

**2024 SOUTH AUSTRALIA AND NORTHERN TERRITORY DIRECTOR ELECTION**

**PART 1 – NOMINEE DETAILS AND CONSENTS**

**IMPORTANT INFORMATION ABOUT COMPLETING THIS NOMINATION FORM**

**Please complete this nomination form in its entirety. Do not leave any sections or questions blank.**

**This nomination form (including all parts) must be properly completed and returned to Capricorn with the required accompanying documents by no later than Tuesday 18 June 2024 5pm (AWST).** The required accompanying documents include:

* [curriculum vitae (CV)](https://hs.capricorn.coop/hubfs/Elections/Part%202%20-%20CV%20Template.docx) in the format required;
* photo (good quality digital or original); and
* your Director ID.

Company directors are now required by law to apply for a Director ID before being appointed. We will be asking potential candidates to have an ID in place when they submit their applications.

Late or incorrectly completed nomination forms or nomination forms that are not accompanied by all required supporting documents will **not** be accepted.

# SECTION 1: NOMINEE DETAILS

|  |  |
| --- | --- |
| **Full Name of the individual seeking to be a candidate:** | Click or tap here to enter text. |
| **Date of Birth:** | Click or tap to enter a date. |
| **Director identification number (Director ID) (see note above):** | Click or tap here to enter text. |
| **Nominating Member name:** name of the Capricorn Member(s) you are associated with (if a company or partnership) or your trading name (if you are a sole trader) | Click or tap here to enter text. |
| **Capricorn Membership Number(s):** If more than one, please indicate which Member number you are nominating under. | Click or tap here to enter text. |
| **Industry experience and qualifications:** please provide details of your automotive and allied industry experience and qualifications relevant to your nomination.  Click or tap here to enter text. | |
| **Board and executive committee experience:** please provide details of any experience you have had on boards or committees that is relevant to your nomination.  Click or tap here to enter text. | |
| **Education:** please provide details of any formal education qualifications that are relevant to your nomination.  Click or tap here to enter text. | |

|  |  |
| --- | --- |
| **Automotive Purchases (nominating entity):** For the nominating Member listed above, what is the value of average monthly purchases of all automotive parts & accessories (not just those placed on your Capricorn Trade Account) over the last 24 months? | **$**Click or tap here to enter text. |
| **Automotive Purchases (other businesses):** If the nominee has any other businesses that are Capricorn Members, what is the value of average monthly purchases of all automotive parts & accessories for the other Members (not just those placed on those Capricorn Trade Account(s)) over the last 24 months? | **$**Click or tap here to enter text. |
| **Are either you or the Member(s) listed above a member of any other automotive industry buying groups, co-operatives or any other organisation which represents a possible conflict of interest?** | * **Yes ☐ No**   If you answered “yes” please list the relevant groups, cooperatives, bodies or other organisations below:  Click or tap here to enter text. |
| **Company Website(s) and business/personal Social Media vetting**:  As part of conducting eligibility checks for all nominees, a review of your personal and business online activity will be conducted. This will assist Capricorn to assess whether you satisfy the eligibility criteria related to being of good standing and of appropriate fitness and propriety.  Please list **all** business website addresses, and any social media handles for your Member business(es) (if any) and yourself personally (i.e. including but not limited to website, LinkedIn, Facebook, Instagram, Twitter, YouTube, Tik Tok) | **Business website addresses:** Click or tap here to enter text.  **Business Facebook address:** Click or tap here to enter text.  **Business Instagram handle:** Click or tap here to enter text.  **Business YouTube channel:** Click or tap here to enter text.  **Business TikTok handle:** Click or tap here to enter text.  **Business twitter handle:** Click or tap here to enter text.  **Personal LinkedIn profile:** Click or tap here to enter text.  **Personal Facebook address:** Click or tap here to enter text.  **Personal Instagram handle:** Click or tap here to enter text.  **Personal YouTube channel:** Click or tap here to enter text.  **Personal TikTok handle:** Click or tap here to enter text.  **Personal twitter handle:** Click or tap here to enter text.  **Others not listed above**: Click or tap here to enter text. |

