#### Current directorships in government

List position and start date (month and year) in reverse chronological order, i.e. the most recent first. Indicate if you are chair or a member of a committee.

#### Previous directorships in government

Use the same format as above, but include relevant directorships only and limit the time period to the last ten years.

## Aspiring government board member

If you have not yet been a director on a government board, list your experience on either not-for-profit or private sector boards. You can also include other governance experience, e.g. working on committees and reporting to a board.

## Employment history

List positions with start and end date in reverse chronological order, up to 15 years ago unless particularly relevant to the board position you are seeking. For each position, include a brief sentence about your principal responsibilities in the position, your achievements, emphasising the relevant information.

## Community and volunteer service

If relevant

## Qualifications

List your qualifications, year completed, and institution from which it was obtained. You may choose to highlight relevant aspects of a course (e.g. Certificate IV, Public Policy, including a unit in adding value to the public sector).

## Optional sections

You may wish to include additional information relevant to a business CV, such as interests, hobbies and projects undertaken.

## Stepping stone or executive experience?

Which approach is right for you? Should you consider a stepping stone approach or try to develop your executive experience? This decision should be based on your experience, goals and your own road-map for your board career. The stepping-stone and executive experience approach are complementary. You can follow either or both depending on your circumstances. You will probably employ both the executive and the stepping-stone strategies if you are aiming for boards governing national or international organisations.

### Stepping-stone approach

This approach involves progressing from board roles in smaller or less complex organisations to roles in larger or more complex organisations.

Once you have held board or committee roles you could leverage off this experience to target the boards of larger or more complex organisations.

You may be looking for your first board role, in which case you could target 'entry-level' roles, e.g. those boards attached to small organisations that operate at a local or regional level, or a not-for-profit organisation.

Taking a leadership role in your professional association or a role on the registration/disciplinary bodies for your profession (such as the Australian Society of Social Workers) is another way to get onto boards. These boards can serve as an entry point e.g. an accountant with little to no board experience may be able to serve on the Institute of Public Accountants.

### Executive experience approach

This approach involves developing a successful professional career that can be applied to board roles. Success in the following areas will give you useful expertise to apply as a board director:

- proven experience and successes in chief executive or second tier management roles
- work experience in areas where you have profit-and-loss responsibilities for the organisation.

## Ways to get involved

There are a number of ways become involved in boards. Board positions could become available through:

- advertisement
- at an Annual General Meeting
- direct appointment.

Depending on how the opportunity arises, you may need to employ either a direct or indirect approach to show your interest. It is important to know which approach will work best for your chosen board.

### Direct (or elected) approach

The direct approach involves either:

1. Nominating yourself for election as a board member or replying to a publicly-advertised position. (The rules governing some organisations require board members to be elected, e.g. members of a local government council.) You could seek an elected position on a regional council, or a board director position on a co-operative.
2. Contacting a board or organisation directly to ask for a role. You could introduce yourself to a current board member, and explain that you are interested in a director role. You could, for example, approach a not-for-profit organisation where qualified directors may be difficult to find.

### Indirect approach

The indirect approach involves introducing yourself to colleagues in board circles as a skilled director who is interested in board roles. This approach is likely to be more successful if you are interested in a private sector board, or a public sector board.

This approach would only be recommended if you have built a solid reputation as a person with sound qualifications and experience. You may also consider submitting your CV to databases such as the Interested Persons Register in the Department of the Premier and Cabinet. Social networking sites such as LinkedIn can also be a useful.

**Why the indirect approach?** In some cases, future board members are nominated by members of the board. To do this, the board members draw upon their networks to identify trusted candidates and respected associates. They may also use board databases. Being nominated is therefore highly dependent on your reputation and networks.

This appointment process is not open, so making a direct approach is unlikely to lead to an appointment. In addition, if you use a direct approach you may inadvertently signal that you are unaware of the process normally used and are therefore not an appropriate candidate.

## Part E—Due diligence

A potential board member who is aware of the need to assess risks will carry out a thorough check of the organisation before accepting any appointment. This process is necessary to identify whether the board is likely to succeed in the future and therefore whether it is a good decision for you to join the board. This process is called due diligence.

When you undertake due diligence you should examine the current and probably future health of the organisation by asking questions of office holders and researching documentation including annual reports, budgets, strategic plans and media reports. You should find out if there are any potential threats looming such as financial or legal issues which could impact on the board's future wellbeing.

Once you are satisfied that you have sufficient information about the board you can make an informed decision as to whether you wish to join the board and assume the responsibilities of a board member.

### Questions to ask

It makes sense to ask some questions—both of the board and of yourself—before considering a board position. The following list of questions is intended as a guide only but can be a useful starting point. There may be other questions specific to your own circumstances that you will want to add.

#### Questions about the board:

##### **How much time is required of a board member?**

Find out how often the board meets, where it meets and how long the meetings normally last. When assessing how much time a board role is likely to demand, keep in mind that you will also need to read the meeting papers before meetings and that you may be required to attend other functions and carry out other tasks between meetings.

##### **What can I contribute to this board and organisation?**

Ask what skills or experience you can offer and what new skills you will have the opportunity to develop? Knowing the board's needs and expectations will help you

to assess whether you can capably fulfil the role asked of you. It is also important to find out what new skills and experiences you can expect to gain by serving on this particular board. It can also be helpful to ask why a board vacancy exists.

### **Why does the board want my involvement?**

If you were approached to become a board member, it can be useful to ask about the motivations and perceptions that led to that decision. The response may also help to confirm your strengths and talents. However, if a response lacks depth (e.g. your name was mentioned), it may indicate that the board is not putting enough energy into thinking about its composition and future direction.

### **What is the remuneration level?**

Board remuneration varies widely across sectors and organisations. It can include unpaid volunteer work where out-of-pocket expenses are covered, through to substantial payments for some large companies. It is best to check with each individual board about these arrangements.

### **Who else is on the board? What are their backgrounds?**

A properly functioning board requires a good mix of skills and experiences. If all the other board members have similar backgrounds to you, you may want to consider if you can offer something extra. Try not to join a dysfunctional board. Be satisfied that your fellow board members are of a high calibre. A board with excessive conflict is not helpful in developing your governance career.

### **What are the organisation's roles, mission and direction?**

It is important to have a good understanding of what the board's organisation does, why it does it and what it plans to do in the future. This will help you to assess whether you can support and work towards the mission.

