



AUSTRALASIAN
CORROSION
ASSOCIATION

CALL FOR ACA DIRECTOR NOMINATIONS

2024

ACA MEMBER DIRECTOR

2024 NOMINATIONS NOW OPEN

The Australasian Corrosion Association Inc. (ACA) is calling for nominations from our members to be elected to our board. Now is your opportunity to be involved at the highest level and lead your profession. Nominations are being called for **one (1)** board member position for the ACA board, serving for up to three years commencing Sunday 10 November 2024.

The ACA Board requires a wide mix of skills and experience to satisfy its corporate responsibilities. If you feel that you could make a valuable contribution or know a member of the ACA whom you feel would make an excellent contribution, please consider nominating.

The ACA Board requires a mix of skills and experience to satisfy its corporate responsibilities. Key attributes, skills and experience the new director will ideally possess include:

- Previous board representation
- Diversity, collaboration
- Corporate governance and risk management
- Corporate strategy
- Corrosion-related industrial experience
- Finance and accounting
- Legal
- Professional education and training
- Marketing and communication

Successful completion of courses through the Australian Institute of Company Directors or the Governance Institute of Australia would be an advantage, though not a requirement.

Nominations must be made and seconded by a member of the Association and shall be submitted using the Board Nomination Form as well as statements by the candidate describing their relevant skills, qualifications and achievements towards the successful nomination, as well as a brief CV.

To nominate for the ACA Board position, please return your completed application to secretary@corrosion.com.au no later than 5.00pm on Monday 30 September 2024 (Australian eastern daylight-saving time).

All nominations will be provided to ACA Council members, who can each vote to fill the board vacancy during the ACA Council meeting on Sunday 10 November 2024 at the C&P Conference in Cairns.

Please refer to attachments for further general information. If you have any further queries regarding this matter, then please contact in the first instance the ACA Secretary on secretary@corrosion.com.au.

Isaac Isakovich
ACA President

Kingsley Brown
ACA Board Chair

What does it mean to be director?

The fact that you are reading this document would normally indicate that you are considering a position on the board of ACA or you are considering standing for a board position in the future.

This document has been prepared as a tool to assist future board members with understanding the roles, obligations, and responsibilities as a board member and it should be read in conjunction with the constitution and by laws of the Australasian Corrosion Association Inc.

Areas the board covers

The board's role is to cover the following:

- Effective leadership with executive management in explaining the association's mission and values, developing a strategic plan, and maintaining a structure which will support the purpose of the association.
- Select, appoint, and monitor the performance of the Chief Executive Officer (CEO) against agreed objectives.
- Review and agree on the business/strategic plan and the annual budget proposed by the CEO and Finance Audit and Risk Management Committee
- Monitor the achievement of the strategic plan, the business plan, and the budget outcomes.
- Establish committees, policies, and procedures to ensure the discharge of the board's duties.
- Ensure compliance with company obligations and monitor risks presented to the association.
- Monitor the board's performance and its contribution to the association.
- Provide a mentoring role to the CEO

Focus for a board member

The focus for the board can be divided into two major areas:

Compliance - ensuring that the association complies with its statutory and policy obligations, to external bodies and for internal purposes.

Performance - ensuring that the strategies and supporting policies are developed and implemented in the association to enable it to operate profitably and to provide shareholder/member services.

An issue for the board is ensuring that the

appropriate proportions of time and energy are spent on these aspects.

Committees

Much of the detailed work of the board is undertaken at committee level. The role of these committees is to consider issues at a level of detail to provide recommendations to the board for resolution. It is important that committees report effectively to the board so that all directors are informed.

Each ACA board member is expected to chair at least one committee and be a member of at least one other. So, when considering your application for the board, remember that additional time will need to be allocated for committee responsibilities and these may also include setting agendas, taking minutes, and managing actions and projects within the Committee.

What should a board member already know?

All board members have different skills and all, at the time of appointment, should have at least basic skills in finance, strategy and corporate governance. A board member's strengths tend to emerge as they contribute at the board table. All ACA Board members are given adequate opportunity to contribute at the board table, so that their skills can become clear and can be well used.

What do board members need to know?

Generally speaking, an ACA board member needs:

- Sound knowledge of financial, strategic, commercial, and corporate governance principles.
- Industry knowledge.
- Knowledge in areas specific to the organisation- particularly on a committee where they will be required to make decisions.

By embarking on a role as a board member it is important that you can make a commitment to the board and to the association to implement the vision and strategies determined by the board. Your efforts on the board means you will be able to make a difference and assist in implementing the Association's vision.

It needs to be said however that as a board member you have a fiduciary duty to the ACA, and you must always act in the best interests of the members. It's important that you remain

objective and unbiased in your actions and decisions as it's not about gaining favours or serving your own agenda.

Serving on the ACA Board can be a positive experience and will clearly enhance your understanding of the corrosion industry and its people. Remember, the role is a voluntary task requiring a significant commitment.

Commitment - do I have the time?

A board position is normally for a term of up to three years, but directors can be re-elected for two further terms of three years each.

In addition, you should be aware of the obligations and indicative time commitments expected of any ACA board member:

1. Prepare board papers and attend board meetings (minimum five per year), plus strategy sessions, professional development, the AGM and some of the networking functions and other events.

(Say: 2 hours per week)

2. Volunteer to be involved in committees (current committees include Finance, Audit and Risk Management Committee, Membership Committee, Education & Training Committee, Governance Committee, and Conference Committee)

(1.5 hours per week).

3. Respond by email to planning and governance issues and other matters requiring input of directors

(30 minutes per week).

