



Australian Government

Department of Infrastructure, Transport,
Regional Development, Communications and the Arts

Position Description: Non-executive Director, Special Broadcasting Service (SBS) Board

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1. Merit-based selection process

The [Special Broadcasting Service Act 1991](#) (SBS Act) provides that a merit-based selection process must be followed before the appointment of a new non-executive Director to the SBS Board. An independent Nomination Panel (the Panel) established under the *Australian Broadcasting Corporation Act 1983* is responsible for conducting the selection process for non-executive Director appointments to the SBS Board.

The Panel must place advertisements inviting written applications by persons seeking to be appointed to the position. The Panel is required to assess all applicants against the selection criteria and on the basis of merit. Under subsection 43(2) of the SBS Act, the Panel's selection process is based on merit if:

- a) an assessment is made of the comparative suitability of the applicants for the duties of the non-executive Director, using a competitive selection process; and
- b) the assessment is based on the relationship between the applicants' experience, skills and competencies and the experience, skills and competencies genuinely required for the duties of the non-executive Director; and
- c) the assessment focuses on the capability of the applicants to achieve outcomes related to the duties of the non-executive Director; and
- d) the assessment is the primary consideration in nominating the candidates for that appointment.

The principle of merit will be interpreted broadly in the merit-based appointment process. Formal qualifications and traditional work experience will form only one element of the Panel's assessment of an applicant's experience, skills and competencies. Non-traditional activities and career paths may also be recognised and valued as suitable qualifications which contribute to an applicant's overall suitability for appointment. In its assessment, the Panel may also consider other issues raised by the Minister for Communications (the Minister), such as gender, diversity and geographic balance on the Board.

The selection process usually involves an initial assessment of written applications, interviews of shortlisted applicants, and referee and probity checks for those selected for further consideration.

The Panel is required to provide the Minister with a written report on the outcome of the selection process, which must contain a shortlist of at least 3 candidates for each vacancy and a comparative assessment of those candidates, for consideration by the Government. All candidates to be recommended by the Panel for this upcoming vacancy must have an appropriate understanding of the interests of employees (per subsection 17(2) of the SBS Act – more information below). The Minister is required to consult with representatives of industrial organisations on this requirement.

Appointments of non-executive Directors on the SBS Board are made by the Governor-General, on the recommendation of the Government. Noting the significance of appointments to the SBS Board, this process takes several months to complete.

2. Selection criteria

The selection criteria for non-executive Directors on the SBS Board are set out in the SBS Act and in the [Special Broadcasting Service \(Selection criteria for the appointment of non-executive Directors\) Determination 2013](#). The upcoming vacancy will give rise to the need for the Minister to appoint a non-executive Director to meet subsection 17(2)(c) of the SBS Act. On that basis, **the Minister has specified an additional criterion for the current process** (see below).

Subsection 17(2) of the SBS Act provides that:

Before the Governor-General appoints a person as a non-executive Director, the Minister must have regard to the need to ensure:

- (a) that the 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; and
- (b) that the Directors collectively comprise persons with a diversity of cultural perspectives; and
- (c) **that the Directors include a person who the Minister is satisfied**, having regard to consultations between the Minister and representatives of industrial organisations representing employees, **has an appropriate understanding of the interests of employees**; and
- (d) that at least one of the Directors is an Indigenous person.

The Special Broadcasting Service Corporation (Selection criteria for the appointment of non-executive Directors) Determination 2013 states that:

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.

The SBS has also identified as key areas of importance for the Board into the future:

- deep expertise in digital innovation, and
- executive or board-level human resource management skills.

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 in the [Australian Broadcasting Corporation \(Definition of senior political staff member\) Instrument 2014](#). See extracts 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.

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; and
- not fewer than 3 nor more than 7 other non-executive Directors.

The role of the Board, as set out in the SBS Act, is 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 duties are that the Board:

- maintains the independence and integrity of the SBS;
- ensures that the gathering and presentation of news and information is accurate and balanced;
- develops and publicises the SBS's programming policies;
- ensures that the SBS complies with all legislative and legal requirements;
- ensures the efficient and cost-effective functioning of the SBS;
- ensures that the SBS seeks to co-operate closely with the ABC to maximise the efficiency of the publicly funded sectors of Australian broadcasting; and
- is aware of, and responsive to, community needs and opinions on matters relevant to the Charter.

Section 17 of the SBS Act requires that Directors collectively possess an appropriate balance of expertise in the areas required to govern the SBS effectively.

Directors of the Board are expected to understand and observe the legal requirements of the SBS Act and the [Public Governance, Performance and Accountability Act 2013](#) (PGPA Act).

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.

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.

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 5 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.

The appointment period and commencement date will be specified in the instrument of appointment. The upcoming vacancy on the SBS Board will arise in October 2024.

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.

7. Time commitment

Non-executive Directors of the SBS Board hold office on a part-time basis. The SBS Board meets at least 6 times per year, including a Board Strategy Day. Locations for meetings are determined by the SBS Chairperson. Meetings take place in person and are generally scheduled for a full day.

There are 4 Board subcommittees that meet on separate occasions throughout the year (Audit and Risk Committee, Codes Review Committee, Remuneration Committee and Community Advisory Committee). Applicants should consider the time required to prepare for Board meetings and to participate in Board committee meetings.

With the exception of the Chairperson, who may attend any meeting of a Board committee as an observer, every non-executive Director is expected to be a member of at least one Board committee.

Only in exceptional circumstances, for example when there are vacant Board positions, will a non-executive Director be asked to be a member of more than 2 Board committees.

It is expected that non-executive Directors will contribute the time needed to study and understand the Board papers provided to them and to pursue independent lines of enquiry. It is also expected that they will contribute the time to study and understand papers provided to them as members of Board committees and to pursue independent lines of enquiry relevant to the work of the Board committees of which they are members.

8. Remuneration and expenses

Non-executive Directors receive remuneration and expenses for their service on the SBS Board. Rates are set by the Remuneration Tribunal and reviewed each year. The [Remuneration Tribunal \(Remuneration and Allowances for Holders of Part-time Public Office\) Determination \(No. 2\) 2023](#) sets out the current remuneration for the non-executive Directors is \$47,400 per annum. Allowances for travel are set out in the [Remuneration Tribunal \(Official Travel\) Determination 2023](#).

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, including setting out mitigation strategies for any conflicts of interest. 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.

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.

11. Application process

Applications are invited to fill the upcoming vacancy (arising in October 2024) for one non-executive Director position on the SBS Board. The Department of Infrastructure, Transport, Regional Development, Communications and the Arts (the department) has engaged the board search firm Challis & Company Pty Ltd to assist the Panel with the selection process.

To apply, please complete and submit the online application form at boardsearch.com.au/sbs, along with your curriculum vitae (CV) of **no more than 3 pages**. Please note: submitting a completed online application form and your CV of no more than 3 pages are mandatory parts of the process, and both will be considered by the Panel.

All submitted applications will be acknowledged on screen and by an automated email. If you have not received an email acknowledgement, please check your junk mail folder.

Any queries about the application process can be directed to sbs@challis.co.

12. Closing date

Applications must be submitted **by 12.00pm (AEST) on 6 May 2024** and you will NOT be able to access or submit an online application form after this time, even if you have started completing the form beforehand. It is recommended that you complete and submit the form well in advance of the closing date, in case you have any technical issues.

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 non-executive Director on the SBS Board.

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, personal information is not used for any other purpose or disclosed 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 (on behalf of the department) 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 Privacy Officer on 02 6274 7111 or privacy@infrastructure.gov.au.

14. Further information

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