



DARLINGFORD WATERS
BOAT CLUB - LAKE EILDON

Darlingford Waters Marina Pty Ltd / DWBC

Director Position Description

Company Secretary

About Darlingford

Darlingford Waters Boat Club (DWBC) is a community of house boating and Lake Eildon enthusiasts – with unwavering commitment to our fellow members, our families, their safety, the environment and our local community.

Boasting the 'best marina's on the lake', DWBC is in a beautiful, sheltered location on fresh clean water and offers its members excellent amenities with great access to every marina, plenty of parking right near the lake's edge plus a number of members barges to make life easier. We offer both standard and larger sized pens to cater for boats of all sizes.

Our live-in, onsite Facilities Manager is responsible for the day to day running of the facility and is a first point of contact for members. The Facility Manager maintains the marina's and grounds and is ably supported by our member elected Board of Directors, specifically our Site Director.

Our club has strong values that lead our decision making and help shape our culture. These values are: *family, community, environment and safety*.

About the Darlingford Waters Marina Pty Ltd Board

Darlingford Waters Marina Pty Ltd is the trustee for the Darlingford Waters Boat Club Unit Trust, structured under a Fixed Unit Trust model, with the members electing Company Directors from within the membership to represent the shareholders of the Unit Trust.

Essentially, the club is owned by members, run by members and exists for members.

Responsibilities of a Director

The Board of Directors' key purpose is to ensure the company's prosperity by collectively directing the company's affairs, whilst meeting the appropriate interests of its shareholders and stakeholders.

All Directors agree to:

- uphold the rules and values of the organisation, at all times
- act without prejudice or for personal gain
- be lawful, fair, just and confidential
- undertake their role to the best of their abilities
- manage conflicts of interest
- read through the DWBC Board Induction Kit (v2020)

To read more about the roles and responsibilities of a Director generally, visit <https://aicd.companydirectors.com.au/-/media/cd2/resources/director-resources/not-for-profit-resources/nfp-principles/pdf/06911-4-adv-nfp-governance-principles-report-a4-v11.ashx>

Specific Role and Responsibilities

Company Secretary

The Company Secretary is responsible for the efficient administration of a company, particularly with regard to ensuring compliance with statutory and regulatory requirements and for ensuring that decisions of the board of directors are implemented.

He or she agrees to undertake the following tasks, in the spirit and under the principals of good governance:

1. Ensure compliance on all statutory matters (ASIC compliance)
2. Convene board meetings and other meetings and keep all records, with the support of a minute taker
3. Convene the AGM, conduct all elections and distribute paperwork
4. Manage the Master Lists for the company: Share and Unit Holders Register and contact details
5. Manage all pen allocations and movements
6. Manage the process of share sales without getting involved in price negotiations between shareholders (unless the shareholder is DWBC), including:
 - a. updating the ASIC register
 - b. administering certificates
 - c. updating the DWBC master list
7. Manage all administration, inbound and outbound correspondence on behalf of the company
8. Coordinate all member correspondence
9. Be the point of contact for affiliations and legalities
10. Coordinate all club promotion and community engagement
11. Receive and report to board all complaints and feedback
12. Bank signatory
13. Act as liaison with GMW for all lease enquiries and negotiations (in conjunction with Chair and Treasurer)
14. Undertake all duties of a Board Member, including contributing to conversations and providing insight wherever possible

Election Process

The Company Secretary is appointed by the Board. At such time that the position becomes vacant, the Board will need to appoint a suitable candidate.

Authority

The Company Secretary has the authority to represent the Board and company with ASIC and other legal entities.

By signing this document I agree to uphold the Responsibilities of a Director (Board appointed) as well as those specific to this role, as outlined in this document.

Signed: _____

Print Name: _____

Date: _____