



Welcome to our first Board Alert for 2015 which features hundreds of directorship opportunities, thought leadership, the latest Board news, and insightful interviews with the CEOs of four impressive organisations – One World Resourcing, GiiUp, Ocular Robotics and Scale Investor.

I am delighted to announce that Ita Buttrose AO OBE has agreed to come on board as Chair of Director Institute's Advisory Board and as our brand ambassador. Ita Buttrose is an exceptional Australian, a legendary

media editor, business women, best-selling author, committed community and welfare contributor and Australian of the Year 2013.

Ita is an experienced board director and was one of the first women in Australia to enter the boardroom – when she joined the Board of Directors of Australian Consolidated Press and later was the first woman to join the board of News Ltd Australia. Ita brings considerable expertise to our business and genuine insight into ways we can improve the quality and diversity of boards in Australia. She is National Ambassador for Alzheimer's Australia, having served as National President from 2011-14. She is also Emeritus Director of Arthritis Australia. Ita currently co-hosts *Studio 10* on Network TEN.

Keep your eye out for our interview with Ita in next month's issue of Board Alert.

Enjoy!

Kylie

Kylie Hammond | CEO | Founder



Ita Buttrose AO OBE
Chair of Director Institute Advisory Board

"I am looking forward to working closely with Kylie to achieve the aims of the Director Institute and to encourage talented women to seek board appointments. Women make up more than 50 per cent of Australia's population. It's time their voices were heard and effectively represented in the upper echelons of decision making."

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KEY DATES FOR YOUR DIARY

**'Start Your Board Career'
SEMINAR AND NETWORKING EVENTS**

Melbourne - 11th March

Book your tickets now via www.directorinstitute.com.au

For most people, the GFC of 2008 will be remembered as a time of financial chaos, economic volatility and ultimately global recession, however for two entrepreneurs it provided fertile ground to build a new organisation aimed at providing a world first, ethical recruitment solution to global resourcing needs.

This month we spoke with Declan Clancy, co-founder and CEO of the fast-growing international human resource services group, One World Resourcing (OWR).



One World Resourcing



Declan, OWR has grown rapidly over the last few years and is now a truly international organisation with operations in Australia, New Zealand, The Philippines, Ireland and the UK. Can you tell us about your beginnings?

I started my career in Ireland as an Accountant some twenty years ago, and proceeded to set up my own successful property investment and development business that grew to have a value in excess of AUD \$50million. During the global financial crisis, the property and construction markets in Europe imploded and my attitude at that time was not to waste a crisis.

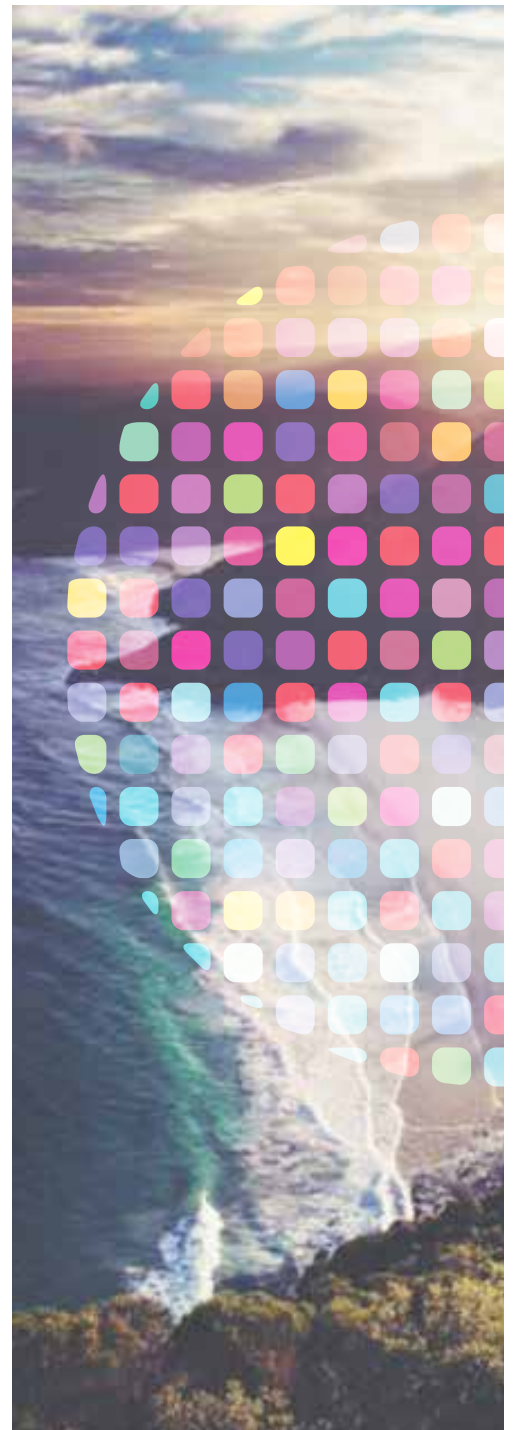
The recession that followed caused mass unemployment in Ireland and the UK, especially in the construction sectors. At the same time, there was a shortage of the same skills in the southern hemisphere, in particular, Australia. Liam McFadden, co-founder and I saw the obvious gap in the market and set up One World Resourcing in 2012 to harness this opportunity and help get people back to work.

Initially we opened an office in Ireland, then Australia and progressed to New Zealand where I moved with my wife and 2 young boys.

Since then, we've grown the business to have operations in Ireland, the UK, Australia, New Zealand and the Philippines. We've set up immigration and consulting divisions, developed assessment and training capabilities and have pioneered ethical resourcing from the Philippines into New Zealand and Australia.

While you began your business by re-locating Irish and UK workers to southern hemisphere locations, a lot of your workers now come from the Philippines. How did that come about?

When the devastating earthquakes took place in Christchurch there was an immediate need for significant numbers of people to come in to help clear and re-build the city. At that time we couldn't get the numbers of workers we needed from Ireland and the UK, so we looked at other countries where we could get the type of skilled labour we required. The Philippines was a





natural fit, they are a country of 100 million people, with over 10 million of their citizens leaving the country every year for work.

What makes OWR different from other recruitment companies?

OWR is the only company providing an Ethical Resourcing Model in New Zealand and Australia. We have developed this model as an alternative to existing hiring practices to give our clients a more transparent service and more stable workforce and protect our workers from maltreatment and extortion.

OWR has an exclusive agreement with Site Safe New Zealand and Site Group international to provide skills assessment and health and safety certification for Filipino works prior to entering New Zealand. OWR is the only company in New Zealand that can do this.



One of the biggest issues in recruiting Filipino workers is the lack of accredited assessment services available in the Philippines. Documentation supplied is often questionable and requires independent confirmation. As a result, most building and civil construction sites in New Zealand will not allow any workers entry until they've completed their mandatory health and safety training. While this process normally takes 4 weeks to book, the employer still has to pay the wages of the idle international worker.

To reduce the pain of this process we have set up mandatory Health and Safety training for Filipinos in the Philippines with an internationally accredited training organisation BEFORE they arrive in New Zealand. No-one else offers this.

OWR has a ground breaking relationship with ANZ Bank focused on reducing pain points for both employers and employees in the recruitment and immigration process. One such limitation for foreign workers is that they need finance to get from one country to another. Previously loan sharks, and dubious lenders were the only option for workers. In response to this roadblock we have established fair banking solutions for our foreign employees by working with the ANZ Bank. This is the first time this has ever been done - anywhere in the world.

Finally, the glue that holds everything together is our new country support services. Basically we take care of the hearts and minds of our re-settled workers to ensure they understand, respect and embrace their new environment. This service ensures that we're able to offer clients a better quality employee who is likely to stay in the long term.

What success have you had to date?

In just under 3 years we have managed to set-up operations in 5 countries and have developed a global brand with highly innovative ideas that are changing the way that business is done in this industry. We know that some of the top players in the market are monitoring our company and vision and we take great pleasure from the impact that we have made to date.

We have been very well received by senior government and immigration officials in both New Zealand and the Philippines, and have worked to establish a direct relationship with both the Minister for Employment in the Philippines and head of the POEA (Philippine Overseas Employment Administration) – a powerful agency that controls the flow of workers - who see enormous benefit from our approach.

We have already started recruiting workers using our innovative Ethical Resourcing Model and are paving the way for change in an industry that has previously been very restrictive in enabling people to access global jobs.

What is next for OWR?

There is opportunity everywhere. Moving forward we see enormous scope to replicate our ERM strategy in new global markets where access to foreign human resources are currently restrictive.

For the time being we are focused on consolidating, perfecting and expanding our operation in Australia, New Zealand and the Philippines and are considering local acquisitions, mergers and alliances in those territories that will further consolidate our offering.

What have been your greatest challenges to date?

There are not enough hours in the day to chase every opportunity. Knowing which ones to chase, and in which part of the world is one of the key challenges in managing the growth of our organisation.

Like every early stage organisation finance is always a challenge, and pioneering new products in the market takes time – testing, learning and perfecting.



Where do you see your strengths, and what type of directorship / advisory talent or experience are you looking to bring into OWR in the immediate future?

I'm an entrepreneur, I'm good at business development, selling, ideas, seeing the bigger picture, putting deals together, negotiating, seeing the future, seeing a multi billion dollar business – now! I'm impatient and want it all to happen yesterday. I am supported by a management team with strengths in governance, HR/IR and operations. Together we see the opportunities and relish the challenges.

Ideally we're looking for directors and advisors with significant industry experience – with M&A/funding/marketing expertise. On a personal level I want to work with high energy, highly ambitious visionaries, who can open doors and add credibility to our organisation. Our organisation is all about innovation, so it's important that anyone we bring into the business shares our DNA and has a passion for change.

If you are a dynamic person or company interested in being part of an ambitious, ethically minded, expanding international human resource services group please contact Kylie Hammond at Board Portfolio for a confidential discussion.

Ref: OWRKH



What tips would you offer other early stage organisations?

- Don't listen to negative people
- Work hard and make it happen
- Surround yourself with successful people and companies
- Learn from as many people as possible
- Develop good listening skill, and
- Mind your good people

What are the benefits of working with an organisation like Board Portfolio?

By working with Board Portfolio we have been able to link into their extensive network that includes experienced director talent, industry specialists and a broad range of potential funding partners. Kylie Hammond has extensive experience working with early stage organisations and has been able to provide valuable insights and advice regarding the selection of our board of directors.



Making Boards Work

Re-printed with permission from McKinsey & Company.
December 2014 | by Dominic Barton and Mark Wiseman

Most directors don't understand the company's strategy and prioritise short-term gain at the expense of creating long-term value. We recommend four essential changes.

Boards aren't working. It's been more than a decade since the first wave of post-Enron regulatory reforms and, despite a host of guidelines from independent watchdogs such as the International Corporate Governance Network, most boards aren't delivering on their core mission: providing strong oversight and strategic support for management's efforts to create long-term value.

This isn't just our opinion. Directors also know they're falling short. A mere 34 percent of the 772 directors surveyed by McKinsey in the spring of 2013 agreed that the boards on which they served fully comprehended their companies' strategies. In March 2014, McKinsey and the Canada Pension Plan Investment Board asked 604 C-suite executives and directors around the world which source of pressure was most responsible for their organizations' overemphasis on short-term financial results and under emphasis on long-term value creation. The most frequent response,

cited by 47 percent of those surveyed, was the company's board. And the result among those who identified themselves as sitting directors on public-company boards? Seventy-four percent.

These are shocking results. How can companies strengthen their boards' knowledge and help directors build, maintain, and refine a long-term mind-set? A good first step might be to help everyone firmly grasp what a director's "fiduciary duty" really is. Most legal codes stress two core elements: loyalty (placing the company's interests ahead of one's own) and prudence (applying proper care, skill, and diligence to business decisions). Nothing suggests that the role of a loyal and prudent director is to pressure management to maximize short-term shareholder value to the exclusion of any other interest. To the contrary, the logical implication is that he or she should help the company thrive for years into the future.

"What matters most is the quality and depth of the strategic conversations that take place"

If directors can keep their fiduciary duty firmly in mind, it should encourage big changes in the boardroom. They will spend less time talking about meeting next quarter's earnings expectations, complying with regulations (although that, of course, must be done), and avoiding lawsuits, and more time discussing potential new goods, services, markets, and business models, as well as what it takes to capture value-creation opportunities with big upsides over the long term. Let's look at four familiar areas where change is essential for this to happen:

- **Selecting the right people.** What's behind the dramatic increase in interventions by activist shareholders? According to Stephen Murray, president and CEO of CCMP Capital Advisors, a major private-equity firm, "The whole activist industry exists because public boards are often seen as inadequately equipped to meet shareholder interests." In short, companies keep appointing directors who aren't independent thinkers and whose experience is too general.
- **Spending quality time on strategy.** Most governance experts would agree that public company directors need to put in more days on the job and devote more time to understanding and shaping strategy. While we recommend that board members dedicate at least 35 days a year to the job, the precise number of days a board meets or the mix of field trips isn't the main issue. What matters most is the quality and depth of the strategic conversations that take place.
- **Engaging with long-term investors.** While boards may be guilty of pushing executives to maximize short-term results, we have no doubt where that pressure really originates: financial markets. That's why it's essential to persuade institutional investors, whose ownership position makes them the cornerstone of our capitalist system, to be a counterforce. Boards can and should be far more active in facilitating a dialogue with major long-term shareholders—and many investors would welcome such engagement.

While the thrust of each of these broad changes is relatively simple to articulate, none is easy to make. All of them must fit the specific company and industry context. Introducing them—and making them stick—will require deft handling by board chairs or lead directors, working alongside CEOs. But we need a deep shift in the culture, behavior, and structure of public-company boards. Over time, nothing else will do more to ensure that these core institutions of our capitalist system deliver the kind of sustained value creation that long-term shareholders expect and that our society deserves.

Read the full article, "Where boards fall short," on the *Harvard Business Review* website. For more on this topic, visit the *Focusing Capital on the Long Term* website.

About the Authors

Dominic Barton is McKinsey's global managing director, based in McKinsey's London office; and **Mark Wiseman** is the president and chief executive officer of the Canada Pension Plan Investment Board.



"There is a growing consensus that directors should sit on fewer boards and get paid more"

- **Paying Directors more.** Good capitalists believe in incentives. There is a growing consensus that directors should sit on fewer boards and get paid more. We fully agree, but the even more important issue is to structure that pay toward longer-term rewards. To get directors really thinking and behaving like owners, companies should ask them to put a greater portion of their net worth on the table. This could be achieved by giving them a combination of incentive shares, a portion of which vests only some years after directors step aside, and requiring incoming directors to purchase equity with their own money.

GiiUp



Horse racing just got a whole lot more interesting with the launch of GiiUp, the world-first mobile application that brings a 'day at the races' to a new field of gamers.

We spoke with Michael Castleman, CEO of GiiUp about the organisation and his vision for the future.



What is GiiUp?

It's a new, world-first mobile app. GiiUp promises to reinvigorate Australia's horse racing industry by introducing the virtual thrill of a 'day at the races' to a new field of tech-savvy gamers. The innovative betting app - available for free on iPhone, Android and web devices - enables sports-loving, have-a-go Australians to have a flutter on thousands of real horse, harness and greyhound races across Australia. In the first instance, new sign-ups receive 100 'play money' coins enabling them to bet on any race - without the fear of losing real money. Animated versions of each race can be displayed 10 minutes after the event - providing fun gamification for users.

GiiUp is built to provide a user journey that ultimately leads them to signing up with an online betting company. It also provides an extra dimension for seasoned betters with prediction modeling.

Currently bookies spend upwards of \$500 to acquire a new user. The process usually involves sending the user to a signup page where they need to enter a credit card to join. This approach is often intimidating for social punters new to racing who will often step away prior to joining. The GiiUp app offers a fun, safe, easy and user-friendly way to enjoy the thrill of horse racing.

Where did the idea for the business come from?

During the equestrian flu epidemic I was consulting with The Daily Telegraph regarding transferring some of their print material to web. Racing had stopped and the subscriptions took an incredible drop. I learnt that the form guide is an incredibly important part of the revenue model for The Daily Telegraph. After attending the races that Saturday the majority of people, old and young, were on their phones playing games and reading Facebook. I realized there was a massive opportunity to reinvent the form guide and build a user journey from "never placed a bet" to "being able to choose a bet intelligently".

Being passionate about user feedback meant that GiiUp was built with the user in mind. One company I ran earlier in my career handled over one thousand in-home interviews for Lyon Nathan - we did a great deal of research around when people drink, what they do, and how they operate. GiiUp is able to give people a gaming experience while teaching them about betting. Users can play and bet on races, test their own theories with a slider system, and utilize a backdated database analysis program to predict the horses that will win. They can also access an entertaining podcast to excite them about betting.

How will GiiUp make money?

Our primary source of revenue comes from converted users. Once a user has signed up with an affiliate bookie through the app we receive 30% of their losses for life. On average a punter loses \$1,000 per year, which gives us an average of \$300 per user converted. Our secondary source of revenue is through the sale of virtual coins. Ten of the top forty apps in the world are slots apps that gross \$6M plus a year from people paying an average of \$20 per year for virtual credits so they can continue playing. These two streams enable us to build an incredible audience of millions of sports and gambling fans that love our brand. This is a valuable asset in its own right and many companies around the world will pay for it.

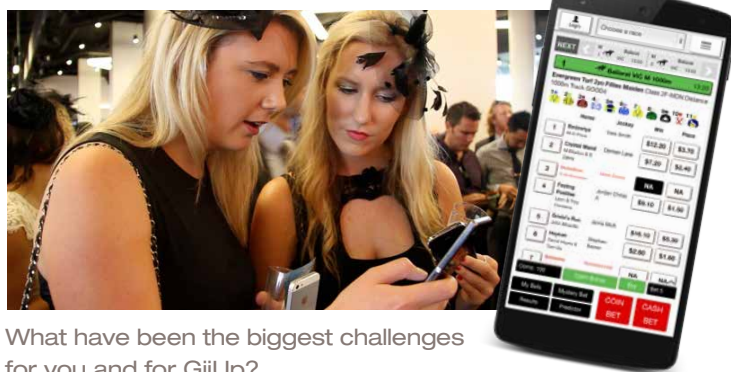
Why will GiiUp succeed?

Online gambling is a very profitable area to be in, we are already seeing a return from our initial release. The interesting thing about GiiUp is the investment story. Most companies growth is dependent not on the ability of the company to make money, but on its ability to raise money. GiiUp stands apart from any other business I have worked with. When I first did a round of funding I went to a couple of brokers to see if they knew people who could add anything to the company and both of them invested themselves. The reason is that they can see the investment story. Retail investors, brokers and the majority of people who invest in stocks also bet on horses. The GiiUp investment fits the sensibilities of a broad range of investors and will bring a large raise as we move forward. This along with our revenue model and the stable guidance of a solid board is the next milestone we aim to achieve.

What makes GiiUp different from other start-ups?

I don't believe we're a traditional start-up. We believe that a business should operate professionally and we take seriously the investment that is being made by others in our organisation. I've seen other start-ups and it can feel like a bunch of kids playing. We come from a real

business background and we want to build a professional organisation with structure and transparent governance processes to ensure that we can operate at the level that we need. We see the value in bringing on a great board of directors who can help us build our business faster.



What have been the biggest challenges for you and for GiiUp?

We believe in getting products to market quickly and then being flexible and fast with changes from user feedback. When we first built GiiUp getting the right development team was challenging. When we finally built a team of solid coders, they wanted to build an incredible back end that allowed for multiple languages, quick rollouts of new changes, quick adding of new sports, full analytics, AB testing, the ability to log our users movements, and the ability to have one code base across web, android and any other apps. This meant we had to invest a lot more time than we felt comfortable with before getting users onboard. We have now achieved all of this in six months and we are ecstatic about how flexible we can now be. It's always a challenge balancing building something amazing and getting something out quick and I believe in this case we made the right decision.

We are currently missing skills and advice in the areas of banking, mergers, cricket, media, digital marketing, pricing and distribution. This is the challenge we now face. To find those people who can help our business grow with strategy, contacts and advice.

What are the benefits of working with Kylie Hammond from Board Portfolio?

When I first met Kylie it was overwhelming to see the strategies she put in place in my mind for company growth. Getting a board was something I thought happened well after you had worked through the major problems. Her vision of people working to help small companies through the stage we are at was amazing and I believe has changed the landscape of financing in Australia. After reading her book, I realised why being a board member on a company like ours can be such a rewarding career development. Especially for someone who is working in a large organisation or at a stage in their career that they have the time to pass across their knowledge. Kylie's mentorship on how to build a board and how to take on an advisory board has ensured that we have a relationship that is mutually beneficial and an engagement with board members that works.

What type of Director Talent are you looking to bring into the organisation?

We are looking for people who have experience in Banking, Gambling, Acquisitions, Radio, Online Marketing, or negotiations with large organisations. We are building a Board of Directors to eventually sit on a public company as well as an advisor group. We are looking for someone who can communicate regularly via email, meet once a quarter, and who has an ability to arrange contacts when needed. Our pressing concerns involve negotiations with a major book-maker, launch activity, the building of our radio podcast, and the structure of our next capital raise after this one.

What advice or tips would you offer other entrepreneurs?

Build a strong and competent team of people around you, and give them an open communication path to help them understand what you need to grow.

I had the honour of interviewing seventy Action Coach clients that had grown from \$1M to \$10M, and the coaches who had advised them on their growth. I saw the same story repeated in so many different business types - between the owner and the coach. The businesses all went to the coaches thinking they needed help with marketing, but soon realised their major problems were around selling their vision to their team. Being able to stick to a vision consistently, and knowing when it is ok to change is crucial.



A good analogy of startups I've heard told is that it's like jumping off a cliff with all the parts to the plane, and assembling them as you fall. With that in mind, it makes sense that what you choose to spend your time on should be the most important decision, and deciding what not to - the next most important. Having a board of intelligent people to help guide you is vital. Sometimes the most amazing opportunities require a massive pivot in your core business. This is when a board of advisors is invaluable - to help you navigate the change without destroying the opportunity.

Where are you in terms of rollout?

GiiUp is available in AppStore and GooglePlay. We are in our second capital raise and are building a team of board members to help us launch over the Championships in Sydney in April. We are meeting with potential board members via Board Portfolio and others to discuss how we can make GiiUp a global brand synonymous with Gambling on Racing and Sports.

For more information about GiiUp and to find out how you can get involved, contact Kylie Hammond for a confidential briefing. Ref: GIIKH

Director Institute - Helping Women Get Back to Work

Director Institute is proud to be a sponsor of the **BT Runway for Success** event taking place on the 25th March 2015.

BT Runway for Success is a major supporter of the Fitted for Work charity. Fitted for Work assists women who are experiencing disadvantage to secure work and keep it by fitting them with work appropriate clothing and makeup, and by helping them to gain self-esteem and confidence through mentoring and training.

