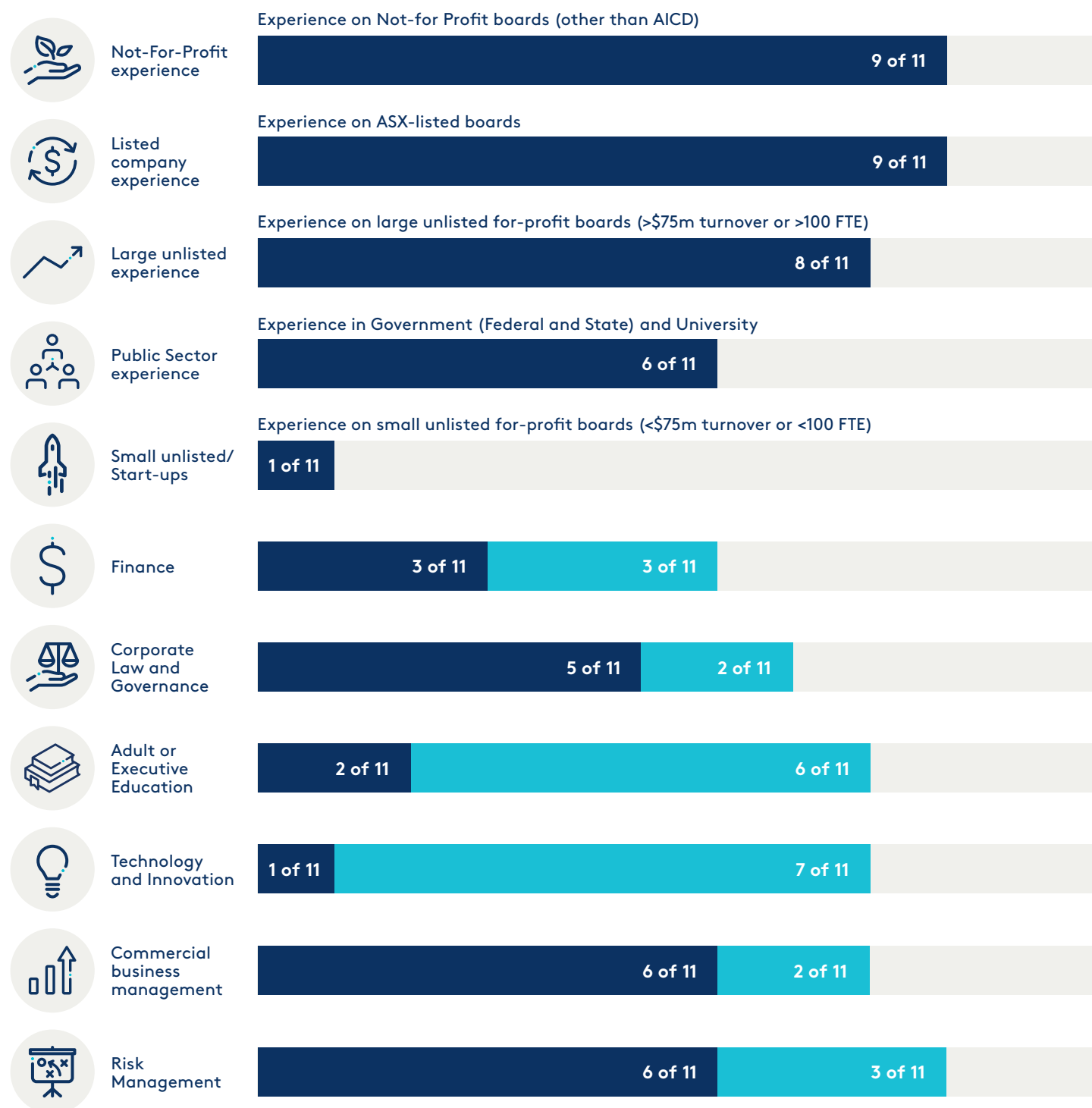


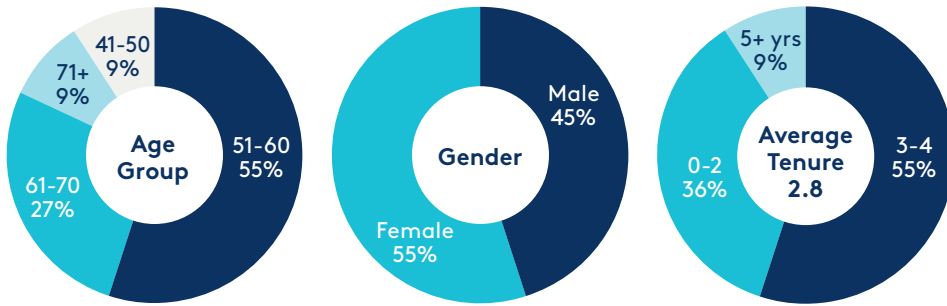
# Board Composition and Skills Matrix

The AICD endeavours to review its Board's skills and experience annually to ensure that the Board continues to have the right mix of skills and experience. The following skills matrix presents the results of the assessment of the Non-Executive Directors' skills and experience conducted in FY19/20. The number of NEDs who are "highly skilled" and "skilled" in each area of expertise are illustrated below.