### **What legislation does the board need to adhere to?**

Find out what legislation governs the board and the obligations it imposes. There may be Commonwealth and State legislation to consider.

### **What phase is the board in?**

All boards go through a process of development. A recently formed board can have start-up issues to tackle. There may be policies to write, directions to establish, a mission to articulate, and strategies to develop. Such a board may be more time-consuming and challenging than one that has been operating for some time and has

established processes in place. Getting involved in a new or transitional board can bring immense satisfaction as you contribute to the building process. Long-established boards can also be very demanding if they are undertaking a change of focus or restructuring.

### **Does the board review its performance? If so, how (internal or external review) and by whom?**

Some boards may have key performance indicators that are reviewed regularly to measure progress. It is useful to know what these are and how often reviews are conducted and by whom. This can give you a clearer picture of the priorities of the board and whether reality matches up to expectations.

### **What will my responsibilities be? Is there a role description for board members?**

Some boards have a detailed role description to help incoming board members understand the tasks they will be expected to perform. If the board has not yet developed such a document, you could ask an existing member to describe what they do during an average year.

### **Can I review board documents such as minutes?**

If possible, ask to see the minutes from several years – some experienced board members suggest going back as far as five years. Reading the minutes will give you a feel for the type of issues the board deals with, as well as the type of decisions that have been made in the past.

### **Has there been any litigation or complaints about the board?**

Ask about the organisation's history. A less than appealing public image may be a turn-off for some prospective members; others will see it as a challenge.

Does the organisation have directors & officers liability insurance?

Directors and officers (D&O) liability insurance protects directors and officers (regardless of whether they are acting in a part-time, honorary or non-executive capacity) against claims arising from official actions and decisions. This includes civil damages and criminal or regulatory defence costs.

### **How long am I covered for under this insurance, and what is covered?**

Details of insurance policies differ, so it is a good idea to carefully examine the Certificate of Currency to see when coverage expires and what specific events and sums are included. If you are unsure about any aspect of the insurance, it may be worthwhile seeking a professional opinion.

### **How financially viable is the organisation? Can I see the financial plan and budget?**

Make sure you are fully informed about the existing financial position before you agree to take on these responsibilities. As a board member, you will be custodian of the organisation's finances. You may be personally liable if things go wrong.

### **What information or support will be available to assist me to do my job as a board member?**

Find out what resources will be available to help you in your new role. These could include formal or informal mentoring programs or orientation sessions. Is there a staff member to provide administrative support, office equipment, stationery or reimbursement for costs? Check the level of support for board members provided by the chair and other directors.

## **Questions for you**

Once you have adequate information from speaking to board members, either informally or as part of a formal interview process, you will be in a position to consider some questions for yourself.

### **Can I commit the time and energy the position deserves?**

Make a realistic assessment of the time required for a board position and compare this with how much time you actually have to offer.

### **How long am I expected to stay on the board?**

Find out if there is a set term for members (e.g. 2 years, 5 years). Be clear about how much time you are willing to devote to a board over the longer term as well as on a daily basis. Are you interested in serving one term or multiple terms? Make sure that the board members are aware of your intentions as well so that there are no misunderstandings.

### **Can I add value to this board?**

Decide whether you are a suitable candidate, taking into consideration why the board wants you and what skills you will be expected to contribute. An honest self-assessment may be of more value than an assessment others have made of your skills and aptitudes.

### **Is this a supportive board? What is the board culture?**

Does the board atmosphere lead you to feel that board members are open and accepting? If you have special circumstances, such as a physical disability, it is important that you feel comfortable with the organisation and its board. For example, are meetings held at accessible venues?

### **What do I want from this experience?**

People join boards for many reasons. Understanding your own motivations will help you assess whether or not your expectations are likely to be fulfilled.

### **Can I hold this position with integrity and can I manage any conflicts of interest?**

Examine the functions and past decisions of the board to assess whether there are situations that could impact your business or personal interests, or those of your family and friends.

### **What is the reputation and track record of the organisation's head?**

In order to govern effectively, the board needs to be able to rely on an effective manager. It is a good idea to consider the capabilities of the chief executive/executive director.

### **Does the board clearly understand what its goals are and are those goals achievable?**

The decisions made by a board that does not know where it is going can be inconsistent and performance may be irregular. Getting back on track will require hard work and may not even be possible. A board that has unrealistic goals is setting itself up for failure.

### **Do I share those goals?**

Once you are convinced that the board has achievable goals, you need to decide if they are goals that you support. If you do not share the board's goals, it is unlikely you will be able to enthusiastically contribute to the board's activities.

## Part F—Case studies of successful women with board experience

Need some inspiration? Read the journeys of these Western Australian women with board experience.

- Maria Saraceni
- Caroline Robinson
- Helen Pedersen
- Fiona Kalaf
- Colleen Hayward
- Samantha Jenkinson



## Maria Saraceni

Maria is a barrister who has previously worked as a lawyer, specialising in the areas of workplace relations/employment law and occupational health and safety. She has also gained extensive experience on a number of boards and also holds membership of many professional organisations. Maria has a desire to help others and enable them to achieve their potential.

As a child of Italian migrant parents, Maria was active in the community from a young age using her bilingual skills as an unofficial interpreter. After finishing school she became a language teacher and later studied a law degree. This led to a long and successful career as a lawyer, progressing to partner in two different law firms. She became president of the Law Society of WA, which enabled her to represent members of the legal profession and advocate on their behalf with both state and Commonwealth governments.

Maria's experience as a lawyer included helping boards and executive management to meet their legal workplace obligations and she also helped staff at various levels within organisations, which required a personal touch to help through sensitive and emotive issues. She believes that it's important to treat others as you would have them treat you and to be genuine when dealing with people.

For four years Maria was chair of the Women's Advisory Council (WA), appointed by the Minister for Women's Interests, and during this time she initiated community consultations and provided advice to the Minister on issues of importance to women. Maria was women's chair for FECCA (Federation of Ethnic Communities Councils of Australia), member of the Community Advisory Council of SBS; president of the Ethnic Communities Council of WA and before that a member of the management committee of the Multicultural Services Centre of WA. She brings to her board roles a diversity of opinion based on her life experiences as both a woman and a person from a culturally and linguistically diverse background, helping her to understand how human and social capital can assist businesses.

Currently, Maria is on the board of IFAP (Ltd) (Industrial Foundation for Accident Prevention), Lost and Found Inc (opera company) and on the Appeals Costs Board (statutory board in WA).