The Fitted for Work team currently helps more than 3000 women annually and plans to increase this to 5000 by the end of 2015. Currently, 75% of the women who were helped by Fitted For Work last year were employed within three months.

Director Institute is delighted to support the BT Runway for Success event, and this very worthwhile not-for-profit organisation that helps women get back to work.



Designers on the Runway

The Runway for Success event fosters and encourages new design talent with the BT Emerging Fashion Designer Award. Now in its third year, and supported by the newly formed Australian Fashion Chamber (AFC), the award provides the winner with a \$10,000 cash grant plus a range of great benefits to help them achieve their design dreams.

Past winners of the BT Emerging Fashion Designer award include Christopher Esber (2013) and Michael Lo Sordo (2014).

This year the event is showcasing nine of Australia's top designers including:

- Akira
- Bianca Spender
- Camilla and Marc
- Carla Zampatti
- Ginger and Smart
- Lee Matthews
- Manning Cartell
- Scanlan Theodore

RUNWAY FOR SUCCESS



BT Runway For Success: Jane Watts, Michael Lo Sordo, Edwina McCann, and Brad Cooper



Join the Director Institute and become a member of Australia's fastest growing network of Director Talent.

Director
INSTITUTE

Since our launch in June of last year we have been delighted with the response from executives and directors from all over Australia. Submissions of interest have been received from more than a thousand people seeking to start their board career as well as those who are looking to expand their existing board portfolio.

Via our Director Institute members website, members gain access to the hidden Directors jobs market, are able to apply for exclusive board opportunities available no-where else in the market, network with other Directors at exclusive off-line events, and are given access to all the tools and resources needed to build a successful board career. Our live 'News' page also provides relevant Board related news from Australia, and around the world to ensure that our members are kept fully informed.

We are currently working with a diverse range of organisations from industries that include the arts, community, sports, technology, medical, government and listed companies. Each of these organisations is looking to connect with quality director talent to help them build their inaugural board, or refresh their current board. One of the benefits that we offer organisations is the diverse range of director talent that we can connect them with. In these challenging times it's vital that organisations can access unique skills, experiences, capabilities and talents associated with board members of different age, gender and background. Currently we have over 200 exclusive board opportunities available for consideration via our jobs board.

All new opportunities are updated daily on the jobs board – which is accessible via the Member login. We also produce this Board Alert every 6 – 8 weeks which provides a point in time overview of a large portion of the roles that are available – including a round up of the best opportunities available in the broader market.

Another Member benefit is delivered via our Special Member Events where we create opportunities for members to network with and learn from guest speakers as well as each other.

START YOUR BOARD CAREER SEMINAR AND NETWORKING EVENT

MELBOURNE - 11th MARCH 2015

We are pleased to be able to offer all Director Institute members complimentary tickets to this event. Tickets are limited so please book your seat early to avoid disappointment.

Videos of some of our previous event presentations are now available to view via the Director Institute resource centre.



Director Institute Member Benefits

Director Institute membership provides a range of benefits that depending on your level of membership include:

- Exclusive Board Opportunities
- Expert Advice
- Up to the Minute Board News from Around the World
- Exclusive Workshops & Networking Events
- One-on-one mentoring session with a senior board consultant
- Refreshed Board Resume - written by one of our professional resume writers

For more information about becoming a member of Director Institute, please send an email to info@directorinstitute.com.au and one of our team members will get in touch.



www.directorinstitute.com.au

Strictly Entrepreneur Investor Ready Mentoring Program

Accelerate Your Business and Gain
a Competitive Advantage Today!



Applications are now open for the 2015 intake of participants in Kylie Hammond's exclusive Strictly Entrepreneur Investor Ready Mentoring Program. The program is limited to 25 business owners and entrepreneurs who are seeking to raise between \$500K and \$5million in capital for a high potential emerging business.

Please take careful note of the requirements and ideal criteria of participants accepted into this comprehensive and unique program:

- Business must have existing revenues, ideally \$500K plus or very substantial IP
- Entrepreneur must be personally invested in the business and have relevant experience
- Close attention will be paid to the management team and their ability to execute
- Industry is open, we have a preference for IT, Media, eCommerce, Education, Technology Businesses
- Ideally with the potential to go National and Global, disruptive technology and business models
- Willingness to be mentored and assemble a world-class board of directors & advisors around the company.

If accepted into the Strictly Entrepreneur Investor Ready Mentoring Program you will receive:

- 12 months of business mentoring services delivered by Kylie Hammond and her personally selected business advisory team.
- Development of a comprehensive Information Memorandum suitable for raising capital.
- Listing on the Australian Small Scale Offering Board, with Board Portfolio as your Sponsor
- Exclusive introductions to Family Offices, High Net Worth Individuals, Sophisticated Investors
- Showcase presentations and opportunities to introduce your business to the funding solution that you require to grow your business.
- Assembly of a world-class Board of Directors & Advisors that will be dedicated to your business success.

- Introductions to executives and advisors that can join your business to help with strategy, business growth and execution.
- Full project management of your Capital Raising Program from start to finish.

Our Strictly Entrepreneur Investor Ready Program is a fixed fee annual program, and is charged on a per monthly basis, ideal for the growing business. No hidden extras, no gotcha's, no commissions on referrals.

Contact Kylie Hammond for more information about commercial terms via phone (02) 9967 2121 or email kylie@boardportfolio.com.au

To apply please submit your business plan to Kylie Hammond at info@boardportfolio.com.au for a confidential assessment.



Don't miss out on your last chance to become a part of the exclusive Work Club community!

Director Institute's headquarters are based at the spectacular Work Club in Sydney. For a limited time only, Director Institute members are being given the opportunity to join Work Club at a significant discount. With only 25 memberships remaining, don't miss out on your last chance to become a part of this unique community.



Soren Trampdach – CEO & Founder of Work Club spoke with us about the benefits of membership and his plans for the future.

What is so special about Work Club?

The environment we have created is unlike any other shared work space currently available in Sydney, or around the world. At 600sqm, Work Club Sydney provides a variety of working environments to suit all manner of business – quiet places to work and reflect, private offices to meet with clients, and comfortable lounges to sit with friends and guests. Located on Elizabeth Street, with stunning views over Hyde Park - through to St Mary's Cathedral, the space provides a real sanctuary from the hustle of the city below.



While other shared work spaces can feel like you're in a busy train-station, Work Club offers a quiet place to meet, think and conduct business.

One of the things that you notice when visiting Work Club is the quality of the fit-out. The entire space is thoughtfully curated and filled with original, beautifully designed European furniture, lovingly made in small factories from around the world.

Is Membership Limited?

Yes, to ensure we are able to maintain the level of service, and the quality and ambience of our unique environment, Work Club membership is being limited to 100 people from diverse professional backgrounds in each city location.

Maintaining a diverse network of members ensures that there is an interesting mix of conversation, opinions and business experience. Currently our members include NED's, accountants, Family Offices, leaders, entrepreneurs and philosophers – a true mix of people who are interested in not only meeting and working but in challenging the status quo.

"A unique, contemporary working environment that enables collaboration with functionality"

What are the other benefits of Membership?

While the space itself is breathtaking it also offers a fantastic venue for a range of exclusive member events.

All of our events have a very strong content pillar around innovation and disruptive trends from around the world. We generally invite international speakers (or speakers with an international view) and the feedback so far has been fantastic with members enjoying the variety and diversity of discussion that these events provoke.

What's next for Work Club?

Over the next 3 – 5 years we plan to open 10 new Work Club locations around the world – that include Melbourne, Singapore, Hong Kong, Dubai, Zurich, London, New York, L.A. and Copenhagen.

Membership in any location provides complimentary membership in any other environment - which is fantastic for Sydney members who do business in other cities.



Exclusive Offer for Director Institute Members

We are pleased to offer Director Institute members a 33% discount off our 12-month membership rates. This is a limited time only offer and will finish at the end of March – or earlier if Membership reaches capacity.

For a guided tour of this magnificent space, and to hear first hand about the exciting events coming up, please contact Kylie Hammond.

Testimonial from Kylie Hammond:

“Joining Work Club Sydney has been one of the best decisions we have made for our business and for our clients. The team at Work Club is extremely professional and the calibre of Work Club global members is impressive. There are many opportunities to network with members and connect with like-minded business owners, entrepreneurs and senior executives. I feel proud to bring my clients into such an inviting work space, we can have confidential discussions whilst enjoying the wonderful Hyde Park and city views. I have found Work Club Sydney to be a very positive work environment for conducting business, hosting exclusive events and for after work social activity. The concierge service is amazing and makes work life balance seamless. I congratulate Soren and his team on developing an exclusive business membership service that is truly innovative and transforms the way we work, rest and play.”

Why Australia keeps getting it wrong on employee share schemes

10th February 2015 - MATT BARRIE

This is an edited version of tech entrepreneur Matt Barrie's in-depth look at taxation issues in relation to employee share schemes.

1995 to 2009: Division 13A

Prior to July 1, 2009, the taxation situation in Australia was very similar to the current US situation. The default taxation position was deferred; in other words, you were assessable on any discount given at the cessation time, but you could choose to make an election (known under the Division 13A rules as a '139E election') broadly similar to the US 83(b) election.

If you chose to make the election, you included the value of any discount you received between the market value of the security and the price you paid in your income tax return in the year the shares or rights were granted. This discount formed part of your cost base of the shares for when you finally got around to selling the shares or rights. The government also gave you a \$1000 concession if you paid tax upfront, if certain conditions were met.

The 139E election allowed you to avoid that nightmare scenario where tax had to be paid every time a share or option vests. So before 2009, most ESOP options or shares didn't attract tax until they were sold. If you held for a year, under the Capital Gains Tax rules, on future disposal the top rate was 23.25%, which was half of the top income tax rate of 46.5%.

If you didn't make a 139E election, and you had a qualifying employee share scheme, then the "cessation time" which was defined to be, for shares, the earlier of (a) the date of you ended up selling the stock; (b) the later of the time when disposal restrictions were lifted and the time when the shares could no longer be forfeited; (c) the time when employment (in respect of the share) ceased; and (d) 10 years. For rights, such as options, it was similar but included the earlier of (a) the disposal of the right (b) when employment (in respect of the right) ceased (c) if the right was exercised and there were restrictions on either the disposal of the share or the share could still be forfeited – when the restriction was lifted or the share no longer subject to forfeiture (d) exercise of the right or (e) 10 years.

The rules weren't perfect but they were workable for the most part.



Gillard goes after the investment bankers and wipes out the technology industry: Division 83A

In 2009, the Gillard government changed the rules on the taxation of employee share schemes so that:

- 1) You could no longer elect to be taxed up-front in relation 'qualifying schemes' otherwise subject to deferred taxation; and
- 2) The 'deferred taxing point' focused on vesting rather than exercising (that is, employees could no longer control the timing of their income tax liability by holding off on the exercise of their options until they were in a position to cover the resulting liability, for example, in the event of an exit such as a trade sale of the business or IPO).

The proposed changes in the draft legislation

In 2014, the current Coalition government announced changes to the taxation of ESS. Draft legislation has been released which is intended to be introduced as from July 1, 2015.

The first thing to note here is despite the rhetoric from the government, they have not "rolled back" the changes to the prior position we had in Australia where you could do a 139E election. That would have been preferred to what has been proposed.

All companies

ESSs will be established as either a deferred or upfront tax scheme through their governing rules.

An employee who receives a grant under an upfront scheme will be eligible for the current \$1000 exemption of the amount of the discount subject to tax, provided that their income is not greater than \$180,000 in that year.

The maximum ownership and voting restrictions will be raised from 5%



to 10% (note, however, that this 10% is now calculated on a fully exercised basis).

The tables in Division 13A ITAA36 used to value unlisted rights are updated to use a risk free interest rate of 4%, dividend yield of 4% and volatility of 12%.

Rights

An employee who is granted rights under a deferred tax scheme will be able to defer until the rights are exercised, or employment ceases, up to a maximum of 15 years. On exercise, income tax will be payable on the difference between the market value of the right and amount paid to acquire it. CGT will be payable when the shares acquired by exercising the right are sold, on the difference between the sale price and the market value of the shares on the exercise date.

Shares

If there is no "real risk of forfeiture", income tax will be payable on the discount in the year the shares are received. There is a \$1000 exemption available under certain conditions.

When there is a real risk of forfeiture, the tax may be deferred until that risk ceases to exist. At that point in time, income tax is payable on the discount from the market value paid to acquire the shares. In addition, CGT will be payable when the shares are sold, with the taxable amount being the difference between the sale price and the market value of the shares when the risk of forfeiture ceases.



Eligible startups

A "startup" concession is introduced so that an employee does not include a discount on ESS interests acquired in their assessable income if the employee holds the interest for a minimum of three years, and that the company (a) is not listed on a securities exchange (b) has been incorporated less than 10 years ago (and all group companies similarly less than 10 years), (c) the company's aggregated turnover is less than \$50 million and (d) the company is a resident Australian taxpayer. Instead this is treated as capital gains at later date.

If shares are issued with a discount of no more than 15% to market value then that discount is exempt from income tax and the share once acquired is then subject to a taxable capital gain on the difference between the sale price and the market value of the shares at the time of acquisition.

If rights are issued, provided that the exercise price of the right is equal to or greater than market value of the underlying share, then the discount is not subject to upfront taxation and the right, and resulting share once acquired, is then subject to capital gains. So basically if options are given for free (but with a strike at least equal to the underlying market value of the share on the date of grant), the option premium is taxed later under capital gains and not as income in the year of the grant.

The Good

The proposed changes relax the significant ownership and voting rights limitations by doubling the existing 5% test to 10%.

The problem with this draft is that options vest before they can be exercised, so the taxing point according to the wording in the draft is still on vesting for rights issues ("when there are no longer any genuine restrictions on the which they acquired the right") unless you are careful to specifically set up your option plan so that employees cannot sell their options even though they vest, they instead can only exercise their options. This somewhat defeats the purpose of vesting.

The Bad

The exclusions for the startup concession seem designed to exclude every meaningful technology company in Australia.

Excluding companies with a turnover of more than \$50 million

There are several things bad with this exclusion.

First, I disagree with the premise that more advanced companies can pay more and therefore should not be eligible for the concessions. The technology industry is globalised, and companies like mine (Freelancer) need to compete for talent with the likes of Google, Uber, Palantir and Facebook. US companies are hoovering up as much talent as they can in Australia to take back to Silicon Valley – talent that can reap the benefit of 83(b) elections. Equity is the primary remuneration scheme and it's an unfair playing field for Australia's up and coming technology industry to be penalised for operating in this country.

Second, to base this on aggregated turnover is just sloppy policy. This is prejudicial to some business models like marketplaces, financial services, payments systems and e-commerce retailers of third party products where the turnover is very large but the margins are wafer thin.

Excluding listed companies

The restrictions imposed to access the startup concession are bad policy. First, all listed companies, such as my company Freelancer.com, are excluded. The rationale in the explanatory memorandum is “a listing on an approved exchange allowed easier access to capital and allows for the value of a company to be more easily ascertained and that it is in a more advanced period of development where concerns about ESS compliance costs and liquidity are less prohibitive”. This assumption is patently untrue in the Australian environment. As I have repeatedly written before, *due to the disaster in the venture capital industry in Australia, the ASX is now the primary financing source for Australian technology companies.*

Just like the resources industry did before them, early stage Australian technology companies are heading to the ASX because a viable venture capital industry does not exist.

Excluding companies 10 or more years old

Not only does the company need to be incorporated less than 10 years ago, but all companies in the corporate group need to be less than 10 years ago. I can't see the purpose of this other than to be prejudicial to companies that have not taken in external capital and have instead bootstrapped.

Risk of forfeiture not defined

The legislation makes reference to the need of a “real risk of forfeiture”, but does not clearly define what this is.

Minimum three year holding period

Similarly, the three-year minimum holding period introduces complexities in offering grants to directors of the board, advisory board members and other consultants where typical vesting agreements might be two years with no cliff due to the higher turnover nature of the roles.

Determining market value for illiquid private companies where no market exists

Not all shares in startups are the same, and particular financial investors are almost always issued preferred stock, which subordinates both the rights and financial returns of the ordinary stock. As a result, the value of ordinary stock is often vastly less than preferred.

The major issue here is how startups value the market value of ordinary stock in those circumstances when it is highly likely the only points in time where a price has been determined is based off the share price of the Series A or B of the preferred stock. I've commonly seen in the US a realistic discount of around 90% applied, which is substantially larger than the discounts put forward in the safe harbour tables. The schedule also introduces a new power for the Taxation Commissioner to approve market methodologies for valuation of rights and shares that worries me.



Ceasing employment

If you're employed by a successful Australian company that is still privately held and are sitting on a grant that is way in the money, you'd better be careful not to get fired or otherwise leave your job unless there is a way you can find a buyer for your stock. If that happens, you'll be in a world of pain because you'll be immediately faced with a taxation point – and potentially be in a situation where you'll be unable to sell simply because there is no market for the stock, especially the subordinated ordinary stock. You're not able to sit on it and pay tax when there's an exit for the company down the track. This is quite nasty.

The Ugly

If you do not meet the startup rules you continue to face the nightmare vesting scenario that Gillard introduced in 2009 if you are given a share grant. This is because one of the eligible taxable points in time is “when there is no real risk of forfeiture of the shares and any restrictions on the sale are lifted”, i.e. at vesting. So any discount is treated as income tax at each vesting point. For example, if are given the right to buy shares at \$1 in a grant over 4 years with a 1 year cliff and monthly vesting after that, then if the stock rises steadily from \$1 over time, then you will have 37 separate taxing points where valuations on the stock will need to be conducted (one at the cliff anniversary and then each month for 36 months to the fourth year after that). This is a nightmare.

Likewise if you don't meet the startup concessions and you are given rights, you will generally be taxed at each vesting point unless the scheme is designed in such a way that the underlying shares are subject to additional restrictions even though you are vested. The relevant taxable point is similarly “when there is no risk of forfeiture of the rights and any restrictions on the sale are lifted”. I am not sure if the Explanatory Materials to the proposed legislation are in error over this point as it seems contradictory to what I believed the intention of the changes is supposed to be which is to provide for exercise as a relevant taxing point but as currently drafted it looks like this is the case.

Additionally, if those rights are provided at a discount (for example, given options for free without paying the premium) then you will be assessed for income tax at the time of the grant on the discount. You won't get the ability to defer it like eligible startups can.

Even worse, rights acquired under deferred tax schemes by companies that do not meet the startup concession will be subject to income tax, and not to capital gains tax, on exercise. Neither the Division 115 ITAA97 CGT 50% general discount nor the Division 152 ITAA97 15-year 100% exemption from capital gains tax are available. So this is further explanation about why the government isn't repealing the 2009 changes and is instead introducing this new legislation - they're making you pay at least twice the tax you would have pre-2009. Now the full amount of the increase in the capital value of the right since acquisition will be subject to income tax. So it's a horror scenario for people to be issued stock options.

Conclusion

When I started writing this article I didn't intend it to be nearly 10,000 words long. This goes to show just how horribly complex the Australian government has made taxation law around this issue. I haven't even started to cover issues as basic, yet critical as valuation, conflicts throughout the tax law on the issue whether it be FBT, buyback rules, Division 7A (deemed dividend rules), general CGT rules, anti avoidance rules and value shifting rules. Different departments even within the ATO differ in their view of such basic issues.

So complicated is the issue that the drafting of the explanatory memorandum for the proposed new changes has mistakes (such as the clarification on taxation on the vesting of rights I explained above). All of this needs to be a lot simpler, in one section.

Fundamentally, the government here can't see the wood for the trees and is not doing a cost-benefit analysis. Employee share schemes are vital to Australian technology companies being able to attract and retain talent in a highly competitive environment. Done well they create alignment between employers and employees and greatly increase productivity, which delivers two great benefits to the country; it grows taxable wealth and distributes that wealth from employers to employees.

The measly \$200 million "budget saving" that Labor made in 2009 is more likely a huge net loss if you consider the drag on the technology industry and economy, the lack of competitiveness it's created and the contribution to brain drain of both talent and technology companies leaving the country. The tax it did collect is also directly a false saving – changing the rules so workers would pay tax on the value of the shares they were issued, even though this would be years before shares were sold and gains realised in most cases.

The government is trying to be tricky by saying they are "reverting the mess that Labor created" while carving out the vast bulk of companies in the technology industry who employ the vast bulk of employees in the industry – for whom getting this legislation fixed really matters to be competitive at the global level.

So the simple answer is no, these proposed changes don't reverse the damage done in 2009 and don't fix the issue with the taxation of employee share schemes in Australia, and this will continue to be a drag on the industry and the economy.

Employee share schemes should just be a simple, easily understood and applied tool that is off the shelf and cheap to implement. What we've instead created is costly bureaucracy, which is a massive distraction from the real task at hand - creating world-class technology companies.

This is an edited version of Matt Barrie's submission to Treasury in response to the exposure draft legislation:

Improvements to the taxation of employee share schemes
released on 14th January, 2015. Submissions closed on Friday, February 6.

Full article can be viewed at www.smartcompany.com.au



Scale Investor - putting women back in the investment spotlight

Last year's prominent "Silicon Beach" study by Google/Deloitte of the Australian start-up ecosystem found only 4.3 per cent of Australian tech start-up companies were founded by women and only 2 per cent of Australian angel investors were women – a lower representation than in the mining industry.

We recently met and spoke with Laura McKenzie the CEO of Scale Investors, a female focused angel investor network, founded in Melbourne in March 2013. Since that time Scale has grown to include 60 angel investors who are based in both Melbourne and Sydney.



Can you tell our members a bit more about Scale Investors?

We were founded in Melbourne in March 2013, inspired by the US based organization Golden Seeds, who continue to generously provide us with valuable insights. Over the last 2 years we have built our group to 65 angel investors, based in both Melbourne and Sydney. Scale Angels have invested almost \$2.5m in 5 female led businesses.

How did you come to be involved in Scale Investors?

Over the last 15 years I have worked in venture capital and corporate finance for a variety of organisations including PwC, Opportunity International and Starfish Ventures, in three continents. In my most recent role prior to joining Scale, I worked in venture capital – as the only women in the firm. The gender imbalance in venture capital markets is well known, my own experience confirming the latest Babson College research that found 85% of venture capital funded businesses had no women on the executive team, and less than 3% a female CEO. 94% of partners in US Venture Capital firms are male.

I met Susan Oliver, an experienced Non Executive Director and technology entrepreneur in 2012. Susan had been researching the potential for a female focused angel investor network in Australia after she met Golden Seeds in New York earlier that year. We shared a passion and belief in the value of gender diverse leadership and along

with Annette Kimmitt and Carol Schwartz, was convinced in the business opportunity and need, to build an angel investor network in Australia that equipped women to become successful investors and entrepreneurs.

We secured a \$600,000 grant from the Victorian government and launched Scale in July 2013.

Why is Scale so female centric?

