



AKA LTD DIRECTOR VACANCY

FINANCE DIRECTOR

The position of Finance Director on the Board of Australian Karting Association Ltd T/A Karting Australia will become vacant at the forthcoming Annual General Meeting of the Company. In accordance with the Constitution, the current term of the Finance Director expires at the 2019 Annual General Meeting of the Company. That meeting is scheduled to be held in May 2019.

THE COMPANY

Karting Australia is a not-for-profit company limited by guarantee. The company is vested with the authority and power to organise and control the sport of Karting in Australia.

The power and authority to organise and control the sport of Karting within Australia has been delegated to Karting Australia by the Federation Internationale de l'Automobile (FIA) through the Confederation of Australian Motor Sport (CAMS). International Karting is controlled by the FIA Commission Internationale de Karting (CIK-FIA).

Karting in Australia operates under a "Federated Structure". That means that the seven (7) affiliated States and Territory's – Karting Australia New South Wales, Karting Northern territory, Karting Queensland, Karting South Australia, Karting Tasmania, Karting Victoria and Karting Western Australia are the 'Ordinary Members' of Karting Australia.

They are separate legal entities but in affiliating with Karting Australia, our members agree to operate in accordance with all applicable laws and Karting Australia's rules, policies and procedures.

The 70 karting clubs affiliate with our Ordinary Members and our licence holders (while being issued with a Karting Australia competition licence) are all members of the clubs that directly organise and conduct race meetings. In so doing all Drivers, Officials, Clubs and State Associations are bound by the rules promulgated by Karting Australia.

NOT-FOR-PROFIT DIRECTOR DUTIES (Supplied by Australian Institute of Company Directors)

"Generally speaking, NFP directors are subject to both legislative and general law duties.

Directors of companies limited by guarantee

The principal Act governing the duties of directors of companies limited by guarantee is the Corporations Act 2001.

Director duties under the Corporations Act 2001 include, but are not limited to:

- *Care and diligence - exercise their powers and discharge their duties with the care and diligence that a reasonable person would have if they were a director of a company in the company's circumstances and occupied the office held by, and had the same responsibilities as, the director.*
- *Good faith - exercise their powers and discharge their duties in good faith in the best interests of the company and for a proper purpose.*
- *Improper use of position - not to improperly use their position to gain an advantage for themselves or someone else, or to cause detriment to the company.*
- *Improper use of information - not to improperly use information obtained through your position to gain an advantage for themselves or someone else, or to cause detriment to the company.*
- *Disclosure - material personal interests must be disclosed in a wide range of circumstances.*
- *Insolvency - prevent insolvent trading by the company."*

TERM OF APPOINTMENT

In accordance with the Constitution, the current appointment of Finance Director expires at the 2019 Annual General Meeting of the Company. That meeting is scheduled to be held in May 2019.

At that time, the Ordinary Members of the company will elect a Finance Director for a term of 3 years by ballot.

VOLUNTARY POSITION

Board members act in a voluntary capacity.

TIME COMMITMENT

Board members should expect to allocate several hours a week to fulfil their responsibilities to the Company.

The Board meets face to face between 4 and 8 times each year and as further required by teleconference. Meetings may be held either on week days or weekends as determined by the Chair.

"Constitution Rule 8.2

Board members are required to attend as many Board meetings as possible. If any Board member misses three Board meetings in a row without good explanation, then their position will be treated as a casual vacancy under this Constitution."

INDEMNITY

The successful candidate may be invited to enter into a standard Deed of Indemnity and Access with the company. This will be supplied to the preferred candidate at the time of offer of the position.

APPOINTMENT PROCESS

Applications for the position of Finance Director must be made in writing and sent to the Company Secretary by no later than 5.00pm (Eastern Standard Time) on Friday 26 April 2019.

The documents that are required to be supplied by all applicants at that time are:

- Completed and signed application form; and
- Current CV outlining your relevant experience; and
- Letter from you outlining why you are applying for the role and what you would hope to bring to the Board and the sport.

After the closing date, applications received will be reviewed on a preliminary basis, a short list of potential Directors will be prepared and referred to an independent panel of recruitment consultants for interviews and evaluation.