Maria believes in the importance of maintaining a balance in life—both a work/life balance and also the balance needed in a business between experienced staff and new staff from different backgrounds, between taking risks and being risk averse, and between shareholders and stakeholders in the business. Despite her very busy work schedule, she finds time for her own interests, which include travelling, reading, spending time with friends and getting to know people from different walks of life. She challenges herself to continuously improve and this includes further learning to improve her business skills and a willingness to sit on boards or committees in areas of business where she has limited prior experience.

Her experience on boards and committees has taught Maria that preparation is a major key to success and that keeping written records will help to minimise personal risks. Maria says “there is no such thing as a stupid question—just ask it” and this philosophy epitomises her attitude towards her professional career. At times she has been the only female member of boards but rather than being daunted she has taken the opportunity to develop her confidence to express her opinion at meetings and to learn to look at matters from different angles. A diverse personal and professional background enables Maria to bring many skills to her role on boards including experience with the media, experience advocating for causes and liaising with government departments and Ministers, experience consulting with communities and of course her professional skills as a lawyer.

For other women considering involvement with boards, Maria’s advice is first to assess your preparedness to take risks as being on a board carries both legal risks and liabilities, then to research the organisation carefully before joining it, to persevere with your efforts because there are many barriers to board membership, to be confident in yourself and your abilities and admit to your weaknesses when necessary. Networking is vital to learning about opportunities for board positions and social media such as LinkedIn can be valuable. Furnishing your CV and meeting with professional recruiters for board positions as well as letting friends, mentors and clients know that you are looking for a board position can be the best way to find out what is available. Maria also suggests it is worth looking out for advertisements and placing your name on the government Register of Interested Persons.

Maria’s extensive experience on boards and committees demonstrates her motivation to challenge herself and to learn from others. In 2012 the Federal Government appointed Maria as a People of Australia Ambassador.



## Caroline Robinson

Caroline is passionate about building business and community networks in regional Western Australia. She began her working life in tourism, education and workforce development which evolved into setting up her own business in community development and project management. She also set up and runs a Chamber of Commerce which spans six shires.

For her achievements, Caroline was awarded the Rural Women's Award and the Australian Award in 2011. She has been invited to join several boards. She has done all this at the ripe old age of 30.

Caroline has a practical approach to her board responsibilities and it is important for her that the board has a direct impact on the ground. She is currently involved in a number of boards which work in the area of rural business development. She is not a fan of quotas but would always help and mentor other women, since other women have helped her.

She likes to connect the dots, hates duplication, but likes to work with boards that have a direct impact on the ground and help people in regional Western Australia. She likes to be able to link up women and people in the Wheatbelt with other networks so they can be more engaged in the community and learn where help can be found.

Her education at Perth College, where she was head girl, was fantastic and she was given great opportunities to learn leadership. She particularly remembers a leadership course in Queensland, for which her parents made sacrifices so that she could attend. Sport has also been important in her development, particularly hockey which she played for the State country side. She strongly believes in continuing education.

Her career has been quite diverse but a common thread has been her desire to make a contribution. She completed her Commerce degree and worked in tourism for a while. She then gained her teaching qualifications and was posted to Southern Cross and Merredin, both really good experiences. Now running her own business in the Wheatbelt, Caroline employs up to three other women carrying out projects for local government and other agencies. She also works as a volunteer with

community organisations. “There is something about regional WA”, she says, and so much is done by volunteers.

Caroline has not actively planned her career, but has always taken up new challenges as they have presented themselves. She relishes a new challenge, even if it can initially seem quite daunting. “Go for the challenge!!” she advises.

She strongly recommends that women who are interested in board positions make sure that they are well prepared and take advantage of any opportunities for professional development. Before joining a board she recommends that a potential candidate carry out due diligence thoroughly. Ask questions, such as “Why would the board want me?” and “What would I have to offer?”

Her guiding principles are hard work and treating other people as you would like to be treated. A strong influence in her life was her mother. Although she was not involved in business she gave Caroline some great advice which has served her well: Don’t judge other people until you have walked in their shoes. She has a strong group of friends and colleagues, many of whom are older than she is, and who help her a lot.

As to the future, Caroline is not sure. She is a strong believer in democracy and would like perhaps one day take up that challenge. We will watch her career with interest.



## Samantha Jenkinsen

Samantha is a social worker and passionate advocate for people with disabilities. She grew up in Newman, a mining town in the Pilbara. A formative experience was her year as an exchange student to the USA where she learnt to be resilient and adaptable within a new environment. In her professional work and her board roles she brings a unique combination of the “lived experience” and the strategic and policy perspective.

At Curtin University, where she at first was enrolled in social science, Samantha was involved in guild politics. She was a leader at an orientation camp which was when she was involved in a car crash and sustained spinal injuries at age 20. During her rehabilitation she reconsidered her career options and realised that social work was a job that could be done with a disability and would allow her to make a contribution to her chosen area of social justice.

Samantha’s board experience started at the grass roots level. Volunteering for small boards of management, such as the choir in which she sang, Samantha took on the role of Treasurer so that she could build an understanding of the financial aspects of organisations. This is an approach that she would recommend to other women wishing to build a board career.

Her next board appointments were with the Committee of Management of People with Disability WA, and Recreation Network (now Inclusion WA). On these boards, Samantha acted as the consumer representative, and found her social work training to be invaluable.

Melbourne was her next move (all over a “boy”). She returned to Perth some years later with a husband and two children. In Melbourne she was appointed to the Committee of Management of Women with Disabilities Australia, and was then nominated for the board of Directors of the Australian Federation of Disabilities Organisations (AFDO) of which she subsequently became the chair. In this role she negotiated with government and represented people with disabilities. Once back in Perth she became a member of the Ministerial Advocacy Council on Disability WA of which she is now the chair. If that were not enough, she is also on the board of the Disability Services Commission and a councillor with the City of Stirling.

Being able to understand issues at both the personal and the political level gives Samantha the ability to make a valuable contribution on boards. She brings the

“reality check’ to the proceedings. She believes that boards need a good balance of personal experience and understanding of the organisations members or products, and a structural oversight to manage change but sometimes a board veers too much in one direction. She sees her job as helping to bring things back to an even keel.

In her professional life, Samantha has managed to be at the right place at the right time to work on some cutting edge projects. Working with People with Disabilities WA, she brought together a number of groups advocating for the inclusion of social housing in the Subiaco Council’s redevelopment of the land near the Subiaco train station. Hers was a complex job of understanding and representing the views of a complex range of interested parties. In Melbourne she worked on an important action research project, trialling the concept of direct funding for people with disabilities. Through her work with the individuals and families involved, documentation and ensuring accountability, the results of the project were most positive and interest in this concept has grown across the country.

