



# 2021 ELECTION OF DIRECTORS NOMINATION PACK



Artwork by Simas, aged 4 years – KU Sunbeam Preschool

# Criteria for Election to KU Board of Directors



In the 2021 Election of Directors, the Board seeks candidates with good judgment, strategic thinking and an understanding of and commitment to social responsibility. Current Board Directors have skills and expertise in:

- ▶ Early childhood education/research
- ▶ Finance
- ▶ Law (Corporate/Governance)
- ▶ Property
- ▶ Organisational change and transformation
- ▶ Not for profit sector experience
- ▶ Board experience
- ▶ Human Resources

## Skills, Knowledge and Experience being sought

In an effort to ensure diversity and an appropriate mix of skills, experience, knowledge and capabilities on the Board, the Board has determined that it is seeking candidates with skills and experience in:

- ▶ Strategic Marketing; demand generation, digital marketing, brand identity, strategy, messaging and positioning
- ▶ Regulation and Governance
- ▶ Early Childhood Education/Research
- ▶ Risk Management

KU values the contribution of First Nations Peoples and welcomes the nomination of Aboriginal and Torres Strait Islander candidates for election to the KU Board.

## Eligibility

In addition to having the above skills and experience, to be eligible to stand for election to KU's Board of Directors you must be a Member of KU Children's Services.

- ▶ To become a Parent Member, you must be a parent with a child at one of our services or programs and sign a *Membership Application Form* each year. Only one parent of each enrolled child may become a Parent Member each year.
- ▶ A second parent wishing to become a Member may apply to become a *General Interest Member* by completing and submitting the *General Interest Member Form* each year. This can be downloaded from the parent section of [www.ku.com.au](http://www.ku.com.au).
- ▶ Any other persons who have an interest in early childhood education in general and KU in particular may also apply to become a *General Interest Member*.
- ▶ All KU Members, including Parent Members, General Interest Members and Life Members, can stand for election and vote at the AGM.
- ▶ To stand for election your *Nomination Form* will need to be signed by a proposer and seconder who both must also be Members of KU.
- ▶ To be eligible for election you must not be bankrupt or have been discharged from bankruptcy in the last 5 years.
- ▶ Please note that KU holds Directors' and Officers' insurance for all Board members.

## Requirements and Expectations

Directors will be required to provide a range of documentation and checks, in accordance with legislative and/or regulatory requirements, upon being elected to the Board. This may include:

- ▶ Working with Children Check (volunteer) NSW, QLD, VIC and ACT
- ▶ National Police /Criminal Check
- ▶ PRODA Registration Authority number
- ▶ Bankruptcy Search
- ▶ Historical Personal Name Extract
- ▶ Banned and Disqualified Register
- ▶ Current Passport or current drivers' license
- ▶ Birth certificate
- ▶ Marriage certificate (if required)
- ▶ ACECQA PA02 – Declaration of fitness and propriety

## Time Commitment

Being a Director of KU requires significant investment of time. Upon joining the Board, new Directors are expected to attend/ participate in a range of induction activities including:

- ▶ Board induction session with the CEO and Executive Team
- ▶ Approved Provider Regulations training
- ▶ Facilitated centres visits (full day)

Throughout the year Board meetings and commitments include:

- ▶ Approximately 9 Board meetings per year (held in the evenings)
  - 5 via zoom and 4 in person
- ▶ Board Committee meetings (once appointed to a Committee) via zoom
- ▶ Two Board functions per year (held in the evenings)
- ▶ KU Board Strategy Day (full day held on a weekend)
- ▶ KU Annual Conference (full day held on a weekend)
- ▶ One centre-based function per year

## Further Information

Existing Board members welcome the opportunity to talk to potential candidates for election and encourage candidates considering standing to take up this opportunity.

A suitable meeting time can be arranged by contacting the Company Secretary at [CompanySecretary@ku.com.au](mailto:CompanySecretary@ku.com.au).

# Nomination Form



## SECTION 1: PROPOSAL

To be completed by the persons making the nomination.

We have pleasure in nominating:

Name: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

for the position of Director of KU Children's Services.

Name of Proposer\* (print): \_\_\_\_\_

Signature of Proposer: \_\_\_\_\_

Date: \_\_\_\_\_

Name of Seconder\* (print): \_\_\_\_\_

Signature of Seconder: \_\_\_\_\_

Date: \_\_\_\_\_

*\*Note: The Proposer, Seconder and Nominee must all be Members of KU. If you are unsure of your Membership status, we suggest you include a completed Membership Application Form/s with your nomination to ensure your nomination is valid.*

## SECTION 2: NOMINEE

To be completed by the person being nominated.