Scale is part of a growing movement of angel investment groups focused on supporting the diversity of women in leadership. This is a global trend – we're not acting in isolation on this. The Barclays Women in Leadership ETN and Pax Ellevest Global Women's Fund both invest in companies with a female CEO or at least 25% women on the board. Bank of America's US Trust and Morgan Stanley Wealth Management also have customised portfolios that screen companies for investment potential based on a gender lens. From 2004 to 2008 Fortune 500 firms with 3 or more female directors had a 84% better return on sales and a 46% better return on investment.

There is significant research showing that businesses that are either female led or that value gender diverse leadership teams can achieve outstanding investment returns. However in Australia, only 4% of angel and venture capital investor-backed start-up founders are female. Research, and my own personal experience shows that women have been less likely to seek angel investment. We believe there is a strong correlation between the number of women angel investors and the number of female CEOs securing capital. In the US in 2004 8% of Angel investors were women and 4% of entrepreneurs who raised capital were women. Currently 1 in 5 angel investors and 20% of entrepreneurs securing capital are women. In the UK that number has increased from 7% to 14% from 2008 to 2014.

In 2015 we will be launching the Scale Women's Fund which will co-invest alongside Scale Angels. This provides a unique opportunity to gain exposure to a balanced portfolio of high-growth female led companies that will typically have co-investment from, and be supported by, an the network of 65 Scale Angels.



Are men welcome at Scale?

While we mainly have women Angels, we welcome and include men who share our vision by investing in early stage businesses that value gender diverse leadership - we have 9 Scale 'males'. From an entrepreneur perspective it's absolutely fine for the female co-founder to have a male co-founder. Our only stipulation is that she must have significant equity in the venture, and influence over the strategic direction of the organisation.

How do individuals interested in becoming an Angel investor get involved?

We regularly run briefing lunches in Melbourne and Sydney for potential Scale Angels, who are all sophisticated investors, as defined in the Corporations Act. These provide an opportunity for people to have an informal conversation over lunch to better understand Scale's processes, practicalities and to ultimately demystify what angel investment is all about.

What financial commitment and skill do you need to become a Scale Angel?

Scale Angels commit to one deal per year with a minimum investment of \$25k per deal. The average investment Scale has made is almost \$500k per company. We encourage all Scale Angels to plan to build a portfolio of between 6 – 8 investments over a 3 – 4 year period. This is an alternative asset class, higher risks and potentially higher rewards. Although the investments are illiquid until the businesses are sold, so we focus on exit opportunities even pre investment.

In terms of skill we generally have 5 archetypes of angel investor:

Non-Executive Directors, senior executives who are partners at professional service firms who are frequently conflicted from investing in the ASX, experienced entrepreneurs who are working on their business (and wish Scale had been around when they started!), experienced investors who have joined Scale to benefit from the diversity of perspectives from other Scale Angels, and those involved in Family Businesses.

Scale Angels have diverse backgrounds (including engineers, lawyers and those with significant operational expertise) and are well connected. They include Diana Williams, founder of Fernwood Fitness; Jo Fisher of Jo Fisher Executive Search; Margaret Jackson, former Qantas chair and current chairman of FlexiGroup; and Lyndsey Cattermole, founder of software and services giant Aspect Computing.

What educational support is available to Angel investors?

We deliver an Angel Education Series that provides information about the risks and rewards of angel investing, the processes and importance of due diligence, term sheets and cap tables and lastly training on sitting on the board of a start up company and the importance of being focused on

the key metrics for exit. We aim to make sure that everyone is comfortable to talk with an entrepreneur and to know which points to negotiate on. It's really about having common sense and an inquisitive mind – it's not rocket science. One of the benefits of the group is that you gain different perspectives and a comfortable environment to ask questions.

How do you select the business opportunities that you bring to your Scale Angels?

We have an online deal platform called GUST, which is used by a number of angel groups globally. Entrepreneurs use this platform to provide a thorough overview of their business, and we have some investment criteria on our website that businesses must satisfy before being considered by Scale Angels.

Generally I'll sit down with all female entrepreneurs to discuss their application, and over the last two years I've spoken to approximately 350 female entrepreneurs, with about 135 formally submitting applications. It's in our interest to ensure that entrepreneurs present their business opportunity in the best possible light - so we offer mentoring and pitch feedback at no cost.



L to R: Annette Kimmitt, Laura McKenzie, Susan Oliver, and Carol Schwartz.

Of those 135 entrepreneurs have applied to date, we have invited 50% to our monthly screening, and 25% to present at our Investor Forums. We have completed due diligence on 7 and invested in 5, so about 4% of applicants. I anticipate that we'll continue to invest in 4 – 5 businesses each year.

You've mentioned previously that you prefer to work directly with entrepreneurs, rather than business advisors. Why is this?

We strongly believe that entrepreneurs themselves are the best people to pitch their businesses to angel investors. Angel investors are taking a risk on you and your business – and your ability to articulate your business

and execute are key. We want to ensure that 100% of Scale Angels investment goes into growing the businesses.

How involved are Scale Angels in the businesses that they invest in?

Scale Angels generally invest via a Unit Trust and at a minimum we request a board observer role. Scale Angels hold Board Director roles with 3 of the 5 investments. The entrepreneurs provide quarterly updates to all Scale Angels and are encouraged to ask for assistance from the angel network to help with introductions to customers, recruiting team members and other strategic advice. We are targeting a 5-10 times return over 3-5 years, and it is important Scale Angels, other investors and the entrepreneur are financially aligned.

Of all the deals that we've done, we have had a minimum of one board observer role and in 4 of the 5 cases we've had a board seat. While I am 110% focused on the operations of the organization, Scale founders – Carol Schwartz, Annette Kimmitt and Susan Oliver are all Scale Angels themselves who have personally invested in Scale opportunities. This is quite unique in the Australian market.

What plans do you have in place for 2015?

We will be launching the \$20 million Scale Women's Fund which will co-invest alongside Scale Angels. It is envisaged that the Fund will collectively invest in 15 – 20 early stage, female-led high growth business opportunities. This will be great for entrepreneurs, Scale Angels and fund investors. Not only will it offer entrepreneurs more capital, greater negotiating position for Angels and investors in the fund will leverage the collective intelligence of 65 Scale Angels.

The Scale Women's Fund will be registered as an Early Stage Venture Capital Limited Partnership and all income and capital will be exempt from tax. It is a closed end 10 year fund, with a minimum capital commitment of \$500,000, targeting an IRR of at least 20% over 10 years.

How does Scale Investor currently make money?

Currently we operate as an Angel network, with seed funding from the Victorian Government, Scale Angels fees and partnership income in cash and in kind from PwC. The Scale Women's Fund will be structured so that we cover our operational costs, capped at \$500k per year. We will share our budget with investors each year, and have had feedback that they value the transparency.

What advice would you offer Entrepreneurs looking for investment?

1. Be patient raising capital. Find the right investors, it's a long term relationship based on trust, and collaboration.
2. Understand the commercial terms. Scale Angels ensure we set out and negotiate all commercial terms in the terms sheet. There should be no surprises in the final legal documentation.
3. Be honest. Once Scale Angels are investors in your business, we expect you to be open and ask for help. Board papers are not a sales pitch. It is an opportunity to tap into experienced minds and great networks to help you solve your biggest challenges. Even if you've made mistakes, make sure you raise issues early on so we can help you manage them. Until exit investors are really just donors. It's all about communication and collaboration.

To find out how you can get involved in Scale Investors, contact Kylie Hammond for more information. Ref: SCALKH



NEW EXCLUSIVE OPPORTUNITY

Tractile

Directors, Advisors & Investors

Every now & then a product comes along that revolutionises an industry. When it comes to roofing that product is Tractile.

In simple terms Tractile provides a 4-in-1 combination of Roof Tile, Insulation, Electricity and Hot Water in a very architecturally appealing package.

That is why we call it the Smarter Roof.

Tractile provides an innovative combination of interlocking systems, high performance composite materials, and solar technology.

Developed in Australia, the highly awarded Tractile Roofing system can be used on residential and commercial projects and has been designed with a focus on aesthetics, performance, ease of installation, and sustainability.

For more information about this opportunity please contact Kylie Hammond - Ref: TRAKH



Tractile has created the world's first integrated solar roof tile solution, generating both electricity and hot water from a single unit.



International
Recognition



NEW EXCLUSIVE OPPORTUNITIES

Australian Private Company

Directors, Advisors & Investors | Software and IT | NSW

This organisation has developed a cloud based, fully integrated, enterprise resource planner with compliance management and field force management for highly regulated industry. Since being established in February 2010 the organisation has now reached break-even point, having signed several clients (ASX listed and private companies) – the first within 8 weeks of launch, and has a strong pipeline of clients at various stages of the sales cycle.

The company intends to launch its products in other selected international markets including NZ, Canada and USA. The organisation is now seeking expressions of interest from high calibre directors, advisors and value-add investors to assist in the achievement of both local and global growth objectives.

For a confidential briefing please contact Kylie Hammond
Ref: SITAUKH



MediaRec

Advisory Board Members & Investors | Software as a Service | Paid

This organisation has developed a highly specialised accounts payable reconciliation process - designed specifically to automate and streamline the end-to-end MAP reconciliation process for the media planning and buying industry. Their service solution is simple to adopt & simple to use - delivered as a web-based "Software as a Service", pay per use model.

The organisation is now looking to meet with interested advisors and investors.

For more information about this opportunity please contact
info@directorinstitute.com.au.
MEDRKH

Womens Networking Organisation

Advisory Board, Investors and Board of Directors

This women's networking organisation has developed an interactive online environment enabling mothers to access vital information and tools to help them make their transition back into the workforce as smooth as possible. Services include one-on-one interview training sessions, return to work plans and resume development. The organisation is now seeking to bring on board an experienced advisory board to provide guidance and governance as they embark on their next stage of growth.

For more information please contact Kylie Hammond.
Ref: WORKKH

Family Office Backed Opportunity

Investors, Directors & Advisory Board Members

This organisation has created a platform that enables the easy creation of multi media books with inbuilt app conversion technology allowing sales and distribution via digital marketplaces such as iTunes, google Play and Amazon. This technology enables real interaction for the book-reader – with features and inclusions such as 'read to me', word highlighting, sign language insertions, special fonts for dyslexic readers etc.

The platform is designed to make it extremely easy for individuals to publish their own works, but will also provide a mechanism to introduce and connect animation and artwork producers with story creators.

They have established good relationships with several major publishers and film companies who are looking to outsource some of their content creation, as well as with many established authors who have indicated their interest in publishing through the platform.

Ref: CASTKH

Streaming Media Company

PE Family Office Backed Opportunity

This organisation has pioneered and patented the world's most efficient system for streaming High Definition (HD) video over the internet via standard web servers. They are the only streaming content provider to offer a global solution - providing a full end-to-end software solution to compress, deliver and display HD video to Internet connected devices with their unique Digital Rights Management system.

Ref: VIVIKH

Multiple Opportunities

Private Equity/Family Office group of investment, director, advisory board roles

1. Social Networking company with over 5 million visitors per month.
2. Investment firm specialising in identifying and investing in high-growth early-stage internet-based businesses.
3. Established building and renovation online marketplace, with a network of over 40,000 trade professionals.
4. Trademark and Brand protection organisation transforming industry with visual search engine technology.
5. Technology company has developed online rating system that monitors customer happiness and channels real-time actionable feedback.
6. Technology company with online platform that has re-imagined document creation, allowing quick and easy creation of beautiful webpages for proposals and quotes.

For more information about any of these opportunities please contact Kylie Hammond. Ref: FOC22

ALTUM Capital

Advisory Board Member

Altum is an asset management company focused on opportunistic distressed structured credit. This organisation has the appetite, analysis capabilities, and trading expertise to manage the wide variety of opportunities and risks in the current markets. Their experienced executive team has been managing assets for the firm since July 2009, implementing an opportunistic strategy that invests across a wide range of structured credit market sectors including CLOs, RMBS, CMBS, and other asset backed securities in both the U.S. and Europe.

Ref: ALTUKH

Cash Back App

Advisors, Directors and Investors

This Australian owned and operated organisation has established an online application that both attracts and retains new customers for merchants, and provides a single cash-based, low-touch loyalty program for customers who are able to access thousands of merchant offerings from around the country. The technology provides merchants with a suite of user analytics, a highly targeted direct marketing platform and an EFTPOS and POS solution that is fully integrated into TCBA or can standalone.

Ref: CASHKH

MULTIBASE

Advisory Board Members



Multibase is a technology company that has been providing clients with a complete IT service offering for nearly 30 years. The experienced team has a background in software development and business internet applications and offers clients solutions that deliver against business, staff and customer needs.

This experienced technology service provider is now looking to build an advisory board to assist in its next stage of growth.

Ref: MULTIKH

Australian Private Company

Directors, Advisors and Investor Opportunities

This organisation has devised a novel system to reduce the braking distance of a vehicle. The new braking system can be applied to cars, trucks and buses, by either retrofit or as part of the original equipment of the vehicle provided the vehicle has automatic transmission.

The technology aims to reduce driver fatigue and decrease stopping distance in emergency braking situations. It is expected that this change will reduce both the number of accidents and injury severity sustained by crash victims.

Ref: ETBSKH

Private Australian Company

Pre-IPO Opportunity

This innovative Australian company is dedicated to identifying and developing improved building systems and materials and aims to market technology, construction systems, and related building products globally, both directly and through a network of associated companies. They are experts in product development and commercialization, intellectual property management and licensing.

Innovations to date include the development of the world's first interlocking roof system made of modern, lightweight and composite materials that are quick to fit (reducing labour by 90%), super strong and provide increased insulation properties.

Ref: TRAKH



We recently spoke with Elie Shuggi, founder and CEO of Loocl.

Can you tell me a bit about Loocl?

Loocl is a new mobile App that lets cafes, restaurants, retailers and other sellers bring in new customers in real-time using last minute deals. When a business has empty seats to fill or stock to clear, they simply post a deal on Loocl from their mobile phone. New deals take less than 2 minutes to post and previous deals can be re-posted in seconds. We push these deals to people within walking distance along with a map to the store, an image of the deal and the time left to take it (as short as an hour or as long as the day). Someone recently described it back to me as a cross between Tinder and Groupon – a ‘Tinder for Deals’.

Where did the idea for the business come from?

Until recently, I headed up Shipping and Local at eBay Australia. I was in a café one day doing research in to the challenges of Local business when I had one of those light-bulb moments. The café had a chalkboard that offered \$1 dollar coffee between 1pm – 4pm each day. It was a great offer, but unless you walked in to the café, you wouldn't know it existed. I realised there was no effective platform that let businesses offer last minute location based deals easily and effectively.

Interviewing 25 businesses over a very short space of time, 21 were keen to sign up to the idea straight away. After learning more about their businesses and what appealed to them, I realised that there was a strong need for a promotional tool like Loocl and formerly kicked off the business.

How will Loocl make money?

Although we'll be offering Loocl to our pilot sellers for free in order to learn and scale fast, Loocl will charge sellers a monthly subscription fee between \$99 - \$149 per month – the price of a coffee a day. For a fraction of the cost of an ad in a local paper, businesses will get a tool that lets them react to real-time trading conditions and engage customers when they're near their store, not when they're at home reading the paper. It's incredibly intuitive to use and business



owners can sign up in a few minutes and start using it right away. A deal can be posted in under 2 minutes and everything, including sign up can be done via mobile.

Why will Loocl succeed?

We've solved pain-points around marketing and 'deal sites' which our seller conversations consistently highlighted and no other 'deal site' has addressed.

We created a novel and scalable approach to deal creation giving sellers flexibility and control whilst maintaining quality and authenticity on behalf of our customers. Furthermore, we will only send out a push notification to a customer when there's enough value around them to warrant one.

Distance plays a key role in relevancy and we ensure customers only see walking distance deals by default. The short shelf-life of deals and subsequent countdown timer creates an innate call to action for customers and minimises risk for sellers creating the opportunity for deeper discounts that can't be found anywhere else.

What have been the biggest challenges for you, and for Loocl?

My first challenge was making the decision to leave eBay and launch Loocl. eBay is a great place to work and I had an incredible, high profile role. Much of what I learnt about online retail, the Local experience and double-sided marketplaces came from my time there. But, having done the research and observing the visceral feedback in my seller interviews, I realised Loocl was an incredible opportunity and my unique background meant I was in the perfect position to make it happen.

Our tag-line says it all;

**Real deals,
real close
right now.**

Financing the development was another challenge. Loocl wasn't an easy App to build. Simplicity, design, scalability, concurrency and our long term roadmap all had to be considered. Thankfully, a tier one developer in Melbourne came to the table. Having shared the business plan and vision with them, they offered to become Loocl's long term strategic technology partner and provided a fully on-shore team for less than the price of an off-shore outfit. How many start-ups can claim to have a team of 4 full-time on-shore developers from a business whose typical clients are Mercedes, Nestle and RACV? The agreement involved no equity either as they saw Loocl as a loss-leader which would win them work for years to come, the best marketing investment they'd ever make.

While there is enormous scope for Loocl, another key challenge for us has been to ensure we stay focussed and don't "boil the ocean". We have global ambitions but must start small to build our virtuous eco-system one location at a time. People have been very excited about the enormous potential for Loocl and where we could go but

we need to hold course, launch and get some runs on the board as a priority.

What are the benefits of working with Kylie Hammond from Board Portfolio?

Kylie has enormous experience working with start-ups and early stage organisations, and having her vet the initial opportunity was very encouraging. Her rigour, and diligence around pitfalls has been of real benefit, and her broad network of quality director talent is incredibly appealing.

What type of Director talent are you looking to bring into the organisation?

As a priority we are looking for a Director with high calibre marketing expertise. Following that we would like to bring on-board someone with a background in small business or retail. We would also consider a technology Director / CTO if the right person came along although this isn't a priority.

What advice or tips would you offer other entrepreneurs?

1. Make sure your business has a purpose which you're passionate about! Your passion is what will keep you going when times get tough. Loocl empowers local business and saves people money at the same time! It's true community commerce, something I believe in deeply.
2. Not all feedback is equal. I've already made several small pivots based on feedback from industry heavy-weights but I always consider the source before I take action.
3. Think really big but take small steps. I like the analogy of mountain climbing; sure, you can see the peak of the mountain but what matters most is where you put the next peg.

Where are you at the moment in terms of your rollout?

We aim to launch in January (we're currently testing the platform).

At launch we will be targeting a very tight geographic area – currently Coogee, The Spot and Randwick in Sydney. We already have 32 (of the 41 sellers we approached in the area) wanting to use Loocl meaning we'll have a very strong offering from day one!

We've also just introduced Loocl to the public and we're extremely buoyed by the enormous interest so far. It looks as if we'll truly have a "rolling start".

If you would like to find out more about Loocl, please contact Kylie Hammond for a confidential briefing. Ref: LOOCKH

EXCLUSIVE OPPORTUNITY

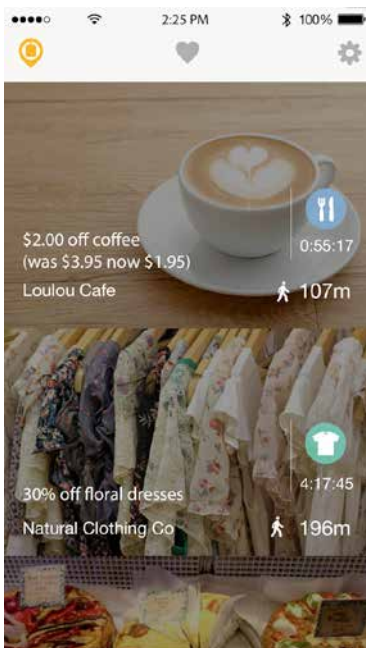


Loocl is a mobile based buyer acquisition tool connecting local sellers with buyers close by in near real-time.

Sellers broadcast deals as short as an hour or as long as the day. Buyers only see live deals within walking distance.

Local commerce presents a significant opportunity however legacy interests (such as existing classifieds or payments businesses) have resulted in previous entrants ignoring key seller and buyer pain points to the detriment of all.

To date, Loocl has achieved an 81% seller engagement rate (and we have not yet launched). We believe this is because Loocl has been designed from the ground up to address all seller and buyer pain points.



Local newspapers charge an average of \$1,130 a week to advertise.

With 230k retail and hospitality businesses in Australia, there is strong demand for an alternative, highly targeted and cost-efficient buyer acquisition platform. We believe Loocl is that platform and so do the sellers and buyer's we've spoken to.

THE TEAM

The CEO & founder has 15 years of operational strategy and execution experience. Coming from a technology, consulting and online commerce background, he has delivered under extreme pressure many times over. Having taken a senior management role at Australia's most recognised online marketplace, he was later appointed Head of Shipping and shortly after, Head of Shipping and Local where he developed his local commerce insights and expertise.

Loocl technology is being developed by Appscore, a tier one on-shore development agency who, after seeing the founder's vision for the business, offered to become Loocl's strategic technology partner.

The business is also privileged to have an exceptional advisory team including the founder of Aussie Farmers Group and MD of Intuit Australia amongst others.

OUR LAUNCH PLAN

Loocl will launch in late spring 2014 within Sydney's Eastern Suburbs. The hyper-local launch will validate the business model, provide analytics for monetization and ensure future scaling is as seamless as possible before expanding across Sydney, and then across Australia.

BUILDING OUR BOARD OF DIRECTORS

With the imminent launch of Loocl, the business is seeking to establish a seasoned Board of Directors to guide the business through its early growth phase and beyond. In addition, we would be looking for these Directors to contribute seed investment to accelerate buyer acquisition.

We are seeking expressions of interest from executives and investors with expertise in one or more of the following areas:

- Marketing, advertising, public relations or media
- Industry expertise in retail, small business or banking & payments
- Technology management (CTO or Product Lead)
- High growth ventures
- Financial advisory or accounting (CPA, CA)
- Aggressive location based expansion

Ref: LOOCKH

EXCLUSIVE OPPORTUNITY

Sport Aviation Australia

Recreational Flight School

Sport Aviation Australia (SAA) **Advisory Board & Investors**

Recreational Aviation worldwide is a growth industry. In Australia recreation aviation is administered by Recreational Aviation Australia (RAA) and is accountable to the Australian Government regulator CASA. RAA is a members organization and administers all aspects of recreational aviation including pilot training, aircraft registration, instructors ratings, flight school approvals, pilots certificates and compliance. Most other western countries, USA, UK, NZ, Europe have similar organization's to Australia's RAA.



Deregulation of Chinese Airspace

China has had a closed airspace policy, which has prevented the establishment and growth of a recreational aviation sector. Over recent years China has embarked on a policy to deregulate its air space to allow for the establishment of private and recreational aviation – and has used USA and Australian air space policy to frame its regulatory policy. The deregulation of the Chinese air space and the opening of the country to recreational aviation is to be implemented in 2015, however some deregulation has already taken place.

