

POSITION OUTLINE – ASSOCIATE DIRECTOR OF OVIS MANAGEMENT LTD

1. Constitution [Board Resolution]

The Board of Ovis Management Limited (“OML”) has resolved to establish a position of Associate Director.

2. Review and approval

This position shall be reviewed bi-annually by the OML Board.

3. Purpose and Objectives

The position has been established to provide leadership/governance experience to help develop future governors who can contribute to the farming sector.

The role specifically intends to extend the knowledge and understanding of governance, its environment, and the role of the OML Board, the legal framework, and Directors’ responsibilities.

4. Appointment term

The term of appointment is for a duration of two years. The appointment may be terminated by OML or the Associate Director by serving 30 day’s written notice on the other party.

There are two Board meetings annually (and occasionally, addition meetings of the Board, e.g. strategy sessions) most of which will be held in Wellington; some travel may be required to other parts of NZ where board meetings or conferences may be held instead.

Upon appointment the Associate Director will be asked to sign a confidentiality agreement.

5. Remuneration

This position is not a remunerated position, although the Associate Director will be provided out of pocket expenses (e.g. reimbursement for mileage, flights, and accommodation) where necessary.



6. Code and Authority

The Associate Director is not legally a Director of OML and therefore is unable to participate in voting in relation to Board resolutions. However, the Associate Director is expected to fully contribute to all Board discussions and actions as if they were a Director of OML.

Although the Associate Director is not a Director of OML it is expected that the Associate Director's conduct is governed by the OML constitution.

The Associate Director is expected to comply with any reasonable directions of OML concerning their role as Associate Director.

