

## SELECTION CRITERIA FOR EXTERNAL DIRECTOR

The ideal candidate will possess all or most of the following experience, skills and attributes:

Essential	Desirable
<b>Experience</b>	
<p><b>E1</b> A successful track record of managing complex stakeholder expectations and relationships, including investors.</p> <p><b>E2</b> Demonstrated experience in company governance, especially as a Director.</p> <p><b>E3</b> Relevant experience at either an executive management or Board level in one or more of the following industries:</p> <ul style="list-style-type: none"> <li>- Marketing</li> <li>- Retail/Consumer</li> </ul>	<ul style="list-style-type: none"> <li>• A strong track record as a CEO, MD, COO Partner and/or Chair of a large company, organisation or professional practice.</li> <li>• Experience in member based organisations, Government, academia or other relevant bodies.</li> <li>• Commercial, legal, management or other relevant tertiary qualifications.</li> </ul>
<b>Skills</b>	
<p><b>S1</b> Outstanding leadership skills including:</p> <ul style="list-style-type: none"> <li>- Capacity to consider the operational consequences of decisions</li> <li>- Ability to accept responsibility, individually and as a member of the Board.</li> </ul> <p><b>S2</b> Able to be an agent/driver of change, with the ability to simultaneously focus on innovation, strategy and the commercial/pragmatic implications.</p> <p><b>S3</b> Excellent communication skills with the ability to listen to other points of views, influence, persuade and express ideas clearly.</p> <p><b>S4</b> Possess relevant functional skills in one or more of the following:</p> <ul style="list-style-type: none"> <li>- General Management</li> <li>- Finance/Risk/Audit</li> <li>- IT/e-commerce (in combination with other functional skills)</li> <li>- Marketing</li> </ul> <p><b>S5</b> Understanding the role of the Board and that of management and the interplay between the two.</p>	<ul style="list-style-type: none"> <li>• Strong analytical skills and judgement of a high order, preferably in management, finance, or a similar discipline.</li> <li>• Ability to foster a culture of compliance and accountability.</li> <li>• Ability to work within a regulated and competitive industry.</li> </ul>

## SELECTION CRITERIA FOR EXTERNAL DIRECTOR (continued)

Essential	Desirable
<b>Attributes</b>	
<p><b>A1</b> Possesses interpersonal characteristics appropriate for Board membership of a large geographically and culturally diverse organisation</p> <p><b>A2</b> Able to contribute sufficient time and commitment to ensure the company's success</p> <p><b>A3</b> Possess high business/ethical standards and alignment with the values of CPA Australia:</p> <ul style="list-style-type: none"> <li>- Act with integrity</li> <li>- Respect all people</li> <li>- Care about the needs of members</li> <li>- Encourage innovation</li> </ul> <p><b>A4</b> Other relevant attributes, including no conflicts of interest; and ability to demonstrate appropriate independence</p>	<ul style="list-style-type: none"> <li>• Ideally, well connected within the business community or financial services sector.</li> <li>• Ability to address issues outside their immediate area of functional expertise and have sufficient levels of commercial acumen and judgement to balance relevant commercial requirements.</li> <li>• Ability to work with and encourage the flow and development of ideas from other Board members and senior management.</li> <li>• Understands the confines of operating within a member based organisation.</li> </ul>