

Information and application guidelines for MLA non-executive director positions

The MLA Board Selection Committee held its first meeting for 2020 on 30 April and has commenced the process for director selection in 2020.

MLA is seeking director candidates with the skills, drive and capability to ensure that the MLA Group of companies not only continues to deliver value to industry into the future but also proactively engages with the changing landscape in which it operates – see below for information on the Selection Committee process.

MLA Board composition

MLA's Board is a skills-based board.

Article 5.4(d) of MLA's Constitution requires that in determining whether to endorse a candidate, the Selection Committee must have regard to the qualifications or the experience of a candidate in livestock production; business management; finance; the promotion of products; the international marketing of products; administration of research and development; commercialisation of the results of research and development; conservation and management of natural resources, and environmental and ecological matters as well as any "field or fields nominated by the directors". In addition to these fields, MLA's Funding Agreement with the Commonwealth also requires MLA to establish a skills-based Board that can demonstrate collective expertise in corporate governance (clause 14.3).

The MLA Board is comprised of one executive director – the MLA Managing Director and eight non-executive, independent directors with a broad range of skills aimed to ensure that the critical knowledge and skill areas are captured in the total MLA Board.

The broad range of skills, experience and expertise of the MLA Board enables MLA to work with industry to set strategic priorities for the company and to approve and monitor progress against MLA's Strategic Plan 2020–2025. The Board evaluates performance and budgets, overseas risk management and compliance and ensures the company abides by its obligations under the Red Meat Industry Memorandum of Understanding, MLA's Funding Agreement with the Commonwealth and under corporations law. Many Directors are also producers and members of the company.

Directors are nominated through the Selection Committee and appointed by members at MLA AGMs for a three-year term. After such term a director may reapply for a position on the Board in the same way as other candidates. Under article 4.1(f) each year a third of the Board must retire from office as directors. Accordingly, there is a need for the recruitment of three Directors in 2020.

The MLA Selection Committee

Directors are elected by the Company's members at the Annual General Meeting each year. Candidates put forward for election by the members are selected by a nine-person Selection Committee. This is made up of three industry representatives, four member-elected representatives, and two non-voting members of the current MLA Board. The number of candidates endorsed by the Selection Committee must be equal to the number of vacancies to be filled.

Time commitment required of MLA Board Directors

An *indicative* annual time commitment would be a minimum of 50 days per annum, usually comprising of 6 board/strategy meetings. The MLA Group Boards (including the subsidiary company boards) meet over 2 days approximately every six to eight weeks, usually in North Sydney at MLA's Head

Office, although meetings may be held each year at locations around Australia. In addition to the MLA Board meetings, a Director may sit on the following committees, which will usually meet four times per year.

- Audit & Risk Committee
- Remuneration Committee
- Selection Committee

Where possible, committee meetings are held adjacent to Board meetings. Additionally, MLA Directors may attend associated industry events and meetings (e.g. peak council meetings and industry forums). These events and meetings will often be held outside the Sydney area.

MLA's commitment to diversity

MLA takes into account the ASX Corporate Governance Principles and Recommendations and is committed to providing an environment which respects and promotes diversity. MLA recognises that a workforce which represents a diverse range of backgrounds, age, ethnicity and gender will enable MLA to provide optimal service to its stakeholders. For the 2018-19 reporting period the Workplace Gender Equality Agency confirmed that MLA is compliant with the Workplace Gender Equality Act 2012 (Act).

The Board has always monitored the shortlisting, selection and on-boarding of personnel into roles as well as changing community attitudes and the expectations of government in relation to gender diversity targets. In accordance with its Diversity Policy, 30% of the MLA Board is female.

Apart from the obvious need for the Board to ensure compliance with the Act, it is important that the MLA Board also fosters a culture that encourages divergent views and robust discussion. In assessing candidates, the Selection Committee also considers diversity of tenure, education, the nature of the businesses and business functions in which candidates have gained experience and the roles held, as well as the more obvious aspects of diversity such as gender, age, ethnicity and cultural background.

The selection process

The Selection Committee meets in April of each year to determine the skills to be sought in candidates (to fill 'skill gaps'), provide a balanced Board and to agree a selection process. National advertisements are then placed in print and online media, alongside other communications activity, seeking applications and a targeted search process occurs simultaneously. Applications are received via an online application and applicants will receive an automatically generated response to confirm receipt of their application.

Following the conclusion of the advertisement and search processes, the Selection Committee will meet in late-July to agree on a shortlist of candidates for interviews, with interviews to be held on 19-20 August. Applicants in the process will be advised about the progress of applications in early-August.

Interviews will be approximately one hour in duration and will be a panel interview with the full Selection Committee. During the interview, candidates will be expected to present their credentials for inclusion on the Board (how they meet the criteria and how they can contribute to the Board, their ideas on MLA's contribution to the red meat industry, their thoughts on industry issues etc) and the Committee will ask a series of questions. There will also be an opportunity for the candidate to ask questions.

Skills being sought - 2020

The skills and experience sought year to year in director candidates are guided by the skills and experience of the retiring Directors and the skills balance requirements of the Board. Skills sets required to be sought for 2020 are:

- **Board role 1 - Australian beef production** including knowledge and/or experience in diverse production systems, pasture management, genetics and nutrition, research, development & extension and emerging technologies and their application
- **Board role 2 - Australian sheepmeat production** including knowledge and/or experience in diverse production systems, pasture management, genetics and nutrition, research, development & extension and emerging technologies and their application
- **Board role 3 - Financial, audit and risk framework** oversight with demonstrated knowledge and experience in, and an understanding of, issues relevant to Australian and Global operations, compliance under the Corporations Act and under Federal Government funding arrangements

Format and deadline for applications

Applications should include:

- A short cover letter outlining the skills and experience the candidate brings to the Board.
- A full CV detailing work history, relevant experience and qualifications. Please remember to include your full contact details.

Pacific Search Partners is a specialist search and recruitment business partnering with MLA to manage the selection process in 2020.

To express your interest please email your application and CV to theconsultant@pacificsearch.com.au quoting MLA in the subject box, and/or call (03) 9631 1500 for a confidential discussion.

Replies will be to the email address used for your application. **Closing date: Friday, 12 June 2020**