



Position Description

Non-executive Director on the Special Broadcasting Service (SBS) Board

August 2022

Contents

Contents	1
Position description – Non-executive Director on the SBS Board	2
1.1 Selection criteria.....	2
1.2 Merit-based selection process	2
1.3 Categories of persons not eligible for appointment	3
1.4 The SBS Board – composition and duties.....	3
1.5 Responsibilities of a non-executive Director on the SBS Board	4
1.6 Duration of appointment	4
1.7 Time commitment	5
1.8 Remuneration and expenses.....	5
1.9 Conflict of interest.....	5
1.10 Equal employment opportunity and diversity	5
1.11 Application process	5
1.12 Closing date.....	6
1.13 Rights and privacy	6
1.14 Further information.....	6

Position Description – Non-executive Director on the SBS Board

1.1 Selection criteria

As provided by the [Special Broadcasting Service Corporation \(Selection criteria for the appointment of non-executive Directors\) Determination 2013](#):

1. **Candidates must demonstrate substantial experience or knowledge in at least one of the following fields:**
 - a) the media industry, including broadcasting, digital media and/or digital technologies
 - b) business or financial management
 - c) corporate governance, including managing large and/or complex operations in the private, public or not-for-profit sectors
 - d) cultural industry and/or cultural policy, including its administration
 - e) industrial relations, including an understanding of interests of employees.

2. **Candidates will possess:**
 - a) demonstrated high level leadership and vision, and the ability to articulate a clear direction for an organisation
 - b) a commitment to high standards of governance
 - c) high-level judgement
 - d) the highest standards of professional and personal integrity
 - e) an understanding of, or the ability to credibly represent, the communication needs of Australia's multicultural society, including ethnic, Aboriginal and Torres Strait Islander communities, and
 - f) an understanding of the media environment, in particular, the role of the SBS as a multicultural broadcaster, its Charter and its place within the Australian community.

1.2 Merit-based selection process

Under the *Special Broadcasting Service Act 1991* (SBS Act), a merit-based selection process must be followed before the appointment of a new non-executive Director to the SBS Board by the Governor-General. An independent Nomination Panel (the Panel) established under the *Australian Broadcasting Corporation Act 1983* is responsible for conducting the selection process for each SBS Board appointment, and assisting the Minister in identifying suitably qualified candidates to be recommended to the Governor-General for appointment.

Following a request from the Minister that the Panel conduct a selection process, the Panel will place advertisements inviting written applications by persons seeking to be appointed to the position/s.

The Panel must assess all applicants against the relevant selection criteria (see above) and on the basis of merit. The usual approach is for the Panel to make an initial assessment based on consideration of the written applications, leading to interviews of shortlisted applicants, and referee and probity checks for those selected for further consideration. Following its assessment, the Panel will produce a written report on the outcome of the selection process. The report will contain a shortlist of at least three candidates nominated for each vacancy. The Panel will provide this report to the Minister.

1.3 Categories of persons not eligible for appointment

Current and former members of Parliament and senior political staff members are not eligible for appointment as a non-executive Director to the SBS Board while engaged in such positions, or for a period of 12 months beginning on the day the person ceases to hold one of these positions.

The classes of persons falling within the definition of ‘senior political staff member’ are specified by legislative instrument – see the [ABC \(Definition of senior political staff member\) Instrument 2014](#). Relevant extracts are below:

4.1 Class A – Federal

- a) A person employed under the *Members of Parliament (Staff) Act 1984* (Cth) and who occupies a position in the ‘senior staff’ classification as defined by the Commonwealth Members of Parliament Staff Enterprise Agreement 2012-2015 made under the *Fair Work Act 2009*.

4.2 Class B – State or Territory

- a) A person employed in a senior position by or on behalf of a member of a State Parliament or a Legislature of a Territory to primarily provide advice about policy matters, the communication of policy matters to the public, and/or parliamentary matters.
- b) Without limiting paragraph 4.2 (a) a person is deemed to be employed in a senior position if the position is known by one of the following designations:
 - i) Chief of Staff
 - ii) Deputy Chief of Staff
 - iii) Principal Adviser (however described)
 - iv) Senior Adviser (however described)
 - v) Senior Media Adviser (however described)
 - vi) Specialist Adviser (however described).
- c) For the purpose of subsection 4.2, examples of advice about policy matters include:
 - i) developing policy proposals for the consideration of the member
 - ii) analysing policy proposals and making recommendations to the member
 - iii) participating in policy discussions with or on behalf of the member
 - iv) where the member is a Minister, working with public sector employees to implement policies.

1.4 The SBS Board – composition and duties

The SBS Board is responsible for overseeing the operations of the SBS. The SBS Board consists of:

- the Chairperson
- the Managing Director
- not fewer than 3 nor more than 7 other non-executive Directors.

The duties of the Board, as set out in the SBS Act, are to decide the objectives, strategies and policies to be followed by the SBS in performing its functions, and to ensure that the SBS performs its functions in a proper, efficient and economical manner with the maximum benefit for the people of Australia.

Amongst its many duties are the requirements that the Board:

- maintain the independence and integrity of the SBS
- ensure that the gathering and presentation of news and information is accurate and balanced
- develop and publicise SBS’s programming policies
- ensure that SBS complies with all legislative and legal requirements
- ensure the efficient and cost-effective functioning of the SBS
- ensure that the SBS seeks to co-operate closely with the Australian Broadcasting Corporation to maximise the efficiency of the publicly funded sectors of Australian broadcasting
- to be aware of, and responsive to, community needs and opinions on matters relevant to the Charter.

