2023 Board Member Nomination Expression of Interest

CMI is calling for expressions of interest from individuals to nominate for a position on CMI's Board that will require election by the 2023 AGM to be held on 16 November 2023. Consistent with the CMI constitution, we have one Board role subject to re-election alongside new nominees.

The nominations period will be open for six weeks, and all nominations must be received by 12pm, Monday 9 October 2023. Please see below more information about the Board, eligibility and process details, and information on how to apply.

The CMI Board comprises a maximum of ten voluntary (unpaid) Non-Executive Directors, and is supported by Audit & Risk, Nominations, Membership and Markets committees.

We note that Directors are required to:

- 1. Personally <u>comply with the legal obligations as a director</u> of a limited liability company under the Corporations Act 2001.
- 2. Act in the best interest of CMI as required by Director obligations under the CMI Constitution, specifically noting the Principal Objects and sections 8-13.
- 3. Attend five board meetings annually, as well as any committee meetings, out-of-session business and Annual General Meetings.
- 4. Hold a Directorship for a minimum three-year term, with a maximum of two consecutive terms (six years total).

Board members approve a Strategic Plan on a three-yearly cycle and act to support its objectives. The current Strategic Plan is available here.

Board Election Nominations

Eligibility

As Directors are expected to act in an independent personal capacity, it is not required that candidates be employed by CMI member organisations. Candidates must be able to personally comply with the legal obligations as a director (as noted above) and must not be currently disqualified by ASIC from acting as a company director. Directors must have a Director Identification Number.

Please provide information on previous or current Executive & Non-Executive Director roles and why you are interested in this Board position.

The CMI Board is supported by a skills & experience matrix that also considers age, geographic, gender and cultural diversity representation.

To ensure minimal skills gaps, the Nominations Committee is particularly interested in candidates that hold any/all of the following skills/experience, preferably current operational experience:

- 1. Working in Emissions intensive industry, including Safeguard Mechanism or other compliance framework liable entity
- 2. Knowledge of CMI and demonstrable alignment with CMI's 2025 Strategy



There is currently a strong geographic Sydney based membership of the Board and candidates will preferably be from elsewhere.

Nomination & Election Process

Nominations are open for a six week period, until 12pm Monday 9 October 2023. Once nominations close, the process is as follows:

- 1. Board Nominations Committee screens nominations against the above eligibility criteria and recommends a shortlist to the Board who confirm election candidates (and notified of next steps) by Monday 23rd October 2023.
- 2. Details of election candidates and voting instructions will be sent to members with the formal Notice of AGM by Tuesday 26th October 2023.
- Formal elections take place at the Annual General Meeting on Thursday 16th November 2023 (noting non-Associate corporate member organisations only are eligible to vote; each organisation has one vote).

HOW TO APPLY

To be considered, your EOI must include a current CV, and a cover letter that can address:

- 1. Eligibility as per criteria above;
- 2. Alignment with priority skills/experience areas (if any);
- 3. Reasons/interest in joining the CMI Board; and

Expressions of Interest must be sent to the Election Returning Officer via email at jobs@carbonmarketinstitute.org by 12pm Wednesday 9 October 2023.

