



## National Board Attributes Statement

### INTRODUCTION

This Statement aims to ensure that the Amnesty International Australia Board consists of individuals with the balance of skills needed to oversee the organisation, achieve its strategic goals and direct its future. The Statement is intended to capture the skills of the current National Board, assist in the recruitment of future directors and assist in succession planning.

All directors will be expected to possess certain required skills prior to commencement (outlined in Part B) and the full set of personal attributes (outlined in Part C: Personal Attributes) in addition to sound professional knowledge and experience, and to contribute to the collective skills set held by the Board.

### PRINCIPLES

The AIA Board comprises directors who collectively have the skills, knowledge and experience to effectively govern and direct the organisation. The skills and attributes of the Board can be broadly categorised as follows:

- Governance skills (skills directly relevant to performing the Board's key functions)
- Sector-specific skills (skills relevant to the charitable or not-for-profit sector)
- Basic pre-requisite skills that each director must have prior to commencement (e.g. financial literacy and knowledge of Directors' duties)
- Personal attributes or qualities that are considered desirable in every director.

The Board as a whole should also encompass desirable diversity in aspects including, but not limited to, gender, age and different perspectives and thinking.

Note that this Statement should be read in conjunction with the Board Charter which includes various expectations of directors. In addition, not all skills need be sourced from board members, and may be gained from management and external members of board committees.

### POLICY

The skills, knowledge and experience required on the Board will change as AIA evolves. In relation to each skill identified, the Board will use the Statement as a guide to ensure reasonable diversity and that a broad range of skills are evident across the Board. The skill areas will be regularly reviewed to ensure that the composition of skills on the Board remains aligned with AIA's strategic direction.

The Statement comprises four parts:

- Part A – A statement of governance and sector-based skills which should be held collectively by the directors. Each skill area is accompanied by a description and a separate column for the board to state how many directors need have that skill. (See note below on skills ratings.)
- Part B – A description of the personal attributes that all the directors of AI Australia are expected to possess.
- Part C - A statement of diversity.
- Part D - A description of skills which are required by all directors prior to appointment (and may be attained through the new director induction or by attending external training)

Regular board performance evaluations are designed to address board skills and personal attributes of directors.

**Note on skills:**

As directors are appointed or elected to the Board, their skill sets will be noted in the 'Director Strengths' column. The top 3 or 4 skills held by each director will be mapped so that the Board can readily ascertain the collective skill strengths and gaps. The following is the rating scale used for key competencies:

<b>Low</b>	<b>Moderate</b>	<b>Good</b>	<b>Advanced</b>
I can tick a few of the elements of the description.	I can tick most of the elements of the description	I can tick all of the elements of the description as well as some others.	I can tick all of the elements of the description and can provide many other strong examples which fit into this area.
I have limited experience in this area, am not yet at ease here and have much room to develop my ability and skill.	I have some experience and am moderately at ease with this competency area.	I am experienced in this area and feel comfortable with my ability and skill in this competency area.	I am very experienced and am very comfortable with my ability and skill in this competency area.

**March 2021 - Approved by the National Board.**

**April 2021 - The Nomination and Assessment Committee endorses the descriptions of the skills and personal attributes set out in the matrix, but neither supports nor opposes the number of directors required to have each skill, as it has not conducted a skills needs assessment of the National Board.**

## Attributes Statement

### Part A – Collective Capabilities (governance skills and sector-specific skills)

Capability Area	Description	Needed by: All directors (all) Most (5-6) Several (3-4) A few (1-2) Optional (0-1)	Key Director Strengths Rating is L for low, M for moderate, G for good, A for advanced							
Activism	Skills, knowledge or experience in: <ul style="list-style-type: none"> <li>• mobilising (maximising public support for a campaign by seeking to engage in action as many people as possible who are already disposed to support a campaign and have the skills necessary for action)</li> <li>• organising (building breadth and depth of activism by developing democratic leaders and enabling engagement in collective action).</li> </ul>	Several								
Strategy and Planning	<ul style="list-style-type: none"> <li>• Demonstrated ability to think strategically and identify effective strategies.</li> <li>• Skills in critically assessing strategies, and strategic opportunities and threats..</li> </ul>	Most								
Governance	Demonstrated ability to apply corporate governance principles in a commercial enterprise, not-for-profit enterprise or other regulated entity.	Most								
Risk and Compliance	<ul style="list-style-type: none"> <li>• Demonstrated ability to identify key risks, including reputational risk, in a wide range of areas including legal and regulatory compliance</li> <li>• Demonstrated ability to lead risk culture, processes and structures.</li> </ul>	A few								
Legal	Skills knowledge or experience in corporate law/legal practice with emphasis on:	A few								

