



AES Board Member Position Description

The Australian Evaluation Society (AES) Board is responsible for governance, policy, risk and compliance and strategy. The Board's mission is to strengthen the organisation and advance its goals.

Overview: The AES is a professional organisation for people involved in evaluation, including evaluation practitioners, managers, and commissioners, teachers and students of evaluation and other interested individuals. The AES has more than 1,000 members.

Board Tikanga/values

- Appreciate others
- Give voice to and listen to differing options/opinions/ perspective
- Respect
- Contribute
- Confidentiality and privacy – sensitive issues to be raised in direct communication to the President
- Time to reflect and think

AES vision: Quality evaluation that makes a difference.

AES mission: To strengthen and promote evaluation practice, theory and use.

AES objects:

Within the States and Territories of Australia:

- Establish and promote ethics and standards in evaluation practice
- Encourage advances in the theory and practice of evaluation
- Provide education and training related to evaluation
- Provide forums for networking, professional development and the discussion of ideas
- Increase understanding of evaluation and advocate for quality evaluation
- Be inclusive of indigenous and all cultural perspectives
- Have governance systems that reflect and incorporate best practice
- Provide a forum that allows the diverse voices of the community to be heard. The voices to include those who commission the evaluations, those who carry them out and the evaluands.
- Undertake other activities consistent with the objects

Guiding documents

- Australian Evaluation Society Limited Constitution (August 2018), includes the Objects of the Society
- Strategic Plan 2019-2022
- AES Board Charter (August 2018)
- AES Code of Ethics

Application: All Board members, including Office Holders (except where otherwise stated).

Related documents: AES President Position Description, AES Vice President Position Description

Length of Board terms

Ordinary members	2 years
Officer bearers	3 years

Responsibilities*

- To represent the best interests of the members of the AES at all times
- To discharge their duties and responsibilities as a Board member, as required by the Australian Charities and Not-for-profits commission (ACNC)², namely:
 1. To act with reasonable care and diligence
 2. To act in the best interest of the AES and for a proper purpose
 3. Not to improperly use information or your position
 4. To manage financial affairs responsibly
 5. To disclose and manage conflicts of interest
 6. Not to allow the AES to operate while insolvent.
- AES leadership and advisement
- Making decisions in the best interests of the membership of the AES as outlined by the society's object, mission and values
- Leadership and support of AES committee work, as appropriate
- Contribution to formulation and oversight of policies and procedures
- Financial management, including adoption and oversight of the annual budget
- Oversight of strategic and business plan development, implementation and evaluation
- Review of organisational and programmatic reports
- Stakeholder engagement.

**All members of the Board, including Officer Bearers and Ordinary Members, share these responsibilities. Whilst acting in the interest of the AES and its members, each Board member is expected to make recommendations based on his or her experience and vantage point in the community.*

Expectations:

- Have read and understood the AES Constitution
- Have read and understood the ACNC governance standards contained in *Governance for Good* (ACNC, 2021)
- Attend and participate fully in Board meetings, including:
 - being prepared for the items outlined on the agenda
 - paying attention to those agenda items that are to be simply noted and those which require discussion
 - if needed, requesting more information prior to the meeting from the Chief Executive Officer, President, or another Board member

- While the President chairs the meeting all Board members have a role in ensuring that meetings run effectively
- In their deliberations be aware that they do not have a constituency or represent a particular interest group
- Make themselves aware of their legal responsibilities
- Participate in one or more of the Board Advisory Committees (including the role of Chair, if required), and serve on ad-hoc committees as necessary
- Attend local AES meetings on a regular basis, and special events as able
- Be alert to community concerns that can be addressed by the AES
- Help communicate and promote the AES and its activities to the community
- Be familiar with AES finances, budget, and financial/resource needs
- Understand and reinforce the policies and procedures of the AES.

Meetings and time commitment for Ordinary Board members:

- The Board typically meets five times a year: initially face-to-face in September (at the annual conference), then again in November, February, May and August.
- At least three of these other meetings (typically November, March, and August) is a 2 day meeting held face-to-face at the AES offices in Melbourne. Others are teleconferences of approximately 2 hours. However, Due to the COVID-19 pandemic restrictions all Board meetings and activities are currently being conducted via Zoom.
- Time spent on committee work is in addition to this, and will vary depending on the nature of the committee
- It is estimated that Ordinary Board members will spend between 12 and 14 days per year on Board activities.