**SECTION 2: CAPRICORN CANDIDATE ASSESSMENT PROCESS**

**Participation in the Capricorn candidate assessment process is mandatory**. By putting yourself forward as a candidate you are agreeing to take part in this process. If your candidacy progresses after the candidate assessment process you are also consenting to disclosure to Members in your Zone of your individual rating as determined by the candidate assessment process.

# SECTION 3: SUPPORTING NOMINATIONS

**Important:** Your nomination must be supported by two Capricorn Members that are recorded by Capricorn as being in your zone (SA/NT).

By completing and returning this nomination form you consent to Capricorn contacting and discussing by any means with the Members listed below your personal information and any other information whatsoever necessary or desirable for Capricorn to consider and determine your suitability and eligibility as a candidate in Capricorn’s 2024 Director election.

***First Supporting Member***

|  |  |
| --- | --- |
| **Name of supporting Member:** | Click or tap here to enter text. |
| **Capricorn Membership Number:** | Click or tap here to enter text. |

*The undersigned hereby nominates the person named in section 1 of this nomination form for the position of Capricorn Society Limited director and agrees to answer any questions from Capricorn regarding the nominated person that Capricorn considers necessary or desirable to determine the suitability and eligibility of the nominated person:*

|  |  |
| --- | --- |
| ***x***  Signature of first supporting Member | Click or tap here to enter text.  Print name |
| Click or tap to enter a date.  Date |  |

***Second Supporting Member***

|  |  |
| --- | --- |
| **Name of supporting Member:** | Click or tap here to enter text. |
| **Capricorn Membership Number:** | Click or tap here to enter text. |

*The undersigned hereby nominates the person named in section 1 of this nomination form for the position of Capricorn Society Limited Director and agrees to answer any questions from Capricorn regarding the nominated person that Capricorn considers necessary or desirable to determine the suitability and eligibility of the nominated person:*

|  |  |
| --- | --- |
| ***x***  Signature of second supporting Member | Click or tap here to enter text.  Print name |
| Click or tap to enter a date.  Date |  |

# SECTION 4: REFERENCES

**Important:** Please provide details of at least one and up to three people who can be contacted in support of this nomination. These people do **not** have to be Capricorn Members.

By completing and returning this nomination form you consent to Capricorn contacting and discussing with the referees listed below by any means your personal information and any other information whatsoever necessary or desirable for Capricorn to consider and determine your suitability and eligibility as a candidate in Capricorn’s 2024 Director election, and you confirm that you have obtained the consent of the referees listed below to provide their personal information to Capricorn for this purpose.

***First Reference***

|  |  |
| --- | --- |
| **Name of referee:** | Click or tap here to enter text. |
| **Occupation:** | Click or tap here to enter text. |
| **Name of employer or business:** | Click or tap here to enter text. |
| **Postal address:** | Click or tap here to enter text. |
| **Phone number:** | Click or tap here to enter text. |
| **Email address:** | Click or tap here to enter text. |

***Second Reference***

|  |  |
| --- | --- |
| **Name of referee:** | Click or tap here to enter text. |
| **Occupation:** | Click or tap here to enter text. |
| **Name of employer or business:** | Click or tap here to enter text. |
| **Postal address:** | Click or tap here to enter text. |
| **Phone number:** | Click or tap here to enter text. |
| **Email address:** | Click or tap here to enter text. |

***Third Reference***

|  |  |
| --- | --- |
| **Name of referee:** | Click or tap here to enter text. |
| **Occupation:** | Click or tap here to enter text. |
| **Name of employer or business:** | Click or tap here to enter text. |
| **Postal address:** | Click or tap here to enter text. |
| **Phone number:** | Click or tap here to enter text. |
| **Email address:** | Click or tap here to enter text. |

