



GUNDITJ MIRRORING

Traditional Owners
Aboriginal Corporation
RNTBC

POSITION DESCRIPTION

COMPANY SECRETARY

POSITION DETAILS

Position Title:	Company Secretary
Hours:	30.4 hours per week – 4 days
Wages:	\$80,000 per annum pro-rata - Clerks Private Sector Award 2020 – Level 5 Salary packaging available
Employment Type:	Temporary Part Time. Specified period till 30/06/2023, with on-going employment subject to performance and funding availability
Location:	All relevant Gunditj Mirring Traditional Owners Aboriginal Corporation (“GMTOAC”) offices or and/or any other location as directed.
Reporting to:	CEO and GMTOAC & GMSPL Board of Directors
Closing Date:	Sunday 12th June 2022

Send completed applications addressing the Key Selection Criteria to: Trudy Thorp Human Resources and Risk Manager via email trudy@gunditjmirring.com

INTRODUCTION

The Gunditj Mirring Traditional Owners Aboriginal Corporation RNTBC (GMTOAC) was established in 2005 to continue our connection to Gunditjmara country and to progress our rights and interests in our cultural identity, social justice, native title, cultural heritage, and land justice for our Gunditjmara country.

Through GMTOAC, Gunditjmara people ensure that our cultural obligations and responsibilities which arise from Gunditjmara country and under Gunditjmara law, custom and beliefs are upheld and recognised for the protection and benefit of our traditional lands and waters and for our respect to our Gunditjmara ancestors and for our Elders.

The UNESCO World Heritage listing of the Budj Bim Cultural Landscape in July 2019 has consolidated opportunities at GMTOAC. Alongside GMTOAC's successful and innovative programs and projects, the Budj Bim World Heritage listing elevates an already unique work experience on Gunditjmara country to global recognition and responsibilities. The Budj Bim Cultural Landscape is a unique place with universal heritage values that demonstrate how Gunditjmara people worked with the natural resources and environment of the Victorian Southwest region to establish a permanent place of human society over the past 30,000 years and beyond. With the increased exposure of this World Heritage site, it has allowed GMTOAC to greatly expand over the past two years with future growth, opportunities, and expansion to rapidly increase within the next few years.

Gunditj Mirring Services Pty Ltd was formed in 2021 as a subsidiary company under GMTOAC and trading as Budj Bim Cultural Landscape Tourism to allow commercial tourism to start as its own entity showcasing the world heritage listed sites.

POSITION SUMMARY

Reporting to the Gunditj Mirring Traditional Owners Corporation (GMTOAC) CEO and Board of Directors, and Board of Directors for the Gunditj Mirring Services Pty Ltd (GMSPL) t/as Budj Bim Cultural Landscape Tourism, the Company Secretary is responsible for providing support to the Board of Directors, CEO, Members, and staff to contribute to the leadership and delivery of governance across the organisation.

Company Secretary is responsible for:

- ensuring GMTOAC and GMSPL comply with their obligations under the Corporations Act 2001 (Cth), the Australian Charities and Not-for-profits Commission Act 2012 (Cth), Corporations

(Aboriginal and Torres Strait Islander) Act 2006 (CATSI Act) and any other relevant laws and regulations.

- facilitating and developing corporate group governance processes; and
- ensuring that board processes run efficiently and effectively.

This position is responsible for the upkeep of the organisations Membership Registers, to ensure compliance to any legislative requirements and the GMTOAC Rule Book.

ROLE RESPONSIBILITIES

Role Relationships

Works cooperatively with stakeholders including:

- GMTOAC Board of Directors
- GMSPL - Budj Bim Cultural Landscape Tourism Board of Directors
- Office of the Registrar of Indigenous Corporations (ORIC)
- First Nations Legal & Research Services
- Gunditjmara Native Title Holders
- Gunditj Mirring Members
- GMTOAC & GMSPL employees
- Other organisations such as Audit, Compliance and Specialist in Governance and Corporations requirements.

Duties and Responsibilities

Ensure that the GMTOAC & GMSPL complies with its statutory obligations under any relevant laws and regulations by:

- Ensure adherence to the GMTOAC Rule Book
- Ensure adherence to the GMSPL Constitution
- Accurately updating and maintaining documentation in accordance with any Acts, legislation, registers, records, policies, procedures, and any other associated required documentation.
- Create a Summary form and relevant Membership Applications or requests for Confirmation of Aboriginality forms for presentation at each Board meeting.
- Provide all relevant signed and completed Membership Applications or requests for Confirmation of Aboriginality forms to the Board for action at the next meeting from receipt. Once finalised, forward in a timely manner to the Communications and Event Officer for processing and return communication to the applicant.
- When required, provide the Communication and Events Officer the relevant documents to be updated and posted on corporation website, Facebook page and any other relevant platform as required.
- Ensure completion and lodgement of statutory forms/returns and reporting under the CATSI Act, ORIC and other relevant legislation/regulation for GMTOAC
- Ensure completion and lodgement of statutory forms/returns and reporting under the Corporations Act, ASIC and other relevant legislation/regulation for GMSPL
- Ensure any communications received are passed onto at least one of directors of the corporation within 14 days after receiving the communication.
- Continuous improvement surrounding governance processes and procedures.
- Facilitating the process for nomination and election of member directors in accordance with the GMTOAC Rule Book and the GMSPL Constitution.
- Manage, coordinate, and attend Directors meetings, General meetings, Annual General Meetings, Audit & Compliance meeting, Other Board Sub-Committee meetings, and other required meetings.
- Assist the Chairperson/s and Directors in the conduct of meetings and their directorial and governance obligations and responsibilities
- Coordinate the production and distribution of meeting reports, notices, agendas and minutes and update associated documents.
- Manage printing, distribution of reports for Directors and Member consideration.
- Ensure that the minutes of corporation meetings are efficiently and effectively recorded and are available in a timely manner for actioning by Directors, members, and staff.

