NED POSITION DESCRIPTION

Organisation Context

SGS is owned by **Partners** who also work in the business. Strategic direction of SGS is determined by a Board of Directors comprised of five internal and two external Directors. SGS has a **Chief Executive Officer** who is appointed by the Board, works with the Board on strategy and leads the operational management of SGS.

Practice Leaders are responsible for managing workflow and consultant capacity in the local office and leading the local practice's efforts in professional development, intellectual property development, team building and engagement with peers and relevant interest groups within and outside the firm. Under SGS's management philosophy and structure, Practice Leaders work as part of the SGS Executive Management Team on corporate initiatives and also are empowered to run the local office with a high degree of autonomy, provided decisions are made within the bounds of the adopted Business Plan and in accordance with the firm's Delegations of Authority. In carrying out these duties, the Practice Leader are assisted by local administrative team members.

Groups at SGS support team work flow planning and to facilitate work planning, in alignment with One SGS priorities; they also support discussion of other issues (project, client, sub-consultant, etc), sharing of tasks, broader issues across ways of working, team building, coaching (peer to peer) and collaboration, and individual wellbeing

Principals at SGS have a critical role in promoting the firm. Whilst Principals have a focus on business and client development, winning projects and achieving work winning targets, they are the firm's leading consultants and lead significant projects, providing strategic input and mentor and develop the SGS team. Principals also review all of the firm's major reports to ensure that solid and reliable advice is being presented.

Senior Associates are project direction, work winning and client development leaders in the firm. Senior Associates have a similar function and role of Principals, with slightly lower work winning targets. They are expected to have a focus on work winning, project directorship and promotion of SGS externally. As leaders, they are expected to mentor junior staff and contribute to strategic planning.

Associates are recognised for their intellectual, project execution, creative and technical contribution to the firm. They are acknowledged as key leaders in SGS's operations. Associates are expected to mentor team members and to actively contribute to the firm's business planning in its various forms. They will be trained and supported by senior mentors to develop work winning skills with the medium-term objective of winning significant levels of work for the firm. They are expected to manage high levels of project work and play a significant role in promoting SGS to the industry in general as well as to existing and potential clients.

Senior Consultants are expected to have highly developed conceptual thinking skills and deliver a final or near final product when completing sub-briefs. It is also expected that senior consultants have a high degree of self-management, project manage multiple jobs effectively, can develop appropriate responses to briefs and consistently win projects for SGS. Senior Consultants also provide leadership by mentoring Consultants and Researchers.

Consultants are generally responsible for completing sub-briefs set by job managers under supervision. Consultants will have a recognised degree, are expected to show an active interest in SGS's areas of expertise and demonstrate innovation in completing tasks. Consultants who take pride in their work, have highly developed conceptual thinking skills, good technical skills and attention to detail, together with high levels of initiative, self-motivation, good self-management skills and who actively market SGS will be viewed favorably for promotions within the firm.

National Support of the firm is managed by the Chief Operating Officer (COO) who has overall responsibility for IT support, marketing, human resources and finance. SGS also has a **Marketing Manager** who coordinates marketing and communications activities for the firm.



[Title] 1

Board objectives

- Ensure the successful and sustainable operation of the company
- Ensure financial performance of the company
- Work as a high performance team
- Enact the values of the company
- Provide direction to the CEO
- Provide leadership to the staff members of the company
- Ensure that the systems, policies and relationships are commensurate with the risks involved
- Operate within the framework of society and meet the expectations and ethical standards of society.

Board responsibilities

- Provide the vision and strategic direction
- Approve long-term and annual budgets and major operational and business development plans
- Ratify policies governing the operations of the company
- Monitor the company's performance against any set objectives, strategies and targets, and reporting on such reviews
- Recruit, appraise, remunerate and plan for succession of the CEO
- Ensure that there are adequate systems and processes and a culture to comply with legal and other requirements
- Ensure that the risks to which SGS is exposed are clearly identified and that suitable processes are in place to manage those risks
- Be accountable to the shareholders and align the collective interests of the company, shareholders, leaders and employees
- Act as ambassadors for the company.

Directors

- Actively communicate the vision and strategy to the company.
- Consider and approve plans and policies to support the company vision and strategy.
- Understand the principles of consensus decision-making and strive to uphold these principles
- Actively contribute to decision-making and discussion in the best interests of the company
- Support the CEO by championing decisions of the Board and maintaining clear lines of separation between board and operational functions
- Consider and approve the positions, individuals and terms and conditions of the CEO, COO, Practice Leaders, Principals, and Area of Service Leaders
- Contribute to the annual review of the Board, Directors and CEO
- Actively reinforce and support company culture
- Ensure the company complies with all relevant legislation
- Facilitate client and stakeholder relationships at a high level for company benefit
- Undertake board committee responsibilities as directed by the Board
- Prepare board papers as required.

[Title] 2