The deregulation of China's air space creates enormous opportunity for the Chinese middle class to participate in recreational aviation through out China. While there are currently no flight schools (or very few) in China currently, Australian flight schools - which are widely regarded as being the best in the world - are well positioned to take advantage of this new market.

Fully Inclusive Flight-Training Packages

Our business model is focused on providing Chinese students with a fully inclusive recreational aviation flight-training package. The flight students will come to Australia on the highly regarded and recognized Australian student visa. The student package will promote and deliver the highest level of flight training and aircraft safety, the aircraft will all be fitted with a Ballistic Recovery System (BRS) and the flight school package will provide the student with comprehensive flight training resulting in an RAA pilot certificate, China Air Services endorsement and a comprehensive and memorable Australian experience.

We are excited about our growth plans and are now looking for directors with experience in marketing, Asia, aviation, training, RTO, education and capital raising. For more information about this exciting opportunity contact Kylie Hammond.

REF: SAAKH



EXCLUSIVE OPPORTUNITY



One World Resourcing



One World Resourcing Investors, Directors & Advisors

One World Resourcing is a privately owned international recruitment, immigration and consulting company. With offices in Ireland, UK, Canada, Australia, New Zealand and the Philippines we offer clients an international network of capability and supply. We are an energetic and dynamic company changing how recruitment is done by providing innovative solutions to challenges in market conditions.

One World Resourcing has developed solutions for assessment and training, financing, accommodation and pastoral care. We are one of a few Philippines Overseas Employment Agency (POEA) accredited agencies giving us the ability to recruit directly from the Philippines. We partner with our clients to help them grow their businesses in confidence in the knowledge that we have the capacity and skills to supply the right people when they need them.

The most successful projects are those that have a strong teaming culture supported by effective project management processes. Whether the need is for internal organisational change and improvement, or organisational expansion through tendering or acquisition, we can facilitate high performance team outcomes that can be extended to high performance relationship management, strategic partnering and alliance development. A core competency of One World Consulting is the facilitation of multiple team and stakeholder relationships to improve performance.

“The most challenging aspect of strategic and operational change is ‘how to’ bridge the current state to achieve the desired future state.”

Where there is a need, we can facilitate strategic partnerships, local and global business alliances, and other high performance related commercial relationships that require vision, leadership, engaged people, complex planning and effective management during the implementation of a change strategy. Our approach to the progression of any change process is the creation of a high performance team to carry the organisation through the following three stages:

1. Future State Planning and Design
2. Change Implementation
3. Ongoing Improvement

We are now looking to broaden our global footprint and seek investors, directors and advisors to assist us with these growth plans.

If you would like to find out more about this opportunity, contact Kylie Hammond. Ref: OWRKH



EXCLUSIVE OPPORTUNITIES

Email Security Business

Advisory Board Opportunities

This organisation was founded in Australia 2001 to address the growing online security concerns of business. Recognising that organisations needed a simple and inexpensive way to manage unwanted email and web content, they pioneered a range of cloud security solutions to provide complete protection against online threats such as malware, spyware, viruses and spam.

Today, they've built a reputation as one of Australia's best technological innovators and become the trusted name in enterprise cloud security with a rapidly expanding suite of products and services. From their origins in email security, we now offer email hosting, filtering, continuity and archiving, as well as website filtering and monitoring and internally developed Salesforce.com apps, CCRM and isayso.

The organisation is looking to put together an advisory board to assist with the next stage of international growth. For further information about this opportunity please contact Kylie Hammond. Ref: CMCKH



Wise Education Group

This organisation is one of Australia's leading education service providers, offering a wide range of nationally recognised vocational courses and corporate training programs. In partnership with leading institutions, their education programs are tailored for all levels of professional learning needs, from school-leavers right through to corporate executives. Experienced instructors with relevant industry knowledge teach programs and qualifications are nationally recognised, and highly respected by employers.

The organisation is now looking to establish a board of directors and seeks expressions of interest from individuals with relevant experience.

For more information please contact Kylie Hammond. Ref: WIEDKH

Head Hunting As A Service Platform

Investors, Directors & Advisors

This truly disruptive online platform has the potential to replace major incumbents in the recruitment industry by providing an easier and more accurate way for employers and hiring managers to find talent - instantly. With a global database of over 180 million professionals - both active and passive, their platform provides the only tool for global, role-based talent mapping on the market.

The subscription based revenue model provides earnings of between \$299 and \$1k per client per month, and placement - fee revenue earns between \$2k - \$10k per placement. The organisation is now seeking to raise capital and requires advisors and non-executive directors to help provide governance and strategic advice. Ref: PASIKH



CoAxe Engine Company Pty Ltd

Advisors & Non-Executive Directors

This organisation is seeking to develop and launch its patented diesel coaxial internal combustion engine for the rapidly expanding commercial and military drone market.

The engine, with the benefit of low emissions, high durability and cost-effective technologies, has application in humanitarian aid, disaster response, search and rescue and border protection. Military applications, to be developed in due course, represent the largest segment of the market.

Ref: COAXKH

KLP Safety Controls Pty Ltd

Safety in a World of Toxic Flammable and Explosive Refrigerants

KLP Safety Controls Pty Ltd

Advisors, Non-Executive Directors & Investors

From January 2015 widely used hydrochlorofluorocarbons refrigerant gases (CFCs) will be restricted globally and progressively phased out from use in Heating Ventilation Air Conditioning and Refrigeration installations. Additionally environmental, safety and energy conservation legislation already in effect or soon to be in place will see dramatically increased demand to replace, upgrade or refurbish existing installations in these multibillion dollar industries.

This organisation is developing the most advanced and comprehensive master control and monitoring solution to date, offering energy savings of up to 50%, along with refrigerant gas leak detection, gas containment, and comprehensive alarm notification and safety shutdown. The Company is now looking to bring on board high-level directors and advisors to assist with the next stage of growth. Ref: KLPSKH

**AUSTRALIAN
SMALL SCALE
OFFERINGS BOARD** ASSOB

- High Growth Start-up Companies
- Unique Opportunities for Investors, Advisors and Directors

What is the Australian Small Scale Offerings Board (ASSOB)

The Australian Small Scale Offerings Board (ASSOB) is Australia's largest capital raising platform for high-growth unlisted companies looking to raise between \$250,000 and \$5 million in equity capital or to facilitate a capital restructure. ASSOB provides an innovative mechanism that facilitates liquidity and capital raising for small to medium sized companies, a scenario that was previously only within reach for very large companies. ASSOB's low cost, interactive platform connects quality private, unlisted and pre-IPO companies with investors, and provides the information, tools and assistance that companies need to support their capital raising campaigns.

Through ASSOB, companies can easily showcase their business and investment opportunity to ordinary people who can then invest in their business in exchange for equity. ASSOB provides a platform for shareholders in SME's to sell their shares on a fair and equitable basis, which has the benefits of:

- Providing an exit for the owners or founders to partially or wholly cash out
- Makes for a great "succession plan" and provides an exit for investors
- Reward & retention of key staff through an Employee Share Ownership Participation plan
- Enables Company's once listed, to raise extra working capital if required.

Why Board Portfolio as your ASSOB Sponsor?

As an accredited ASSOB sponsor, Board Portfolio have introduced hundreds of high calibre, experienced directors and investors to a broad range of unique, high growth business opportunities.

"Kylie gets results and does it in a professional manner. Her extensive contacts and ability to synthesise these into matches for the Board positions we need to fill is highly valued. No hesitation in writing an unqualified recommendation." Paul Niederer, Chief Executive Officer, ASSOB

As accredited ASSOB sponsors we are fully conversant with the complexities and requirements of the ASSOB platform and can assist you



with the preparation of the documentation and presentations required to showcase your product or service. We can also assist with the necessary preparation of the financial reports that prospective investors will require. Board Portfolio's unique capabilities include:

- Specialist Board Search for Start-Up Businesses
- Board Search for Private Equity Firms & Business Partners
- Specialist in Identifying Investor NED's & Advisory Boards
- Chairperson, Non-Executive & Director Appointments
- Board Renewal 'Celebrity' Boards That Attract Investment
- Accredited ASSOB Sponsor, Capital Raising Programs



AUSTRALIAN
SMALL SCALE
OFFERINGS BOARD ASSOB

Current Opportunities for Investors,
Directors & Advisors



Ocular Robotics

Ocular Robotics markets high performance sensing systems including 3d Laser Scanners, Stabilised Camera Systems and High Resolution Panorama Systems, which it develops from its patented scanning technology.

The Company's systems have been designed to provide dramatic performance improvements over alternative solutions and at the same time deliver this in a form that is ideally suited to the harsh operating environments in mining, defence and other industry sectors.



Ocular Robotics Limited holds granted patents for its unique two axis scanning system in the United States, Japan, China and Australia, with an application in progress for the European Union. These territories cover the majority of the world economy and all of the most important markets for Ocular Robotics' systems.

Ref: OCULKH



Hello Real Estate Limited

Hello Real Estate is a fixed fee real estate service seeking capital to establish a national network of licensed satellite business units, providing a scalable distribution system for the sale of residential property.

Hello Real Estate Limited has carried out proof of concept and trialed the system in Adelaide – and has now rolled out to NSW, VIC, and QLD with plans underway to launch soon in the ACT.

The Company's growth plan is to have 44 business units operating across Australia by the end of year two and 54 by the end of year three. Each will have its own license and geographic range defined by postcodes.

Ref: HELLKH



IntaCept

The Company has developed a technology that is set to revolutionise the way portable appliance testing (PAT) is carried out. The IntaCept Tag is an Australian developed digital tag device, that will supersede existing paper / plastic portable electrical appliance testing and tagging systems.

The IntaCept tag features include Radio Frequency Identification (RFID), audible and visual warnings, date and test memory, automatic shut down that will reduce the time, cost and risk associated with portable electrical equipment testing (PAT).

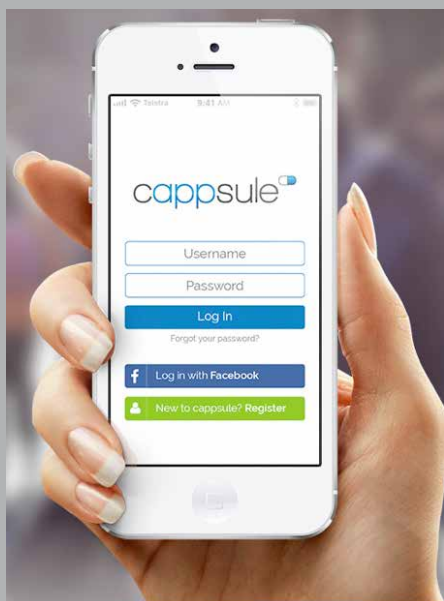
IntaCept Limited is the holder of a domestic and international patent portfolio and is offering early investors the opportunity to share in the rewards of a PAT system that is set to revolutionise the way electrical testing and tagging is performed.

Ref: INTAKH

Capsule

Capsule is developing a single portal/hub application that aggregates data from service providers to monitor all of life's deliverables (AKA "stuff") on one convenient dashboard on a user's smartphone or computer - replacing the need to open and view statuses in multiple applications/websites. Providers can also interact with users more effectively and push feature-rich updates and notifications direct to the app with messages, offers, photos, and status updates etc. Additional transactions can be processed from within the Application.

Ref: CAPPKH



Language Discovery Limited

Language Discovery Ltd has developed a revolutionary new product, 'Palaygo' that enables students to learn foreign languages in an engaging and fun manner. The Palaygo product is an interactive portal where students communicate with other overseas students in a foreign language, both in real time and through an innovative email system.

Palaygo is built upon research that shows foreign languages are easier to learn and more motivating when people are able to communicate with it. The platform was developed to revolutionise the way people learn and communicate in foreign languages and to transcend national borders in an easy, fun and safe manner.

The Company is seeking funding to implement a major marketing campaign to ensure it has sufficient working capital to help commercialise Palaygo in Australia and Japan as well as funding an expansion into the Chinese market.

Ref: LANGKH



Spanish Boutique Beverages

The Company has been established to launch a ready to drink premium sangria into the commercial market place. The product emerged out of the success of a Spanish Tapas bar/restaurant owned and operated by the Lopez family in Brisbane, where clientele ordered more sangria than food.



The Company's own 'SKA Sangria' was launched in Queensland in 2014. Spanish Boutique Beverages is looking to raise equity to fund an increase in production, further product development and to launch in the market with key personnel.

Ref: SPAKH



For more information about any of these business opportunities, or to find out about others, please contact Kylie Hammond from Board Portfolio via email: kylie@boardportfolio.com.au.

FEBRUARY - MARCH 2015

EXCLUSIVE OPPORTUNITY



bzpay®

Seeking Advisors, Directors and Investors

bzpay is the culmination of two decades work by Denis Stollery, a payment facilitation innovator.

When Denis started the long road to the development of the bzpay concept in 2004, he had an ambitious three-fold mission, which has been his inspiration and unrelenting focus for over a decade:

- To help small and medium business operators overcome the burden of cashflow problems
- To build a global payment solution that makes it easier and more customary for buyers to pay their suppliers promptly, offering the numerous benefits that improved cash flow provides
- To reduce risk associated with banks and financiers providing credit to businesses, thereby reducing imposts on SMEs and facilitating improved growth and employment opportunities for the sector.



For the last 18 months bzpay has conducted manual trials involving a number of companies in Australia and New Zealand. These trials have been very successful and resulted in glowing testimonials from participants and other prominent business people. The participants have since registered interest in participating in the bzpay solution once it has been deployed as an online Transaction Platform.

bzpay is now developing the platform to trial the solution with an Issuer and plans to launch the solution in Australia and New Zealand.

EXPANSION PATHS

The company has identified an expansion path for the product and geographic expansion of its use. A major feature of the bzpay solution is that unlike credit card or factoring transactions - or any other forms of debt - buyers are linked to suppliers on the bzpay transaction platform in a way that significantly reduces the risk position of the issuer. The solution is also less labour intensive.

PROPERTY PROTECTION

The bzpay concept is protected by a number of patents and trademarks. These include:

- Trade Marks for Australia and New Zealand.
- Domain Names.
- Business Patents in Singapore and in New Zealand have been granted and is pending in Australia.
- Patents have been filed in the U.S.A., Japan, the U.K., and all European countries that are members of the EU, along with other countries.

The patents are continually being updated to reflect ongoing changes to the solution. This further extends the patent time limits.

OPPORTUNITY

To find out more about how you can be a part of the bzpay opportunity, please contact Kylie Hammond for a confidential briefing. Ref: BZPKH



Director Institute Member Events

START YOUR BOARD CAREER SEMINAR AND NETWORKING EVENT

MELBOURNE - 11th MARCH 2015

We are pleased to be able to offer all Director Institute members complimentary tickets to this event. Tickets are limited so please book your seat early to avoid disappointment.

Videos of some of our previous event presentations are now available to view via the Director Institute resource centre.

Director INSTITUTE



"Thank you for the invitation and hosting the event last night. I really enjoyed the presentation and feel I got a lot from it. It was also great to meet some of the other attendees at the event. I built some good business contacts and realise that I need to make these types of events a higher priority."

Brendan



For more information about upcoming Director Institute events please check the events tab at www.directorinstitute.com.au

TechBeach Start Up Profiles

All of these organisations are now looking for top quality Advisors, Non-Executive Directors and Investors to help bring to life their growth plans. If you have interest in finding out more about any of these opportunities contact Kylie Hammond for a confidential briefing.



Plus Connect

Plus Connect's objective is to re-shape the lottery, gaming and betting industry by offering a series of socially positive products aligned to the entertainment needs of the majority of the population. Its support for charities and the community reflects the values of the Company.

Ref: PLUSKH



Smart Detail

Delivering waterless car washing into the Digital World through a simple app to allow consumers to display a map of all available SmartDetailers in the area and select their level of service

Ref: SMARKH



SportsCard

SportsCard provides an online platform for athletes, sports professionals and industry management to meet and connect. Individuals are able to manage their personal sports profile and brand with the platform enabling the sharing of video, sports related information and achievements. SportsCard helps athletes to connect and stay connected with industry and sports recruitment agencies.

www.sportscard.co

Ref: SPORKH



Imagecloud

iIMAGECLOUD offers property photographers a powerful, personalised online platform that empowers you to take your business to the next level. Connect with our community of certified industry suppliers to offer your agents a range of property marketing products from cinematic real estate videos and virtual property staging to interactive floor plans, print solutions and targeted copywriting. Manage all your digital assets from your personalised portal with automated workflow management that seamlessly links with cost effective media storage to deliver better solutions to your agents, faster. And we'll help you build new autonomous revenue streams into your business as you operate at the forefront of industry innovation.

Ref: IMAGKH



Crowded Mirror

Crowded Mirror is a social network that connects people with friends and fashion experts for instant style advice. The platform helps to eliminate self-doubt, by delivering feedback from a trusted circle, and empowering users to look good and feel confident for any occasion. Users can share their digital wardrobe with other fashion experts and get tailored advice on outfits, or an opinion on potential wardrobe purchases.

Ref: CROWKH

Beat Your Rival

Allows people to create rivalries – either with a friend or with another user who has a similar goal they want to achieve. the current



weight-loss edition allows users to keep both parties engaged, focused and motivated. Their challenge is visually presented through various dashboards in the form of head-to-head charts, statistics and an interactive chat system.

Ref: BEATKH



In Ten Min

In Ten Min have developed a unique insights platform that provides financial institutions with the ability to run high speed analytics on billions of historical data and real-time stock ticker and social media data to provide a 360 degree view of the stock price, 10 min into the future. www.intenmin.com

Ref: INTENKH



Lakeba Frameworks

Any app in the world can be cracked believe it or not. Lakeba Frameworks is the only platform in the world that prevents security breaches by providing multi-level security and encryption for developers to secure their App from cracking and decompiling. www.lakeba.com

Ref: LAKEKH



Class Cover

Designed by a team that includes long-time casual teachers, and in consultation with teachers, admin staff, senior management and other casual teachers, Class Cover is set to change the way education providers are able to find and recruit cover teachers.

With over 9000 schools in Australia, Class Cover offers a simple online solution that enables schools to quickly and easily locate cover teaching staff, potentially replacing the need for recruitment departments of many large education groups. With the ability to view teachers available online and in real time and with a streamlined booking system, Class Cover is going to transform the way casual teachers are currently sourced and booked. Contact us today for access to the Information Memorandum.

www.classcover.com.au

Ref: CLASS



Manly Emporium & Tech Beach

**Tech Beach | Multiple Roles & Opportunities |
Exclusive Partnership**

Board Portfolio is delighted to be supporting this exciting business which is Manly's equivalent of Silicon Valley – offering fast-growing technology and web companies an environment where they can work side-by-side, sharing ideas, and pushing creative boundaries. The co-working space offers desks, meeting rooms, boardrooms, high-speed internet which can be hired under a casual or month to month contract, allowing entrepreneurs to choose from a number of flexible plans and the option to scale their business as fast as they need to. TechBeach is a community of people that collaborate to drive success for the entire community. The passion and drive of the people, coupled with the expertise, knowledge and experience is the essence of TechBeach. The TechBeach difference is the tightknit community that thrives in the Northern Beaches and the belief that it is a very special place. TechBeach is a place where dreams are converted into reality through the sweat equity of the very early stage to the VC backed superstars that still call Manly home. As we look into the crystal ball, TechBeach will create \$1.7b of companies in the next five years using a secret sauce that is unique to the beach lifestyle, location and community that Manly provides.

The TechBeach Incubator is made up of the following components:

■ **TechBeach Digital**

All the tech resources to build your app/web site from MVP stage to global scale production.

■ **TechBeach Accelerate**

A focussed program for acceleration leveraging the entire TechBeach Networks across all aspects of business.

■ **TechBeach Educate**

Education platform for delivering the learning required for entrepreneurs to be as successful as possible in their journey.

There are multiple opportunities available to join this early stage tech business in roles that include Board Director, Investor, Advisor and Mentor. Contact Kylie Hammond for a confidential briefing.

Ref: MEKH

paloma

Paloma

This year, consumers in emerging markets will buy more than 900 million smartphones. Most of these mobile phones are used primarily on wifi – NOT on mobile networks.

This user behavior is not a paradox: consumers have figured out that Facebook and other popular apps are too data-hungry to run well on low-bandwidth networks, and they use too much network data to be affordable – except on wifi.

Paloma anticipated this issue in 2011. After three years of development and market trials, our cloud-based platform is now the first in the world to deliver extremely data-efficient smartphone services, with carrier-grade service quality.

Ref: PALKH

MicroApps

Micro-Apps

Micro-Apps are simple applications that use SMS, voice calls and email to fully automate each micro-process. They are fully customisable to your requirements and are self-service providing full control over the content of all the messages

Ref: MICRKH



StudyLane

StudyLane is linking international students with Australian education providers with a comprehensive portal of knowledge, information and services relating to Australian educational institutions.

Ref: STUKH



MyWitness

MyWitness turns your smart phone into a digital witness that records your immediate surroundings and notifies loved ones when you need help.

Ref: MYWKH

CrewWithMe

CrewWithMe is a rideshare web application helping recreational boaters make greater use of their boats by matching them to keen crew. Owners get to use their vessels more often, while crew get onto the water without ownership, and they share the costs.

Ref: CREWKH



VisionVault Store. Search. Share.

VisionVault

VisionVault securely and independently stores every production, audio and visual asset – from raw footage and video masters to layered art, images, documents and sound files.

The VisionVault ecosystem of software, hardware, archive and connectivity was envisioned by producers, not software entrepreneurs and IT boffins. So we understand the media implications, the use cases, and the implicit marketing needs that a next generation Digital Asset Management (DAM) solution has to encompass – and the complex multi platform marketing environment that it has to slot into.

The two directors, Warwick Boulter and John Lamble, have over 45 years of commercial, content, agency and post production experience between them. VisionVault reflects this experience in the approach to industry and deep understanding of marketplace intricacies.

Ref: VISIKH



Cant2Can

Cant2Can is an effective, positive and motivating site that provides a platform for people to help people. It is very satisfying to hear the positive reactions as people discover this project's intention and potential.

The strength of Cant2Can is its diversity, as it's based on stories of how ordinary people have overcome all types of obstacles to live better quality lives or achieve their dreams. And they've contributed their stories in Cant2Can to help you achieve that too.

Ref: CANKH



Welcome to the Boardroom Mentoring Program

This mentoring program is for mid-senior level executives who are interested in starting a board career.

If you have recently decided that seeking a board position is essential to your career path, partnering with Board Portfolio can help you to open the door to the Boardroom. When you join, you will gain access to our experienced Board Search Consultants who will equip you with the right tools, training and network connections to ensure that you are ready for either executive or non-executive Board roles.