# SECTION 5: NOMINEE’S CONSENT AND AGREEMENT

In accepting nomination for the position of director of Capricorn Society Limited (“Capricorn”), I hereby agree and consent to the following:

*Provision of Documents*

1. I have provided this nomination form, duly completed to Capricorn marked “CONFIDENTIAL” and addressed to:

The Company Secretary Capricorn Society Ltd Locked Bag 3003

West Perth WA 6872

or by email to [cslcosec@capricorn.coop](mailto:cslcosec@capricorn.coop) with the subject line “2024 Director Election: Nomination Form”, **so that it is received no later than Tuesday 18 June 2024 (5pm AWST)**.

1. I confirm my unique “**director ID**”, is stated within this completed nomination form**.**
2. A **recent photograph** (taken within the last six months) **and a** [**CV**](https://hs.capricorn.coop/hubfs/Part%205%20-%202023%20CV%20template%20-%20LOCKED.docx?hsLang=en)(two pages maximum) about myself in the form provided by Capricorn which must be **returned with this nomination form by the submission deadline**, failing which my nomination will be invalid and not considered without approval of the Capricorn Board.

*Consents*

1. I authorise Capricorn to provide my personal information to third parties in order to undertake any checks required in relation to this application including credit and bankruptcy checks, ASIC checks and identification checks.
2. I acknowledge that background identification checks will be carried out using third-party applications, CV Check and Cloudcheck. I confirm I will action the prompts received immediately.

*Note: Your full name, contact mobile and email address will be provided to CV Check and/or Cloudcheck as part of this process. CV Check and/or Cloudcheck will then engage with you directly. Please follow the prompts received right away. CV Check and/or Cloudcheck will also share the results with you. There is no need to forward your results to Capricorn.*

1. I consent to Capricorn and/or a third party provider using the information provided in this nomination form for the purpose of screening my business and personal online and social media presence.
2. Capricorn’s Company Secretary or the Returning Officer to Capricorn’s 2024 Director election may shorten my final CV accompanying the voting materials in their absolute and unfettered discretion if it is longer than two pages.
3. I acknowledge that if my name appears on the election ballot, Members eligible to vote in the election will receive a copy of my photograph, my final CV and my rating from the Capricorn candidate assessment process.
4. If requested by Capricorn, I will provide financial statements that Capricorn considers necessary or desirable to verify the dollar value of my total monthly average purchases in automotive parts and accessories as provided in the nomination form.
5. Capricorn is authorised to obtain a credit report on me (it being an eligibility requirement that the report be considered satisfactory by Capricorn).

*Ongoing obligations during Capricorn’s 2024 Director election and if elected as a Director*