Section 17 of the SBS Act also requires that Directors collectively possess an appropriate balance of expertise in the areas required to govern the SBS effectively, including an understanding of Australia’s multicultural society and the needs and interests of the SBS’s culturally diverse audience, the need for the Directors to collectively comprise persons with a diversity of cultural perspectives, the need for at least one of the Directors to be an Indigenous person, and the need for at least one Director to have an appropriate understanding of the interests of employees.

1.5 Responsibilities of a non-executive Director on the SBS Board

All Directors on the SBS Board are expected to make a full contribution to the Board’s work and operate as part of a team.

Each Director has a duty to exercise care and diligence and to ensure that the SBS meets its financial, legal, contractual and reporting obligations. Directors must act in good faith at all times and in the best interests of the SBS.

Directors are guided by, and must comply with, obligations under the following legislation:

- the SBS Act
- the *Public Governance, Performance and Accountability Act 2013* (PGPA Act).

Individual Directors are collectively responsible for Board decisions. Directors are expected to familiarise themselves with the organisation as well as their legal and statutory obligations. For example, Directors as officials of a Commonwealth entity are required to exercise their powers, perform functions and discharge duties with a reasonable degree of care and diligence.

1.6 Duration of appointment

Non-executive Directors are appointed by the Governor-General and hold office on a part-time basis for a period of up to five years, as specified in the instrument of appointment, and are eligible for reappointment. The sum of the periods for which a person holds office as either Chairperson or non-executive Director, or both, must not exceed 10 years.

Non-executive Directors may resign in writing to the Governor-General and the Governor-General may remove a non-executive Director in accordance with section 27 of the SBS Act.

1.7 Time commitment

Non-executive Directors of the SBS Board hold office on a part-time basis. The SBS Board meets approximately six times per year in locations determined by the SBS Chairperson.

Applicants should also consider the time required to prepare for Board meetings and to participate in Board committee meetings (such as the Audit and Risk Committee, Codes Review Committee and Remuneration Committee) as required.

1.8 Remuneration and expenses

Non-executive Directors will receive remuneration and expenses for their service on the SBS Board. Rates are set by the Remuneration Tribunal and reviewed each year. The current remuneration for the Chairperson is \$113,910 per annum, \$85,440 per annum for the Deputy Chairperson, \$45,570 per annum for all other non-executive Directors (as per the Remuneration Tribunal (Remuneration and Allowances for Holders of Part-time Public Office) Determination 2022). Allowances for travel are per the Remuneration Tribunal (Official Travel) Determination 2022.

1.9 Conflict of interest and probity checks

The PGPA Act requires that Directors of a Commonwealth Entity, such as the SBS, declare material personal interests in a matter that relates to the affairs of the entity subject to certain exceptions. Directors must not be present while a matter in which they have a material personal interest is being considered at a meeting of the Board and must not vote on the matter, except in certain circumstances.

Shortlisted candidates will be required to complete a Private Interests Declaration form. In addition, the Panel will undertake probity checks via organisations such as the Australian Federal Police, Australian Financial Security Authority, Australian Prudential Regulation Authority, and Australian Securities and Investment Commission, as well as education and qualification checks.

1.10 Equal employment opportunity and diversity

The principles of equal opportunity will be used in the selection process to ensure that fair, equitable and non-discriminatory consideration is given to all applicants within the limits of the selection criteria. The selection process will consider formal experience and qualifications as well as non-traditional career patterns such as community involvement and/or voluntary work that contribute to the ability of a candidate to perform as a non-executive Director on the SBS Board.

1.11 Application process

Applications are invited to fill two upcoming vacancies for non-executive Director positions on the SBS Board that will arise from November 2022. The Department of Infrastructure, Transport, Regional Development, Communications and the Arts (the department) has engaged Challis & Company to assist the Panel with the selection process.

The appointment period and commencement date will be specified in the instrument of appointment.

To apply, please complete and submit the SBS Board non-executive Director application form, along with your curriculum vitae (CV).

Applications should be submitted by email to sbs@challis.co. Please note: submitting a completed application form and your CV are mandatory parts of the process, and both will be considered by the Panel.

All applications will be acknowledged. If you have not received an acknowledgement within one week of submitting an application, please contact Julie Reese at Challis & Company on 02 8039 2222 or at sbs@challis.co.

1.12 Closing date

Applications must be submitted **by 12 noon (AEST) on Monday 19 September 2022**.

Late applications will only be accepted at the discretion of the Panel.

1.13 Rights and privacy

On behalf of the department, Challis & Company will collect information for the purpose of determining a person's eligibility and suitability for appointment to the position of SBS non-executive Director.

All completed and submitted information collected by Challis & Company will become the property of the Commonwealth.

Personal information, including documents containing personal information, will be handled and protected in accordance with the *Privacy Act 1988* (Cth) (Privacy Act), which sets standards for the collection, storage, use and disclosure of personal information.

Information collected by Challis & Company on behalf of the Department may be disclosed to the Panel and the Minister for the sole purpose of completing this appointment process. Except where it is necessary for the performance of these functions, and/or is authorised or required by law or with the person's consent, we will not use personal information for any other purpose or disclose it to any other person.

Under the Privacy Act, a person has the right to access and correct any personal information held about them by Challis & Company or the Department. Any requests to access the personal information held by Challis & Company or the Department, or to discuss any of the issues raised in this privacy statement, should be directed to the Department's Freedom of Information Coordinator on 02 6274 7111 or FOI@infrastructure.gov.au.

1.14 Further information

For further information, please contact Helen Johnson at Challis & Company on 02 8039 2223 or at sbs@challis.co.

Visit www.sbs.com.au/aboutus/board-of-directors for further information on the SBS Board.