



## Appointment as a Board Director/Commodity Director for AgForce Queensland Farmers Limited or an AgForce Commodity

In your Director role, you have a special responsibility to contribute to the sustainability of AgForce Queensland Farmers Limited. Appointment as a Director can be challenging at times, but it can also be a rewarding way to support AgForce Queensland Farmers Limited achieving its charitable purpose.

Entity	Company Category and Regulator
AgForce Queensland Farmers Limited	A registered charity in accordance with Australian Charities and Not-for-profits Commission (ACNC)
AgForce Commodity	Australian Securities Investment Commission (ASIC)

Directors have duties and responsibilities that must be adhered to in accordance with the ACNC and ASIC Regulators as noted in the table above. Directors have other obligations and duties under other government agencies and applicable laws.

The core Director duties that must be met require that the Board of Directors know and understand their legal duties. Directors are required to be careful and conscientious and act with common sense and integrity.

The duties set out below reference the ACNC governance rules (that are aligned with ASIC Director obligations):

The duties are:

- **To act with reasonable care and diligence.** You must exercise your powers and duties with the care and diligence that a reasonable person would if they were in your place.
- **To act in good faith in the best interests of the charity and for a proper purpose.** When acting as a board member you must make decisions that are in the best interest of the charity and to further its charitable purpose.
- **Not to improperly use information or position.** Any special knowledge that you gain as a Board member must only be used for the benefit of the charity and never to further personal or other interests. Similarly, you must not use your position to improperly gain an advantage for yourself or someone else, or cause detriment to the charity.
- **To disclose conflicts of interest.** If your duty to act in the best interests of the charity is in conflict with (or may conflict with) your personal interests, you must disclose this responsibly.
- **To ensure that financial affairs are managed responsibly.** Ensure that there are systems and processes in place that ensure that the charity's resources are being effectively put towards the charity's charitable purpose and are protected from misuse.
- **Not to allow the charity to operate while insolvent.** You must ensure that the charity can pay its debts when they are due or will become due and that it does not continue to operate if it cannot pay its debts.

Knowing and carrying out your duties as a Board Director is a personal obligation.

You can find more information on the ACNC's website [www.acnc.gov.au](http://www.acnc.gov.au) or in the ACNC's guide, Governance for good. A guide for Responsible People.