	<ul style="list-style-type: none"> <li>Laws relating to not-for-profit organisations and their regulatory environment</li> <li>Commercial law</li> </ul>									
Financial literacy	<ul style="list-style-type: none"> <li>Financial literacy adequate for the director to meet legislative responsibilities; exercise due care and diligence in governance of AI Australia's financial affairs; understand the company's financial information needs; and recognise when consultation with a financial expert is needed.</li> <li>Skills and knowledge that enable informed and effective decisions to be made about the use of financial resources, commensurate with the operational and financial risks of AI Australia</li> </ul>	All								
Financial Performance	<p>Skills, knowledge or experience in accounting and/or finance and/or budget and resource management and the ability to:</p> <ul style="list-style-type: none"> <li>Analyse key financial statements</li> <li>Critically assess financial viability and performance</li> <li>Contribute to strategic financial planning</li> <li>Oversee budgets and the efficient use of resources</li> <li>Oversee funding arrangements and accountability</li> <li>Understand and oversee compliance and risk audits.</li> </ul>	Most								
Marketing & Communications	<ul style="list-style-type: none"> <li>Knowledge of and experience in marketing services to members and public promotion campaigns.</li> <li>Demonstrated experience in media relations, media strategy and/or journalism.</li> <li>Experience in, or a thorough understanding of, communication with industry groups and/or end users through a range of relevant communication channels, including digital.</li> </ul>	A few								
Human Resource Management	<p>Qualification and experience in human resource management with an understanding of:</p> <ul style="list-style-type: none"> <li>Not-for-Profit organisations</li> </ul>	A few								

	<ul style="list-style-type: none"> <li>• Employment law</li> <li>• Change management (experience in process, tools and techniques to manage the people side of change to achieve required business outcomes)</li> <li>• Conflict management/mediation</li> <li>• Experience in the appointment, remuneration and evaluation of a CEO.</li> </ul>									
Technology / Digital and Data Analytics	Demonstrated qualifications, skills and experience in IT and/or digital industries with an ability to apply new technology to the not-for-profit sector.	A few								
Human Rights and International Law	<p>Skills, knowledge or experience of:</p> <ul style="list-style-type: none"> <li>• Legal structures, standards and principles relating to human rights laws within Australia;</li> <li>• Legal structures, standards and principles relating to human rights laws in the international community, including international conventions and treaties relating to human rights law;</li> <li>• Advocacy on human rights law issues, and/or</li> <li>• Campaigning on human rights issues.</li> </ul>	A few								
Expertise at a senior level	Experience as a Board member or senior manager in an organisation other than AIA.	Most								
Membership	<ul style="list-style-type: none"> <li>• Experience in strategically managing membership (e.g. growth, management of relationship, fundraising, campaigning and activism strategies).</li> <li>• Growth of membership and activists</li> <li>• Experience in the management of volunteers</li> </ul>	Several								
AIA or AI experience	Understanding of AIA's or AI's operating context (such as stakeholder management issues, government relations, strategy, planning).	Most								
Fundraising	<p>Skills, knowledge or experience in:</p> <ul style="list-style-type: none"> <li>• Leading strategy for growth of income via fundraising/philanthropy</li> <li>• Personally give or secure funding</li> </ul>	A few								