1. I will not canvass for votes at any time following submission of my nomination form and I agree that I will be disqualified as a candidate in Capricorn’s 2024 Director election if it is proved to the Returning Officer’s satisfaction that I have canvassed for votes. I acknowledge that canvassing is broadly defined and may include a range of activities intended to solicit votes including, but not limited to, contacting Members on a systematic basis, or having more informal communications with a single Member. Canvassing may take place using a variety of means of communication such as phone, email, SMS, correspondence, social media and other internet-related channels or in person. I understand that asking another person to encourage Members to vote for me will also constitute canvassing. Should a Member contact me I understand that I am free to answer any question concerning my CV.
2. I will notify the Capricorn Company Secretary or Returning Officer or, if elected as a Director, the Chair of the Board, if any of the statements contained in or referred to in this nomination form change or no longer are true and correct according to my knowledge, information and belief.
3. If elected as a Director I will attend all Capricorn board and board committee meetings as required unless excused by the Board for good reason.
4. If elected as a Director I will resign if:
   * any of the information I provide in respect of my nomination as a candidate in Capricorn’s 2024 Director election can be considered misleading or deceptive by any reasonable person including but not limited to by statement and/or omission;
   * Directors determine that I no longer meet all the standing requirements in clause 15.9 of the Capricorn Constitution; and/or
   * I become a “disqualified person” as defined in Part 2 Personal Disclosure Form, which forms part of this Nomination Form or if I no longer meet Capricorn’s fit and proper person policy.
5. If elected, to act as a Director of Capricorn and to be bound by, comply with and obey Capricorn’s Constitution, Board Charter, fit and proper person policy and also the code of conduct set by the Capricorn Board of Directors failing which I agree to resign as a director.
6. If elected, I undertake to:
   * complete the Business Council of Co-operatives and Mutual’s (BCCM) Foundations of Directorship for CME’s course in year 1 of my initial term. and if this course is not available, then the Australian Institute of Company Directors (AICD) Foundations of Directorship course;
   * attain graduate status of the company directors diploma course run by the AICD in year 2 of my initial term or at the very least prior to expiry of my initial term, failing which I acknowledge that I am unlikely to be considered suitable for re-election for a further term; and
   * train on cooperative and mutuals through courses like those offered by Australian Institute of Management, University of WA (AIM WA) to assist in developing a deep understanding of cooperatives and mutuals. Completion timing to be either late in the initial term or early second term.

## Signature of nominee: *x*

**Date**: Click or tap to enter a date.

**PART 2 - PERSONAL DISCLOSURE FORM**

I,

*(full name)*

of

*(address)*

**,** confirm:

*(occupation)*

1. The statement of facts made by me in this Nomination Form and any accompanying documentation, including but not limited to financial statements, provided by me to Capricorn Society Limited (“**Capricorn**”) as required in the Nomination Form or otherwise for the purposes of Capricorn’s 2024 Director election process, now or in the future, are true and correct according to my knowledge, information and belief.
2. I am not, and have never been, a disqualified person.

A disqualified person for the purposes of this declaration is a person who:

* + has been convicted of an offence including spent conviction involving dishonesty either in Australia or overseas;
  + is an insolvent under administration either in Australia or overseas (including a bankrupt or a person who has entered into a deed of arrangement or deed of assignment with his or her creditors);
  + has had a civil penalty order made against him or her under any legislation in Australia or overseas including but not limited to under the *Corporations Act* 2001 (Cth), *Competition and Consumer Act* 2010 (Cth)*, Consumer Credit Code*, *National Credit Code, Superannuation Industry (Supervision) Act* 1993 (Cth) and *Anti-Money Laundering and Counter Terrorism Financing Act* 2006 (Cth);
  + is ineligible to manage a corporation under *Corporations Act 2001 or equivalent overseas legislation*; or
  + is subject to legal or disciplinary action from the Australian Taxation Office or equivalent overseas authority or any other professional body.

1. The answers I give to the questions below are true and correct and the information I provide in any required appendix is also true and correct.
2. I acknowledge that Capricorn is relying on the information provided in this Nomination Form and if any information is not true and correct I may become disqualified to stand as a candidate or if elected as director may be required to resign as a director.

*[Please answer “Yes” or “No” to the following questions. If you answer “Yes” to any question you must attach an appendix to this form a statement giving all relevant particulars].*

1. Have you been refused the right or restricted the right to carry on any trade, business or profession for which a specific licence, registration or other authority is required by law in any place?

 **Yes No**

1. Have you been refused membership of any professional body or business organisation?

 **Yes No**

1. Have you been, or are you currently, subject to any proceedings which may or could have led to a conviction of an offence or did lead to a conviction of an offence?

 **Yes No**

1. Have you had any judgment against you including findings in relation to fraud, misrepresentation or dishonesty in any civil proceedings?

 **Yes No**

1. Have you entered into or are you proposing to enter into any moratorium, composition or other arrangement for the suspension of debts or for the benefit of creditors?