Reimbursement of expenses

Travel and accommodation are covered for meetings. See: Policy on Reimbursement of Board Expenses

Conflict of interest

- If any Board member becomes aware of a conflict of interest, real or perceived, they are to discuss and resolve this with the President as a matter of priority.
- All Board members are to complete the Conflict of Interest Declaration Form on joining the Board.
- If a Board member has a Conflict of interest on an agenda item it has to be declared at the commencement of each Board meeting.

Compliance and risk

Risk management and compliance is the responsibility of all Board members. The AES provides Director's insurance for all Board members.

Discontinuing Board membership

- If a Board member wishes to resign their position, they can do so in writing to the President, stating their reasons.
- Should a Board member fail to carry out their Board duties satisfactorily, the President or Vice President will raise this with the Board member and seek a positive resolution. If this Board member remains unable or unwilling to fulfil their duties, their position may be terminated through the process outlined at Section 17 of the AES Constitution.
- Board members should make themselves aware of the Removal and

Resignation of Directors sections of the Constitution (40, 41, 42.).

Governance resources and further reading

AES Annual Reports, <https://www.aes.asn.au/annual-reports>

AES Code of Ethics (2013), <https://www.aes.asn.au/ethical-guidelines>

Good Governance Principles And Guidance for Not-for-Profit Organisations (Australian Institute of Company Directors)
<https://aicd.companydirectors.com.au/resources/not-for-profit-resources>

Governance for Good (ACNC),
<https://www.acnc.gov.au/tools/guides/governance-good-acncs-guide-charity-board-members>

Version	Approved By	Approval Date	Effective Date	Sections Modified
1	Lyn Alderman, President	1 November 2015	1 November 2015	All
2	John Stoney, President	31 July 2019	31 July 2019	Revised to reflect 2018 constitution
3	John Stoney, President	30 July 2021	30 July 2021	Responsibilities



AES President Position Description

The Australian Evaluation Society (AES) Board is responsible for governance, policy, risk and compliance and strategy. The Board's mission is to strengthen the organisation and advance its goals.

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Board Tikanga/values

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- Give voice to and listen to differing options/opinions/ perspective
- Respect
- Contribute
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Guiding documents

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- AES Board Charter (August 2018)
- AES Code of Ethics

Length of term

President 3 years

Related documents: AES Board Member Position Description

This document contains responsibilities and duties in addition to those contained in the AES Board Member Position Description.

General responsibilities

The President is the official spokesperson for the AES and is responsible for ensuring that the AES Board and its members are aware of and fulfil their governance responsibilities, comply with applicable laws and bylaws in the AES constitution, conduct Board business effectively and efficiently, and are accountable for their performance. (*refer note 1*)

In order to fulfil these responsibilities, and subject to the AES's Constitution, the President:

- plans and presides over meetings
- proposes policies and practices
- sits on various committees
- monitors the performance of Board members and the Chief Executive Officer
- submits various reports to the Board



- proposes the creation of Board committees
- appoints members to such committees; and
- performs other duties as the need arises and/or as defined in the Constitution and bylaws

Accountability

The President is accountable to the Board or Members as specified in the Constitution. The President may delegate specific duties to the Chief Executive Officer, Board members and/or committees as appropriate; however, the accountability for them remains with the President.

Time commitment

- The Board typically meets five times a year: initially face-to-face in September (at the annual conference), then again in November, March, May and August.
- At least three of these other meetings (typically November, March, and August) is a 2 day meeting held face-to-face at the AES offices in Melbourne. Others are teleconferences of approximately 2 hours. (Note that meetings are held virtually if they can't be held face-to-face). However, Due to the COVID-19 pandemic restrictions all Board meetings and activities are currently being conducted via Zoom.
- It is estimated that the President will spend between 40 and 52 days per year on Board activities, including meetings and the annual Leadership Forum and Conference.

Specific Duties

Meetings

The President ensures that an agenda is planned for Board meetings. This will involve periodic consultations with committee chairpersons and meetings with the Chief Executive Officer to draft annual and meeting agendas and reporting schedules.