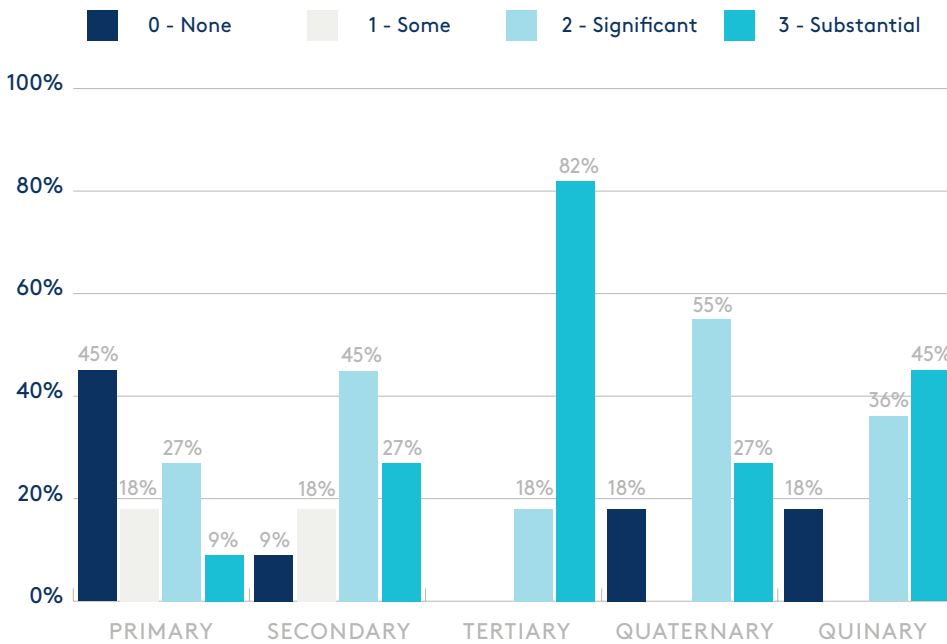
Highly skilled - substantial career experience in senior executive, director or professional roles with tertiary qualifications
  Skilled - significant experience at director management or professional levels, and/or tertiary qualifications



Diversity and Tenure



Sector Experience



Key:

- Primary:** Including agriculture, mining and natural resources
- Secondary:** Including manufacturing, engineering, construction, property and infrastructure
- Tertiary or Services:** Including commercial, professional, financial, health and social
- Quaternary or knowledge based:** Including education, media, R&D and innovation
- Quinary:** High-level policy and government; industry & professional membership organisation; business, education, media and non-profit organisations

No one director is expected to have every skill referred to. Rather, these skills should be held collectively by the Board as a whole. The skills and experience highlighted on these pages demonstrate alignment of the Board’s responsibilities with the current mix of skills and experience on the Board. The Board believes this mix results in an appropriate set of skills, experience and expertise, and ensures a diverse range of views and perspectives for the effective governance, oversight and strategic leadership of the AICD.

All directors are expected to possess the full set of personal attributes and behavioural qualities required to operate as an effective director including:

- **Commitment to the mission of the AICD:**  
A visible commitment to the vision and mission of the AICD and its on-going success; demonstrate the passion and allow the time required to make a genuine and active contribution to the Board.
- **Leadership skills:**  
Appropriately represent the AICD; take responsibility for decisions and actions; identify and guide change.
- **Integrity & ethics:**  
Modelling our organisational values; understanding and fulfilling the duties and responsibilities of a director, and be committed to ongoing professional development.
- **Being an effective listener/communicator/challenger:**  
The ability to listen to and appropriately engage with other people’s viewpoints; ask questions and challenge management and peer directors in a constructive way about key issues; and, communicate effectively with a broad range of stakeholders.
- **Influencing and negotiating skills:**  
The ability to negotiate outcomes and influence others, including the ability to gain stakeholder support for the Board’s decisions.
- **Being a critical and innovative thinker:**  
The ability to critically analyse complex issues, distil key issues, and develop innovative solutions to problems.