

# INFORMATION

## for Directors of Maple Street Co-operative



Thank you for your interest in becoming a Director!

The Board of the Maple Street Co-op is responsible for representing the members and leading the governance and strategic direction of the Co-op.

Maple Street Co-operative is a trading co-operative with share capital. It is regulated by the Queensland Government Office of Fair Trading and the provisions of the Co-operatives Act 1997. We suggest you search "Queensland Government cooperatives" which will take you to the Queensland government page which gives information about cooperatives and directors' duties.

We welcome new directors who can add experience, energy and integrity to the Cooperative and will contribute to its long-term sustainability and growth. We appreciate a diversity of skills and especially value skills in teamwork, communication, sound judgement, strategic thinking and personal integrity.

**Remuneration:** The position is considered to be largely voluntary, however, Directors currently receive an additional five percent discount at the Co-op, bringing the total discount to ten percent, plus \$50 in credit at the Co-op for each meeting they attend. Remuneration can change as determined by members at the yearly AGM.

**Eligibility:** Directors must be current members of the Coop and over 18 years old. They may not be current employees of the Coop.

**Election Process:** Nomination forms must be signed by two members and be submitted one week prior to the annual AGM. Written information about directors standing for election will be available to members prior to the election and nominees will also have the opportunity to make a brief presentation to members at the AGM. Interim directors can be chosen by the Board if a vacancy occurs mid-year. They must be confirmed at the next AGM.

### **Commitment:**

- Directors attend regular monthly meetings (currently the third Tuesday of each month at 9:00 am at the Maleny Neighbourhood Centre.) Directors need to be able to use email for regular communication and to access Dropbox for information sharing. Directors will normally receive reports five days before the meeting and are expected to have read all meeting papers prior to attendance.
- Directors are expected to take on board roles and responsibilities, individually or in committees, that may require around ten hours each month (and this can be variable depending on responsibilities and board needs.)

**Qualifications:**

The board strives to have a balance of necessary skills, experience and background. The general areas of qualification we are looking for are:

- Professional business and leadership skills

- Skills and experience in retail or other business. A good grasp of financial management, human resource management, the retail and health food industry, board governance and legal issues around business all are helpful.
- Directors need to be able to understand monthly financial reports and the legal requirements of directorship and the retail business.
- We use the Carver Model of Policy Governance as a base. It is helpful to have an understanding of this. Information is available on the web and are Co-op Governance Policies will be provided to you when you are elected.
- Creativity to vision the future and the skills to bring that vision into reality.

- A passion for cooperatives and community and alignment with Co-op values

- A willingness to fully embrace the Co-op's commitment to consensus decision-making at all levels, which requires excellent interpersonal skills and an understanding of facilitation, as well as a sincere respect for the views of others.
- An interest, and ideally lived experience, in healthy lifestyle choices and organic
- An understanding and commitment to community enterprises and cooperatives and the role of cooperatives in creating strong, self-reliant local communities.
- Commitment to sustainable and triple-bottom line business practices (ecological, social, financial).
- A willingness to understand the history and roots of this Co-operative in considering its future.
- A commitment and understanding of the Co-operative Principles.

- Personal integrity and ability to be part of a team

- Board members must be willing to impartially represent the interests of all stakeholders, especially members, but also including customers, staff, suppliers and the general community
- A high level of personal integrity, which includes ability to maintain confidentiality, honesty, respect for other opinions, a balanced approach to working in a team and the ability to put the interests of the Co-operative before personal interest.

**For further information**, please contact [secretary@maplestreet.coop](mailto:secretary@maplestreet.coop)

# NOMINATION FORM

## for the Position of Director of Maple Street Co-operative Ltd.



- Nominations must be received by 15 October 2020 at 5 pm.
- Please read all the attached information
- Please complete both the Nomination Form and the Fit and Proper Form
- Please also include a resume, a brief outline of your qualifications or a statement about your interest and skills in becoming a director
- You may email a scan of the forms and resume to [secretary@maplestreet.coop](mailto:secretary@maplestreet.coop)
- Or leave a copy in the office at the Co-op and email the Secretary so he can pick it up
- You must attend the AGM on Thursday 22 October at 6PM at the Verandah Room of the Community Centre. You will be asked at that time to speak briefly about your reasons for wishing to join the Board and your qualifications, so please prepare for this.