“Board Portfolio will equip you with the right tools, training and network connections to ensure that you are Board ready”

To discuss how BOARD PORTFOLIO can assist you to achieve your goals please contact Kylie Hammond on (02) 9967 2121 or via email at info@boardportfolio.com.au

WHAT YOU CAN EXPECT:

Up to 5 in-depth consultations with our Board Portfolio Mentor and Director of Search to:

- Develop your individual value proposition
- Determine your board opportunity focus (i.e. NFP, Private, Early Stage Technology Companies, ASX-listed)
- Review of opportunities in the market and review of current Board Portfolio mandates
- Assist you with due diligence on each board opportunity, contract negotiations and work with you to achieve appropriate board remuneration
- Interview preparation for hiring interviews
- Work with our professional resume writer to develop a comprehensive Board Resume, Corporate Biography & LinkedIn profile
- Proactive marketing and representation aimed at securing at least 1 x quality board appointment

EXCLUSIVE OPPORTUNITY

FEBRUARY - MARCH 2015



WORK CLUB

A complete rethinking of the ideal working environment. This is the new corner office of the future.

Work Club is a global business that provides serviced offices with club style facilities, enabling members to transform how and where they do business. With plans to expand into the Melbourne CBD, this organisation is now seeking expressions of interest from individuals interested in providing board advisory services.

A BETTER WAY OF WORKING

By working collaboratively with international designers, craftsmen and furniture suppliers, each working environment sees the convergence of the office, home, hospitality and retail space into one symbiotic environment while still offering various distinct settings for members to work their way.

QUALITY OF MEMBERS

Work Club is a business membership intended for both solopreneurs and those leading smaller teams. Work Club is a complete rethinking of the ideal working environment for today's business leaders, entrepreneurs and creators from all fields of business.

NEXT STEPS FOR WORK CLUB

We seek advisors and investors with skills and experience related to

- Early Stage Businesses
- Serviced Offices
- Commercial Property
- Capital Raising
- Finance & Legal
- Marketing, Membership Driven Environments

Ref: WORKKH



“Offices are no longer just desks and chairs. Technology is now enabling us to work from anywhere at anytime. The line between office, home, retail and hospitality is becoming increasingly blurred.”

Soren Trampedach



EXCLUSIVE OPPORTUNITIES

Multiple Directorship Opportunities

Sophisticated Investor Opportunities | FMCG | Paid

Our client is an organisation that provides a highly innovative solution to the current poorly served online grocery market. Their impressive model provides Paddock to Plate supply within time-frames currently not available in the Australian and New Zealand markets. Importantly, they have the ability to deliver FMCG groceries to a customer within 90 minutes of an order being placed.

This supply chain solution utilises technology to drive efficiency with effect of reduced cost, improved quality and premium pricing. Building on strong attention to quality and customer service and social/environmental credentials, the organisation is focused on achieving 25% market share over the next 7 to 10 years, across Australia and New Zealand.

Our client currently seeks to appoint high-calibre individuals to their advisory board. Roles include:

- Group Chairperson
- 3 x FMCG Non-Executive Directors
- 3 x ICT Non-Executive Directors
- 3 x Energy Non-Executive Directors.

We will be finalising a short-list of candidates by 30th November 2014, with appointments to commence in June 2015.

Ref: SUSTKH

OHS Software platform for Industrial Companies

Investors | Directors & Advisors

Our client has developed software that automates the risk management and compliance specifically related to the OHS regulatory obligation of Industrial companies. The company is less than a year old, the technology platform is fully developed and monthly revenues are already hitting \$50k to \$100k.

The organisation has a strong pipeline of bluechip industrial company clients, key people on board and identified, and the key shareholder has developed a multi-million dollar business. Exit is planned within 3 years.

The company is seeking capital of \$500k to accelerate the commercialisation of the technology and business.

Ref: TAUPE1

Medical Records Imaging

Investors | Directors & Advisors

Our client is a successful business with revenues of around \$3m per annum, a solid track record and high quality clients in the public and private hospital domain. The company is seeking \$1.5m of capital to accelerate growth within the niche market identified by the Executive Management Team. The organization has offshore and domestic bluechip operators in the pipeline with sales pitches at various stages.

Ref: TAUPE2

Free Range Egg Production

Investors | Directors & Advisors

Our client operates a highly profitable free range egg farm, packaging and distribution business. With revenues of over \$20m per annum currently, the organization has plans to increase the revenues to around \$35m per annum. Recent upgrades of plant and equipment, new farm development and additional property acquisitions has positioned the Company to capitalise on the increasing market demand. The company is seeking growth capital of \$5m with potential to accept a higher level of capital.

Ref: TAUPE3

Medical Devices and Diagnostic Fund

Investors | Directors & Advisors

A portfolio of medical devices and diagnostics opportunities have been assembled by this highly accomplished team with demonstrable transaction experiences from venture stage to executing exits at international level. The team is committing its own capital and seeks to raise \$5m to co invest in the opportunities with a view to executing exits for each of the opportunities.

Ref: TAUPE4

Profitable Importer and Distributor

Investors | Directors & Advisors

A highly profitable importer and distributor is seeking a business partner to take the business to next level of growth. Current revenues sit at approx. \$10m and EBIT of \$3m with no debt on the balance sheet. Detailed information available to interested parties on execution of NDA.

Ref: TAUPE5



Slasher Teck

Non-Executive Directors, Advisors and Investors | Paid

Slasher Teck has developed technology that improves the slashing process of grass and other vegetation on roadside verges, and reduces the cost of maintaining roadside reflector and roadside management posts. Maintenance costs related to maintaining this infrastructure costs councils and governments millions of dollars every year. Slasher Teck's technology increases the efficiency of the slashing process by reducing the labour costs associated with slashing, by dramatically reducing the infrastructure replacement and maintenance costs and by improving WHS outcomes and the improvement of the authorities environmental outcomes. The company's intellectual property comprises a provisional patent application and relevant trademarks.

Ref: SLASHKH

Modular Shelters

Non-Executive Directors, Advisors and Investors | Paid

This organisation has developed unique 100% polymer shelters that are able to be rapidly deployed to any global location. This temporary modular housing solution is easy to construct without the use of power tools, are safe, durable and environmentally friendly.

Ref: MODUKH

ScaleInvestors

Advisors, Non-Executive Directors & Investors | Paid

Scale is a female-focused Angel investor network with a vision to build a member based organisation of Angel investors whose aim is to connect with, invest in, and support Australian female entrepreneurs in early stage businesses. Scale will equip its pre-qualified Australian Angels with the Angel investor education and networking opportunities to give them confidence to invest in high growth, gender diverse businesses at an early stage in their development. While our founding board members are women, and the networks we seek to develop will be female focused, we will also welcome men who share our vision of maximising returns by supporting early stage businesses that value gender diverse leadership.

Ref: SCALKH



CareerLine

Value Add Director Opportunities

CareerLine is an on-line candidate search and job matching platform created to specifically serve the 16-28 year old segment who may be seeking their very first part time or casual role whilst undertaking study, or may be entering full time employment, in what is a critical first step in their career path. This segment is currently unserved by the mainstream, mass market on line job seeking websites.

CareerLine is the eHarmony of the career world, using a fusion of personality profiling and matching software to find best candidate and job matches. It is a social hub - a place for candidates to hang out, meet other candidates, gain career knowledge, and be seen by employers as more than just a resume.

For more information please contact Kylie Hammond.

Ref: CAREKH



MoxieGo

Advisors | Mentors | Non-Executive Directors | Investors

MoxieGo is a first to market social activities and wellness site and is unlike any other social media site or app. The MoxieGo product has two independent but integrated components:

MoxieGo Activities: revolutionary social site which enables real life connects in a defined geographic area based on profile matching of commonality of interests - sports, hobbies and wellness.

MoxieGo Wellness: facilitates individuals to pursue, monitor and achieve their personal Wellness Goals by providing relevant Tailored Generic Wellness Programs, wellness information, and data specific to their Wellness needs.

Ref: MOXIKH

GEOROC International

Value-Add Director Opportunities

The safe treatment and storage of nuclear waste represents the largest environmental and political issue in our world today. The company has developed a synthetic rock ('synroc') which is a revolutionary and superior means of immobilising and safely storing radioactive waste. Since its inception Synroc technology has evolved and matured and a wide range of Synroc formulations have been developed to cope with a diverse range of radioactive waste streams. The organisation now seeks to commercialise and maximise the significant potential of this technology on a global scale. Interested parties should contact Kylie Hammond for a confidential briefing. Ref: GEOKH



MyUltimate 4WD

Directors | Advisors | Private Equity

My Ultimate 4WD is a new interactive app for 4WD enthusiasts. Unlike any other product on the market, this app enables users in real time to customise and create their own Ultimate 4WD in a fun and interactive way. A comprehensive range of compatible quality parts and accessories is held within the App library.

For more information please contact Kylie Hammond Ref: MY4WD



nicoBLOC®

NicoBLOC Manufacturing

Value Add Director Opportunities

NicoBloc Fluid is a unique, innovative and patented smoking cessation product which is focused on delivering nicotine and tar reduction to smokers. It addresses all smoker motivations whether the aim may be to quit, reduce frequency and duration or to continue smoking at less risk. Derived from 100% natural ingredients consisting of water, a complex carbohydrate and citric acid, the secret of NicoBloc Fluid is in the blending and processing of these ingredients which is covered under patent protection until 2035. All the ingredients within NicoBloc Fluid are FDA approved as food additives noting that NicoBloc Fluid is not a drug nor a medical device. Additionally, in the UK market, NicoBloc Fluid is listed with the Prescription Pricing Authority enabling pharmacy reimbursement under the NHS. Management envisage seeking similar approvals in other markets.

Ref: NICOKH





Solid Gold Executive Mentoring Program

This year-long program is suited to talented mid to senior level executives who want access to unbiased guidance and advice to help manage and work through career obstacles, evaluate career options and plan for a broader career portfolio that may include board directorships in the future.

Through-out the mentoring engagement we partner closely with you to develop your career plan, identify target organisations in your chosen field, and highlight specific career and business opportunities. We assist you with useful market intelligence and work closely with you to negotiate the best possible outcome.

To discuss how BOARD PORTFOLIO can assist you to achieve your goals please contact Kylie Hammond on (02) 9967 2121 or via email at info@boardportfolio.com.au

WHAT YOU CAN EXPECT:

- Regular mentoring sessions - either in person or via Skype - with full access as required between sessions to:
 - Develop your individual value proposition
 - Develop your personal strategic career plan
 - Review opportunities in the market
 - Job interview preparation and contract negotiations
 - Review of cover letter and personal marketing materials where required
 - Discuss personal and performance issues
- Detailed Executive CV make-over by our professional Resume Writer, and advice on lodgement with key executive recruiters.
- Full LinkedIn profile make-over and training on how to maximise LinkedIn as a networking tool for employment opportunities.
- Access to confidential market intelligence reports and information which may include salary and remuneration package benchmarking information as well as senior executive movements taking place in relevant industries and markets.



Ayurda - Beauty & Wellness

Non-Executive Directors | Advisors | eCommerce Cosmetics

Ayurda Australia is the Australian distributor of Ayurda skin and hair care products. Ayurda products are manufactured in India and are based on the authentic principles of traditional Indian medicine, known as Ayurveda. Ayurda has used the principles of Ayurveda to create effective natural personal care products that take a holistic and customised approach to health, beauty and wellbeing. Ayurda products are effective whilst being socially and environmentally responsible.

Demand for Natural and Holistic Skincare is Growing

In recent years, the global skincare market has seen a shift from aesthetic beauty to natural and holistic wellness. Consumers are becoming increasingly environmentally conscious and their attitude to skin care is no exception. The Australian Cosmetic and Toiletry retailing industry is expected to generate \$3.6 billion in 2013-2014 and increasing demand for natural product is predicted to spur 3% annualised growth over the next five years.

Time-tested Ayurvedic Beauty Formulations

Ayurda was developed by Dr Ajit, who is the most experienced Ayurvedic Doctor in Australasia. He is also the only Doctor outside India who has worked for the Government of India for over 18 years, holding positions in both Ayurvedic hospitals and pharmacies. Dr Ajit has developed time tested Ayurvedic beauty formulations to create simple, fuss-free skin care products already popular in New Zealand.

Ayurda Australia has worked with the brand for over six years, establishing au.Ayurda.com portal and a small but growing presence in beauty salons and health spas across Australia. The unique offering of the brand is its Ayurvedic heritage offering a well-founded, natural, holistic and sustainable approach to beauty. The Directors believe they are the first to market with a truly Ayurvedic skin care system that adheres to consumer demand for natural, organic, ethical ingredients and production methods. Having worked closely with the brand, Ayurda Australia is poised to become a leader within the Australian Natural personal care retail market.

Ayurda Australia is raising \$1.1million to fund the launch of three retail stores across Australia, a Spa Ayurda and to further develop the online platform. They seek investors, directors and advisors with a background in cosmetics, beauty, finance, eCommerce, supply chain management and retail. Early expressions of interest are now open. Please contact Kylie Hammond for further details. Ref:AYUKH



EXCLUSIVE OPPORTUNITY



MAINLINE

Investors | Directors | Advisory Board Members

Mainline® is an innovative power track with global application allowing users to access power and data anywhere.

THE PROBLEM

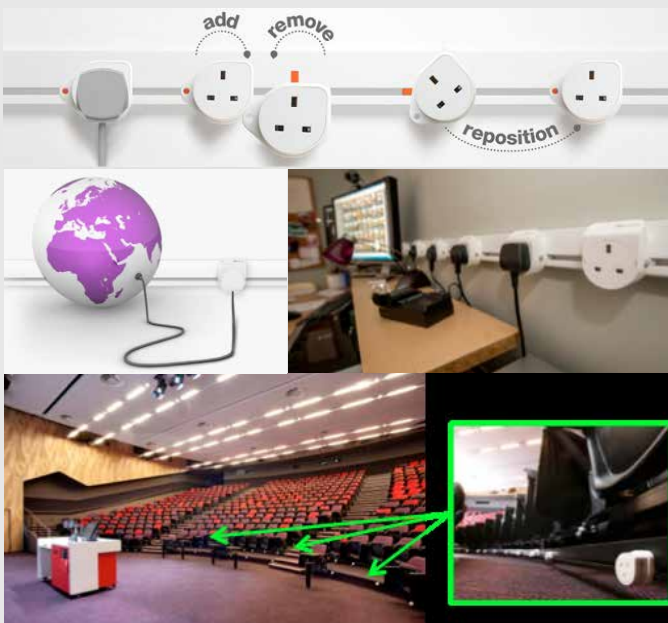
Take a look around you... How many plug sockets can you see? More often than not, there are far too few and they are just not in the right place.

THE CAUSE

Demand for Power has increased. Conventional, fixed sockets are simply too limited to meet the continual demands of today's technology driven world.

THE SOLUTION

Mainline® makes life far easier and less frustrating by allowing you to simply and safely add, remove and reposition power and data sockets anywhere you wish.



THE MARKET SIZE

Estimated current global building stocks are approximately at 150 - 160 billion m²

- The global addressable market for Mainline® is estimated to be approximately 8 billion metres.
- A 0.1% market share is 8 million metres, equivalent to US\$200 million in revenues for PDC.
- Mainline® has barely scratched the surface with just over 150,000 metres of track supplied to date

WHY MAINLINE?

In order to maximise the adoption of Mainline®, PDC is focussing on the education sector in Australia, Europe, North America and China.

- The education segment is attractive for a number of reasons:
- Track and adaptor volumes are relatively high
- Education continues to be a focus for investment in developed and developing countries.
- The range of potential application areas within individual educational institutions is large.
- The engineers, architects, designers and Mainline users of the future are exposed to it in day to day life.
- We are developing a focused sales and marketing campaign addressing the decision makers in the educational institutions.
- As footholds are gained we will also farm the segment by presenting the benefits of Mainline® in collaborative learning spaces, libraries, cafeterias, laboratories, technical training and admin areas of the institution.
- We are encouraging the issuing of Mainline® adaptors to Students in starter packs and their sale in Student Union Shops through promotional offers linked to the volume of track installed.
- Mainline® has very credible, references in this sector and a compelling, economic value proposition.

For a university lecture auditorium, Mainline's® total installed cost is at least 40% lower per seat than for a conventionally wired solution - providing a saving of US\$10,000 for a 200 seat auditorium.

THE OPPORTUNITY

Mainline is now looking for individuals with skills related to Marketing, Operations, Electrical and Infrastructure projects; experience working with Early Stage Businesses; a thorough knowledge of Chinese and Indian manufacturers; and experience related to the commercialisation of patented solutions.

Ref: MAIKH

RaiseUps Australia

Blue Ocean Strategy Fund | Seed Capital Funding

RaiseUps Australia is a seed capital funding investment organisation that utilises Blue Ocean Methodology as a key tool to determine investment decisions. Along with seed funding, each project validated as innovative under the Blue Ocean Methodology would also receive ongoing advice and monitoring by a team of highly trained advisors, and a set of practical tools and frameworks to create and test breakthrough business growth strategies.

Contact Kylie Hammond ref: RAISKH



BOXTCODE

Directors & Advisors | Under Incubation

BOXTCODE provides merchants with a simple and effective solution to aggregate their marketing efforts across the many advertising mediums without the need to design a specific application. The simple 4 digit BOXTCODE provides consumers with a way to interact with media in a way that they can remember, and provides merchants and advertisers with a faster and cheaper way to create a digital footprint to communicate with customers.

Ref: BOXTKH

dotCEO

The new Internet for Leaders

Be the proud owner of a powerful new Domain Identity on dotCEO – The Top Level Domain for Leaders.



Claim your dotCEO domain name

Activate your domain page

Join dotCEO communities

<http://mbsy.co/dotCEO/8827015>

Dustee

Investor Directors | Advisors



This company have created an innovative solution to address the short-comings of current breathing protection technology in the building and construction market. With assistance from CSIRO who have conducted a research project on the companies behalf, they have developed a high performance 'filter' that enables outstanding air flow and breathability not currently available in current dust masks.

This patented filter technology (owned and patent protected by Dustee Pty Ltd) has many potential applications however in the first instance the organisation will be focussing on manufacturing 'certified/rated' re-usable dust masks.

The organisation seeks investors and key advisors and all interested parties should contact Kylie Hammond for more information. Ref: DUSTKH

EXCLUSIVE OPPORTUNITY

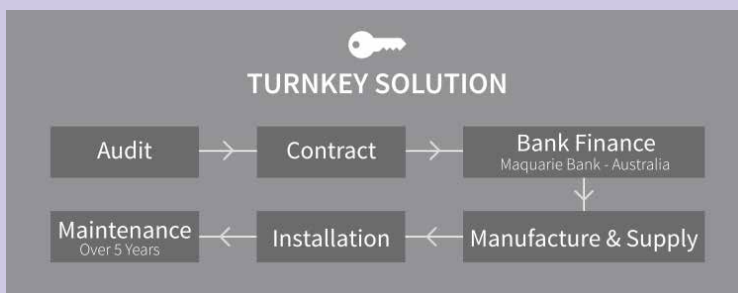
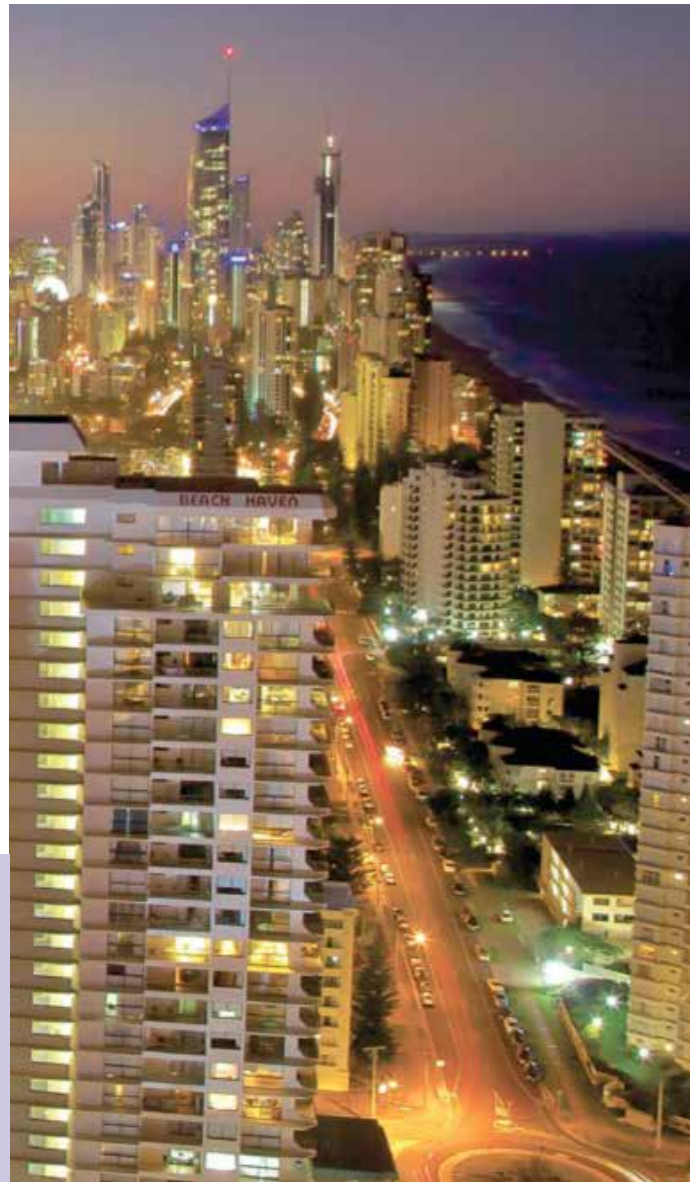


Eco Energy Group

Seeking Investors & Directors

This new and unique public company have developed turnkey retrofit energy saving solutions for corporate and Government clients, anchored by Light Emitting Diode (LED) lighting and smart switching with no upfront fees with:

- Patented Eco E proprietary equipment
- World recognised high quality brands
- Installation by fully trained licensees under the Eco E banner
- Fully financed and maintained over 5 years
- With no capital outlay, the new monthly lease cost plus the new electricity cost is guaranteed to deliver a 20% reduction on the current electricity cost.



The Opportunity:

Between 2005 - 2010, Australian Electricity prices have increased by an average of 45%, and an average of 35% in the past 3 years alone. Furthermore, the Australian Electricity Commission estimates that prices will jump a further 37% by the end of 2014. The market size for this technology energy saving solution is enormous with initial focus being given to large energy consumers such as Hospitals, Shopping Centres, Multi Story Buildings, Factories and Storage providers, Jewellery Chains, Car Dealerships, Street Lights and Supermarkets.

The Team and their Partners

Eco E has an impressive management team in place, an independent in-house research and development team and an ongoing working relationship with Griffith University who provide access to the latest production methods, work study students and Eco E and GU joint venture projects. Eco E also has a relationship with the Semiconductor Engineering Centre at the Kitakyushu Foundation for the Advancement of Industry Science and Technology in Japan. The business also has a number of proprietary partnerships in place with key equipment supply manufacturers.

To find out more about this fast growing technology business, please contact Kylie Hammond. Ref: ECOEKH

Platinum Executive Portfolio Membership Program

This year-long membership program is designed for CEOs and Senior Executives who want to either begin their board career, expand their board portfolio, or execute a senior level career change strategy.

