



Paper 3 - Action no later than 5pm on Monday 21 October 2024

2024/2025 NOMINATION FOR THE POSITION OF DIRECTOR OF THE BOARD OF THE PROFESSIONAL TEACHERS' COUNCIL NSW

All nominations must be accompanied by **Paper 4: Supporting statement** (maximum 250 words) **and Curriculum Vitae** (half A4 page), and a completed **Paper 5: 2024/2025 Director's Confidential Information Form**.

Please read **Information Paper for Persons Nominating as a Director** (page 2 of Paper 3) before completing this form.

The Secretary
Professional Teachers' Council NSW
PO Box 699 Lidcombe NSW 1825

We, Proposer and Seconder, (Director / Council or Committee Member* of a Member Association)
*Tick those applicable.

Proposer:
(Full name)

Signature:

and **Seconder:**
(Full name)

Signature:

of (Association or Company name):

being a member of the Professional Teachers' Council NSW, hereby nominate:

Nominee:
(Full name)

who is a financial member of the above Association or Company

as: President Honorary Secretary Treasurer Vice President Director

of the Board of the Professional Teachers' Council NSW.

Dated this day of 2024.

I consent to this nomination: * Signature of nominee:

Included are: Supporting statement Brief CV Confidential information

All persons nominating will receive a receipt acknowledging their nomination by Monday 21 October 2024. If you do not receive an email acknowledgment, you must assume your application has not been received.

A list of the candidates' names in alphabetical order, with the proposers' and seconders' names, shall be posted in the registered office of the Company for at least seven days immediately preceding the Annual General Meeting. A copy of those nominating and their statements received before 5.00pm Monday 21 October 2024, will be forwarded to Association Presidents and to nominated voting representatives for the AGM.

* A person elected as a Director is required to provide their place and date of birth together with current residential address for lodgement under the Companies Act. Please complete the *Director's Confidential Information Form* (Paper 5) and return with your nomination to the Chief Executive Officer PTC NSW. Unsuccessful nominees' confidential information will be destroyed following the 2024 AGM.

INFORMATION PAPER FOR PERSONS NOMINATING AS A DIRECTOR OF THE BOARD OF THE PROFESSIONAL TEACHERS' COUNCIL NSW

The Board of Directors consists of elected volunteers from PTC NSW member associations who work, within the framework of the law and the rules of the Professional Teachers' Council NSW, to establish policies and direct its operation. To carry out their duties they are required to attend Board meetings. The first Board meeting of the calendar year is held on the Monday of the third week of the school term. All other Board meetings for the year will be held on Monday of Weeks 2 and 7 of each school term. Please refer to the PTC NSW website for more information. Board members are expected to take an active part in the sub-committee work of the Board.

Under the *Professional Teachers' Council NSW Memorandum and Articles of Association* nominations are open to member associations who are currently financial.

Associate Membership does not entitle the affiliated organisations of PTC NSW to nominate a person for election or to vote in the election.

The maximum number of directors to be elected is 17. A maximum of two members from an association may be elected. All applicants for Board positions are required to provide a supporting statement (a maximum 250 words) and a brief CV with their nomination.

A list of candidates' names will be distributed on Monday 21 October 2024 to member association Presidents and voting representatives whose nominations are received by Monday 21 October 2024. To provide voting representatives with further support, nominating candidates will be introduced at the AGM. This information has been sought since 1994 following requests from member associations for "advanced information" relating to candidates nominating for election at the 2024 AGM. **All Board members are expected to attend the first meeting of the new Board.**

Newly elected Board members will be introduced to invited guests at the PTC NSW Annual Awards Evening.

A copy of the *Powers and Duties of the Committee & Statement of Roles and Responsibilities for the Board of Directors of PTC NSW* are included as part of this information. Please read these carefully in relation to the position/s for which you are nominating. As a Director of Professional Teachers' Council NSW you will be required to represent **all** the PTC NSW member professional associations. You will be required to sign a confidentiality, code of conduct and conflict of interest agreements.

If nominating for position/s as an Office Bearer, consider also nominating as a Director. Should a ballot be necessary and you are not successful, your name then remains as eligible for inclusion in the election for Directors.

All positions are open for nominations one (1) President, two (2) Vice-Presidents, one (1) Honorary Secretary, one (1) Treasurer and twelve (12) Directors as committee.