Fighting stereotypes is a challenge that she faces, however, Samantha generally finds that people, especially women, value you for the experience you bring, not just the letters behind your name.

Samantha works hard to make sure that her contribution to boards, either as a member or the chair, adds value. She knows how to tell a story, and she is told that she knows how to see the possibilities in a situation. Her personal motto is to “finish what you started, even if there are obstacles”. She hates to leave something unfinished. Finishing things can only enhance your reputation and people think of you as someone who gets things done.

As to the future, Samantha sees many opportunities both for herself and the disability sector. She will continue her board work and also devote time to research projects in collaboration with academics in various universities.

Whatever she turns her mind to, we can be sure that Samantha will continue to apply herself with energy, compassion and optimism and we in the community will all benefit from her efforts.



## Helen Pedersen

Helen is a structural engineer who is passionate about the social implications of engineering. She has succeeded in an industry traditionally dominated by men, by hard work and persistence and being able to adapt to changes in the industry and in her own circumstances.

She has been very active in her professional association (Engineers Australia). She is currently the president of the Western Australian Division and active in the national body.

Helen was always good at maths and science and her interest in engineering and mining may have originated from a tour of the Kalgoorlie School of Mines that she did as a high school student.

Unsure when she left school what engineering was all about and unable to get clear information, Helen originally began her tertiary education at UWA in medicine, but decided after a year that her real interests and talents lay in engineering. Despite the fact that the faculty was geared towards men, and the social situation and culture was decidedly blokey, she persisted in her chosen career determined to succeed, not only academically. In fact, she fielded a team in the sports competition which won the Strickland Interfaculty Cup. She was also Prosh director one year and the Societies' Council representative, an elected position, on the Student Union.

Many people reinforced her resolve to persevere in engineering. Not surprisingly in this industry they were mostly men. It saddens her to recall that a number of her female friends found the environment too unwelcoming and did not complete the course. Throughout her career she has found people with whom she has shared a bond.

Helen has worked as an engineer in many different industries and locations. As well as the mining industry, in which she currently works, she has worked in oil and gas, in large international firms and privately owned firms. Her challenge was to be able to work "on site" since without this experience her career would have suffered, but, as a women, she was not at first given these opportunities. She loves the hands on,

practical challenges which site work provides. Once she had proven her competence, she was given increasingly more senior positions.

It has not all been plain sailing. Helen laughs about the work that she did to get a previous employer to agree to invest in environmental management, only to be retrenched soon after when a significant project that the company was invested in went bad.

After the birth of her two children she was able to negotiate part time work which was not time dependent. She firmly believes that all jobs, including supervisory jobs, can be done part time provided that the company is given a clear plan to make it work and is prepared to put in the effort to support the arrangement.

In her position as president of Engineers Australia (WA Division) she believes that her thorough knowledge of the organisation and desire to lead it in a certain direction are essential. She takes into account what the members feel about the organisation and develops a clear thought out strategy to decide where to start and what is unnecessary. As an organisation dealing with volunteers who are varied and disparate, Helen tries to lead the discussion towards the important points. She also sees encouraging a balance between the staff and members who volunteer as an important part of her role.

On becoming a mother, Helen found that she did not fit in mothers' groups: she had developed an "engineering persona" being task oriented and not always taking other people's feelings into full consideration. She feels that her experience bringing up her children has actually made her a better engineer, as she has had more experience in allowing for others, and consulting them. Her experience led her to present a paper on the leadership skills that parenthood can foster – a list of 30 of them.

Helen's interests are very diverse. She reads very widely and enjoys the cross fertilisation of ideas from different disciplines. This enables her to see issues from different points of view and be more effective as a board member and leader.



## Fiona Kalaf

Fiona is an experienced senior executive who has worked in both the corporate world and the not-for-profit sector. Her twin passions of community wellbeing and the cultural scene have guided her exceptionally diverse career in a range of positions up to and including senior management. To complement her “day” jobs, Fiona has been successful in a number of board roles, including current position as chair of the Art Gallery.

Having graduated both in Architecture and Arts (Fine Arts), Fiona’s first job was as an art curator, a position in which she gained experience in marketing. Her next step was to obtain her MBA to prepare herself for work in main stream marketing and business management, then to commercial management roles in financial services and wealth management. Having succeeded in the field of finance in a senior position responsible for operations and IT, she decided to look for a role where she could be more “hands on” and work with the not-for-profit sector. She did some freelance work for a number of not-for-profits, including Lifeline, and was subsequently appointed to her current role as CEO of Lifeline.

This does not mean that she has left behind her interest in the arts. Her board roles, as well as the Art Gallery, include the Metropolitan Regional Development Authority, where she is the chair of the Scarborough Land Redevelopment Committee, and (previously) PICA, the Lawrence Wilson Gallery and the WA Planning Commission. In these board roles she combines her interests in visual arts, urban design and planning to give a well-balanced complement to her work at Lifeline.

Fiona believes that the most important attributes that she brings to her board roles are strategic oversight, governance components and subject matter experience. She finds that being a woman on a board is irrelevant from her perspective, but not necessarily to others. She does not subscribe to the pervasive advice to women that they wear black suits and speak loudly to ensure that they are heard. Fiona has found that such techniques are not the only way to be effective: the use of body language is important, but also confidence and conviction, and considered views. All board members need to take their responsibilities on a board seriously, to come

to the job well prepared with opinions and ideas which are well considered and important.

A number of work experiences were pivotal in her career development and thinking. Her time with Wesfarmers shaped her career. Her role there was in arts, but highly commercial. This gave her a profound understanding of the commercial world and the need for structures and rigor in a large organisation. Reporting directly to the CEO, she became involved in a range of organisational initiatives. Later, in a key role in the finance sector, she learnt the importance of teamwork, and of balancing the need for autonomy with the collegiate support of senior team management roles.

She also took an opportunity to be seconded to the Museum of Modern Art in New York, to learn about corporate philanthropic support. Living in a foreign country, far from home, out of your comfort zone, can be a wonderful development experience.

Education has always been vital for Fiona. Although natural leaders do exist, Fiona believes that most people can benefit from training and development opportunities. She herself is constantly looking for ways to improve her skills in contemporary practice.

