

Director with Industry Experience

Information for candidates

(including Duty statement and selection criteria)

Vacancy - February 2021

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A. Introduction

Established in 1993 and provided for under a Federal Act of Parliament, the Telecommunications Industry Ombudsman scheme (TIO scheme or TIO) is operated by Telecommunications Industry Ombudsman Limited (TIO Limited) and is independent of industry, the government and consumer organisations.

The TIO scheme provides a fair, independent and accessible dispute resolution service for small business and residential consumers of the telecommunications industry that complies with the Benchmarks for Industry Based Customer Dispute Resolution Schemes.

The TIO scheme is managed by an Ombudsman and a Board of Directors. The Board comprises a balanced mix of Directors with Industry Experience, Directors with Consumer Experience, Independent Directors and an Independent Chair.

The TIO's objectives and rules are contained in the company Constitution of TIO Limited, a company limited by guarantee whose objects, briefly stated, are:

- To operate the TIO scheme
- To appoint an Ombudsman with power to receive, investigate, make decisions relating to and facilitate the resolution of complaints by residential and small business consumers of telecommunications services.

On 25 February 2021, the Director with Industry Experience appointment will become vacant.

As a result, the Board of TIO Limited has instructed the Nominations Committee of the Board to recommend to the Board the appointment of a Director with Industry Experience, in accordance with its Constitution.

The Board's Nominations Committee is calling for expressions of interest in the position of Director with Industry Experience.

A Duty Statement and selection criteria for the role of Director with Industry Experience, together with information on how to apply for the role, are set out in this document.

B. Duty Statement

A Director with Industry Experience of TIO Limited has the full responsibilities of any director of an unlisted public company limited by guarantee. It is expected that all members of the Board will make a full contribution to the Board's work and operate as part of a team.

All TIO Directors are required to preserve the independence of the Ombudsman who has day-to-day responsibility for the management and operation of the TIO scheme.

The TIO Board meets between 8 and 10 times a year, generally in Melbourne.

The Board also has three standing committees: the Nominations Committee, the Audit, Finance, Risk & Compliance Committee, and the People Committee.

Candidates should also consider the time required to prepare for Board meetings and to participate in Board committee meetings, as required.

Each Director has a duty to act honestly, fairly, diligently and in accordance with the law.

C. Governance Structure

The TIO scheme is operated by TIO Limited in accordance with the TIO Constitution and Terms of Reference and is independent of industry, the government and consumer organisations.

The Ombudsman reports to the Board of Directors of TIO Limited.

The Board preserves the independence of the Ombudsman who has day-to-day responsibility for the management and operation of the TIO scheme.

The current Board comprises:

- Prof The Hon Michael Lavarch AO - LLB, - Company Director (Chair)
- John Lindsay - GAICD MACS - Company Director
- Geoff Nicholson – BEc, MBA, FCA, GAICD, CSEP – Company Director
- Dr Paul Harrison - PhD, GAICD, MAM - Senior Lecturer, Deakin University
- Gordon Renouf – BA LLB – Chair, Australian Securities and Investments Commission’s Consumer Advisory Panel
- Andrew Sheridan CA, MA (Hons) –Vice President Regulatory & Public Affairs, Optus
- Jane Van Beelen – Bec, LLB, Grad Dip (Legal Practice), GAICD – Compliance & Regulatory Affairs Executive, Telstra Corporation Limited
- Julie Hamblin, BA, LLB (Hons)(Syd), LLM (McGill), FAICD – Company Director
- Catherine Wolthuizen, BA (Hons), LLB – Company Director

D. Selection Criteria

Candidates wishing to be considered for the role of Director with Industry Experience must have telecommunications industry experience.

Candidates must also have:

- Expertise in corporate governance, acquired by completion of a course of study or experience on a board or committee of management
- Ability to provide effective input on policy and jurisdiction issues for TIO Limited
- Ability to uphold the independence of the Ombudsman
- The capacity and willingness to consult with Members
- Knowledge of, or ability to acquire knowledge of, dispute resolution issues
- Demonstrated high level leadership, vision and judgment
- The highest standards of professional and personal integrity
- Interpersonal skills with the ability to work in a collegial team.

It is also desirable that candidates have functional skills and expertise that would assist and add value to the Board, including but not limited to:

- strategic expertise – the ability to review company strategy through constructive questioning and suggestion, and to use and implement knowledge built up over years of experience;
- financial literacy – the ability to read and comprehend the company’s accounts, financial material presented to the Board, financial reporting requirements and some understanding of corporate finance;
- relevant knowledge of the regulatory environment – as well as understanding an individual director’s legal duties and responsibilities; understanding the Board’s obligations to oversee compliance with state and federal laws; and
- managing risk – experience in managing areas of major risk.

E. Term of Appointment

The term of this appointment is for three years.

Directors may be re-appointed for a further term or terms.

The appointment of each Director is subject to the appointee executing a deed poll where the appointee agrees to be bound by the TIO Terms of Reference and other documents specified by the Board from time to time.

F. Remuneration

TIO Directors receive attractive remuneration for their service on the TIO Board.

Directors’ fees are determined by the Board annually and Directors are reimbursed for reasonable expenses incurred while carrying out their duties.

G. Application Process

The TIO Nominations Committee is calling for expressions of interest in the position of Director with Industry Experience on the TIO Board.

The Board has engaged Consultants, David Baber and Kate Wheeler of Fisher Leadership to assist the Committee with the selection process.

To pursue this opportunity in strict confident expressions of interest (EOI) must be submitted by Thursday 19th November 2020.

An EOI must include the following documents and clearly quote reference **TIOdin1020**:

- A succinct document addressing your interest in appointment to the TIO Board with reference to the Selection Criteria set out in section D of this document.
- A curriculum vitae.

Please email/upload (whichever is applicable) your application addressed to David Baber or Kate Wheeler via <https://fisherleadership.com/opportunities/director-industry/>.

Applications will be acknowledged within 24 hours.

This assignment is being handled exclusively by Fisher Leadership.