POSITION DESCRIPTION
BOARD MEMBER

Position	Board member
Tenure	3 years, with a further 2, 3 years terms available
Date of Review	September 2028

Inner Melbourne Community Legal

IMCL is an independent, not for profit community legal centre widely known for its innovative and leading legal information, advice and representation work with vulnerable people and its strong advocacy for fairer laws and fairer legal outcomes for the community.

IMCL is a merger of the Inner Melbourne Community Legal Centre and Flemington Kensington Community Legal Centre which occurred in 2021. The combined history of community foundations, legal services and advocacy of both organisations has created a strong, community connected and passionate community legal service that strives every day for equality and justice.

Our vision is to work towards a future where systemic injustices that affect our clients are recognised and addressed.

Our purpose is to create a just society by building fairness and well-being in our community through the legal system.

Commitment

Board members are voluntary roles with meetings held six times per year after ordinary work hours. Occasional additional meetings of the Board may be required by exception.

There are currently two committees: Finance, Audit & Risk and Nominations. Board members are expected to be a member of at least one committee. Committees generally meet 6 times a year in the months when the Board does not meet although frequency varies by committee and need.

All Board members participate in an annual strategic planning day.

Board members are not remunerated. However, reimbursement is available for reasonable out-of-pocket expenses for attendance at Board meetings or undertaking the role of a Board member.

Key Responsibilities

The role of all Board members is to work with the Board to ensure that IMCL is fulfilling its purpose, serving its members and clients effectively, and operating in a sustainable and responsible manner. Members have the following responsibilities:

1. **Financial Oversight:** The Board holds responsibility for supervising IMCL's annual budget, ensuring effective financial risk management, and maintaining compliance with all relevant legal and regulatory obligations.

2. **Strategic Direction & Planning**: As a member of the Board, the role participates and contributes to the development and monitoring of the organisation's strategic plan. This involves identifying IMCL's goals and objectives, determining the resources needed to achieve them, and establishing the parameters and risk appetite necessary to achieve IMCL's strategy.

3. **Governance**: The Board is responsible for ensuring that the organisation operates within its legal and ethical framework. This role specifically includes monitoring the organisation's financial performance and risk management and ensuring that it complies with all applicable laws and regulations. All Board members are expected to play an active role in improving the effectiveness of the board and its governance practices.

4. **Advocacy**: The role participates in advocating on behalf of the organisation and the members it serves at a Board level. This may include engaging with stakeholders and promoting the organisation's mission and values.

5. **Leadership**: As a Board member, the role contributes to providing leadership and guidance. This includes setting the tone for IMCL's culture, modelling ethical behaviour, and promoting a collaborative and inclusive work environment – both as a member of the Board and with the broader organisation.

Obligations as a Board member

As a member of the Board of a charity registered with the Australian Charities and Not-for-profits Commission (ACNC), you have duties and responsibilities that come with the role. The ACNC sets minimum governance standards that all charities must meet. The ACNC's Governance Standard Five requires that charities take reasonable steps to make sure that the members of their governing body know and understand their legal duties and carry out their duties. These duties generally require you to be careful and conscientious in your role and to act with common sense and integrity.

The duties are:

- **To act with reasonable care and diligence.** You must exercise your powers and duties with the care and diligence that a reasonable person would if they were in your place.
- **To act in good faith in the best interests of IMCL and for a proper purpose.** When acting as a Board member you must make decisions that are in the best interest of IMCL and to further its charitable purpose.
- **Not to improperly use information or position.** Any special knowledge that you gain as a Board member must only be used for the benefit of IMCL and never to further personal or other interests. Similarly, you must not use your position to improperly gain an advantage for yourself or someone else, or cause detriment to the charity.
- **To disclose actual or potential conflicts of interest.** If your duty to act in the best interests of IMCL conflicts with (or may conflict with) your personal interests, you must disclose this responsibly.
- **To ensure that financial affairs are managed responsibly.** You must ensure that there are systems and processes in place, so the IMCL resources are being effectively put towards the organisation's charitable purpose and are protected from misuse.
- **Not to allow IMCL to operate while insolvent.** You must ensure that IMCL can pay its debts as and when they fall due, and that the organisation does not continue to operate if it cannot pay its debts.

Knowing and carrying out your duties as a Board member will help IMCL to achieve its charitable purpose and protect its resources against misuse. You can find more information about your duties as a director on the ACNC's website: **https://www.acnc.gov.au/tools/factsheets/responsible-persons-board-or-committeemembers**

Organisational Values

All Board members positions are required to follow the IMCL's values of integrity, courage, radicalism, community and care to guide their actions and behaviours towards employees, members and stakeholders.

Organisational Responsibilities

All Board members are required to familiarise themselves with and abide by IMCL's Constitution and governance charters, policies, procedures, values, and Code of Conduct.

Board members must comply with the principles of equity by promoting gender equality and creating a culture, conditions and practices that are inclusive and equitable for all genders and equity for individuals of diverse backgrounds including those from the Aboriginal and Torres Strait Islander, Culturally and Linguistically Diverse and LGBTI+ community to apply.

Key Selection Criteria

- **Genuine Interest and commitment to social justice:** Commitment to the philosophies and aims of the IMCL ensuring alignment with the organisation's core values and mission.
- **Governance and Leadership Experience:** Demonstrated experience as a non-executive director, demonstrating a robust understanding of board processes and ethical leadership. Prior NFP board experience is highly valued.
- **Strategic Acumen:** Proven ability to critically evaluate organisational strategies, contribute to strategic decision-making processes through insightful questioning and constructive suggestions, and align strategic initiatives with the organisation's mission and objectives.
- **Legal Compliance and Oversight:** Demonstrated capability in ensuring the organisation's adherence to all relevant legal requirements and regulations, with a strong grasp of the duties and responsibilities expected of board members in the current governance landscape.
- **Risk Management Expertise:** Ability to develop a comprehensive understanding of the organisation's risk landscape and effectively manage areas of significant risk to ensure the organisation's sustainability and resilience.
- **Financial Literacy:** Proficiency in interpreting financial statements, analysing financial data, and understanding financial reporting requirements, or a strong willingness to acquire these skills to effectively oversee the organisation's financial health.
- **Communication and Interpersonal Skills:** Demonstrated excellence in communication and interpersonal skills is essential, enabling Board members to cultivate and sustain positive relationships with stakeholders from a wide range of backgrounds. The ability to engage effectively with others to build strong collaboration, informed decision making, and the overall success of the organisation's governance.
- **Governance Qualifications:** A recognised governance qualification, such as the Graduate of the Australian Institute of Company Directors (GAICD), is highly valued. Alternatively, candidates who demonstrate a genuine commitment to pursuing the GAICD or an equivalent governance credential will also be considered. This requirement ensures all Board members possess or are working towards acquiring essential knowledge and skills in corporate governance, reinforcing the organisation's commitment to best practice leadership and oversight.

Compliance

Upon joining the Board, members must provide a police check that is not less than six months old. If during tenure, a Board member has been charged, is under investigation, or has been convicted of an offence, the Board member must immediately raise the matter with the Chair.

Board members will also be required to complete a Responsible Persons Declaration; Declaration of Private Interests; and National Personal Insolvency Index Check.