Extract from Professional Teachers' Council NSW Memorandum & Articles of Association

POWERS AND DUTIES OF THE COMMITTEE

51. The business of the Company shall be managed by the Committee who may pay all expenses incurred in promoting and registering the Company, and may exercise all such powers of the Company as are not, by the Code or by these regulations, required to be exercised by the Company in general meeting, subject, nevertheless, to any of these regulations, to the provisions of the Code, and to such regulations, being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Company in general meeting, provided that any rule, regulation or by-law of the Company made by the Committee may be disallowed by the Company in general meeting and provided further that no resolution or regulation made by the Company in general meeting shall invalidate any prior act of the Committee which would have been valid if that resolution or regulation had not been passed or made.

52. The Committee may exercise all the powers of the Company to borrow money and to mortgage or charge its property, or any part thereof, and to issue debentures and other securities whether outright or as security for any debt, liability, or obligation of the Company.

53. For the purposes of Clause 3 of the Memorandum of Association the rate of interest payable in respect of money lent by members to the Company shall not exceed the lowest rate paid for the time being by banks in the State in respect of term deposits.

54. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments and all receipts for money paid to the Company shall be signed, drawn, accepted, endorsed or otherwise executed as the case may be, by any two (2) Committee members or in such manner as the Committee may from time to time determine.

55. The Honorary Secretary shall receive and answer correspondence as instructed at meetings of the Company and Committee and shall be ex-officio a member of all Committees and sub-committees.

56. The Minute Secretary shall cause minutes to be made -

- (a) of all appointments of officers and servants;
- (b) of names of members of the Committee present at all meetings of the Company and of the Committee; and
- (c) of all proceedings at all meetings of the Company and of the Committee.

Such minutes shall be signed by the Chairman of the meeting at which the proceedings were held or by the Chairman of the next succeeding meeting.

57. The Honorary Treasurer shall be ex-officio a member of all committees and sub-committees and shall receive all subscriptions and other money paid to the Company and give receipt to same only on an official form. The Honorary Treasurer shall keep books of account and shall attend to the financial affairs of the Company and present to and table at all General Meetings and the Annual General Meetings an income and expenditure account covering the financial transactions of the Company since the preceding General Meeting or Annual General Meeting.

58. Statement of Roles and Responsibilities for the Board of Directors of the Professional Teachers' Council NSW

- a) The **Role** of the Board of Directors (Board) is to develop and coordinate effective management structures within the Professional Teachers' Council NSW and to provide educational leadership and direction. The Board will reflect the broad concerns of its member associations.
- b) The **Responsibility** of the Board is to identify the issues related to the role of the Board and prioritise for discussion and/or action. The Board should then initiate the action to be taken, delegate responsibilities and communicate the outcomes to member associations.

- c) The **Responsibility** of the members of the Board is to:
- be aware of their individual responsibility and liability at law for the management of the Professional Teachers' Council NSW
 - participate in the full range of Board activities including
 - attendance at Board Meetings
 - the decision-making process
 - committee membership
 - portfolio responsibility
 - representation of the Board at outside functions such as association meetings
 - enhance the image and promote the activities of Professional Teachers' Council NSW
 - develop effective two-way communication within Professional Teachers' Council NSW, its Board and the broader education community
 - preserve the confidentiality and integrity of Board information and/or material
- d) The **Specific Responsibility** of the Executive of the Board of Directors of Professional Teachers' Council NSW is to:
- support other members of the executive where necessary
 - participate in executive meetings and discussions
 - operate as a decision making group where required
- e) The **President** will:
- provide leadership and direction to the Professional Teachers' Council NSW through the Board
 - coordinate and manage Board meetings and activities
 - coordinate the functions and activities of the Professional Teachers' Council NSW through management, delegation and liaison
 - represent and speak on behalf of the Professional Teachers' Council NSW
- f) The **Vice-Presidents** will:
- represent the President where appropriate
 - provide ongoing support for the work of the President including specific delegated tasks
- g) The **Honorary Secretary** is responsible for:
- coordinating the organisation of Professional Teachers' Council NSW and Board Meetings in consultation with the Executive Officer with responsibility for activities such as agenda setting and minute preparation
 - preparation and monitoring of correspondence in consultation with President and Executive Officer
 - specific tasks as negotiated with President and Vice-Presidents
- h) The **Treasurer** will:
- be responsible for the preparation of a budget in consultation with the Executive Officer
 - determine, in consultation with the Executive Officer, the reports required to provide adequate financial information to the Board and the Professional Teachers' Council NSW
 - be responsible for the monitoring of the financial situation of the Professional Teachers' Council NSW and report on these to the Board
 - convene the finance committee as determined by the Executive.