Each program is tailored to suit your individual needs and offers unlimited support, guidance and advice from our team to help you plan and build your ideal career portfolio. We will assist you to define your board objectives – whether that includes a particular composition of board directorships - or a single focus; and we will work with you to develop a personal strategic plan to ensure you successfully achieve your goals.



WHAT YOU CAN EXPECT:

- Regular one-on-one mentoring sessions, either in person or via Skype to:
 - Develop your individual value proposition
 - Develop your personal strategic plan and board opportunity focus (i.e. NFP, Private, Early Stage Technology Companies, ASX-listed)
 - Review opportunities in the market and review current Board Portfolio mandates with our Director of Search
 - Assist you with due diligence on each board opportunity, help manage contract negotiations and work with you to achieve appropriate board remuneration
 - Interview preparation for board director meetings and board panel interviews
 - Review of cover letter and personal marketing materials where required
- Full Board & Executive CV make-over by our professional Resume Writer, and advice on lodgement with key executive recruiters.
- Full LinkedIn profile make-over and training on how to maximise LinkedIn as a networking tool for employment opportunities.
- Development of a corporate biography as required
- Extended DISC Personality Assessment - a useful coaching tool to assess strengths, weaknesses and behavioural insights.
- Access to confidential market intelligence reports and information which may include remuneration data and salary benchmarking information as well as senior executive movements taking place in relevant industries.
- Exclusive members only monthly Newsletter 'Board Alert' – featuring world-class insight, thought leadership, and the most comprehensive overview of available board opportunities available in the market.
- Access to exclusive board opportunities available only to Platinum Executive Portfolio Members.
- Exclusive introduction to extensive business networks and access to networking and training events.
- Access to the broader Board Portfolio team who will support you through-out the your membership period.

To discuss how BOARD PORTFOLIO can assist you to achieve your goals please contact Kylie Hammond on (02) 9967 2121 or via email at info@boardportfolio.com.au

EXCLUSIVE OPPORTUNITIES

Global Payments Technology | Private Equity & Family Office Backed

Sophisticated & Wholesale Investors

This sophisticated global payments company is strategically positioned to be the leading enabler of encrypted mobile payments worldwide. Our patented platform provides banks with the only mobile payments solution that will increase their revenue opportunities while reducing fraud rates through the creation of a 'virtual wallet' which does not expose critical data. The technology solution is frictionless for consumers to adopt and for banks and merchants to implement.

Contact Kylie Hammond for further details about this exciting opportunity.

Ref: DRIFTKH

Private Equity | Multiple Industries | Private & ASX Listed Opportunities

Our client is a substantial private equity firm and we have been exclusively mandated across multiple Chair, Director and Advisory roles for investee companies in the ICT, Clean Technology and BioScience sectors. Early expressions of interest are now open. Please contact Kylie Hammond for further details. Ref: KAZKH

Private Australian Technology Business | SaaS Platform | Sophisticated Investors

Our client is a privately held Australian technology company that has created, and deployed a unique Software as a Service (SaaS) platform revolutionizing the \$25 billion Commercial Information industry. The company has a presence in Asia and the UK, with the aim of becoming a US entity in the early part of 2014. The platform brings together information on people, properties and companies that are held in multiple disparate public registers. The Commercial Information is compiled through the results of searches, data matching and data aggregation algorithms, then delivered in the form of an interactive picture via any web browser. Information facets that are of high value are linked and displayed in one overall picture making the information easy to understand saving considerable time and effort and maximizing operational efficiencies. The company is undergoing successfully deployed in the Commercial Information market in Australia in conjunction with channel partner SAI Global, Australia's leading Information Broker. SAI Global (ASX:SAIG) is an Australian listed corporation with a market capitalization of around \$1 billion and services over 30,000 professional service firms and financial institutions. For confidential details please contact Kylie Hammond. Ref: ENCKH

NetBlockR

Under Incubation | Mobile Application | Directors & Advisors | Mentors

This start-up operation has developed a ground breaking mobile application that enables users to protect entire wifi networks and all the devices connected to it - blocking adult content with a simple on and off switch. The app also filters social sites such as facebook, youtube, twitter, web proxies and file share sites to give parents and business owners full censoring control.

Ref: NETBKH



EXCLUSIVE OPPORTUNITY



What's On

Investors | Directors & Advisors | e-Commerce, Tourism

What'sOn publications launched in the mid 1980's targeting the very lucrative inbound Tourism industry. The publishing business concentrated on promoting tourism related product, events and attractions in and around Perth & Fremantle areas and was purchased by Eyezon Pty Ltd (John & Deirdre McLeay) in August 2002.

The stable of publications has grown to include:
What's On After Dark | Ezyfold Perth, Fremantle Surrounds Map | Locality Maps | What'sON Chinese Edition | Ezyfold Regional Maps

The original What'sON publication has a current distribution of over 320,000 copies per annum. Published monthly, What'sOn is Perth's leading Tourism magazine that is distributed both locally, intrastate, interstate and internationally. The Ezyfold Free Map - Perth is a quarterly publication that has distribution of over 200,000 copies annually. The combined circulation of all products is in excess of 620,000 copies per annum.

The "What'sON" brand name is a valuable asset for the organisation and the onset of the online and digital age has created new and exciting opportunities for the business. In the mid 2000's, the company launched its website which enabled merchants to list events or business information for free in various categories, as well as create premium listings. This model was highly effective in producing leads for the sales team to upgrade the free listings to premium packages. It also served as a great tool for market development as the business could enter new markets at minimal cost and gain almost instant feedback regarding its effectiveness.

Developed to support the tourism industry with information for tourists about What Is ON in particular cities, regions or localities, the basic first generation of the website (with minimal investment) attained 65,000 unique visitors per month. At its peak and with little optimisation it was regularly in the top 3 (unpaid) of Google searches for "What's On". An interim site relaunched in late November 2013 will be replaced (post capital raising) by a fully functional site.



In February 2012, What'sON Group acquired the I.P. for ShopTown (www.shoptown.com.au), an Online Retail site that acts like an online shopping centre dedicated to traditional shops and quality online retailers. Shoptown delivers a multi-vendor single checkout facility making purchasing even easier for the consumer. It is currently under rebuild to fit within the What'sON Group business philosophy and branding. The What'sON strategy is to be a multi-platform advertising solution for business online, mobile, print and publishing. In October 2012, the business secured the online group buying business of Deal2Day and their associated online URLs. The Deal2Day business was rebranded and recently re-launched under the new name of WhatsONdeals.com.au.

For more information about this business opportunity please contact Kylie Hammond. Ref: WHAKH



Freshie
the fresh water co.

Water Vend

**Investor Non-Executive Directors | Advisors |
Executive General Manager**

Our client has developed an Eco-Friendly solution to the problem of plastic bottles. Our pervasive use of plastic bottles for the convenient supply of drinking water is devastating the environment and specifically marine life and coastal ecosystems. Freshie is meeting the challenge with two innovative solutions that represent viable and profitable alternatives to disposable bottles for still and sparkling water and a range of drinks. Website: www.drinkfreshie.com. The Freshie Refill Station provides chilled water and a full line of drinks without the need for the plastic bottle, via a 'BYO bottle' vending machine (or dispensed in a paper cup), and the Freshie Boutique Water System is an Italian-built dispenser which provides premium chilled and sparkling water through chiller taps, specifically for the hospitality industry. We are seeking Investor Directors, Advisors and will also consider an Investor Executive Director to join the business. For access to the company Information Memorandum please contact Kylie Hammond. Ref: WATKH

**Private Equity | Multiple Opportunities |
Sophisticated Investors & Directors**

Opportunity #1 Electronic health services company with one of only two electronic messaging platforms in Australia that link GPs and pharmacists to dispense e-prescriptions.

Opportunity #2 Substantial production facility for Urea which is a key fertiliser produced from the brown coal mining process.

The production facility is to be placed on brown coal tenements held by the company in Latrobe Valley, Victoria. 80% of urea in Australia is imported at this point, so there are significant economic gains from a local source. Agreements with large scale farmers are in place throughout South Eastern Australia.

Opportunity #3 Global brand with £25million retail sales enables the consumer to stop smoking at their own pace, with a higher degree of safety (nicotine elimination versus nicotine substitution), intended for the smoker who wants to quit, and Harm Reduction, for the smoker who does not want to quit.

Ref: JGPEKH

CogNovo

**Medical Device Opportunity #3 | Investors |
Pre-IPO Capital Required | Directors & Advisors**

CogNovo is a Medical Informatics Company. It's business model is driven by the rapidly evolving medical information market. The company will transcend this market change by combining globally leading technologies and disciplines already in existence to produce invaluable medical information that people will pay for. In so doing it will generate data sets, novel bioengineering models of human anatomy and pathology and toolboxes that will interrogate the data to provide clusters of novel and important clinical medical information. The market is breast screening, a large global market for which there is no globally applicable solution. For CogNovo it's "a game of two halves" in so far as the "front end" is a novel diagnostic device with proven competency which collects anatomical breast data for analysis as most current diagnostic products do. The "backend" is a complex blend of Bioengineering competencies including human modeling, and the use of subject specific toolboxes which are used to interrogate data and produce novel, useful, and valuable information. The business has been designed to achieve global scale quickly and at low cost.

Incorporated in its design and function is the existing competencies of mobile computing, simple internet access via the internet and cloud computing. The founders predicted the convergence of medical technologies with IT and now that it is evident have a firm belief that rapid data acquisition and novel data management and utilization to provide novel and valuable information are the attributes of companies that will thrive in the new global commercial environment

CogNovo is seeking pre-IPO and commercialisation capital.
Please contact us for further details. Ref: ATA3KH

EXCLUSIVE OPPORTUNITY



**Non-Executive Directors
New Retirement Organisation Melbourne**

Our client is a new entrant into the wonderful world of retirement.

They have been 3 years in the planning and are now ready to launch into the market place with this new and innovative service offering.



About Cruise Retirement

Cruise Retirement Ltd (CRL) is an Australian company which has extensively researched the concept of retirement living on board a cruise ship. Cruising “residents”, typically in the 50+ age group have the opportunity to travel the world, visit many different places and cultures, as well as some of the wonders of the world - whilst enjoying their retirement. With costs similar to retirement costs in Australia, Cruise Retirement also provides residents with a full array of facilities including medical, nightly entertainment performances, restaurants, dining rooms, gymnasiums and a casino amongst other facilities.

THE OPPORTUNITY

We are currently seeking expressions of interest from individuals with senior level experience within Hospitality, Aged Care and Retirement and/or Cruising Line industries. There are at least 3 x Non-Executive Director positions available with an offering of equity for successful applicants.

Please contact Kylie Hammond for further details about this exciting new business.
Ref: CRUKH





Forticom Group

Investors | Non-Executive Directors | IT Security Company

Opportunities exist for top level, value-add Non-Executive Directors and Advisors to join an established IT company who has developed a unique security innovation that will eliminate identity fraud. Only limited opportunities remain for directors with experience in taking new technology platforms to market, software application development and IT professional services expertise.

The "Forticom Solution" is a novel security innovation that can assist in reducing fraud and identity theft across all systems that require a user to authenticate [i.e. username/password, ID/PIN]. It is a powerful tool in combating the high growth trend of identity theft and subsequent fraudulent activities. Forticom's innovative security method suppresses fraud opportunity and allows individuals to authenticate their identity in plain sight of others. This is because the Forticom Solution is random. Forticom considers that it is implausible that it will ever be predicted or reverse engineered.

Current security practices which require a PIN or a password to be entered, may leave individuals vulnerable to simple, observational fraud. The Forticom Solution requires users to respond with a FortiCode – an interpreted response based upon their choice of "keywords" and "methods".

In an example implementation, when a system wishes to validate someone's identity, the Forticom Solution generates a random sequence of numbers between 0 and 9, and then randomly associates them to the 26 letters from the alphabet. This will be displayed as a challenge which the user will use to identify their FortiCode response and enter the corresponding number. This response will only be valid for that one off instance and will be invalid for subsequent challenges.

This technology is a drop-in replacement or additional barrier to any existing authentication process and should be capable of being introduced anywhere, regardless of industry, location or technology base.

Contact us for access to the Information Memorandum.
Ref:FORKH



**SharkShield - Seachange Technology Holdings Pty Ltd
Directors**

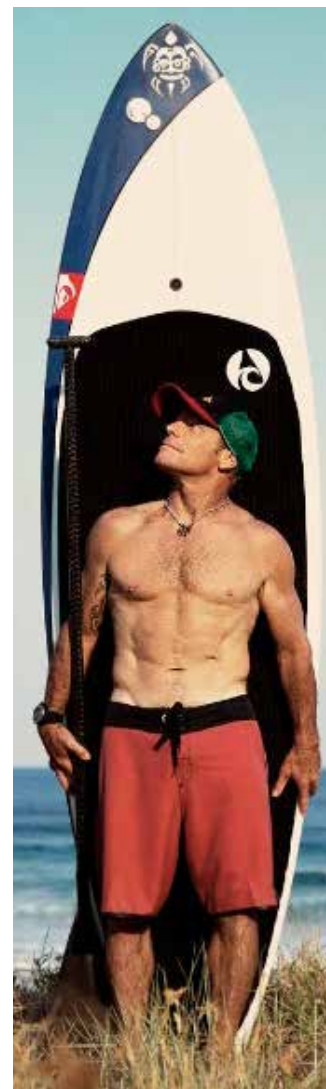
Shark Shield is the world's only scientifically proven and independently tested electrical shark deterrent designed to reduce the risk of a shark attack. Shark Shield is a personal safety device which provides peace of mind to enjoy scuba diving, spearfishing, free-diving, ocean kayaking, fishing and surfing while supporting the conservation of sharks.

The Shark Shield range of electrical shark deterrents are the result of over twenty years of scientific research by some of the world's leading experts in sharks including the KwaZulu-Natal Shark Board in South African which has resulted in an extensive portfolio of patents protecting the company's product range and markets.

Shark Shield is extremely honoured to have partnered with Tom Carroll as our new brand Ambassador in the surfing and stand-up paddle board markets. Tom will be assisting the organisation with surfboard design, manufacture, user performance and will extend his brand to the global launch and marketing of the company's new surfboard innovation.

Shark Shield has successfully applied for State and Australian commercialisation grants which will fund prototype and development of the surfboard innovation. The organisation now seeks value-add directors to assist in the next stage of growth.

Ref: SHAKH



Material Science Platform Company

Investors | Pre-IPO Capital Required | Directors & Advisors

Our client is an Australian unlisted public company that has developed and patented unique technology, tested and certified 100% compostable bio-composite composition of matter simulated timber specifically developed as a replacement for non-biodegradable plastics and as an alternative to timber used to produce disposable export shipping pallets and several other products. This company has robust IP strategy and Patents in place and is targeting the large pallet market initially with plans to expand into other products. The export pallet market annually consumes circa 6 billion one way disposable single use export pallets, a global industry which generates revenues of over US\$90 billion per annum. The products manufactured from patented composite material are an attractive and compelling alternative to the current materials used in the pallets market.

The Company is seeking commercialisation and Pre-IPO funding. Ref: ATA4KH

Highly Profitable Import and Distribution Company

Acquisition Opportunity | Directors & Advisors

Our client - a highly profitable import and distribution company - is offered for sale for the first time in 40 years due to generational succession planning. Revenues of around \$11m and EBITDA of around \$3.5m with strong upsides. This will suit an importer and distributor as an add-on to the existing operations or an individual who wishes to invest and operate the business as a standalone operation. Globally recognized products and brands with a Tier 1 global manufacturer backing. Blue Chip customer base with significant recurring revenues and repeat orders. Zero debt on balance sheet provides great opportunity for partially debt funding the acquisition. Ref: ATA5KH

Highly Profitable Manufacturing and Distribution Business

Acquisition Opportunity | Directors & Advisors

Our client is a well-known brand within the market segment it operates in. Highly profitable business with revenues of around \$30m and EBIT of around \$10m per annum. Strong IP portfolio, product leadership, operational scale, market presence and formidable track record. 100% of business is for sale. Will suit an industry roll-up strategy or as a stand-alone operation. Zero debt on balance sheet provides scope to leverage the transaction and extract higher returns. Ref: ATA6KH



Produce Collective Ltd

Investors | Commercialisation Capital | Directors & Advisors

Our client has developed a portal specifically designed to streamline the agricultural marketing and supply chain (seller-buyer-customer) to maximise trade efficiency and business profitability at all points. Fundamentally the portal provides industry with a platform to trade and market produce, however, the portal's functionality embraces a broad spectrum of features and services, including:

- The provision of current and relevant market information, including price data and forecasts
- A universal trade centre structured to involve fresh produce Growers and Buyers from around the world
- A buy-sell-trade classifieds
- A job centre (for employers and workers)
- A 'green pages' business directory
- An industry-specific discussion forum
- A public section that will invite chefs and cooks to share recipes and produce information

Essentially, ProduceCollective.com provides 24-hour access to buying customers, opening up a whole new worldwide market and uniting the agricultural industry both domestically and globally.

A technology evolution facilitated by Produce Collective will remedy traditional market practices that currently inhibit the fresh produce sector. Consequently, the portal is the solution to many aspects challenging the agricultural industry. Ref: ATA7KH



PSNEWS ONLINE

Exclusive Opportunity | Directors

PS News provides the only online news and information service for Australian public sector employees and is the only website of its kind anywhere in the world.

The news and information content, which is provided free to subscribers is funded by advertising revenue. The content is delivered via email with links to a website with federal and state news editions. There are approximately 110,000 current subscribers - out of a potential 1.2 million Australian public sector employees - with at least 500 new subscribers being added each week.

The business is experiencing long-term rapid growth in online traffic and is seeking funding to support its highly profitable expansion plans which include the development of careers, conference and PS Shop services.

For more information about this exclusive opportunity please contact Kylie Hammond Ref: PSNKH



PregTech Pty Ltd

Advisors | Directors | Investors

Preg Tech owns the I.P. and rights to commercialise a disruptive implantable biosensor technology developed jointly with Uni S.A. This technology will drive efficiencies in the dairy industry by significantly increasing conception rates for farmer using Artificial Insemination. Such efficiencies are estimated to deliver economic benefits from \$60 to as much as \$200 per cow per year. With over 150 million dairy cows worldwide, including around 6 million dairy cows in ANZ alone there is a strong market pull for the product, with key stakeholders expressing interest. Preg Tech has the team to commercialise this technology and is now seeking investors, advisors and Non-Executive Director talent to assist with the next stage of growth.

Ref: PREGKH

Emersion

**Chair | Non-Executive
Directors | Investors |
Billing Software Solutions**



There has been very strong interest to join this exciting Billing Software Solution organisation. There is a growing demand for solutions that reduce the complexity involved in setting up and managing new customers, usage, creating auditable billing, receiving and processing payments. This is especially the case for those businesses that generate revenue from subscription or high volume digital transactions across multiple products. The number of businesses fitting this profile is increasing rapidly as the digital economy expands. These include some of the world's largest companies and services that encompass digital and virtual services (voice, data, video, books, software and other content), commission streams, tolling, managed and in-the-cloud services, electronic meters (photocopying, parking, electricity etc.), fines, subscription fees and more.

Businesses that deal with high volume transactions need to act fast, understand which products and service bundles will maximise profits and serve customers' changing demands quickly. The customers of these businesses demand timely and accurate billing for multiple bundled services that is preferably online and on a single bill, with the ability to switch products and service bundles mid-term and empower the end user to make changes.

Whilst companies focus on differentiating themselves within their growing markets, Emersion supports their customers, services, billing and payment processes; allowing them to focus on their core business activates. Emersion's SaaS platform can be transferred into any market from low volume subscriptions to high volume or complex transactions such as the booming cloud services market and content distribution businesses.

Contact us for access to further information. Ref:EMEKH



FEBRUARY - MARCH 2015

EXCLUSIVE OPPORTUNITY

GLOMESH

GLOMESH INTERNATIONAL PTY LTD

Exclusive Opportunity | Executive & Value-Add Directors

Background

Founded in Australia in 1958, Glomesh was the 'must have' brand in the Australian fashion accessories market for over 20 years.

Now almost 60 years since it's original launch into the global market, GLOMESH is back.

Daniel Goldberg, grandson of the GLOMESH founders, acquired the lapsed intellectual property and has recently expanded the patent portfolio globally ahead of re-launching the brand. Daniel is the driving force behind the re-launch and brings with him nearly 20 years of fashion industry experience with specific skills in design and development.

Vision

Goldberg's vision is to position Glomesh as Australia's premier aspirational luxury accessories brand in the same space as brands such as Orotan and Mimco and international brands such as Michael Kors, Alexander Wang, Philip Lim and Torey Burch.

Glomesh has recently signed an exclusive wholesaling agreement with David Jones which will provide the impetus for growth in the local market and help prepare the company for international expansion, particularly into Asia.



Products and Market

The core product range includes handbags, totes, clutches, wallets, purses and satchels. In the near future, iPad and iPhone covers, costume jewellery, fragrance, lip and nail cosmetics and pet accessories will be added.

Australia's specialist apparel and accessories retail market is currently estimated at \$12.1 billion in annual sales.

In the aspirational luxury segment, the range and offering available in the Australian market is dominated by two players - Orotan and Mimco, leaving a clear opportunity for a new entrant that can deliver exciting styling with a comprehensive fashion image.

Growth Plans

The company plans to use a mix of distribution channels to cover the market and service consumers' personal preferences. Channels will include department store concessions, stand-alone flagship stores, independent boutiques who carry like-minded brands and online channels to service a global marketplace.

The Opportunity

We now seek individuals who are interested in becoming a part of our exciting growth plans and who bring with them experience in public relations, retail sales, celebrity placement, product design, and business development.

If you would like to find out more about this exciting opportunity please contact Kylie Hammond for a confidential discussion. Ref: GLOKH

Great roles to consider for first time board directors



Starting a board career can be a daunting prospect, and finding the right role to cut your teeth on can be a challenge. While most board directors would like to be remunerated for their time and services, there are some great (often unpaid) opportunities available within government that provide first time board directors with essential governance experience.

Recently we received information from the Victorian Government about roles existing on the Victorian Cemetery Trust – particularly in relation to Class B opportunities.

What are Cemetery Trusts?

Cemetery trusts are responsible for the provision of cemetery services, the administration of the cemeteries under their control, and are accountable to the Minister for Health for the governance of the cemetery and the cemetery trust, for setting the strategic directions of the trust, as well as general oversight operations and financial control.

These opportunities provide first time board directors with governance experience that includes:

- Setting the strategic direction for the organisation
- Approving annual budgets
- Monitoring organisational performance
- Compliance and controls
- Policy development
- High level stake-holder management
- Development of risk management frameworks

In addition to this, directors who serve on cemetery trusts will deal with issues that include workplace health and safety, environment, industrial relations, privacy, social media and diversity.