Fiona has always benefited from mentors, and has actively sought out new mentors for any new role that she has undertaken. In selecting a person who could be a suitable mentor, she looks for someone (male or female) with whom she can develop a relationship of trust, and someone with real experience in the right area. When she began her role as chair of the Art Gallery, for example, she approached a colleague with appropriate board experience. She sees the mentoring relationship as a semi-formal process and come to meetings with her mentor with a prepared agenda in mind, or a challenging situation to discuss.

The need to balance work and life is something that Fiona tries to do each day. She is disciplined with her diary management and would normally try and keep some personal time at the beginning or end of every day. Her advice is to apply the “sense” check every month, i.e. has my life in the past month made sense? Have I spent enough time with my family, have I done enough to balance my life. Try to tweak things as you go.

For women aspiring to board roles she has simple advice: Be bold, work out what boards you would like to join, ask the chair about the recruitment process, make sure that you stand out as there are plenty of people who would like to get board positions and they are not always advertised. Refine your CV, see what’s available and network. Be as thorough in your search for a board role as you would for paid

employment. Forget about the “good girl” syndrome. Thinking that you only need to be good and someone will notice you does not work.

Fiona is a fine example of someone who follows her own advice.



## Colleen Hayward

Colleen is a person with a strong social conscience who epitomises the benefits of life-long learning. She is driven by a sense of the preciousness of time and by a curiosity to see what lies around the next corner. Although she does not like to plan, her philosophy is, don't waste time, if you see an opportunity, grab it.

This combination of values, integrity and hard work has created a remarkable woman who provides a role model for all women aspiring to governance positions.

Colleen has a view that those of us who are able have a responsibility to “give back”. In Colleen's case, giving back has largely been through involvement on boards and other committees with governance responsibilities. Many of these have been on a voluntary basis, in the community or the not-for-profit sector.

Her first “left-field” board was the Government Employees Superannuation Board on which Colleen was one of the three Members' Representatives. This was a daunting experience and involved a huge learning curve, but she did learn and enjoyed the experience immensely. Her current board memberships include the Telethon Speech and Hearing Centre Board, the Australian Indigenous Leadership Centre Board, the Leadership WA Board, the WA Constitutional Centre Board, Gaming and Wagering Commission and Gumala Investments Pty Ltd.

Apart from her integrity and strong teamwork, Colleen brings to her board responsibilities an inquisitive mind and the confidence to ask questions and interrogate the issues. She is ready to learn and lead and to do the thorough preparation needed prior to the board meetings. Her wide variety of interests and experience enable her to see issues from a perspective which other board members may not have. This makes her contributions especially valuable.

Colleen began her working life as a teacher, at the time when women teachers were only just receiving equal pay for equal work. While teaching, she completed a Bachelor of Education and later a Bachelor of Applied Science in Aboriginal Community Management and Development. A couple of years ago she undertook the most exciting and rewarding study that she has so far done: a Post Graduate Certificate in Cross Sector Partnerships at Cambridge University. Colleen sees education as the foundation of everything that we do in life. Without doubt her life would have been very different without that foundation.

Since early 2009 Colleen has been the Head of Kurongkurl Katitjin, ECU's Centre for Indigenous Education and Research. In 2012 Colleen became Pro-Vice-Chancellor (Equity and Indigenous). Prior to joining ECU, Colleen was Manager of the Kulunga Research Network at the Telethon Institute for Child Health Research.

But Colleen's life has not been without challenges. When she was 30 she was diagnosed with cancer. This was the biggest event in her life that changed her thinking and is still central to it. At the time of diagnosis, the cancer was well advanced and aggressive. Colleen was lucky to survive. This experience shaped her philosophy of not wasting a second doing something you don't absolutely want to do. You should grab every opportunity and have fun while you do it, surrounding yourself with people you care about. Most importantly of all, Colleen tries hard not to miss the significant personal moments.

Most of her career development, says Colleen, has been through her involvement with and on boards. She has learnt from skilled people in key positions and from all walks of life. She has applied what she has learnt to other contexts in a practical way.

Having a mentor is a good thing and something that Colleen recommends to others. Rather than a specific mentor, Colleen has had a series of "sponsors" who have encouraged her and facilitated her work opportunities and learning. Just as important, she has a wonderful group of friends who support her with their understanding and wit; friends who say "we have cooked extra dinner and we know that you can't stop so knock on the door when you're driving past and we'll hand you the plate so you don't have to worry" or "I know you've been away so I came over and watered the garden so you don't have to do it when you get home". That kind of support is amazing.

Colleen believes that you really have to make the most of everything in your life so you don't collect too many regrets along the way. If she was to specify a motto it would be "do what you love and love what you do".

Colleen's exuberance and enthusiasm for life are very inspiring. She obviously lives her motto to the full each and every day.

## Part G—Resources to support women who aspire to board membership

Department of Local Government and Communities, Women's Interests furthers the interests of women and encourages greater participation of women in leadership positions.

### Key activities

- Developing and informing policy, planning and service delivery by:
- identifying and engaging with stakeholders to keep up with current and emerging issues
- monitoring and reporting on emerging issues, trends and relevant research at the state, national and international levels
- formulating relevant and contemporary policy priorities and developing strategies to communicate the messages at a state and national level
- developing tools such as the Women's Report Cards to measure progress against key indicators
- encouraging women from multicultural, indigenous backgrounds, or those who have been out of the workforce for some time and who may not consider themselves as contenders for board membership to consider the skills that could be transferable to a board position
- ensuring the Minister for Women's Interests receives input from women in the community

Building individual and community capacity through activities such as:

- providing women with information they need through the Women's Information Service (WIS), and the Women's Services Directory
- developing capacity by distributing grants to community organisations for projects that empower and support women and women's issues
- working in partnership to provide community events profiling issues relating to women such as the annual Clare Burton and Grace Vaughan Memorial lectures

- celebrating International Women’s Day annually by providing opportunities to recognise women’s achievements and ongoing struggles and to raise the profile of women’s issues within the community
- supporting the development of this resource with the view to enhance the prospects of women entering leadership roles in WA.

## Government Boards and Committees Register

The Department of the Premier and Cabinet maintains an Interested Persons Register<sup>48</sup> for people who wish to be considered for a position on a Western Australian Government board or committee. Nominations can be made online. Women are encouraged to consider joining this database.

