# Board Appointments

(as at November 2024)

# **Board Appointments**

The Board's composition, nomination, appointment, and removal processes are guided by the Trustee's Constitution, RSE licence and Board policies.

### **Composition of the Board**

Our Board is made up of:

- Six (6) Member-Representative Directors;
- Six (6) Employer-Representative Directors and
- One (1) Independent Director.

#### **Nominations**

The six (6) Member-Representative Directors comprise of directors nominated by the Australian Manufacturing Workers' Union, Australian Services Union, Unions NSW and Unions Tasmania.

The six (6) Employer-Representative Directors comprise of directors nominated by Business NSW, Victorian Chamber of Commerce and Industry, Tasmanian Chamber of Commerce and Industry, Motor Trades Association of Australia Ltd and one Director jointly nominated by the Victorian Chamber of Commerce and Industry and Business NSW.

Independent Directors are appointed based on nominations made by the other Directors. In addition to meeting the eligibility criteria for Director appointment, the nomination of an Independent Director must comply with CareSuper's registrable superannuation entity (RSE) Licence conditions.

#### **Appointment of Directors**

All appointments are subject to Board approval. Each Director must meet the fitness and propriety standards outlined in Board policy prior to their appointment and on an on-going basis. Directors undergo an annual assessment, which includes a review of the Board as a whole, Board Committees and individual Directors in accordance with Board policies.

#### **Term**

Directors are appointed for an initial term of up to three (3) years and may be reappointed upon the completion of this term. Directors may serve no more than nine (9) years in aggregate, unless exceptional circumstances are determined by the Board. In such cases, a Director may have a maximum aggregate tenure of ten (10) years, as outlined in Board policy.

#### Removal

Directors may be removed if they no longer meet legislative or other requirements, such as in cases of a dishonesty conviction, insolvency, or disqualification under applicable legislation.

## **Further information**

Additional details on the rules governing the appointment and removal of Directors are provided in <u>the Constitution</u>.