I accept the nomination for the position of Director of KU Children's Services.

Signature of Nominee: \_\_\_\_\_

Date: \_\_\_\_\_

This completed form must be received by no later than **5:00pm on Thursday 22 April 2021**, along with a completed *Nominee Details Form* and *Consent to Act as Director Form*.

### Return via post:

Company Secretary  
KU Children's Services  
Box Q132  
QVB Post Office NSW 1230

### or via fax:

Company Secretary  
KU Children's Services  
Fax: 02 9267 6653

or via email: [CompanySecretary@ku.com.au](mailto:CompanySecretary@ku.com.au)

# Nominee Details



Responses must be limited to the space provided.

## Personal Details

Title: Ms  Mrs  Mr  Dr  Other: \_\_\_\_\_

First name\*: \_\_\_\_\_

Family name\*: \_\_\_\_\_

Address: \_\_\_\_\_

Phone: H: \_\_\_\_\_ W: \_\_\_\_\_ M: \_\_\_\_\_

Fax: \_\_\_\_\_ Email: \_\_\_\_\_

## KU Membership Type

Parent Member  General Interest Member  Life Member

Name of KU Centre or Program (if Parent Member): \_\_\_\_\_

## Qualifications\*

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

## Current and Recent Occupation(s)\*

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

## Specific skills, qualifications and experience\*

(List years experience)

Early Childhood Education/ Research	
Strategic Marketing; demand generation, digital marketing, brand identity, strategy, messaging and positioning	
Regulation and Governance	
Risk Management	
Not for profit sector experience	
Executive level experience	
Board experience	

**Details of relevant experience\***

---

---

---

---

---

---

---

---

---

---

---

**Boards or Committee experience\* (specify not-for-profit or commercial):**

---

---

---

---

---

**Other information\***

---

---

---

---

---

---

---

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

**\* In the event that an election is required, the information you provide in these fields will be made available to Members to assist them in determining how they will cast their vote.**

**If required, answers extending beyond the space provided will be abridged for that purpose.**

**In the event that an election is required, candidates may also be given the opportunity to briefly address the Annual General Meeting.**

*This completed form must be returned along with a completed **Nomination Form** and **Consent to Act as Director**.*

# Consent to Act as Director



KU Children's Services  
ABN 89 000 006 137  
ACN 000 006 137  
(Company)

## CONSENT TO ACT AS A DIRECTOR<sup>i</sup>

To: The Board of Directors  
KU Children's Services

I \_\_\_\_\_, consent to be appointed and to act as a Director of the Company.

I disclose the following information for the purposes of the *Corporations Act 2001* (Cth):

### 1. Personal details<sup>ii</sup>

Full name:

\_\_\_\_\_

Residential address<sup>iii</sup>:

\_\_\_\_\_

\_\_\_\_\_

Date of birth: \_\_\_\_\_

Place of birth: \_\_\_\_\_

### 2. Standing notice about interests<sup>iv</sup>

I give standing notice that I have the following interests which relate to the affairs of the Company. Where applicable, I have detailed below the nature and extent of my interest.

A. The shares, debentures and prescribed interests in the Company or related bodies corporate, or rights or options thereto, for purchase, allotment or disposal, in which I have a relevant interest are:

\_\_\_\_\_

\_\_\_\_\_

B. The contracts containing a right to call for or make delivery of shares, debentures or prescribed interests in the Company or related bodies corporate, under which I may benefit are:

\_\_\_\_\_

\_\_\_\_\_

# Consent to Act as Director

Continued...



C. The interests that I have in contracts or proposed contracts with the Company or its related bodies corporate are:

---

---

D. I am an officer or member of the following corporations and firms and must be regarded as interested in any contract with these corporations or firms. I have also set out the nature and extent of my interest:

---

---

E. The offices and property that I hold where duties or interests might be created in conflict with my duties or interests as a director of the Company, and the nature, character and extent of the conflict, are:

---

---

F. Details of the nature and extent of interests in matters that relate to the affairs of the Company not disclosed above are as follows:

---

---

### 3. Notification of change in personal details

I agree to notify the Company of any change in my personal details within 7 days after the change.<sup>v</sup>