## Department of Families, Housing, Community Services and Indigenous Affairs

The Commonwealth Department of Families, Housing, Community Services and Indigenous Affairs maintains the AppointWomen register<sup>49</sup> which gives women an opportunity to be considered for appointment to a variety of Commonwealth Government boards and other decision making bodies.

## BoardLinks

The Commonwealth Government also maintains the BoardLinks<sup>50</sup> website, a network to improve women’s representation on Commonwealth Government boards.

## Australian Human Rights Commission

The Australian Human Rights Commission’s ‘Gender Equality Blueprint 2010’<sup>51</sup> sets out recommendations in five priority areas which significantly affect both the public and private lives of women and men, one of which is promoting women in

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<sup>48</sup> [www.dpc.wa.gov.au/Consultation/Pages/GovernmentBoardsandCommittees.aspx](http://www.dpc.wa.gov.au/Consultation/Pages/GovernmentBoardsandCommittees.aspx)

<sup>49</sup> [www.fahcsia.gov.au/our-responsibilities/women/programs-services/equal-place-in-society/appointwomen](http://www.fahcsia.gov.au/our-responsibilities/women/programs-services/equal-place-in-society/appointwomen)

<sup>50</sup> [www.boardlinks.gov.au/](http://www.boardlinks.gov.au/)

<sup>51</sup> [www.humanrights.gov.au/publications/gender-equality-blueprint-2010](http://www.humanrights.gov.au/publications/gender-equality-blueprint-2010)

leadership. The Australian Human Rights Commission also formed the Male Champions of Change (MCC) in April 2010, a collaborative initiative of corporate and institutional leaders convened by Elizabeth Broderick, Sex Discrimination Commissioner. They are committed to discussing and promoting strategies and actions that elevate women's representation in leadership.

## Equal Opportunity Commission WA

The Equal Opportunity Commission<sup>52</sup> has two major roles. The first is to encourage recognition and an understanding of the principles of equal opportunity. Laws alone do not end intolerance, prejudice and discrimination in our community - so education is a vital part of the Commission's function.

The second is to provide a means of redress to individuals who allege unlawful discrimination.

## Workplace and Gender Equality Agency

The Workplace and Gender Equality Agency carries out the Australian Census of Women in Leadership.<sup>53</sup> The Census has previously measured the number of women in board and senior executive positions in ASX 200 companies. The 2012 Census extends this analysis to ASX 500 companies.

The 2012 Census report revealed:

- there has been a decade of negligible change for females in executive ranks
- women comprise 9.2 per cent of executives in the ASX 500
- only 12 ASX 500 companies have female CEOs
- women hold 12.3 per cent of directorships in the ASX 200 but only 9.2 per cent in the ASX 500
- in WA, only 4 per cent of directors in the ASX 200 and 3.5 per cent in the ASX 500 are women.

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<sup>52</sup> [www.eoc.wa.gov.au/Publications.aspx](http://www.eoc.wa.gov.au/Publications.aspx)

<sup>53</sup> [www.wgea.gov.au/sites/default/files/2012\\_CENSUS%20REPORT.pdf](http://www.wgea.gov.au/sites/default/files/2012_CENSUS%20REPORT.pdf)

## Australian Institute of Company Directors

The Australian Institute of Company Directors has developed a range of initiatives to help achieve a greater representation of women on boards and in senior executive positions. The aim is to increase board diversity both in the short-term and in the long-term through practical programs, policy and advocacy and engagement with key stakeholders. Programs include:

- Early adopter case studies describing the initiatives of five companies which have either already adopted the new diversity recommendations or are proposing to adopt the new recommendations early.
- Practical help to ASX- listed entities get started on embedding diversity within the culture of their organisations.
- Chairmen's Mentoring Program bringing together senior listed company chairmen and emerging female directors.
- Board Diversity Scholarship Program, jointly funded with the Australian Government providing 70 education scholarships to board-ready women.

The WA division of the Australian Institute of Company Directors' also initiated The Director Pipeline Project in 2011.<sup>54</sup> The pilot project created a group of 'board-ready' female executives who would be suitable candidates for appointment to public and private boards in WA.

## Women on Boards<sup>55</sup>

Women on Boards is a company that seeks to improve the gender balance on Australian boards. It is funded through subscriber fees and earnings from services to organisations.

Partners include the corporate, government and not-for-profit sectors. Women on Boards hold events, host programs, create opportunities for women and coach and mentor them into career and director roles.

Over 18,000 women are registered with Women on Boards from all sectors and industries, and the network has helped nearly 1,000 women gain board positions.

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<sup>54</sup> [www.companydirectors.com.au/In-My-State/WA/Pipeline-Project](http://www.companydirectors.com.au/In-My-State/WA/Pipeline-Project)

<sup>55</sup> [www.womenonboards.org.au](http://www.womenonboards.org.au)

## Chief Executive Women<sup>56</sup>

An organisation representing Australia's most senior women leaders from the corporate, public service, academic and not-for-profit sectors since 1985.

Chief Executive Women offer scholarships and a 'Leaders Program' to emerging female executives throughout Australia. Chief Executive Women promote the importance of increasing women's participation in leadership through a range of initiatives including CEO Conversations– an online Gender Diversity Kit–and advocacy and research on topics relevant to, and informing, the gender debate.

## Business and Professional Women<sup>57</sup>

This is a member-based non-government organisation that is part of a global network–BPW International. BPW lobbies business and government at all levels, including at the United Nations, where they hold Special Category Status.

## Other non-government groups

There are many non-government and/or not-for-profit organisations established by women for the advancement of women in Australia. Examples include Women in Mining and Resources of WA<sup>58</sup> and Women in Technology WA.<sup>59</sup> The benefit of such organisations lies in their ability to connect women to unique networking, coaching, or mentoring opportunities that can assist with career development. This is particularly important in male-dominated industries, such as technology and mining, where women may sometimes feel isolated.

Further resources include:

- [mycareer.com.au](http://mycareer.com.au) (has a board vacancy category)
- Business21C<sup>60</sup> (UTS online community promoting innovation in business)
- Board Direction<sup>61</sup> (board listings and career services provided to members).