There are currently several roles being advertised via the Department of Health, Victoria, however after speaking with Louise Hallahan – Senior Project Officer responsible for promoting the roles, they accept applications from interested parties all year round, as roles regularly become available. Application forms can be accessed via the department of health website – www.health.voc.gov.au/cemeteries/

Currently advertised roles include:

- Trentham Cemetery Trust
- Arthurs Creek
- Corinella
- Euroa Cemetery Trust

In NSW, the government is currently advertising opportunities to join a Crown Land Reserve Trust Board which provide similar opportunities for first time board directors.

What are Crown land reserve trusts?

Crown land reserve trusts care for important land and public assets on behalf of, and with the involvement of, the New South Wales community, government and local councils.

Crown land reserve trusts are given corporate names and are legal entities, just like businesses. They have someone who manages their affairs, such as a board, the Minister administering the Crown Lands Act 1989 (generally delegated to Crown Lands staff), an incorporated body such as a council, or an administrator.

If a board is appointed, a chairperson, secretary and treasurer of the board are elected. The board can then appoint a management committee, volunteers or employ others to assist it in managing its reserve if funds are available.

A Crown land reserve trust board acts like a company board of directors. It can be made up of community volunteers, local government councillors or other people appointed by the Minister. Board members are empowered to make decisions regarding the use and management of the reserve land and are responsible for the implementation of those decisions. Most tasks boards carry out can be completed in a few hours a week.

Crown land reserve trust boards make decisions about things like:

- How a reserve is used
- Hours of entry
- Driving and parking or mooring of vessels on the reserve
- Fees charged for entry
- Permitted or prohibited activities within the reserve
- How reserve trust funds are spent
- Environmental management within the reserve.
- Crown land reserve trust boards also produce and review a code of conduct

Current vacancies and closing dates for applications:

- Savernake School of Arts Reserve Trust - 23rd February
 - Narrandera Showground Trust - 27th February
 - Tingha Caravan Park Reserve Trust - 27th February
 - Dalton Public Hall Reserve Trust - 27th February
 - Bathurst Showground Trust - 28th February
- Tyalgum Public Recreation and Preservation of Native Flora and Fauna Reserve Trust - 28th February
- Barmedman Mineral Pool Reserve Trust - 6th March
- Finley Lake Trust - 13th March
- Tomingley Racecourse and Recreation Reserve Trust - 18th March
- Tambar Springs Racecourse Trust - 19th March
- Deniliquin Racecourse Trust - 20th March

For further information about these opportunities in NSW please contact the Crown Lands Reserves Team P: 1300 886 235, press option 4, then press option 1, or email: reserves@crowmland.nsw.gov.au. For more information you can also visit the website http://www.lpma.nsw.gov.au/trusts/join_a_trust



**EXTERNAL COMMERCIAL
OPPORTUNITIES**

SUMMARY OF EXTERNAL OPPORTUNITIES

COMPANY	OPPORTUNITY	CLOSING	PAGE
Department of Environment & Primary Industries	Multiple	1-Mar	65
NSW Aboriginal Housing Board	Multiple	6-Mar	65
NQ Dry Tropics Limited	Chairperson	6-Mar	65
Confederation of Australian Motor Sport CAMS	NED	11-Mar	71
Health Direct Australia	Director	23-Feb	60
Stirling Business Enterprise Centre	Multiple	23-Feb	67
MACASA	Committee Member	27-Feb	66
National Seniors Australia	Board Director	27-Feb	66
Community Care Northern Beaches	NEDs	27-Feb	70
Homebush Financial Services	Multiple	2-Mar	63
Volunteering Gold Coast	Treasurer	2-Mar	66
Linear Asset Management	NED	3-Mar	63
TROG Cancer Research	Indep Director	3-Mar	62
Best Chance	NED	4-Mar	70
Australian Genome Research Facility	NED	5-Mar	61
General Practice NSW	Member	5-Mar	69
Eastern Suburbs Community Bank	NED	6-Mar	61
Open Minds	Committee Member	7-Mar	69
Limbs for Life	Member	9-Mar	70
SA Network of Drug and Alcohol Services	Multiple	11-Mar	69
Scouts Australia NSW	Committee Member	12-Mar	64
Results International	Multiple	14-Mar	67
Ausdance Queensland	Committee Member	16-Mar	69
National ELT Accreditation Scheme Ltd	Board Director	20-Mar	63
Kids Are Kids!	Board Members	27-Mar	68
Macular Disease Foundation Australia	Board Directors	20-Mar	71
Have A Voice	Members	6-Mar	61
Private Company	Chairman	ncdp	61
Proportion Foods	NED	ncdp	62
Stormwater Australia	Multiple	ncdp	64
NSW Office of Finance and Services	Multiple	ncdp	65
Great South Coast Group	Committee Member	ncdp	67
Gippsland Regional Sports Academy	Board Members	ncdp	68



Health Direct Australia

Director | National | Paid

The National Health Call Centre Network was established in 2006 by the Council of Australian Governments, and provides a health triage, advice and information service to Australians, 24 hours a day, seven days a week. National Health Call Centre Network Ltd, trading as Healthdirect Australia, established as a public company limited by shares, is responsible for contracting with service providers and managing the Network's operations. It is jointly owned by the shareholders, currently being the Australian Government and the governments of the ACT, NT, SA, WA, NSW and TAS.

We seek suitably qualified senior executives who possess strong technology and innovation leadership in response to a changing health agenda, and recognise the importance of strategic expertise in commercial disciplines. You will have the drive, commitment and motivation to make an exceptional contribution to the health sector.

Hudson is assisting in the selection of the Company's Board, which is skills based and non-representative. Board Directors will be appointed on the basis of qualifications and experience in the areas of Health Administration, Health Economics, Clinical Practice, Legal, Finance and Risk, Procurement, Contracting, and Technology/Innovation.

Please note that current public servants of the Commonwealth, a State or Territory will be ineligible for appointment to the Board.

Please apply by quoting Ref No. 48123242, online at au.hudson.com. Enquiries can be made to Charles Kerr at Hudson in our Brisbane office on (07) 3258 839.

Applications close on 23rd February, 2015.

Have A Voice

**Non-Executive Directors & Advisory Board
Members | National | Paid**

Have A Voice is the TripAdvisor of aged care and our primary business is to provide Aged Care Reviews - Australia's first and only dedicated aged care industry consumer review website. Aged Care Reviews brings transparency to aged care, making a difficult and emotional decision easier for Australian families. They use consumer reviews to bring transparency to aged care, arm consumers with information to make better decisions, and allow operators to engage in genuine two-way brand engagement.

Their second business provides customised consumer insight data and marketing channels to aged care industry providers and use historic consumer review data to provide actionable data-driven analytics insights to operators to improve business processes, identify problem areas, and improve profitability.

Have A Voice is looking for both Non Executive Directors and Advisory Board members to assist the company in driving the next phase of our growth.

As a guide, time commitment will involve one meeting every four to eight weeks.

Your current location is irrelevant – as they want to access the best possible pool of candidates Australia wide. What matters most is finding candidates who can meaningfully contribute to the growth of the company, and bring real world experience and passion to aid the goal of transforming the aged care industry globally.

To apply for a NED or Advisory Board role with Have A Voice please send an Expression of Interest, including a short form CV and an overview of your experience, via email to ken@agedcarereviews.com.au. No closing date provided.



Australian Genome Research Facility Ltd

Non-Executive Director | VIC | Paid

AGRF is a not-for-profit organisation enabling Australian genomics through a national multi site network of leading edge services. The AGRF is playing a key role in advancements that are helping improve the human health, agriculture and environmental sustainability.

We are currently seeking applications from individuals with previous and current board experience, sound knowledge of governance processes and obligations; knowledgeable of and with accessibility to relevant Federal Government agencies, including funding and lobbying; Familiarity and peer credibility with academic sectors; Experience within commercial bioscience sector and demonstrated collegiate board behaviour and ability to contribute to a skills based board.

For more information contact Nick Samaras on 0409 447 746 or email samaras@bigpond.net.au. Applications close on 5th March, 2015.

Privately Owned Construction Services Company

Chairman | Melbourne | Paid

This company is a privately owned construction services firm with operations throughout Australia Asia and the Americas.

The Board meets 5 times per year, which coincides with committee roles as well as a 2-day offsite strategy retreat in April each year. There are two committees – Health & Safety and Risk & Audit. Expected term is 5 years.

The role of the Chair Elect is to:

- Prepare, in consultation with the CEO, the agenda for and to chair 5 Board meetings per year, plus attend such Sub-committee meetings as necessary plus the Annual Strategic Retreat.
- Chair the Annual General Meeting and any Extraordinary General Meetings.
- Regularly consult with the CEO in respect of performance on important initiatives and progress towards achieving the company's strategic goals.
- Act as a mentor and advisor to the CEO, providing an experienced sounding board ensuring that the CEO is delivering against pre-agreed targets.

For more information about the opportunity please contact Wait InterSearch on waite@waite.com.au or phone: (03) 9621 2066. Alternatively view the role outline on the Director Institute Job Board – Search Sector: Construction.

PROPORTION FOODS

ProPortion Foods Pty Ltd

Non-Executive Director | VIC | Paid

We are seeking a non-executive director to help guide us towards our strategic goals. Ideally we are looking for an individual who has worked extensively with small, entrepreneurial companies and understands the challenges of operating on a shoestring budget, who may have been involved in developing new brands and devising/implementing market entry strategies (including in overseas markets).

Knowledge of, or participation in FMCG markets relating to food would be very useful. Familiarity with sales channel strategies and how to build a winning sales/business development team would be highly valued.

Individuals familiar with fund-raising for small, high growth companies and connected via appropriate channels would also be of interest.

If you are a flexible, roll your sleeves up type of person, pragmatic and with a sense of humour we'd like to hear from you. Send your application via email to Kevin Beaman - kevin@proportionfoods.com.au. No closing date has been provided.

Eastern Suburbs Community Bank

Non-Executive Director | VIC | Paid

The Blackburn District Financial Services Ltd Board (BDFSL) has vacancies for board members to join our active board to oversee the operations of the Blackburn South Community Bank - which is a branch of the Bendigo and Adelaide Bank Ltd.

BDFSL is most interested in candidates with experience in Community Engagement, Marketing and/or Human Resources but will consider applications from interested candidates who have financial skills and knowledge. Ideally you will be a local resident and/or have local business connections in the City of Whitehorse and a passion for the local community. Experience in community banking is an asset, but not essential. Relevant tertiary qualifications are also preferred.

The Board members have a positive and co-operative approach with each other and aim to provide the best guidance to the bank Branch and financial contributions to the broader community.

The Board meets every month and Board Committees (Finance, Governance, Community Engagement and HR) meet as required. All meetings are usually outside of business hours. Directors are appointed by the BDFSL Board and one-third of total director numbers retire in rotation each AGM (November).

Directors receive a modest annual remuneration.

Please send applications - including a background resume with a covering letter, to Mrs Larissa Evans, Company Secretary via email at larissaevans1@bigpond.com.au. A board member position description is available on request to the Company Secretary.

Applications close on Friday 6 March, 2015.

Trog Cancer Research (The Trans Tasman Radiation Oncology Group)

Independent Director – Consumer Representative | NSW | Paid

TROG is currently seeking expressions of interest from suitably qualified individuals who would be interested in joining their board as the Independent Consumer Representative Director whose remit would include providing high-level consumer advice in all matters pertaining to consumer advocacy, research, and policy development.

TROG is a not for profit company limited by guarantee. TROG conducts world-class research involving radiotherapy to improve outcomes and quality of life for people affected by cancer. We facilitate the process of developing a clinical question, idea, or key innovation into a rigorous clinical trial. TROG facilitates the development of a formal proposal, peer review testing of proposal for validity and feasibility, development of protocols, statistics, and budgets. We provide full trial coordination activities from time of trial concept through to completion and publication in medical journals. We work with radiation therapy treatment centers and researchers to ensure patient recruitment and data collection targets are being met, patient safety is monitored, and reporting timelines to regulatory agencies are met.

Please send applications to Joan Torony via email joan.torony@trog.com.au or phone (02) 4014 3913 for more information.

Applications close on 3rd March, 2015.





QUALITY ASSURANCE IN ENGLISH LANGUAGE TEACHING

National ELT Accreditation Scheme Ltd

Board Director | NSW | Paid

NEAS is a non-profit charity with over 25 years operational standing in the English language teaching sector and is seeking the services of a non-executive, non-member elected Director to join the NEAS Board of Directors. This is a paid directorship position with a three-year appointment term. Duties include all aspects of corporate governance and working with fellow Directors and the Chief Executive to develop and oversee strategy.

We are ideally seeking applicants with a high level of financial literacy, relevant degree qualifications or experience and governance experience are required. Preference will be given to candidates with knowledge and experience in industries related to international education (for instance) the travel industry, publishing, events management, vocational or higher education.

Please submit a cover letter addressing the criteria, and a resume to m.raven@neas.org.au. Interviews for short listed candidates are scheduled for 16th April 2015 at Level 2, 189 Miller Street, North Sydney 2060.

Applications close on 20th March, 2015.

Homebush Financial Services – HSFL

Non-Executive Directors & Company Secretary | NSW | Unpaid

HFSL is looking for competent Non Executive Directors and a Company Secretary to join the Board of our public (unlisted) company; to help build the financial services business, guide strategy; develop the marketing programme and improve community engagement. We want a Company Secretary who can coordinate Board business including agendas, board papers, minutes, communications, statutory filings and oversee the share registry. If you want a challenge in Financial Services, we want to hear from you.

Homebush Financial Services Limited (HFSL) is a locally owned and operated public company, which was formed in 2001 to establish and operate the Homebush Community Bank Branch under a franchise agreement with Bendigo and Adelaide Bank (BEN).

BEN provides coverage of its banking licence, a full range of banking products, training of staff and ongoing support. BEN and HFSL are each entitled to agreed portions of the revenue of the Homebush Community Bank branch and HFSL is responsible for employing the staff and paying branch running costs. The Homebush Community Bank has achieved banking business of more than \$90 million and has provided assistance to more than 50 local community groups in the form of donations, grants and sponsorship support. Directors of HFSL comprise local community and business leaders who provide their services on a voluntary basis.

For more information about this opportunity please call Bernie Seth – Chairman on 0410 230 570 or email bernieseth@bigpond.com.

Applications close on 2nd March, 2015.

Linear Asset Management

**Non-Executive Director |
Melbourne | Paid**



Linear Asset Management is an established Melbourne-based provider of platform and administration solutions to the financial services industry and a Responsible Entity, RSE Licensee and trustee of several superannuation funds. In order to further support their executive team they are looking to engage an experienced Non-Executive Director with relevant industry knowledge of public offer superannuation and investment governance.

With a strategy to become the platform administration provider of choice through commitment to quality, great customer service and building functional and user-friendly technology, they are seeking to engage a non-executive director that will challenge existing methods of work, and

utilise their domain knowledge to be an active member on committees such as the Audit and Risk Management group. Specifically, you will add value to regular board meetings and internal committees through your professional experience in the superannuation industry.

To succeed in this role you will be familiar with APRA prudential standards, enhanced trustee responsibilities and superannuation protocol, in addition to ASIC licensing issues. Furthermore, your appreciation of the opportunities within the platform administration space will help you drive growth for this ambitious player in the financial services industry as they seek to increase market share.

Contact Stuart Norbury at stuart.norbury@hays.com.au or call 03 8616 8487 – Reference Number 1563311.

Opportunity closes 3rd March, 2015.



Scouts Australia NSW – Insurance Committee
Committee Member | NSW | Unpaid

This is a chance to join an enthusiastic team who control the insurance portfolio of this large organization. The Scouts Australia NSW State Insurance Committee is seeking to appoint a new member. The Committee assists the Board of Directors to implement the insurance strategy and oversees its implementation.

Functions of the Insurance Committee include:

- Review the insurance needs of Scouts NSW and recommend an insurance program to the Board
- Evaluate the costs & benefits of “self insurance” of high value properties and make recommendations on its suitability and its related processes.
- Arrange periodic valuation of Scouts NSW properties for insurance purposes
- Annually review the insurance program with Scouts NSW insurance brokers and recommend appropriate cover, insurers & premiums
- Annually review the performance and remuneration of Scouts NSW insurance brokers and make appropriate recommendations
- Monitor the processing and disposition of all claims against Scouts by Scouts NSW staff and insurance brokers.
- Liaise with the ScoutSafe Committee to ensure that the insurance aspects of Risk Management are appropriately dealt with

The State Insurance Committee meets 5 times a year on the last Wednesday evening of February, May, August, October and the 2nd last Wednesday in November at the State Office at Sydney Olympic Park, or at other additional times as deemed necessary by the Committee. Members are expected to attend a minimum of 80% of all meetings.

Applicants should have extensive experience in either Insurance, Finance and /or Risk Management.

In the first instance please forward your CV to Rosalie Batistoni (Acting CEO) email rosalie.batistoni@nsw.scouts.com.au or phone (02) 97359000 for more information. Applications close on 12th March 2015.



Stormwater Australia

Multiple Director Opportunities | National | Expenses

Stormwater Australia is a not-for-profit peak body representing the interests of the stormwater industry nationally. Company shareholders are the individually incorporated state associations in VIC, NSW, WA, SA and QLD.

With a series of successful national conferences, award programs, and a renewed level of activity across all states we now need high calibre people to assist us to continue our transition into a strong, viable and vocal peak body.

A nomination pack which outlines skills, experience and evaluation process can be found on the Stormwater Australia website:

www.stormwater.asn.au/news/123-ushering-in-a-new-era-director-nominations-open

As a national body we are seeking board representation across all member states and experience across many industry sectors.

We are seeking nominations from interested people who can demonstrate skills and experiences in relevant functional areas such as Marketing, Business Administration, Governance and Policy, Finance, Infrastructure and Asset management and Law.

For more information please contact Andrew Allan either by email nominations@stormwater.asn.au or phone 0417 516 756.

GOVERNMENT OPPORTUNITIES

**Department of Environment and Primary Industries
(DEPI)**

Chairperson & Members | VIC | Paid

The Minister for Environment, Climate Change and Water is seeking expressions of interest for thirty-six positions, including the Chairperson, on the Victorian Coastal Council and Regional Coastal Boards from 1 July 2015.

Over the next three years the Victorian Coastal Council and the Regional Coastal Boards will have an exciting opportunity to help shape the future of Victoria's coastal and marine planning and management system, particularly through input and advice on the government's election commitments to develop a new Marine and Coastal Act and new management and oversight for marine parks, coasts and bays.

The Council and the boards will also have a key focus on implementing the Victorian Coastal Strategy and three new Regional Coastal Plans.

Applicants will be shortlisted on the basis of high-level knowledge and expertise in conservation; tourism; business; recreation; commerce; issues relating to indigenous people; community affairs; town planning; local government and coastal engineering.

In addition, skills and experience in the following areas are also considered to be high desirable: climate change; strategic and statutory planning; public sector governance; marine science expertise; marine planning; and environmental economics.

Applicants are required to apply online, outlining relevant professional skills, knowledge and personal qualities. Applicants should also upload a completed declaration of private interests form and a signed and dated curriculum vitae prior to submitting the application. For more information see the role advertisement on the Director Institute Job Board. Please contact Ms Sashani Liyanaarachchi - Policy Analyst - (03) 9637 8980 for more information.

Expressions of Interest close Sunday, 1 March 2015.

NSW Aboriginal Housing Board

Chairperson & Members | NSW | Paid

The Minister for Family and Community Services is calling for expressions of interest from Aboriginal people interested in being appointed to the Aboriginal Housing Office Board. Positions of Chairperson and up to five members are open for appointment. Meetings will take place in Parramatta. The Chairperson and members are remunerated.

The role of the Board is to:

- develop and advise on strategic directions and policies for the NSW Aboriginal Housing Office (AHO)
- develop and implement strategies for consultation with Aboriginal communities in NSW on housing and related issues, and
- provide advice to the Minister on Aboriginal housing and related issues, including program monitoring and development.

Interviews will be held between 16 - 20 March 2015. All applicants selected for interview will be required to undergo a Criminal Record Check. Appointment to the AHO Board is dependent upon the outcome of the Criminal Record Check.

Board Members will be expected to give priority to the work of the Board and make the time commitment necessary. Work hours will be negotiated with the successful applicant. This commitment will involve actively participating in and contributing to the work of the Board, its working groups and have a focus on achieving the Board's key objectives.

The term of appointment is for a period of up to 3 years, subject to Ministerial and Cabinet approval. Remuneration calculated on an annual basis and commensurate with the number of work hours, will be paid to eligible applicants.

Remuneration: \$146,499 pa to \$157,856 pa PLUS employer's contribution to superannuation and annual leave.

To apply, applicants must address the selection criteria and all applications must be made online through <http://www.jobs.nsw.gov.au/> For more information please contact Katrina Morgan by phone: (02) 8836 9430, or via email: katrina.morgan@fac.nsw.gov.au.

Applications must be made by Friday 6th March, 2015.

NSW Office of Finance and Services

Independent Members and Chairs | NSW | Paid

The NSW Office of Finance and Services (OFS) is inviting qualified individuals to apply for the Audit and Risk Committee Independent Chairs and Members Prequalification Scheme.

Prequalified Members and Chairs are eligible to serve on audit and risk committees of NSW Government departments and statutory bodies. All new audit and risk committee appointments must be made from the prequalified list. Please note that prequalification does not guarantee that engagements of any kind or quantity will be offered.

The Scheme is operationally managed by OFS on behalf of the NSW Government. Remuneration is competitive and paid in accordance

with the Agency size and scope of responsibilities. Applicants based in rural/regional areas are encouraged to apply.

For more information please contact auditriskmembers@finance.nsw.gov.au

Applicants must demonstrate extensive senior level experience in governance and management of complex organisations. Proven Audit and Risk Committee, Board or executive-level experience is highly desirable.

For more information and to access direct links go to the Director Institute Jobs Board – Search Organisation: NSW Office of Finance and Services. Applications are continuously open.

NOT FOR PROFIT OPPORTUNITIES

Volunteering Gold Coast
Treasurer | QLD | Volunteer



Volunteering Gold Coast is the leader in community development and support. The Board of Volunteering Gold Coast is focused on governance (as opposed to operational) to deliver the Vision and Mission of the Organisation. The current Board of VGC is stable and includes other professionals who have complimentary skill sets.

Today Volunteering Gold Coast forms an integral part of the Gold Coast community by providing volunteers to over 350 community organisations. Volunteering Gold Coast currently has over 1000 volunteer positions available and interviewed 3410 people year ending 2010.

Interview and referral services are provided through our Miami office as well as from Centrelink offices in Palm Beach, Biggera Waters, and Nerang, and out reaches offices in, Coolangatta, Elanora, Southport, Varsity Lakes, and Bond University.

Volunteering Gold Coast won the Westpac Gold Coast Business Excellence Awards 2011 for the most Outstanding Not For Profit.