4. Actively participate in reviews of business plans, reading reports, preparation of strategies, contacting members and assisting the CEO, the Chair and other board members. This is infrequent and conducted by conference/video call.

There is no remuneration for directors other than ACA covering your travel and accommodation expenses for interstate board meetings. Board meetings and committee meetings are held on weekdays during normal business hours and on some Saturdays. (See the 2025 board calendar provided as a separate document.)

Each board member is expected to put in time and effort to achieve the overall objectives of the Association. You should also seek a commitment from your employer to support your work on the board.

As a member of the board, you are required to put aside the interests of your company or to your

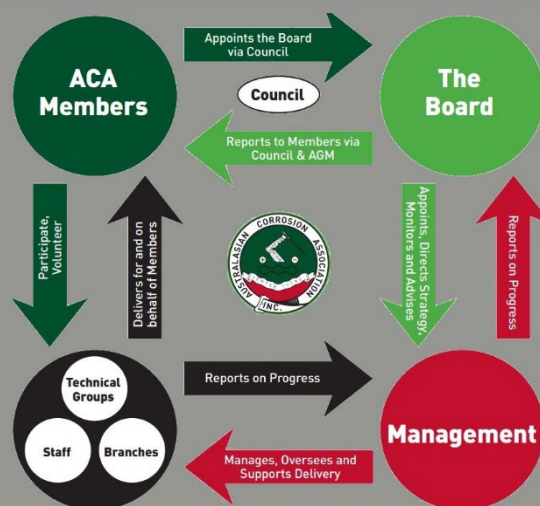
employer and act in the interests of all the members we represent without bias or conflict of interest.

If any prospective board member would like further information about serving on the board, you are welcome to contact any of the current board as listed in the following pages.

If you are elected to the board, you will be expected to attend the ACA board meeting on Wednesday 20 November commencing at 10.00am (AEDST).

The ACA governance

The Board is not directly involved in the daily management of the Association, however it (or individual directors) may be asked to provide advice or support from time to time.



How is the Board appointed?

When there is a vacancy or a board member's three-year term has finished, the President calls for nominations from the membership. Nominations are considered by the Council, which then votes to elect board members on behalf of all ACA members.

We trust that by putting forward your nomination you will be willing, able and have enough time to put in the necessary effort to further the activity of the Australasian Corrosion Association.



MEET THE BOARD

Current ongoing Directors



Kingsley Brown is well known to members, having served previously on the ACA Board. With an engineering background, Kingsley is an experienced corrosion engineering and protective coatings specialist, with expertise in the fields of durability, asset remediation, materials, cathodic protection and continuous improvement across a broad range of industries.

Kingsley was elected Chair of the Board in November 2023. He is a member of the Finance, Audit and Risk Management Committee and the Governance Committee.

Kingsley Brown (SA), Chair



Scott Gaebler has a background with 30 years of mining experience, with an understanding of oil and gas processes and a diverse range of skills and expertise in the sector. He holds a Master of Business Administration and is currently the mining and infrastructure manager for a Western Australian polyurethane systems company.

Scott was elected Vice Chair of the Board in November 2023. He is a member of the Finance, Audit and Risk Management Committee and the Membership and Advocacy Committee.

Scott Gaebler (WA), Vice Chair



Dr Nick Birbilis has been working in the area of corrosion since 1999 and has been actively involved in ACA operations, including as a co-founder of the ACA YCG, and the responsible Branch member for launching the Brian Cherry Award. Nick has diverse experience having served as the NACE/AMPP Research Chair, and in numerous NACE/AMPP roles from publications to awards. He has also served in a number of society roles for the Electrochemical Society and International Society of Electrochemistry (including a focus on diversity and equity, therein).

Nick is a member of the Membership and Advocacy Committee and the Education and Training Committee.

Dr Nick Birbilis (VIC)



Wayne Burns has been a Corrosion engineer for 50 years beginning with 28 years at Wilson Walton International and most recently over 22 years at Anode Engineering. A Life Member of the ACA, he has held office in all branch committee positions for over 40 years. Wayne is passionate about giving back to the corrosion community. As a founder, former director and frequent contributor to the ACA Foundation, he believes that young people are the future of our association.

Wayne is Chair of the Membership and Advocacy Committee and a member of the Governance Committee.

Wayne Burns (QLD)



James Cherry is a non-executive director and corporate advisor. His career has spanned intellectual property and corporate management bringing new technology and products to market. James also has a long-term side interest in corrosion. James originally qualified with a law degree and a science degree, followed by leadership qualifications from the Australian Institute of Company Directors and Harvard Business School.

James joined the Board in 2023 as an Independent Director and is Chair of the Governance Committee.

James Cherry



Madeline Laurenson is a Civil Engineer with a background in the water industry. Madeline also holds a Master of Commerce. She has worked for large and small organisations both in the public and private sectors. After a long career, with the last eleven years working for Engineers Australia, Madeline has recently retired.

Madeline joined the ACA board in November 2022 as one of the Independent Directors. She is Chair of the Education and Training committee and a member of the Governance Committee and the Finance, Audit and Risk Management Committee.

Madeline Laurenson



Dr Alexandra Sidorenko, GAICD, Managing Director of Argyle Consulting, is a professional economist with more than twenty years of experience and leadership in industry, regulation, consulting, and academia across infrastructure (electricity, water), education, health, and other services. Alexandra holds a PhD in Economics from the Australian National University and a PhD in Probability Theory and Statistics from Kyiv State University.

Alexandra has been a member of ACA since 2021 and a Board Member since 2022. Alexandra is Chair of the Finance, Audit and Risk Management Committee.

Dr Alexandra Sidorenko (NSW)