

Board Appointment - FAQ

1. How many people serve on the Board of Directors? Will this number change?

There must be at least 4 directors, and up to 12 directors. Initially it is expected that there will be nine or ten directors, but this may vary depending on the skills needed at various times leading up to the 2023 events.

SWP is expecting to appoint up to 6 members of the Board through this process.

2. Who appoints members of the Board?

All members of the Board are appointed by the SWP Board or the SWP General meeting

There are also four appointed members of the SWP Board. These are:

- Two members appointed by Sydney Gay and Lesbian Mardi Gras.
- One member appointed by the NSW Government.
- One member appointed by the Commonwealth Government

The government appointees are public servants with expertise in events and tourism.

3. Do I need to be a member of the LGBTQI+ communities to be a Board member?

All Board members will need to be committed to the SWP values and committed to diversity, and it is hoped that the SWP Board will reflect the community the 2023 events are celebrating.

We are keen to see the Board reflect the cultural diversity of our community and reflect SWPs commitment to be a platform First Nations and people across the Asia Pacific.

SWP believes our communities have the talents needed to have a strong SWP Board, but it is not a pre-requisite that prospective Board members be a member of the LGBTQI+ communities.

4. Is there a dedicated First Nations position?

SWP is committed to the full participation of First Nations people throughout the governance of the organisation including the Board. This will include having at least one Board member who is from a First Nation

5. Will the interim Board members continue?

The interim Board members are eligible to be appointed to the SWP Board, and it is likely some of them will seek to continue. The SWP directors nominated by Mardi Gras and the Commonwealth and NSW State government will continue. The profiles of the current Directors can be found at www.sydneypride.com

6. If directors need support to fully participate in meetings, will that be available?

SWP can provide special accommodation or support to ensure that all Directors living with a disability are able to fully participate in meetings.

SWP will assist Board members to develop any additional skills they require and will provide technical support for remote meetings.



7. How long is each Board member's appointment?

Most directors are expected to serve until the end of SWP in 2023. The Board can appoint directors for a limited period and can remove a director at any time.

8. What are the eligibility requirements of Board positions? How will applications be assessed?

SWP is a company supervised by the Australian Securities and Investments Commission (ASIC), so directors must be able to understand their roles as a Director is a serious one. You must be at least 18 years old to be appointed.

Applications will be assessed by the SWP Nominations Committee who will make a recommendation to the SWP General Meeting. All applicants will be assessed based on their ability to demonstrate:

- personal attributes and commitment to SWP goals
- a core set of Directors skills and an ability to contribute to specialist expertise required on the Board

The Nominations Committee will also seek to ensure that the Board has a diversity of experience and reflects the diversity of the communities SWP celebrates.

9. Do I need to have experience or formal training as a company director to apply?

It is expected that most of the appointed directors will have prior experience as a director often in a not-for-profit environment or have completed training such as the Australian Institute of Company Directors Course.

However, SWP is looking for a range of skills for the Board, so not having experience as a company director doesn't make you ineligible.

10. What are Board members' responsibilities?

The SWP Board is a governance board, not a management board. The Board members are responsible for overseeing the business, strategy and affairs of the SWP.

The Board will be responsible for appointing the permanent CEO and setting the structure of SWP's management. The management of SWP will be led by a CEO supported by a team of management and staff. More information the current organisational structure can be found at www.sydneyworldpride.com

Board members are also likely need to join or chair at least one committee of the SWP Board, such as the Pride Committee or the Risk & Planning Committee.

11. How many Board meetings are held each year, and where are they held?

It will be up to the Board to set its own agenda, but it is likely that that Board will meet once a month. Board committee meetings would likely average one a month in addition to Board meetings.

Board meetings will usually be held in central Sydney, when meeting in person. Virtual meetings will likely be common.

12. How many sub committees or working groups will board members be chairing?

The SWP Board Constitution requires at four committees - the Pride Committee, the Risk & Planning Committee, the Audit & Finance Committee and the Nominations Committee. Other committees can be established.

Each Committee is expected to be chaired by a Board member.

13. Will members of the Board compensated for their service?

Board members of SWP will not be paid a fee for their work as Directors. Directors can get their reasonable expenses reimbursed.

14. How are Board conflicts of interest defined and handled?

SWP has a Code of Conduct, which Directors must read and abide by at all times. Directors must also abide by the Australian Charities and Not-for-Profit Commission Governance Standard 5 (<https://www.acnc.gov.au/for-charities/manage-your-charity/governance-hub/governance-standards/5-duties-responsible-persons>), and make an annual declaration of any conflicts.

15. How long are the meetings and what other time obligations are there?

The SWP Board is a supervisory board, not a management board. However, the size of the work and the budget of the SWP are both significant, so prospective directors need to be able to commit up to 5 hours a week, sometimes more, to SWP.

The SWP is a company supervised by ASIC, so directors must understand their roles in overseeing SWP management is a serious one.

16. What are the indemnity and insurance provisions?

Association Insurance providing directors and officers liability insurance is in effect. Details of the policy can be provided prior to appointment.

17. What legal exposure does a board member of this organisation potentially face?

The SWP is a company supervised by ASIC, so directors must understand their roles in overseeing SWP management is a serious one. ASIC can take action against company directors if they are seriously negligent in their duties.

The existing directors believe that SWP is compliant with its current legal obligations.

18. What is the current funding position of the company, and will this trend over the next three years?

SWP has a detailed plan to fund the full costs of the 2023 event and their preparations. Funding is expected to come from support from all levels of government, corporate sponsorship and ticket sales.

19. Are there appropriate internal controls and policies for major decisions and processes?

SWP is in the process of establishing the necessary internal controls, and the role of the SWP Board includes finalising these processes, ensuring they remain fit for purpose and are being followed.

20. Where can I get more information?

More information on SWP can be found at www.sydneyworldpride.com. If you wish to discuss applying for a Director role, please contact hello@sydneyworldpride.com and we can organise the Chair of the Nominations Committee to call you