The President presides over meetings of the Board. In this capacity, the President:

- chairs meetings according to accepted rules of order for the purposes of
 - ensuring that conflicts-of-interest are recorded and managed
 - encouraging all members to participate in discussion
 - arriving at decisions in an orderly, timely and democratic manner
- votes as prescribed in the Constitution

Board Committees

The President may serve as the Chair or a member of a Board committee, Working Group or project team. In this capacity, the President's role is:

- if Chair, as per Meetings above
- to serve as a voting member of the committee
- to negotiate reporting schedules
- to identify problems and assist the committee chairperson to resolve them, and if necessary, to bring them to the attention of the Board



Board-Staff Relations

The President is the primary liaison between the Board and the Chief Executive Officer. In this capacity, the President:

- meets regularly with the Chief Executive Officer
- ensures that performance reviews of the Chief Executive Officer are conducted
- participates in the hiring and evaluation of the Chief Executive Officer
- negotiates the Chief Executive Officer contract including extensions, conditions and remuneration¹

Community Relations

The President ensures that the AES maintains positive and productive relationships with media, sponsors, partners, and other organisations. In this capacity, the President serves as primary spokesperson for the AES. Duties may include:

- representing the AES to the media
- representing the AES on governmental or non-governmental organisations and committees
- timely and appropriate reporting of Board decisions and actions to members and/or other stakeholders as appropriate

Signing Officer

The President is designated by the Board and/or Constitution as one of the signing officers for certain documents (along with the Treasurer and Chief Executive Officer). In this capacity, the President is authorised or required to sign or countersign correspondence, applications, reports, contracts or other documents on behalf of organisation.

Board Development

The President ensures that structures and procedures are in place for effective recruitment, training, and evaluation of Board members.

¹ The President may seek the advice of other AES office holders in this process.



Fund Raising

The President ensures that structures and procedures are in place for securing the resources required by the AES.

Delegation

Depending upon the AES's needs and its Constitution, the President may establish or propose the establishment of committees of the Board, and may assign tasks and delegate responsibilities to Board committees and/or Board members.

Note 1

This document uses the word "ensure" to convey the intent that accountability for the specified responsibilities lies with the President but it is not necessarily the President who carries out the activity. The word "ensure" is not intended to imply any additional source of legal duties beyond those that are required by law.

Version	Approved By	Approval Date	Effective Date	Sections Modified
1	Lyn Alderman, President	1 November 2015	1 November 2015	All
2	John Stoney, President	31 July 2021	31 July 2021	Board Committees Board-staff relations



AES Vice President Position Description

The Australian Evaluation Society (AES) Board is responsible for governance, policy, risk and compliance and strategy. The Board's mission is to strengthen the organisation and advance its goals.

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Board Tikanga/values

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Guiding documents

- Australian Evaluation Society Limited Constitution (August 2018), included the Objects of the Society
- Strategic Plan 2019–2022
- AES Board Charter (August 2018)
- AES Code of Ethics

Length of term

Vice-President 3 years

Related documents: AES Board Member & President position descriptions

This document contains responsibilities and duties in addition to those contained in the AES Board Member Position Description.

General Responsibilities

In addition to the responsibilities outlined in the Board Member position description, this position:

1. Performs the President's responsibilities when the President cannot be available (refer to President Position Description)



2. Works closely with the President, Treasurer and the Chief Executive Officer
3. Participates closely with the President to develop and implement Board officer-bearer transition plans.
4. May be assigned to a special area of responsibility e.g. Chair of a particular Board Advisory Committee or lead a Board sub-committee or working group
5. Performs other responsibilities as assigned by the Board.

Time commitment

6. The Board typically meets five times a year: initially face-to-face in September (at the annual conference), then again in November, March, May and August.
7. At least three of these other meetings (typically November, March, and August) is a 2 day meeting held face-to-face at the AES offices in Melbourne. Others are teleconferences of approximately 2 hours. (Note that meetings are held virtually if they can't be held face-to-face.)
8. It is estimated that the Vice-President will spend between 20 and 26 days per year on Board activities, including meetings and the annual Leadership Forum and Conference.

Version	Approved By	Approval Date	Effective Date	Sections Modified
1	Lyn Alderman, President	1 November 2015	1 November 2015	All
2	John Stoney, President	31 July 2021	31 July 2021	All