**Part B: Personal Attributes**

Attributes	Description
Human Rights Advocate	A demonstrated commitment to human rights
Integrity (ethics)	<p>A demonstrated commitment to and track record of:</p> <ul style="list-style-type: none"> <li>● Displaying ethical leadership</li> <li>● Understanding and fulfilling the duties and responsibilities of a director, and maintaining knowledge in this regard through professional development</li> <li>● Living AI Australia's values (Empowerment, Persistence, Integrity, Courage), behaviours and code of conduct</li> <li>● Putting AI Australia's interests before any personal interests</li> <li>● Acting in a transparent manner and declaring any activities or conduct that might be a potential conflict</li> <li>● Maintaining board confidentiality at all times.</li> </ul>
Effective Communicator	<p>The demonstrated ability to:</p> <ul style="list-style-type: none"> <li>● Listen to, and constructively and appropriately debate, other people's viewpoints</li> <li>● Develop and deliver cohesive arguments</li> <li>● Communicate effectively with a broad range of stakeholders</li> <li>● Constructively question - preparedness to ask questions and challenge the management team and peer directors in a constructive and appropriate way about key issues</li> <li>● Work with ambiguity.</li> </ul>
Contributor and committed team player	<p>The demonstrated ability to:</p> <ul style="list-style-type: none"> <li>● Work as part of a team and commit to the principle of consensus decision-making</li> <li>● Find the passion and time to make a genuine and active contribution to the Board</li> <li>● Commit to AIA objectives</li> <li>● Manage stress and uncertainty</li> </ul>
Influencer and negotiator	The ability to negotiate outcomes and influence others to agree with those outcomes, including an ability to gain stakeholder support for the Board's decisions.
Critical and innovative thinker	The demonstrated ability to critically analyse complex and detailed information, readily distil key issues, and develop innovative solutions to problems.
Leader	<p>Leadership skills, including the ability to:</p> <ul style="list-style-type: none"> <li>● Appropriately represent AIA (including alignment with AIA values)</li> <li>● Set appropriate board and organisation culture ('tone from the top')</li> <li>● Make and take responsibility for decisions and actions</li> <li>● Be open and transparent</li> <li>● Work collaboratively and effectively with others.</li> </ul>

Personal commitment to diversity and inclusion	Demonstrated commitment to diversity, inclusion and wellbeing.
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### Part C: Diversity and Lived Experience

AI Australia is committed to a culture that values and embraces diversity and inclusion throughout all levels of the organisation.

**Diversity** refers to the unique differences, capabilities and experiences that individuals bring to the workplace and the Board. These differences are broad and include, but are not limited to, sex and gender identity, race or cultural identity, age, sexual orientation, religion, disability status, rights holders and regions (metro, regional, rural and remote), education, socio-economic status, thinking style, and relationship or caring status.

**Inclusion** refers to creating an environment where people feel respected, connected to one another, do meaningful work and where they have opportunities for development. It's an environment that actively seeks and values the richness that different identities, ideas and perspectives can bring to an organisation. AI Australia's commitment is to build a fair, equitable, healthy and engaging culture where differences are embraced and leveraged and where there is alignment between words and actions.

Diversity and inclusion are recognised as being essential to a high performing organisation which also aims to represent a diverse membership.

Diverse thinking and differing perspectives are recognised as:

- Contributing to improved decision-making
- Resisting groupthink
- Broadening the talent pool
- Reducing risk
- Contributing to leading governance practice
- Correlating with better financial performance
- Fostering a closer connection with, and understanding of, AIA's members, activists and volunteers.

Diversity and Inclusion is considered and set out in the below table:

Candidate	Age	Gender (if disclosed)	Geography	Aboriginal and Torres Strait Islander	Culturally and Linguistically Diverse	Refugee/Asylum-seeker	Person of colour	other

### PART D: Required capabilities prior to commencement (through pre-appointment induction or external training if necessary)

- Understanding of directors' duties and responsibilities under the Corporations Act specifically loyalty & good faith, care & diligence, prevent insolvent trading and duty to disclose directors interest
- Knowledge of Amnesty International Australia's obligations under the Australian Charities and Not-for-profits Commission Act and their 5 Governance Standards
- Ability to apply the Amnesty International Core Standards in the governance and management of Amnesty International entities, subject to applicable local law

- Understanding of the internal and external risk and opportunities as it applies to Amnesty International Australia and its operations
- Financial literacy with the ability to be able to perform the requirements of a director of a public company in relation to the finances of the company
- Understanding of the legal environment in which Amnesty International Australia operates
- Demonstrated understanding and implementation of equal opportunities principles, and knowledge of relevant legislation
- Awareness of areas where additional technical, professional or expert advice should be sought and the ability to make informed decisions on such advice.