	<b>Nominators</b> any other members or leave for secretary	<b>Person Applying for Director Position</b>
<b>Name Printed</b>	1) 2)	
<b>Declaration</b>	<i>I nominate the person listed here for the position of Director of Maple Street Cooperative Ltd.</i>	<i>I accept the nomination.</i>
<b>Signature</b>	1) 2)	
<b>Member Number</b>	1) 2)	
<b>Share Number (if known)</b>	1) 2)	
<b>Date</b>		

## MAPLE STREET CO-OPERATIVE SOCIETY LIMITED

### A “Fit and Proper” Person Policy, Definition and Declaration

A ‘Fit and Proper Person’ is a person who has the educational or technical qualifications, knowledge, skills, experience, competence, diligence, judgement, character, honesty, integrity and reputation required to satisfactorily discharge the responsibilities of the Position of Director.

The concepts of Honesty, Integrity and Reputation have to be read in a broad sense as extending in particular, but not only, to:

- i. fair dealings with members and customers
- ii. establishment and maintenance of a proper compliance culture, which demonstrates proper respect of legal, regulatory and professional obligations
- iii. candour and good faith in dealings with regulators.

	Response & Explanation
Have you ever failed to discharge your responsibilities as a director, manager of, or a professional service provider to, an entity with competence, diligence, sound judgement, honesty and integrity?	
Have you ever been declared bankrupt under Australian or foreign law?	
Have you ever been convicted of an offence against, or arising out of, a law in force in Australia or a foreign country related to dishonest conduct?	
Do you have any conflict of interest which may influence your ability to carry out the role and functions of the position of director?	
Have you ever failed to disclose a conflict of interest, failed to disqualify yourself because of a conflict of interest, participated in deliberations relating to a matter in which you had a conflict of interest, or acted in your own interests in preference to the interests of others contrary to a legal, professional or ethical obligation?	
Have you ever been personally refused a license or authorisation relating to a commercial or professional activity, or had such a license or authorisation revoked?	

<p>Have you ever acted as a director or manager of an entity which was insolvent, placed under insolvency administration or statutory or judicial management, or which failed to repay, or otherwise meet its financial obligations to creditors or beneficiaries?</p>	
<p>Have you ever demonstrated a lack of readiness and willingness to comply with legal obligations, regulatory requirements or professional standards?</p>	
<p>Have you ever perpetrated or participated in negligent, deceitful, or otherwise discreditable business or professional practices?</p>	
<p>Have you ever been the subject of criticism, discipline, punishment or adverse findings, directions or orders, by a court, official inquiry, regulatory agency, complaints handling body, dispute resolution body, or professional or industry body concerning your conduct as a director or manager?</p>	
<p>Have you ever been the subject of disciplinary action by the board or management of Maple Street Co-operative Society Limited?</p>	
<p>Have you ever been the subject of civil or criminal proceedings, or enforcement action which reflected adversely on your competence, diligence, judgement, honesty, integrity or reputation?</p>	
<p>Have you ever been terminated, resigned or asked to resign from a position as a director or manager of an entity for misconduct?</p>	
<p>Have you ever hindered, been obstructive, misleading or untruthful in dealing with a court, tribunal, official inquiry, regulatory agency, complaints handling body, dispute resolution body, or professional or industry body?</p>	

# MAPLE STREET CO-OPERATIVE SOCIETY LIMITED - A "Fit and Proper" Person Declaration

## DECLARATION

I declare that I am a Fit and Proper Person as per the above criteria and have initialled each page of the Declaration.

I declare that I have read and understood to the best of my ability the Fit and Proper Person Policy.

I declare I am willing to accept and work with the Carver Model of Governance as adopted by the Maple Street Co-operative Society Limited.

I declare that I have disclosed, in writing, all material information (if any) to the board of Maple Street Co-operative Society Limited about any of the matters listed above and will promptly notify the board of the Maple Street Co-operative Society Limited after the occurrence of any event which adversely affects my standing as a 'Fit and Proper' Person.

I acknowledge that the Maple Street Co-operative Society Limited may conduct checks and obtain references to establish that I am a Fit and Proper Person and provide my consent for the Maple Street Co-operative Society Limited to obtain a police check if required, and should any statement I make in this declaration be false, I consent to resigning from my Position of Director with the Maple Street Co-operative Society Limited if requested to do so by a two third (2/3) majority decision of the board.

.....  
Name of Responsible Person

..... Date:.....  
Signature of Responsible Person

.....  
Name of Witness

..... Date:.....  
Signature of Witness