Position description	Independent Committee Member
General	• On being appointed to the Committee undertake induction and training procedures as provided by the Board including if required the AICD Directors course (securing the GAICD qualification) • Advise the Committee on any fiduciary duties to be carried out in line with the *Corporations Act (Clth) 2001* • Provide independent advice on governance and oversight to the Committee • Provide advice and support on issues of commercial acumen to the growth, development and sustainability of the companies • Meet the required expectations of an Independent Committee Member set by the Board (see Appendix A)
Governance	• Consider, debate, and vote on issues before the Committee based on the best interests of C2B only • Discharge duties in good faith and honesty in the best interests of C2B with the level of skill and care expected • Comply with the rules, policies, of C2B • Use the powers of the office for proper purpose, in the best interests of C2B as a whole • Act with required care and diligence, demonstrating commercial principles in decision making • Be informed of, and meet all legal and fiduciary responsibilities • Review outcomes and metrics created by C2B for evaluating its impact and regularly measuring its performance and effectiveness using those metrics • Abide by the policies, Constitution/ relevant codes, mission, values and goals, privacy and confidentiality of C2B and ensure others do the same
Time Attendance and Meetings	• Fulfil the minimum time requirements of the role **(see Appendix A)** attendance and preparation for 6 Committee Meetings per annum. • Attend all meetings, or, if unavoidable, apologise in advance for absence,

	• When papers are circulated in advance of a Committee meeting, read papers and consider issues before the meeting with diligence • Contribute to the discussion and resolution of issues at meetings and otherwise as appropriate • Undertake diligent analysis of all proposals placed before the Committee • Volunteer for and willingly accept assignments and complete them thoroughly and on time • Stay informed about organisational, industry and board matters, prepare well for meetings and review and comment on board minutes and report • Get to know other Board/Committee members and build a collegial working relationship that contributes to consensus and team building • Partner with the CEO, Executive and other Directors to ensure that board resolutions are carried out
Administration and management	• Do not approach employees of C2B (paid or unpaid) unless agreed with the CEO • Do not undermine the leadership of the CEO or other Executive team
Media	• Make comments to the media only as provided in the C2B's Media Policy and approved media statements
Promotion	• Promote the organisation in the community as opportunities arise • Commit time, effort and contact with personal networks to participate actively in committee work • Participate in awareness raising and advocacy for the organisation
Legal and ethical	• Avoid making any improper use of the position to gain any material advantage for self, or for any other person, or to the detriment of the organisation • Avoid making any improper use of any information acquired by virtue of the position at C2B to gain any material advantage for self, or for any other person, or to the detriment of the organisation • Inform the CEO immediately of any direct or indirect material personal interest in any contract with C2B • At all times conduct Board business politely and with consideration for others, without ill feeling, improper bias, or personal animus