Upon completion of interviews the Board will receive a report from the independent panel. Further interviews by the Board may be conducted if deemed necessary prior to an offer of appointment being made by the Board.

POSITION DESCRIPTION

The Finance Director Position Description follows.

ADDITIONAL INFORMATION

To assist you in fully informing yourself about the company and the role, following are links to information that we consider is relevant to your considerations:

- Constitution <http://www.karting.net.au/karting-australia/constitution>
- Board Charter <http://www.karting.net.au/wp-content/uploads/2014/03/KA-Board-Charter-Reviewed-V2.0.pdf>
- Annual Report <https://www.karting.net.au/karting-australia/2017-annual-report>

Karting Australia



Ross Mallett
Company Secretary



CRITERIA FOR CANDIDATES FOR AKA LTD DIRECTOR ROLES

FINANCE DIRECTOR

1. General Criteria set out in AKA Constitution

Rule 7.4 of the AKA Ltd Constitution states that nominees for elected Director Positions should ideally demonstrate knowledge, skills and commitments in the following areas: -

- (a) knowledge of karting in general;
- (b) Previous experience in organisational work in either private, business or community activities. Ideally this experience will have been gained as a committee member or Board member;
- (c) A demonstrated ability to understand a wide scope of community issues, including requirements and objectives of governing not for profits bodies;
- (d) Management or administration skills, including financial management and common law obligations in the areas of corporate governance, Director's duties and responsibilities;
- (e) Professional or commercial background, particularly in the specialised area of expertise for which they are being nominated to be elected to oversee on the Board;
- (f) Excellent presentation and communication skills;
- (g) An ability to demonstrate major achievements or contributions in previous roles either within or outside karting;
- (h) An ability to work and communicate effectively within a group and with external parties;
- (i) An understanding of the strategic planning processes and the ability to implement developed procedures.

2. Additional Criteria

To be eligible for election as an Ordinary Member-elected Director, candidates must as a minimum:

- Be committed to effecting significant cultural change for the betterment of Karting Australia and the sport of karting generally. As a valued member of the Karting Australia Board be empowered with moving Karting Australia forward utilising best practise corporate governance and strategic planning structures to become recognised as the leading entry level for motor sport advancement both in Australia and Internationally.
- Bring an unquestioned level of integrity to the Board that will be essential in effecting long term cultural improvement so as to protect and promote the sport, just and honourable practices in the sport and the suppression of malpractice.
- Have the ability to bring fresh ideas to Karting Australia along with the ability to listen, analyse, think clearly and creatively, work well with people individually and in a group.
- Possess honesty, sensitivity, to and tolerance of differing views, a friendly, responsive and patient approach, community building skills, personal integrity, a developed sense of values, concern for Karting Australia's development and a sense of humour.

- Ideally, candidates for Ordinary Member-elected Director positions will have a good understanding of the issues impacting KA and sport generally in Australia; and have been a Board director previously.

3. Preferred Criteria for the Role of Finance Director

Members of the Board should be able to view and manage the sport of karting independently of personal, Club and industry allegiances for the overall benefit of the sport and the company.

Formal qualifications or extensive experience in one or more of the following disciplines are desirable: -

- Corporate Finance
- Accounting
- Audit
- Sports Financial Administration
- Regulatory Reporting
- Financial Risk Management

Proven ability in corporate finance supported by a strong accounting, budgeting, financial reporting and audit Administration experience is essential.

A thorough understanding and appreciation of both Federal and State Legislation relating to Not-for Profit organisations including all statutory reporting responsibilities.

Act as Co-Chairperson of the Governance, Finance and Risk Management Committee.

Professional Skills Areas

1. Commercial Experience – a broad range of commercial / business experience preferably in the small to medium business enterprise context, in areas including business systems, practices and improvement is the primary specialist skill required for this role.
2. Strategy – the ability to think strategically and identify and critically assess strategic opportunities and threats to Karting Australia, develop effective strategies and business plans to meet identified strategic objectives.
3. Policy Development - the ability to identify key issues for Karting Australia and develop appropriate policies to define the parameters within which the organisation should operate.
4. Corporate Governance - knowledge and experience in best practice corporate governance structures, policies and processes (particularly in the not for profit sector).