

# auDA Board Skills Matrix 2023

A key element of auDA's transparency and accountability framework is its governing Board. The key objective is a Board with a broad, balanced mix of skills and experience that where possible reflects the diversity of the community in its composition. The matrix below sets out what is perceived as the ideal overall mix of skills. No individual Director is expected to have all the identified skills and experience, nor will the Board always have the perfect mix. For clarity, good governance principles do not suggest or require a Board's skills mix to "represent" or cover off all the skills and expertise needed to deliver on an organisation's strategy to achieve its purpose in pursuit of its vision.

Professional Skills and Experience		Board Composition
1. <b>Strategy, Planning and Policy Development</b>	<ul style="list-style-type: none"> <li>Ability to identify and critically assess strategic opportunities and threats to the organisation.</li> <li>Ability to oversee and contribute to management's strategy development.</li> <li>Ability to identify issues, critically assess and contribute to development of auDA policy, standards, rules and guidelines.</li> </ul>	All Directors must be competent at a minimum with a number able to demonstrate high level skills and experience.
2. <b>Governance</b>	<ul style="list-style-type: none"> <li>Knowledge and experience in good practice governance structures, policies and processes and how they are applied in a not-for-profit, regulatory rule- making and philanthropic environment.</li> <li>Ability to understand key risks to the organisation and monitor compliance with risk management policy and organisational controls.</li> <li>Experience in managing the performance of a Chief Executive Officer and Senior Executives.</li> </ul>	All Directors must be competent at a minimum with a number able to demonstrate high level skills and experience.
3. <b>Industry Policy (international and domestic) and Regulation</b>	<ul style="list-style-type: none"> <li>Ability to understand and materially contribute to the shaping and debate of industry policy [and best practice] from first principles – both domestically and internationally.</li> <li>Ability to understand the architecture and administration of relevant licensing regimes and their policy, compliance and business implications.</li> <li>Ability to understand dispute resolution constructs, policies and associated mechanisms and the ramifications for systemic integrity and policy generally.</li> </ul>	All Directors must be competent at a minimum with a number able to demonstrate high level skills and experience. At least one Director must be sufficiently skilled and experienced in each of the core strategic policy and regulatory work management is mandated to undertake.



Professional Skills and Experience		Board Composition
<b>4. Relevant technical and industry experience and/or knowledge</b>	<ul style="list-style-type: none"> <li>Ability to understand the domain name environment and operations.</li> <li>Ability to understand and critically assess technical issues relevant to administration of a ccTLD.</li> <li>Ability to acquire knowledge of auDA's responsibilities, operations and history.</li> <li>Ability to understand cyber security protocols in line with Australian and international best practice, and contemporary security practices.</li> </ul>	<p>All Directors must be competent at a minimum with a number able to demonstrate high level skills and experience. Not essential for all to have previous knowledge but all must be prepared to self-educate on appointment.</p>
<b>5. Innovation</b>	<ul style="list-style-type: none"> <li>Ability to identify and critically assess future trends related to the industry.</li> <li>Ability to understand enterprise tech and digital processes that enable new models, better member and customer experience and efficiency.</li> <li>Ability to understand the application of technology in large complex infrastructure &amp; business environments (depth on digital strategy &amp; innovation).</li> <li>Ability to understand and support a learning culture and psychological safety which allows for moderate risk-taking &amp; creativity in context.</li> </ul>	<p>Not essential for all to have previous experience, however all Directors must be capable and willing to acquire this knowledge. A number of directors should be able to demonstrate high levels of skill and experience.</p>
<b>6. Stakeholder relations</b>	<ul style="list-style-type: none"> <li>An understanding of the multi-stakeholder approach to internet governance.</li> <li>Experience with good practice engagement in multi-stakeholder environments, (including with government, suppliers, customers, consumers and civil society groups, the ICT sector, and international organisations).</li> <li>An understanding of the dynamics of membership-based organisations.</li> <li>Experience in dealing with government at a Senior level to achieve policy and regulatory outcomes.</li> <li>Ability to contribute to and assess an effective communication strategy.</li> </ul>	<p>Not essential for all to have previous experience, however all Directors must be capable and willing to acquire this knowledge. A number of directors should be able to demonstrate high levels of skill and experience.</p>
<b>7. Finance and Reporting</b>	<ul style="list-style-type: none"> <li>Ability to read and comprehend the company's accounts, financial material presented to the Board, financial reporting requirements, an understanding of corporate finance, ability to assess financial viability, and contribute to financial planning.</li> <li>Able to demonstrate financial and commercial acumen.</li> <li>An understanding of the legal, ethical and fiduciary responsibilities of a Director.</li> </ul>	<p>All Directors must be competent at a minimum with a number able to demonstrate high level skills and experience. At least one Director must be sufficiently</p>



Professional Skills and Experience		Board Composition
	<ul style="list-style-type: none"> <li>An understanding of the financial and non-financial reporting elements relevant to the company (possibly including <i>Environment Social &amp; Governance</i> considerations, and <i>Integrated Reporting</i> aspects) and how to embed them meaningfully in the company's published materials including accounts.</li> </ul>	skilled and experienced to Chair the Finance and Audit Committee.
Personal Qualities		Board Composition
<b>8. Contribution</b>	<ul style="list-style-type: none"> <li>Ability to work collegiately, to contribute constructively to Board discussions at a strategic level and to communicate effectively with management and other directors.</li> <li>Ability and openness to consider new and contemporary thinking and factor that into contributions to Board discussions.</li> </ul>	Mandatory
<b>9. Leadership</b>	<ul style="list-style-type: none"> <li>Ability to persuade and influence, to champion change and to organise others in Committee work.</li> <li>Ability to demonstrate good business judgement and able to assimilate and synthesise complex information and issues management.</li> <li>Ability to adopt an agile learning approach and foster it in others.</li> </ul>	Not essential for all to have direct leadership experience. A number of Directors must have the ability to assume the role of Chair for Board Committees.
<b>10. Ethics and Integrity</b>	<ul style="list-style-type: none"> <li>Understand the role and obligations as a director, acting ethically, and with appropriate independence.</li> <li>Able to demonstrate commitment to the best interests of the organisation and its stakeholders.</li> <li>Able to demonstrate a track-record of integrity and ethical behaviour.</li> </ul>	Mandatory



Requirements for the Chair	These skills are in addition to the general skills and experience identified above for all Directors.	
<b>11. Leadership</b>	<ul style="list-style-type: none"><li>• Skills and experience as a Chair, Non-Executive Director or Chief Executive Officer of a complex organisation with multiple stakeholders.</li><li>• Demonstrated strategic and future orientation and ability to focus the Board on what matters most.</li><li>• Able to communicate the vision for the organisation and win support from key stakeholders</li><li>• The stature and gravitas to effectively represent the organisation and to raise its profile</li><li>• Experience in leading a complex organisation through a period of significant change</li><li>• Skills and willingness to lead, guide, mentor and develop the Chief Executive Officer and fellow Directors</li><li>• The ability to set standards of behaviour and set the tone for organisational culture.</li></ul>	Mandatory
<b>12. Governance</b>	• Skills and experience in Board governance and the ability to implement and reinforce high standards of practice	Mandatory
	• Formal training in governance (e.g. graduate of the Australian Institute of Company Directors (GAICD) or equivalent).	Desirable
<b>13. Government Relations</b>	• Direct experience in dealing with government – at a Department and Ministerial level.	Mandatory