

POSITION DESCRIPTION

JOB TITLE	Board Administrator
TEAM	Company Secretariat
REPORTS TO	Company Secretary

ROLE PURPOSE
<p>The role of the Company Secretary Specialist is to assist the Company Secretary with:</p> <ul style="list-style-type: none"> • administration for the Virgin Australia Holdings Limited Board & its Committees, the Board of Virgin Australia International Holdings Limited Board, the Velocity Frequent Flyer Board & its Committees and Virgin Australia's subsidiary companies; • the continual improvement of corporate governance policies and practices; and • ensuring that all legislative and regulatory (including ASX and ASIC) compliance requirements (including continuous disclosure requirements) are met, including all necessary documents being lodged and/or released to the market in a timely manner.

KEY DELIVERABLES & RESPONSIBILITIES	
Legislation & Regulation	<p>To support and assist the Company Secretary with the following:</p> <ul style="list-style-type: none"> • advising the Chairman, the Board and the CEO on company secretarial matters; • ensuring compliance with the ASX Listing Rules, including continuous disclosure requirements; • managing all disclosure to the ASX and lodgment of documents with ASIC; and • monitoring changes in relevant regulation and the regulatory environment and taking appropriate action.
Process Facilitation	<ul style="list-style-type: none"> • develop & maintain strong internal relationships with Management to facilitate the smooth and efficient functioning of processes between Management and the Board/Committees; • assist with the implementation and execution of communication, education and training for Board and Management (or the broader organisation, where relevant) in relation to the application of relevant or topical policies, processes, compliance obligations and other matters in the remit of the Secretariat; and • add value to the processes, programs and operations (internally and externally), where relevant or connected to the Secretariat's remit, by the application of commercial acumen and commercial judgment to all matters.
Board and Committee Meetings	<ul style="list-style-type: none"> • Supporting the functioning and running of Board, Board Committee and subsidiary company meetings, including: <ul style="list-style-type: none"> ○ organising meeting schedule, issuing meeting invitations & liaising with Directors; ○ preparing agendas, runsheets & shell minutes; ○ following up Board papers, formatting papers and loading onto Boardbooks; ○ arranging Directors' travel/accommodation for meetings; ○ arranging catering/setting up meeting room, teleconference/video conference facilities & presentations & co-ordinating attendees; ○ distribution & collation of circular resolutions; ○ preparing, distributing actions arising & follow up progress with Management; ○ maintaining Board/Committee records.
Board Support	<ul style="list-style-type: none"> • co-ordinate appointment and resignation of Directors & arrange Director induction; • co-ordinate opening of internal share trading windows & notification to staff/Computershare & maintenance of trading records; • lodgment of ASX announcements; • maintain the register of Directors' meeting attendances and directors fees and liaising with Finance and Payroll in relation to payment of fees; • liaison with Computershare in relation to shareholders, AGM & share registry matters.

KEY DELIVERABLES & RESPONSIBILITIES	
Corporate Administration	<ul style="list-style-type: none"> maintaining statutory books, including registers of members, directors and secretaries; lodgment of ASX announcements; attending to statutory lodgments with ASIC; liaison with overseas company secretariat service providers; writing and preparation of reports and correspondence , as required including Directors' Report; any other tasks or projects as directed by the Company Secretary.
AGM	<ul style="list-style-type: none"> assist the Company Secretary with preparation for the Annual General Meeting.

KEY RELATIONSHIPS	
Internal	<ul style="list-style-type: none"> Company Secretary Chairman and Board (Virgin Australia Holdings Limited, Virgin Australia International Holdings Limited & Velocity Frequent Flyer)
External	<ul style="list-style-type: none"> ASX ASIC Computershare

KEY CHALLENGES	
<ul style="list-style-type: none"> Remaining calm in a fast paced demanding environment. 	

POSITION REQUIREMENTS	
Qualifications	<ul style="list-style-type: none"> Tertiary qualification (desired but not required). Undertaking, or completed, studies in applied corporate governance (desired but not required)
Knowledge, skills, experience	<ul style="list-style-type: none"> 3+ years' experience in similar role, or similar experience in a listed company environment; ability to prioritise, multi-task and work under pressure in a complex environment with tight and, at times, competing deadlines; strong interpersonal and relationship skills; possess initiative and strong, organisational, analytical and problem solving skills; tact and sensitivity to confidential issues & ability to work in complex operating environment; high level of attention to detail and accuracy & excellent oral and written communication skills. able to work autonomously and as part of a small professional team; able to liaise with all levels of management, including the CEO and the Leadership Team; also be prepared to undertake basic tasks (eg taking coffee orders for meetings); possess insight& maturity but also be prepared to listen to & follow guidance. Not be rigid or a bull in a china shop; Knowledge of corporate governance practices, the Corporations Act and the ASX Listing Rules; understanding of compliance requirements