

# Board Director Election FAQs

## **How are candidates nominated for a Board Director position?**

All Screenrights members are entitled to nominate a candidate to stand for election to the office of Director on Screenrights' Board at each Annual General Meeting. Candidates do not need to be a member of Screenrights, but they must be a resident of Australia or New Zealand. There is a call-out to Screenrights members for nominations prior to the AGM, with position descriptions provided.

## **What is the make-up of the Board?**

Screenrights' Board consists of twelve Directors. In accordance with the Screenrights Constitution, three positions are allocated for Authorial Directors (Writer, Director and Composer), one position is allocated for a New Zealand Director, and the remaining positions are for General Directors.

## **When do new Director positions become available for candidates?**

Each Director is elected for a three-year term. Directors may stand for re-election with a limit of three terms. A Board member can only stand for a fourth term following a request from the Chair (or a request from the Deputy Chair in the case of the Chair). Vacancies occur as Directors reach the end of their three-year term. At any given election, there may be certain Authorial or New Zealand Director positions open for nominations, depending on the current rotation of Director terms.

## **Why does the Board review all nominations and endorse certain candidates?**

Board membership and succession is discussed on an ongoing basis by the Board. The Board has determined an overall preferred skills set as follows:

*Governance, strategic expertise, industry knowledge, accounting and finance, legal, managing risk, digital transformation, understanding of government, managing people and achieving change, marketing and communications.*

Taking into account this skills matrix and the make-up of the Board at the time, the Board will publish Position Descriptions for each vacancy. The Board will then review all nominations received against the Position Descriptions and endorse candidates it considers will best ensure its on-going good governance, taking into account its aims to reflect the diversity of the Australian and New Zealand community and serve Screenrights members and stakeholders. The Chair will write to all members and advise them of the candidates endorsed by the Board ahead of voting opening.

Members are free to vote however they choose, and are not obliged to follow the Board's recommendations.

**How are Directors elected to the Board?**

After the September Board meeting, Screenrights members receive instructions on how they can place their vote in the Board elections with a personalised link to an online ballot, provided with information about each of the nominated candidates and Screenrights' Annual Report. The ballot provides for each member to have one vote plus one additional vote for each \$500 distributed to the member in the previous accounting period, with no member exceeding 15% of the total votes. Members are able to request to vote by mail if they are unable to vote online. Voting closes seven days before the October AGM, where the election results are announced.

**Why are there Authorial Directors and an NZ Director?**

In 2019, the Board recommended reserving positions for authorial directors and a director from New Zealand. Screenrights members voted overwhelmingly for the authorial sector to have a minimum of three seats at the Screenrights Board table. Over 95% of votes were in favour of the proposed change at the EGM, ensuring a perspective on the Board from the industry's screenwriters, directors and composers, or their representatives. The provision for a director from New Zealand ensures that Screenrights' New Zealand members are represented on the Board.

Note that these are minimum requirements and that there may be more than one director with those backgrounds at any given time. For example, more than one Director from New Zealand may be on the Board (for instance, there may be the NZ Director and a General Director who is from NZ), and the same applies to authorial directors.