



The Australian Wine  
Research Institute

## POSITION DESCRIPTION

**Title of Position:** Chair of the Board of Directors

### **Overview:**

The Chair of the AWRI Board works collaboratively with other Directors and the Managing Director, providing governance oversight and strategic leadership to the Board and the AWRI. The Chair actively assists the AWRI in its mission to support the Australian grape and wine sector and models AWRI values and behaviours.

### **Responsibilities:**

#### Leadership and governance

1. Exercise effective leadership and coaching as necessary to ensure that the AWRI Board operates as a constructive forum.
2. In conjunction with the Board's Personnel Committee exercise responsibility for oversight of recruitment of the MD, ongoing evaluation of the MD's performance, determination of the MD's remuneration (including annual bonuses) and MD succession planning.
3. Develop and maintain a productive working relationship with the Managing Director (MD) and liaise with the MD as the primary contact between Board and management. In conjunction with the MD, cultivate effective working relationships between relevant members of the management team and Directors.
4. Ensure that the Board follows best practice governance principles and functions independently from management in fulfilling its fiduciary obligations.
5. Ensure that the Board has access to appropriate resources and information to maintain an appropriate understanding of the AWRI's financial position, strategic performance, risk management, operations and affairs generally, and organisational opportunities and challenges as relevant to the Board.
6. Oversee and contribute to the AWRI's strategic and operational planning processes.
7. Oversee and facilitate Board, Committee and Director evaluation reviews, remuneration reviews and succession planning.
8. Provide advice, counsel and mentorship, as appropriate, to other Directors.
9. In conjunction with the MD engage with the AWRI's key stakeholders (including Wine Australia, peak national, state and regional industry bodies, government, wine businesses, universities and the public) to communicate the strategic direction of the AWRI, provide and receive feedback relating to industry matters and otherwise promote and support the AWRI's mission.
10. Oversee the election process for levy payer elected Directors.

11. In the event of an emergency incident, oversee and contribute, where necessary, to the management of such incident and any necessary communications to staff, the media and other stakeholders.
12. Assist with the selection of Special Qualification Directors.
13. Participate in the induction process for new Directors.

#### Board meetings

14. Chair Strategy, Board, Annual and Extraordinary General meetings.
15. Consent to act as Chair of the Board's Personnel Committee.
16. In conjunction with the MD and the Company Secretary develop an agenda for all meetings, ensuring appropriate Board input where necessary. Perform a preliminary review of minutes of meetings in advance of their provision to the full Board for approval.
17. Facilitate open and constructive communications among Directors and encourage all Directors to constructively contribute to the Board's deliberations.
18. Ensure that information provided to the Board is relevant, accurate, timely and sufficient to appropriately inform the Board's deliberations.

#### **Workplace Health and Safety Responsibilities:**

The Chair of the Board is a Responsible Officer for the AWRI and in conjunction with the Board and Managing Director has overall responsibility to provide a healthy and safe work environment for employees. The Chair of the Board through the Managing Director will ensure:

- Adequate resources are provided to meet WHS requirements.
- Mechanisms are provided to enable the identification, development, implementation and review of appropriate WHS policies and procedures.
- Mechanisms are provided for the consultation of employees and their representatives on matters which may affect the health, safety and welfare of employees.
- Appropriate systems are developed and implemented to effectively identify hazards and minimise, as far as is reasonably practicable, risks to employees.
- Mechanisms are provided to assess and report on the WHS performance of the AWRI.
- WHS performance is incorporated as an integral component of the AWRI's business activities.