 **Yes No**

1. Have you been refused insurance or mutual protection?

 **Yes No**

1. Have you been removed from membership of, or disciplined by, any professional body?

 **Yes No**

1. Have you been engaged in the management of any companies/businesses as director or otherwise that have had an external administrator, liquidator, receiver or manager appointed or that have been declared insolvent?

 **Yes No**

by: **.......................................................................................**

*(signature of person completing the form)*

**PART 3 - CANDIDATE SELF ASSESSMENT FRAMEWORK**

***For each question, select the option that best describes you.***

**Strategic leadership / orientation**

In your opinion you…

|  |  |
| --- | --- |
| Are a big picture/future thinker who will bring a strong vision for Capricorn and will contribute to board-level strategic thinking. | Choose an item. |
| Have critical thinking and analytical skills when considering ideas, reports and papers and when engaging in dialogue. | Choose an item. |
| Know about Capricorn’s current overall business operations, its subsidiary companies and their roles. | Choose an item. |
| Understand the international cooperative values. | Choose an item. |

**Communication skills**

In your opinion you…

|  |  |
| --- | --- |
| Are a clear, succinct communicator of ideas, concepts and personal positions. | Choose an item. |
| Have the courage of your convictions and are willing to engage vigorously in boardroom dialogue to pursue your beliefs even if your peers disagree with your position. | Choose an item. |
| Will be able to engage with experienced directors and managers when participating in boardroom dialogue (i.e. you are confident that you will engage with your peers and management at a level consistent with their knowledge and experience). | Choose an item. |
| Consider your questioning skills to be…. | Choose an item. |
| Are willing to undertake an annual assessment of your performance as a director by your peers | Choose an item. |
| Are open to and respond well to feedback, critical and positive, from your peers. | Choose an item. |

**Relevant business experience/acumen**

In your opinion you…

|  |  |
| --- | --- |
| Can demonstrate a sound understanding of corporate governance and the role and duties of directors. | Choose an item. |
| Can demonstrate strong financial literacy. | Choose an item. |
| Understand how medium to large businesses work. | Choose an item. |
| Have a track record of demonstrating good business judgement. | Choose an item. |
| Will bring a focus on innovation to the board table. | Choose an item. |
| Will be able to demonstrate an appreciation of stakeholder/Member issues and can manage these in the context of company issues and directors’ duties. | Choose an item. |
| Are a person who is quick to assess the strengths and weaknesses of reports and propositions brought by management and peers. | Choose an item. |

**Boardroom contribution**

In your opinion you…

|  |  |
| --- | --- |
| Will maintain your boardroom contributions at the governance level and will be able to recognize when others inappropriately become involved in operational matters. | Choose an item. |
| Are confident that you will make a constructive and regular contribution to boardroom dialogue and decision making. | Choose an item. |
| Are someone who will bring original ideas and thoughts to board dialogue. | Choose an item. |

**Personal attributes**

In your opinion you…

|  |  |
| --- | --- |
| Demonstrate a high level of personal integrity and honesty. | Choose an item. |
| Are a ‘team player’. | Choose an item. |
| Understand the time commitment required of Capricorn directors and are prepared **and able to** put in the hours required to provide high quality directorship (i.e. attend all scheduled meetings, contribute to board committees and subsidiary companies, Capricorn events, conferences etc.). | Choose an item. |
| Believe that you are a person who can see beyond your personally held positions and beliefs and learn from interaction with others. | Choose an item. |
| Will be willing to engage in professional development as a director. | Choose an item. |
| Understand the level of accountability to Members, the board and to peers required of a Capricorn director. | Choose an item. |

***Please answer the following two questions in your own words.***

|  |
| --- |
| 1. Why are you seeking candidacy for directorship?   Click or tap here to enter text. |
| 1. What do you consider your special contribution will be to the Capricorn board should you be successful in your candidacy for directorship?   Click or tap here to enter text. |