

Member Update

Abalone Victoria (Central Zone) - November 2015

Important dates:

23 November 5.00pm – All nominations for industry directors must be in on the valid form to the Company Secretary by this date

23 November 5.00pm – Applications for Independent Director through the Australian Institute of Company Directors close.

11 January TACC Setting Forum 9am to 4pm – 475 Mickleham Rd Attwood, DEDJTR office Room A03-01

12 January 10am to 1pm AGM - 250 Spring Street Melbourne (Notice of AGM and papers to come)

There has been a lot going on, particularly the last three weeks & a lot more in next two months. The following is a brief summary of the work of the Central Zone Board and things you should be aware of.

We have changed lawyers & have a new Interim Industry Director

Our previous lawyer viewed Section 9.5 of the Constitution "*Tenure of Directors (a) The Directors named in the Schedule shall hold office until the first Annual General Meeting of the Company.*" as indicating that not only should the interim board members remain until the first AGM but also that that number of Directors should hold until the AGM.

Our new lawyer interpreted this differently. In order to be conservative and clearly within the bounds of our Constitution the Board has confirmed an additional Industry Director up until the AGM. Mr Kaz Bartaska has kindly agreed to take on this role and the Board thanks him for stepping up at short notice.

Voting at the AGM

Members will be asked to decide on two key issues:

- **Remuneration of all Directors &**
- **Number of Directors on the Board**

The current board (the majority of whom are not nominating to be part of the new board) strongly recommends that Members support Director remuneration.

Over 18 months' worth of volunteer time has been provided by the current board. However we believe that remuneration reflects the importance of the Board's Work for the Central Zone.

External advice has been sought and an amount of \$10,000 is recommended for Directors and \$15,000 for your new Chair.

The second issue for vote is number of Directors. There must be one more industry director than independent. There can therefore be 3 or 4 independents and 4 to 5 industry directors. Members will be asked to weigh cost to the budget against the benefits of having broader representation and skills and ensuring work doesn't stop when Directors have to be away for their other work responsibilities.

To assist in your choices we will show the budget impacts of the different options.

Your Current Board

Independent Directors

Freya Marsden (Chairperson), Nicholas Jackson & Danny Davis

Industry Directors

Sean Buck, Peter Johnston, Wayne Haggard & Kaz Bartaska

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Industry Directors

Nomination & Election

The closing date for Industry Director nominations (owners or their delegates) is **23 November**. If there are more nominations than minimum positions (four Directors) then Ballot forms will be provided with the papers and notice of AGM in late November. The Board is in the process of selecting cost effective and independent body who will receive the ballot papers and notify the Chair of the ranking of votes for each nomination. This ranking will remain confidential until a vote is taken at the AGM on the number of directors (see Voting at the AGM).

Getting the Best Independent Directors for your Board

The Board is running an ad with the Australian Institute of Company Directors to attract the best possible candidates for consideration for election. The Board Selection Committee will consider applications and provide a list of candidates for election by AV(CZ) Members by secret ballot prior to the AGM. Each nominee will provide a paragraph about themselves to assist your selection. A separate ballot paper will be provided for you to vote on the Independent Directors. To be eligible as an Independent Director, you must not be an owner of an abalone quota or a diver, or be a spouse, child, parent or a sibling of a diver or a quota holder. You must also

have no recent commercial association or professional relationship with a quota holder or diver. Skills and attributes considered favourably are:

1. The AICD Director's course;
2. Excellent governance capabilities;
3. Extensive experience as a non-executive director with experience in at least two Boards;
4. Education or wider experience in fishery management;
5. A strong legal, financial or regulatory background.

CEO Hire

We have had a number of excellent applications for the role of Executive Officer for the Central Zone (thank you to those of you who applied). The final selection process will be handed to the new board in January to undertake a short list and interviews. External consultants will be used by the board in the meantime is to assist in our work.

TACC Setting & Promoting Effective Science

The Board continues to have significant concerns regarding the science used by the Department in the TACC setting process. While we commend the efforts of the AIC and our Central Zone representatives Messrs Alan and Sean Buck the Board is also progressing issues on other fronts. As part of this strategy the Board is seeking a meeting with the Executive Director of Fisheries, the Director of Policy and Licencing and the Director of Fisheries Management and

Science to express industries views, supported by evidence and advice from external experts.

This meeting will include Central Zone's scientific advisers and key Central Zone Board Directors.

In addition to and post this meeting the Board will also seek to bring matters to the Minister via her Office. The aim of these meetings is to help government make an informed decision regarding the TACC for 2016/2017 well prior to the planned workshop and to progress an agreed way forward in the collection of data and systems analysis to be used for future settings.

Message From the Chair

Setting Up the Organisation for Ongoing Success.

I recently took up the role of Chair of Abalone Victoria (Central Zone) on 16 October and will remain your Chair up-to and including the AGM on 12 January. While I will not nominate to continue as part of the new Board the current Board and I are working very hard to ensure the new Board is set up to be a significant success for Central Zone Members and the industry more broadly. Please feel free to contact me if you would like to discuss any aspects. I am highly approachable and very happy to discuss how your industry and Board should progress.

**Freya Marsden, Chair Abalone Victoria (Central Zone) Interim Board
Mobile 0402290167**