Name (please print): \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_



# Consent to Act as Director

## Continued...



### Footnotes

- i The Company will contravene section 201D of the Corporations Act if a person does not give the Company a signed consent to act as a director of the Company before being appointed.
- ii Under section 205B of the Corporations Act, the Company must notify ASIC of the personal details of its officers within 28 days after each appointment.
- iii Under section 205D, an officer must use their usual residential address for the purpose of receiving notices or other service, unless that officer:
  - (a) is a silent voter under section 104 of the *Electoral Act 1918* (Cth) and a Form 379 'Application for suppression of residential address' has been lodged with ASIC along with a certified copy of AEC's approval letter for silent enrolment; or
  - (b) has lodged a Form 378 'Application for use of an alternative address' and a Form 379 with ASIC and ASIC determines that disclosure of that person's residential address in the notices required by section 205B of the Corporations Act would put at risk the safety of that person or his/her family.

If either (a) or (b) applies, you are entitled to provide an alternative address which must be in Australia and be one at which documents can be served on you. A person entitled to use an alternative address must notify ASIC of their usual residential address as well as any change to it within 14 days after the change using Form 379 (section 205D(3)).

- iv Under section 191(1), a director of a company (whether public or proprietary) who has a material personal interest in a matter that relates to the affairs of the company must give the other directors notice of the interest subject to certain exceptions. One exception is that the director has given a standing notice of the nature and extent of the interest under section 192 and the notice is still effective in relation to the interest.

This is a standing notice to be given by you to the other directors of the nature and extent of your interest in matters. The standing notice may be given to the other directors before the interest becomes a material personal interest.

The introductory words of the standing notice contemplate that you will not identify each notified interest as a material personal interest. This is because:

- (a) to do so might make it difficult for you to take the position later that the interest is not a material personal interest which, under the Corporations Act, would or might preclude you from being present at a meeting of directors at which the matter in which you have notified an interest is being considered and voting on it; and
- (b) it is consistent with good corporate governance practice for the directors to notify interests that relate to the affairs of the company even though they might fall short of a material personal interest (as undefined expression).

The notice must be given at a directors' meeting or to the other directors individually in writing. If the notice is given to the other directors individually in writing, it must be tabled at the next directors' meeting after it is given to every director.

Section 192 also contains provisions for "refreshing" the standing notice where:

- (a) there is a material change in the nature or extent of the interest; or
- (b) a new director is appointed.

- v You must give notice to the Company of any change in your personal details within 7 days after the change (section 205C(2)). The Company must notify ASIC of any change within 28 days after the change (section 205B(4)). Penalties apply to late notification by the Company to ASIC.

# Application for General Interest Membership 2021



Service Name (if applicable): \_\_\_\_\_

Please note: Only one parent per family is eligible to become a "Parent Member" and is required to complete the Parent Membership form.

If the other parent wishes to become a Member, particularly a Council Representative, they must become a General Interest Member. This Application form for being a General Interest Member needs to be completed and forwarded to KU Children's Services (KU) to be approved by the Board of Directors.

## 1. APPLICATION TYPE

New Membership (N)                       Membership Renewal (R)                       Change of Details (C)

## 2. APPLICANT DETAILS

I \_\_\_\_\_  
(Mr, Mrs, Ms, etc.)                      (Given Names)                      (Family Name)

of \_\_\_\_\_  
(Street No. and Name)

\_\_\_\_\_ Postcode: \_\_\_\_\_  
(Suburb)

Telephone (Home): \_\_\_\_\_ (Mobile): \_\_\_\_\_

Email for notification of AGM: \_\_\_\_\_

apply to be admitted as a General Interest Member of **KU Children's Services**.

## 3. CENTRE VOTING RIGHTS

I agree to abide by the Constitution of KU Children's Services (*available at KU centres or upon request*).

Signed: \_\_\_\_\_ Date: \_\_\_\_\_

## 4. 2020 ANNUAL ACCOUNTS (to be printed in 2021)

Copies of the Annual Accounts will be available for inspection at all KU centres and on the KU website – [www.ku.com.au](http://www.ku.com.au)

Please tick one box only

- Please do not send me a copy of the 2020 Annual Accounts. I understand that they will be available for inspection at KU centres and on the KU website – [www.ku.com.au](http://www.ku.com.au)
- Please send me an electronic copy of the 2020 Annual Accounts via the email address provided above
- Please send me a printed copy of the 2020 Annual Accounts via the address provided above

Signed: \_\_\_\_\_ Date: \_\_\_\_\_

**NB: Completion of this section is only applicable until 28 days prior to AGM.**

**DIRECTORS:** Please scan and email forms to [CompanySecretary@ku.com.au](mailto:CompanySecretary@ku.com.au)