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<sup>56</sup> [www.cew.org.au/](http://www.cew.org.au/)

<sup>57</sup> [www.bpw.com.au/](http://www.bpw.com.au/)

<sup>58</sup> [womeninmining.com/](http://womeninmining.com/)

<sup>59</sup> [www.witwa.org.au/](http://www.witwa.org.au/)

<sup>60</sup> [www.business21c.com.au/2010/03/place-at-the-table-women-on-boards](http://www.business21c.com.au/2010/03/place-at-the-table-women-on-boards)

<sup>61</sup> [boarddirection.com.au/](http://boarddirection.com.au/)

## Other Jurisdictions

- NSW: [www.ourcommunity.com.au](http://www.ourcommunity.com.au) boards help sheets and board matching service (with particular emphasis on not-for-profit boards)
- New Zealand: All About Boards (Ministry of Women's Affairs) [mwa.govt.nz/all-about-boards](http://mwa.govt.nz/all-about-boards)
- Canada: [www.sportanddev.org/en/toolkit/latest\\_publications/?6144/1/Women-on-Boards-A-Guide-to-Getting-Involved](http://www.sportanddev.org/en/toolkit/latest_publications/?6144/1/Women-on-Boards-A-Guide-to-Getting-Involved)

## Key Publications

- Corporate Governance Principles and Recommendations with 2010 Amendments (ASX).<sup>62</sup>
- The Directors' Toolkit (KPMG).<sup>63</sup>
- The Essential Guide to Getting on a Board (AICD).<sup>64</sup>
- Board Diversity: Think Outside the Square (AICD).<sup>65</sup>
- Promoting the Participation of CaLD Women on Boards and Decision-Making Positions (FECCA).<sup>66</sup>
- Australian Census of Women in Leadership 2012 (WGEA).<sup>67</sup>
- Increasing the Number of Women in Senior Executive Positions: Improving Recruitment, Selection and Retention Practices (BCA).<sup>68</sup>
- Women in Leadership: Understanding the Gender Gap (CEDA).<sup>69</sup>

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<sup>62</sup> [www.asx.com.au/documents/asx-compliance/cg\\_principles\\_recommendations\\_with\\_2010\\_amendments.pdf](http://www.asx.com.au/documents/asx-compliance/cg_principles_recommendations_with_2010_amendments.pdf)

<sup>63</sup> [www.kpmg.com/au/en/issuesandinsights/articlespublications/pages/director-toolkit.aspx](http://www.kpmg.com/au/en/issuesandinsights/articlespublications/pages/director-toolkit.aspx)

<sup>64</sup> [www.womensagenda.com.au/images/stories/marketing/ebooks/wa\\_getting-on-a-board.pdf](http://www.womensagenda.com.au/images/stories/marketing/ebooks/wa_getting-on-a-board.pdf)

<sup>65</sup>

[www.companydirectors.com.au/~/\\_media/Resources/Director%20Resource%20Centre/Governance%20and%20director%20issues/Board%20diversity/Board%20diversity%20PDF/02420\\_12\\_NAT\\_Board%20diversity%20booklet\\_%20A5\\_aqua\\_WEB.ashx](http://www.companydirectors.com.au/~/_media/Resources/Director%20Resource%20Centre/Governance%20and%20director%20issues/Board%20diversity/Board%20diversity%20PDF/02420_12_NAT_Board%20diversity%20booklet_%20A5_aqua_WEB.ashx)

<sup>66</sup> [www.fecca.org.au/images/Documents/cald\\_womens\\_leadership\\_project\\_summary\\_report.pdf](http://www.fecca.org.au/images/Documents/cald_womens_leadership_project_summary_report.pdf)

<sup>67</sup> [www.wgea.gov.au/lead/australian-census-women-leadership](http://www.wgea.gov.au/lead/australian-census-women-leadership)

<sup>68</sup> [www.bca.com.au/publications/increasing-the-number-of-women-in-senior-executive-positions](http://www.bca.com.au/publications/increasing-the-number-of-women-in-senior-executive-positions)

<sup>69</sup> [www.ceda.com.au/media/310731/cedawiljune%202013final.pdf](http://www.ceda.com.au/media/310731/cedawiljune%202013final.pdf)

- Creating a Positive Cycle: Critical Steps to Achieving Gender Parity in Australia (Bain & Co / CEW).<sup>70</sup>
- Australia's Hidden Resource: The Economic Case for Increasing Female Participation (Goldman Sachs & JBWere, November 2009).<sup>71</sup>

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[www.bain.com/offices/australia/en\\_us/Images/BAIN%20REPORT%20Creating%20a%20positive%20cycle.pdf](http://www.bain.com/offices/australia/en_us/Images/BAIN%20REPORT%20Creating%20a%20positive%20cycle.pdf)

<sup>71</sup> [www.asx.com.au/documents/about/gsjbw\\_economic\\_case\\_for\\_increasing\\_female\\_participation.pdf](http://www.asx.com.au/documents/about/gsjbw_economic_case_for_increasing_female_participation.pdf)

# Appendix 1

## Women's Advisory Council Members



### **Ms Maria Saraceni (Chair)**

Barrister Francis Burt Chambers; (previously) Federation of Ethnic Communities Councils of Australia Women's Committee; Adjunct Professor, Murdoch Law School

Maria is a barrister who has previously worked as a lawyer, specialising in the areas of workplace relations/employment law and occupational health and safety. She has also gained extensive experience on a number of boards and also holds membership of many professional organisations. Maria's experience as a lawyer included helping boards and executive management to meet their legal workplace obligations. For four years Maria was chair of the Women's Advisory Council and has also been women's chair for FECCA (Federation of Ethnic Communities Councils of Australia). Maria also sits on the Appeals Costs Board (State Government Board); IFAP Inc. (a not-for-profit safety training corporation) and Lost and Found Inc. (a not-for-profit opera company).

In 2012 the Federal Government appointed Maria as a People of Australia Ambassador.



### **Prof Rowena Barrett**

Professor of Human Resources, Management School, Edith Cowan University

Currently Professor of Human Resource at Edith Cowan University (ECU), Rowena has also been head of the School of Management at ECU and spent several years in senior academic roles in the UK and in Victoria. She has experience in supporting and developing women's potential to participate economically in society in a range of different ways. Rowena's board experience includes ISHAR, a multicultural women's health service in Perth, ANZAM and other small not for profit organisations.



### **Prof Lesley Cala**

Vice President National Council of Women Western Australia

Lesley Cala is a Clinical Professor at UWA and has extensive experience in teaching, research in CT imaging of strokes, brain tumours and computer-assisted diagnosis. Lesley acted as a tutor, mentor and benefactor to the students of St Catherine's College for Women for 40 years. Lesley has been President Australian Federation of University Women of WA (now called Graduate Women of WA) and was elected a Life Member of Graduate Women of WA and also National Council of Women Western Australia, in addition to her work with many other organisations and committees.