- Ensure efficient and effective record management of minutes and documentation in accordance with governance practices.
- Provide relevant staff with Action Items and outcomes from each meeting in a timely manner and ensure follow up is reported
- Maintain/monitor resolutions/required actions and other records associated with corporation meetings and prepare reports as required.
- Maintain and use audio visual technology for corporation meetings and provide training/support to staff and directors in its use.
- Support Directors with efficient use of technology to access required corporation documentation and attend online meetings.
- Record (and advise where necessary) declarations/conflicts of interest of Directors,
- Providing counsel on corporate governance principles and director liability
- Have custody of the GMTOAC Common Seal and record and report usage
- Assist with/attend to signing of contracts and other documentation in connection with administrative matters of the Corporation
- Carry out other functions, if any, required of the Company Secretary by the GMTOAC Rule Book & GMSPL Constitution
- Ensure all new Directors complete an Induction at the beginning of their term and complete all required documentation
- Ensure adequate succession planning is completed prior to known changes of positions in the Board of Directors or CEO
- Complete annually a Healthy Corporations Checklist and submit completed audit to the relevant Audit Sub-committee (for reporting of outcomes).
- Create and implement a Board meeting evaluation form which one/two Board members will complete at each meeting. Report findings back to Board meeting quarterly for review and continuous improvement.
- Actively commit to identify and implement any other opportunities for improvement
- Undertake other tasks as requested by the CEO, General Manager, Board Chairperson/s or Director, Managers, or delegated representative, that are relevant to this position and commensurate with incumbent's skills, abilities and experience.

Employee Risk Management Responsibilities (including OH&S)

The following items are the duties of each employee:

- To take reasonable care for their own safety and the safety of others affected by their acts or omissions.
- To co-operate with their employer in relation to any action taken to comply with the OH&S Act.
- Not wilfully or recklessly interfere with or misuse anything provided in the interest of health and safety.
- Identify risks and be able to manage and escalate issues.
- Not wilfully place at risk the health and safety of any person at the workplace.
- Report all safety hazards and risk exposures, including losses to their supervisor.
- Maintain physical security of all property, equipment and buildings within your jurisdiction and control.
- All staff are required to actively reduce GMTOAC's exposure to losses related to security, public liability and professional indemnity and reporting areas of concern.
- Complete required Job Safety Analysis or Safe Work Method Statement documentation.
- Correctly use and wear personal protective gear/equipment.
- Comply with all Covid restrictions legislation and guidelines

KEY SELECTION CRITERIA

Qualification and/or experience

- Demonstrated experience in a Company Secretary or Senior Governance role or similar and extensive knowledge of governance, commercial, property, land, corporate, tax and/or native title law
- Demonstrated ability to quickly analyse, research and provide succinct and accurate plain language advice

- Highly efficient time management skills, including an ability to identify priorities and deliver multiple projects to agreed specifications for time, cost and scope
- Advanced interpersonal skills, including the ability to engage, influence, negotiate, and facilitate effectively with management, team members, board directors and members of the GMTOAC community
- Demonstrated ability to identify and implement strategic responses to reoccurring problems.
- Sound use of Information Technology applications including Internet, Email, Calendar, Microsoft Office 365 programs including SharePoint, Online meetings, and relevant technology.
- Excellent written and oral communication skills to work effectively with a range of stakeholders.
- Demonstrated skills and the ability to work effectively in a team environment
- Must be over the age of 18 years

Specialist Knowledge:

- An awareness and understanding of historic and current issues affecting Guditjmarra people and country; as well as the broader Australian Aboriginal and Torres Islander community and their relationships with the broader Australian society in order to communicate effectively and sensitively with Guditjmarra people and other stakeholders.
- An understanding of the Guditj Mirring Traditional Owners Aboriginal Corporation and subsidiary company, its operations and activities.

Conditions of Employment

- Must have a Victorian Drivers Licence.
- Ability to obtain a positive National Police and Working with Children Checks.
- Be up to date for Covid -19 vaccinations as per the Mandatory Vaccination Directions

GMTOAC is an equal opportunity employer – If you believe you may be unable to achieve a positive check result, we have the ability to review your results and act with discretion. This allows us to employ staff only if we consider the outcome of this record will not have any negative impact to GMTOAC operations or reputation, or the role the staff member is completing.

Other information

This role may require additional hours dependant on Board/s meeting requirements.

GMTOAC & GMSPL has a flexible working agreement available to negotiate hours for the preferred candidate of choice.

Eligibility

This is not an identified position, but successful applicants must be able to provide evidence that they have worked with, managed, and supported Aboriginal and/or Torres Strait Islander people and understand the historic and current issues affecting Guditjmarra people and country, as well as the broader Australian Aboriginal and Torres Islander community.

Applications for this position are invited from suitably experienced and qualified applicants. Aboriginal or Torres Strait Islander people are encouraged to apply.

Acknowledgement

I have read and understand the requirements of the role, responsibilities and accountabilities as outlined within this Position Description. I also accept that as part of my development and in the course of the position evolving within the business, the position description may be updated on an ad hoc basis.

Signed:

Employee's name

Employee's signature

Date

CEO's signature

Date

GMTOAC Board Chair signature

Date