### **Ms Lily Chen**

President Lily Chen & Associates; Australian Chinese Women's Federation

Lily Chen has a masters degree in Russian language and literature and worked in China and Russia before coming to Australia. She obtained a Bachelor degree in law from UWA. Her professional business specialises in the areas of Family Law, Immigration and Property Settlements.

Lily is a City of Perth councilor, Vice President of Migration Institute of Australia, President of Migration Institute WA branch. She also chairs the Australian Chinese Women's Federation and is the President of Australian Chinese Women's Council. This women's organisation promotes Australian Chinese women's financial independence, encourage them to pursue social and political status in Australia.



### **Ms Annette Chivers**

St John of God Hospital (previously Manager Zonta House Women's Refuge)

Annette's role at SJOG Subiaco includes coordinating programs for sponsorship to assist disadvantaged people in those communities, both locally and internationally. She also coordinates the hospital's volunteer and social outreach program. She previously managed a large women's refuge service for 8 years, providing support for 50 women in crisis within 19 houses, which included a strong outreach program of support. Annette's experience on boards includes Community Housing Coalition WA, Fremantle Women's Health Centre and the Women's Council for Domestic and Family Violence.



### **Ms Fiona Lander**

Executive General Manager, Corporate Affairs & Organisation Development, Perth Airport Pty Ltd.

Prior to joining Perth Airport in August 2010, Fiona held a senior roles in a range of human services portfolios across the WA public service and worked for a number of State and Federal Ministers. She has extensive experience in the public and private sectors having held roles with responsibility for strategic and operational policy, corporate affairs and government relations and corporate services. Fiona has a Bachelor of Arts and an Executive Master in Public Administration, and is a graduate of the Australian Institute of Company Directors. She has sat on a number of boards including the Fremantle Port Authority, Youth Focus and Meerilinga Young Children's Foundation.



### **Mrs Amanda Lovitt**

Funeral Celebrant

Amanda has held diverse roles at Centrelink and as Customer Service Manager before qualifying as a Funeral Celebrant. Her extensive and diverse board experience includes mining company, museum, airline and government advisory councils and reference groups and she has written numerous articles in a variety of publications as well as being a regular on ABC Regional Radio. Amanda is also an elected member for the Shire of Harvey.



### **Ms Philippa Page**

Child Health Nurse, Brookton Health Service

Philippa is a nurse of 28 years, 25 of which were spent in rural WA. In her role as community health nurse, Philippa gained knowledge of the health issues that face rural and indigenous women. Her role connects with Indigenous Health workers and larger organisations such as the Aboriginal Medical Service and Mental Health Services.



### **Ms Holly Ransom**

Business Analyst Rio Tinto, Public Speaker and Consultant

Holly is the CEO of coaching and consulting firm HRE Global and has been appointed by the Australian Prime Minister to Chair of the 2014 G20 Youth Summit. Holly has a BA (Economics) and a Law degree and has worked with more than 20 non-profit organisations across the world, and for Rio Tinto CEO Sam Walsh. In 2012 Holly was the recipient of both the Western Australian of the Year Youth Award and Young Volunteer of the Year and was recently named as one of the '100 Most Influential Australian Women' by the AFR in 2012.



### **Ms Karen Strange**

Grain and Livestock Producer, Bruce Rock

Karen's experience includes more than three decades in agriculture and is an active partner in the family farming business. Karen is also a mother of four and grandmother of seven.

She is engaged at the local school as Community Liaison, is a School Councillor and has been part of the initiation and the ongoing running of the True Blue Dreaming Mentoring program. Karen is passionate about Wheatbelt communities and her involvement with local and regional issues contributes to her experience and understanding of women's issues.



### **Ms Cheryl Thomas**

Office Manager Gumala Investments

Experience in providing high quality administration to all aspects of the Gumala Investments office, including the board and executive officer. Cheryl was also responsible for implementing the new Traditional Owner Register.

Previously Cheryl was National Manager Indigenous Employment at Australia Post where she established and implemented many programs that assisted with the changing culture in the organisation, including Indigenous employment programs, EEO programs, harassment training and investigation programs.



**Ms Rosemary Waldron-Hartfield**

Partner, Moray & Agnew Lawyers

Rosemary is a strong role model for women in the law and continues to mentor younger lawyers. She is currently a senior partner in a national law firm and was previously the WA managing partner of a national firm, and a member of that firm's strategic board. Prior to this Rosemary established a law firm with two other women in Adelaide which was one of the first law firms to have all female partners. She is a strong advocate of economic independence for women.

## Appendix 2: Sample selection matrix for board members<sup>72</sup>

### Board Skills, Qualities & Experience Matrix

<b>Skills</b>	Strategic thinking	
	Planning & leadership	
	Risk management & audit	
	Reading & understanding financial statements	
	Legal, financial & other professional skills	
	Marketing & communication	
	Fund-raising	
	Industry-specific skills & knowledge	
	Stakeholder management	
<b>Qualities</b>	Integrity & community standing	
	Demonstrated honesty	
	Tolerance of different views	
	Track record of acting in good faith & in the best interests of the organisation	
	Ability to listen, analyse, think clearly & work well with others	
	Willingness to attend meetings, ask questions & take responsibility	

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<sup>72</sup> Adapted from AGWA

## Board Skills, Qualities & Experience Matrix

<b>Experience</b>	Working on a board	
	Networking & dealing with stakeholders	
	Performing at high levels in relevant fields of expertise	
	Previous experience as chair (if to be chair)	

**Disclaimer:** The information and advice within this document is provided voluntarily by the Women's Advisory Council and the Department of Local Government and Communities as a public service. We are grateful to the New Zealand Ministry of Women's Affairs and the New South Wales Government, Department of Family & Community Services–Women NSW for providing permission to adapt their resources. The information and advice is provided in good faith and is derived from sources believed to be reliable and accurate. No representation or warranty, express or implied, is made as to the accuracy, completeness or fitness for purpose of this document. The reader of this document should satisfy him or herself concerning its application to their situation. The State of Western Australia, the Women's Advisory Council, the Department of Local Government and Communities and their officers expressly disclaim liability for any act or omission occurring in reliance on this document or for any consequences of such act or omission. Current as at March 2014.





[Being Board Ready: A Guide for Women](#)  
is available for viewing and download from  
the Department of Local Government and  
Communities website:

[www.dlgc.wa.gov.au/women-and-boards](http://www.dlgc.wa.gov.au/women-and-boards)

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