Please send a one page cover letter with a copy of your resume to Lynn Mount - Chief Operating Officer via Email - lynnm@volunteeringgc.org.au or phone (07) 5526 0688 for more information. Applications close on 2nd March, 2015

Maltese Aged Care Association S.A. Inc (MACASA)
Management Committee Member | SA | Unpaid

MACASA is a multicultural Not for Profit started in 1994 to provide high quality, good value meals, support, social activities and outings for seniors. We are seeking voluntary committee members in Adelaide who have a commitment to excellence, a passion for the Not for Profit Sector and the skills required to promote effective governance, change and growth. The Management Committee meets on the third Thursday of each month.

MACASA's Management Committee is skills based and we are seeking people with backgrounds in law, marketing and communications, accounting and community development to complement the existing committee members. Appointment is subject to a satisfactory Police check and DCSI screening.

Expressions of interest and enquiries can be directed to Michelle Williams at michelle@lonebell.com or phone 0411 772 004. Applications close on 27th February, 2015.



National Seniors Australia
Board Director | Brisbane | Unpaid

The Board Appointments Committee of National Seniors Australia Ltd is seeking Expressions of Interest from suitably qualified people who would like to be considered as a Director of the organisation.

With around 200,000 members, National Seniors Australia Ltd (NSA) is Australia's largest independent not for profit membership organisation for the over 50s. NSA advocates on issues of concern for the over 50s in order to influence policy and works to provide a well-informed and representative voice to government, business and the community.

NSA also has two commercial businesses - a registered Travel Agency and an Insurance Agency.

The current Board consists of 7 Directors; the Constitution allows for a maximum of 9 Directors. The Board has determined that increasing its size will provide it with a broader experience and skills mix as well as positioning it to deal most effectively with succession issues in the future.

Applicant must be eligible to become a member of National Seniors Australia Ltd and be a financial member at the time of appointment.

Please send all applications either via post: Company Secretary, National Seniors Australia, GPO Box 1450, Brisbane QLD 4001 or via email: v.wells@nationalseniors.com.au.

Applications close on 27th February, 2015.

SBC STIRLING.  BUILDING BETTER BUSINESS.

Stirling Business Enterprise Centre

General Board Member & Treasurer | WA | Unpaid

Stirling Business Enterprise Centre (SBEC) is a non-profit, community-based organisation managed by professional staff and overseen by a voluntary board of management representing the small business community. SBEC was established in 1994 and is one of the largest and highest profile service providers.

The Stirling Business Enterprise Centre is seeking expressions of interest from suitable candidates who would be excited and passionate to contribute to the leadership of the organisation as a member of our Board or Treasurer (2 positions).

The Stirling Business Enterprise Centre (SBEC) has two main brands. The first is the Small Business Centre Stirling is one of the largest and highest profile service providers offering a combination of free and fee for service business advisory services and secondly, WA Business Assist which is aimed at established businesses across WA.

The SBEC board is a volunteer committee and has primary responsibilities in the area of governance, strategic planning and oversight of the organisation and its staff. Our job is to set the strategic direction of the organisation and to support the CEO and his team in realising the aims and objectives.

There are two positions and both are required for approximately 3 hours a month for board meetings in our Balcatta offices. Please send your CV and covering letter to Allan Fraser via email – allanfraser@gmail.com.

Applications close on 23rd February 2015.



Results International Australia Inc

Directors & Treasurer | Sydney (Ideally) | Unpaid

RESULTS International (Australia) Inc. is part of an international non-partisan, non-profit grassroots advocacy organisation. It has been operating in Australia for over 25 years and globally for well over 30 years. RESULTS is an incorporated association with Tax Concession Charitable status which works to generate the public and political will necessary to make a real difference in the lives of the poorest people in the developing world.

Our current key campaigns are vaccination, TB and Nutrition with campaign activities including writing to and meeting with parliamentarians, generating media items, and hosting public events. Our efforts have helped direct hundreds of millions of dollars to fund effective overseas aid programs in these areas to improve the health, education and incomes of the very poor.

RESULTS has a committed staff of seven and coordinates a large volunteer base. It has undergone significant growth in income, capacity and impact in the past two years. The board oversees strategic direction and governance with the support of two committees - Governance and Finance & Audit. Both have external members providing additional guidance & support.

We are ideally looking for two individuals – one with Governance and strong finance / accounting skills to take up our Treasurer position, the other with Fundraising and Marketing expertise; Lobbying, advocacy or government relations or International development.

Please send your application to Chris Franks (Acting Chair) via email at chris@chrisfranks.com.au or phone 0418 246 258 for more information.

Applications close on 14th March, 2015.

Great South Coast Group

Committee Members | Victoria | Unpaid

The Leadership Great South Coast Committee is currently calling for Expressions of Interest from interested and passionate individuals for vacant positions on the Committee.

Leadership Great South Coast (LGSC) provides an annual community leadership program for aspiring and emerging leaders drawn from all sectors of the Great South Coast region. The LGSC Program is aimed at building relationships between the business, community and government sectors. Participants will be drawn from all three sectors, allowing participants to benefit from a variety of perspectives when

considering the nature of leadership and the future of our community and economy.

Committee members are asked to attend the four scheduled Committee meetings annually (Feb, May, Aug and Nov) held in Warrnambool and relevant sub Committees (as negotiated) as well as official LGSC functions including the Feb Program Launch, Dec Graduation and relevant planning days. The official 2015 Committee Key dates are available upon request.

If you are interested in joining LGSC please contact Executive Officer, Amanda Hennessy via email info@leadershipgreatsouthcoast.org.au or phone 0408 627 066 for the EOI form and information. No closing date provided.



NQ Dry Tropics Limited

Chairperson | QLD | Paid

NQ Dry Tropics Ltd is the leading natural resource management body for the Burdekin Dry Tropics region. A not-for-profit company that is committed to sustaining our region's land and water resources for current and future generations.

The position of Chair of the Board, has become available and NQ Dry Tropics is looking for a Chair that will lead the Company on behalf of its members in accordance with the highest standards of the corporate governance.

The requirement for the role include:

- Demonstrated leadership
- Communication that is both effective and sensitive to a wide range of stakeholders
- A background in natural resource management
- Strategic planning
- Understanding of financial and risk management processes

All applications are treated with confidentiality and an information kit with the Position Description can be obtained by contacting Drake International via Michelle Walsh-Glas on (07) 4721 8222 or email mwalsh-glas@au.drakeintl.com. Applications must be received by COB 6th March 2015.

Gippsland Regional Sports Academy

2 x Board Members | Gippsland | Voluntary

Expressions of interest are invited for individuals interested in joining the The Gippsland Regional Sports Academy Board. The Academy has operated for over 18 years with a volunteer Board of Management.

Please send your expression of interest via email to dblackwood2@bigpond.com or phone: 0419 562 872 for more information.

No closing date for this opportunity has been provided.



Kids Are Kids! Therapy and Education Centre Inc.

Board Members | WA | Unpaid

Enquiries are welcome from interested and suitably experienced / qualified community members to join our Board of Management for a two-year term.

Kids Are Kids! is a community-based, not-for-profit provider of therapy services to children with a disability, developmental delay or learning difficulty. Our team of speech pathologists, occupational therapists, physiotherapists and psychologists provide therapy and support services to children aged 0-13, and their families, to enable each child to reach their developmental potential. We strive to support vulnerable children and socially and economically disadvantaged families with affordable services, support and advocacy needs.

We are governed by a volunteer board with a broad range of skills and experience. The Board meets for 2 hours in the evening on the 3rd Monday of the month in our Bateman Centre. Operations are led by a full-time Chief Executive Officer, with a team of allied health professionals and administration team members. Therapy costs are subsidised by grants, donations and fundraising efforts to maintain affordability for families.

We are seeking Board Members who share our philosophy of social equity and non-exclusivity. Initial enquiries are welcome to Jane Barker, Chief Executive Officer on (08) 9313 6566 or janeb@kidsarekids.org.au.

Applications close on 27th March, 2015.

General Practice New South Wales

Member of Ausdfit Committee | NSW | Expenses



General Practice New South Wales is the primary health care sector led body for New South Wales. Our mission is to shape and advance primary health care in New South Wales being the cornerstone to a modern and responsive health care system acting 'as one'. Integral to General Practice NSW governance and internal monitoring is an independent member of our Audit and Risk Committee. The role is intended to review our financial and risk reporting as an important step in adding a higher level of diligence.

Following the recent resignation of one of our appointed Directors, Nick Hortle, we now seek a volunteer to support us in undertaking this pro bono role. The Audit and Risk Committee meets bi-monthly and receives monthly financial reports.

The General Practice New South Wales Board welcomes expressions of interest for this role from interested and experienced parties. We pay reasonable incidental expenses. Should you require further information please contact Interim Executive Director, Ian Sinnett on 0414 156 232. A brief letter expressing interest should be sent to iansinnett@gpnsw.com.au.

Applications close on 5th March, 2015.

Open Minds

**Services and Clinical Governance (SCG) Committee
Committee Member | QLD | Paid**



Open Minds is an expanding and innovative not-for-profit organisation providing community based psychosocial support services for people with a mental illness, disability or acquired brain injury.

The Board of Open Minds has formed a Services and Clinical Governance (SCG) Committee to oversee operations and provide a consultative forum that can effectively review, monitor and provide advice to the Board and the senior leadership team on quality, safety and governance issues arising out of the delivery of clinical and community service programs by Open Minds.

We are seeking to appoint an External Committee Member to participate in the SCG and provide advice on Open Minds service and programs strategy based on their own knowledge, experience and personal perspectives.

Commitment required is approximately 10-12 hours per quarter typically comprised of attendance at 5-6 scheduled meetings over a 12-month period, with additional meetings scheduled as required.

Remuneration will be \$5000 per annum inclusive of the Superannuation Guarantee Levy.

To see a detailed description of the selection criteria please visit the Director Institute Jobs Board.

For more information please contact Kristine Sargeant – Chief Executive Officer on (07) 3896 4222. If you have a true desire to contribute in such a role then please send your resume, cover letter and a statement addressing the selection criteria within the position description to applications@openminds.org.au by 7th March, 2015.

SA Network of Drug and Alcohol Services (SANDAS) Inc

Board Member & Treasurer | SA | Unpaid

SANDAS facilitates networking, collaboration, research, information sharing, advocacy, training and policy review to reduce the harmful impacts of alcohol and other drugs. We are the voice of our members and stakeholders at national and state levels. Our board is responsible for governance of the organisation including allocation of resources, an annual budget, ensuring the aims of SANDAS are carried out, WH&S, risk management, approving membership and legal responsibilities.

For more information please contact Michael White, Executive Officer – SA Network of Drug and Alcohol Services (SANDAS) – Phone (08) 8231 8818, or Mobile 0416 176 611 or email: Michael@sandas.org.au.

Applications close on 11th March, 2015.

Ausdance Queensland

Management Committee Member | QLD | Unpaid



We are the peak body representing the interests of Queensland's dance community. Ausdance Queensland advocates for and directly supports the making of independent dance and career pathways for dancers.

We are looking for individuals with professional

experience in a relevant field and the capacity to assist the Chair/Committee and Executive Director as appropriate.

Interested people should contact Ann McLean in the first instance by telephone (Tues - Fri) (07) 3122 7628 or via email – ann@ausdanceqld.org.au. Please email your CV and a brief bio to the same email address by 16th March, 2015.



Limbs for Life

Ordinary Member | VIC | Not For Profit

We are ideally looking for applicants with previous experience as a Committee member; extensive networks and / or contacts in business, industry, government or the community sector; an interest and understanding of health issues, health related funding/advocacy related to the disability sector and issues specifically impacting on amputees. Skills in marketing and communications, human resources and research would also be highly regarded.

For an information pack or for any further queries please contact Melissa Noonan on 1300 782 231. Please send your application – with resume and a covering letter via email to Melissa@limbs4life.org.au, or to info@limbs4life.org.au by 9th March 2015.

bestchance

Non-Executive Director
| VIC | Unpaid



bestchance is seeking to appoint a Non-Executive Director providing an extraordinary opportunity for an individual who is passionate about our mission. We are looking for a Board Member who has achieved leadership stature in relevant services, government, philanthropy, or the not for profit sector, utilising their skills and professional networks. This is a voluntary position for which you would be appointed for an initial three-year term.

bestchance Child Family Care is an independent, not-for-profit, community organisation located in Glen Waverley with 520 employees and annual turnover of \$18M.

The range of programs delivered include Family Day Care, Kindergarten, Child Care, Early Childhood Intervention, Parent and Child Support, Training, Community Support and Cheshire, an independent, primary school for children with social, emotional and learning difficulties.

For more information please contact Melissa Sahin on (03) 8562 5100. For consideration, please send an updated CV and a covering letter to Melissa Sahin at msahin@bestchance.org.au by 4th March, 2015.

Community Care Northern Beaches (CCNB)

Accountant NED & Transformation NED | NSW | Expenses

Celebrating 21 years in 2015, Community Care (Northern Beaches) Ltd (CCNB) is a provider of community services for the Northern Sydney region. Funded by both federal and state governments, with revenues of circa \$13m per annum and total assets of \$5m, its 60 staff support 3,000 clients annually.

We are currently seeking 2 volunteer Non-Executive Directors to join our Board. All Board and Committee meetings are held at our office in Mona Vale, Sydney. A commitment of approximately 4 hours monthly is required as a Board member to attend Finance Audit and Risk Committee meetings. As a member of the Board Committee, an additional 4 hours bi-monthly is required.

An understanding of at least two of the five markets in which we operate (aged care, disability, dementia, carers and mental health) as well as knowledge of the current relevant government reforms and funding models in community care will be highly regarded. A genuine interest to contribute to the community services sector is essential. In addition to the specific experience and qualifications outlined, membership of AICD is required.

Director (1) will be a Chartered Accountant or Certified Practising Accountant and have strong financial, risk assessment and analytic skills. The Director will be a member of the Finance Audit and Risk Committee. The successful candidate will have experience at Board level and have been involved in the development and monitoring of strategy and a risk framework, especially with respect to financial risk and investment plans. We are looking for someone with strong commercial skills and experience in financial and risk management, strong financial credentials and high level corporate governance, coupled with current knowledge of regulatory and accounting compliance requirements.

Director (2) is likely to have experience as both a senior executive and company director in for profit or not for profit organisations and have had prior roles in both strategy development and oversight. We are looking for someone who has solid experience in business transformation. Our ideal candidate will have experience in guiding an organisation to increase and diversify revenue streams, improving processes and developing a sustainable growth pathway.

For a briefing pack, please contact ccnb@ccnb.com.au

For a confidential discussion about either role, please contact: Cecile Cooper, Chairperson on (02) 9998 2900 between 8.30am 4.30pm Mon-Fri.

Please submit your expression of interest comprising a resume and cover letter addressing the relevant key requirements with the words "NED role, accountant" or "Ned role, transformation" in the subject line to: recruitment@ccnb.com.au by cob Friday 27 February 2015.



Our focus is your vision

Macular Disease Foundation Australia

3 x Board Directors | National | Expenses

Macular Disease Foundation Australia has vacancies on its Board for three new Directors and seeks applicants with a range of skills and experience to apply.

Macular Disease Foundation Australia is a national charity committed to reducing the incidence and impact of macular disease in Australia. Macular disease is the leading cause of blindness and severe vision loss in Australia with macular degeneration and diabetic macular disease being the most prevalent.

The Foundation is the voice of the macular disease community with the strategic goals of building healthy communities, development of effective public policy, a sound knowledge base, and strong relationships and partnerships. It achieves these goals through its five key pillars of activity: education, awareness, research, support services and representation.

Directors do not receive remuneration, however, travel expenses for meeting attendance will be paid. The Board meets each quarter in Sydney with non-Sydney Directors having the option of attending in person or via teleconference. Each Director will also be invited to sit on one of the Foundation's committees, which also meet quarterly.

It is desirable for Directors to have some association with macular disease either from personal or family experience or a professional association.

As the Foundation is National in remit - applications are sought from all States/Territories/Regions. The successful short listed candidates will be interviewed by the Board's Nominations and Evaluation Committee

Please submit a letter of interest and a resume to the Foundation's Chairman, Elizabeth Carr via email to: director@mdfoundation.com.au. Or for more information call Elizabeth Carr on 0423 235 804.

Closing date for applications is 20th March 2015



Confederation of Australian Motor Sport CAMS

Non-Executive Director | VIC | Voluntary

CAMS is currently seeking expressions of interest for a Non-Executive Director to join the CAMS board. The CAMS board is comprised of 6 directors elected by each of the State Councils of CAMS (one per state), 3 independent directors appointed by the board, and a chairman elected by the board. The 3 independent directors each serve for periods of 3 years with one retiring each year. Accordingly, expressions of interest are sought for the current vacant position. The retiring director is eligible for re-appointment.

The board meets face-to-face at least 4 times per annum and there are monthly board meetings conducted by teleconference on approximately 7 other occasions during the year. Attendance at certain motor sport events is preferred. All reasonable travel and accommodation costs incurred as a board member are covered by CAMS.

A broad range of skill sets is required for the board and a recent skills-gap analysis identified that the board would benefit from a director with experience or expertise in some or all of the following areas:

Legal expertise; ICT (information and communications technology); Employment law and practice; Fund raising and access to funders; Information services; Commercial partner engagement; The automotive industry.

It is also expected that any candidate would have broad-ranging experience in director/business roles and an interest in the sport.

Expressions of interest should be sent to the Secretary of the Standing Nominations Committee (eugene.aroCCA@cAMS.com.au) by 11 March, 2015, accompanied by a current CV.

LATEST BOARD NEWS

medibank

For Better Health

MEDIBANK'S FEMALE DIRECTORS MAKE HISTORY IN FLOAT

Medibank Private's board made history in November when it became the only board of the 100 largest companies to have more women than men. The board is led by chair Elizabeth Alexander and has four other female directors. Three males, including managing director George Savvides, make up the group of eight directors. Alongside Ms Alexander Medibank's other female directors are former Queensland Premier Anna Bligh, CSL and Transurban director Christine O'Reilly, Japara Healthcare chair Linda Bardo Nicholls and serial biotechnology director Cherrell Hirst.



Source: SMH November 21, 2014

General Motors

GM ADDS FORMER LOCKHEED EXECUTIVE AS FIFTH FEMALE BOARD MEMBER

General Motors Co., the largest U.S. automaker, added Linda Gooden, a former executive vice president of Lockheed Martin Corp., as a director, giving the board a fifth woman and second black member.



American companies have been adding more female directors in recent years. Women make up about 19 percent of the board members in the Standard & Poor's 500 Index, an increase from 16 percent in 2009, according to executive recruiter Spencer Stuart. Those boards last year added 110 women, the most ever, the recruiter said in a November report. Chief Executive Officer Mary Barra is the only company executive on the board.

Source: Bloomberg – February 6, 2015

ASX LTD CONTINUES BOARD RENEWAL WITH NEW INDEPENDENT DIRECTOR

ASX Ltd has appointed Cochlear and Santos director Yasmin Allen as an independent director. The move was described as a continuation of the ASX's "board renewal program". It follows the appointment of directors Damian Roche and Dominic Stevens in the past year, to replace Russell Aboud and Shane Finemore who resigned from the ASX board in late 2013 following findings by US regulators that their hedge fund Manikay Partners had violated a short selling rules.

Source: SMH 9th February, 2009



WHL

WOOLWORTHS
HOLDINGS
LIMITED

WOOLWORTHS BOLSTERS DAVID JONES TEAM

South African retailer Woolworths has bolstered the board of its Australian subsidiary, Vela Investments, the vehicle for its \$2.1 billion takeover of David Jones last year.

Woolworths has appointed four new directors to the Vela Investments board – corporate adviser Patrick Allaway, David Jones acting chief financial officer John McRae, Woolworths' finance director Reeza Isaacs, and Woolworths' chief operating officer Daniel Ngumeni.

They join Woolworths chief executive Ian Moir, David Jones chief executive Iain Nairn and David Jones chief operating officer David Thomas on the Vela board.

Source: The Age – February 10, 2015



OLYMPIAN FIONA HANNAN APPOINTED TO QUEENSLAND CRICKET BOARD

Fiona Hannan will become Queensland Cricket's first female director in a board shake up.

Hannan, who has represented Australia in basketball and handball, is one of three new directors appointed to the board after a review last year. Hannan will play a major role on the board, given her background in high-level sport and also the focus of Cricket Australia on growing female participation.

Source: Fairfax - February 3, 2015

WEALTHY EARN IT ALL BEFORE 40, OR NOT AT ALL

According to US economists, earnings will decline from ages 45 to 55, and only the wealthiest 2 per cent will see earnings grow after age 45.

Source: Bloomberg – February 10, 2015



DUPONT REJECTS PELTZ IN PROXY FIGHT WITH ACTIVIST TRIAN

DuPont Co., the U.S. chemical maker under pressure from Trian Fund Management LP to break itself up, appointed two new independent directors after failing to reach an agreement on the activist investor's nominees.

Bloomberg – February 6, 2015

SEEKING GERMAN WOMEN FOR BOARDROOMS AS QUOTAS NEAR

Time is running out for Ulrich Lehner, the supervisory board chairman of German steelmaker ThyssenKrupp AG, as lawmakers prepare to enforce female quotas in corporate boardrooms.

The number of women on the board that oversees ThyssenKrupp's executives is set to rise to four of a total 20 after a shareholder meeting today, short of the 30 percent minimum that will be required. Starting in 2016, more than 100 of Germany's biggest listed companies will be forced to choose women when filling vacant supervisory board seats to reach the threshold. This year, smaller firms must set their own targets and publicize plans to achieve these.

Bloomberg – January 30, 2015

BUSINESS OUTLOOK COOLS

After reporting a strong end to the year the business sector has trimmed its short-term outlook for sales and profits, while indicating plans to increase employment.

The soft investment activity that was measured during 2014 appears set to continue through the first half of this year, with Dun & Bradstreet finding that just 18 per cent of respondents plan to increase capital investment during Q2 2015, while seven per cent will cut spending and 75 per cent will maintain current levels.

Dun & Bradstreet now expects Australia to achieve real GDP growth of just 2.3 per cent this year, while last month the IMF downgraded its growth forecasts for both China and the world economy.

While the Business Expectations Survey reveals that forward-looking expectations have softened, they do remain above their 10-year average. In addition, the actual performance reported by businesses for the end of 2014 was strong.

Source: Dun & Bradstreet's Business Expectations Survey – 3rd February 2015



GOVERNMENT APPOINTMENTS CONTINUE A WELL-KNOWN PATTERN

In a move routinely criticized by political allies, Attorney-General George Brandis has appointed four former Coalition politicians to positions on government boards and statutory agencies. Former Howard Government minister Ian Campbell and former NSW Liberal leader Peter Collins have been appointed to the council of the National Maritime Museum. Former ACT Liberal Senator Gary Humphries has been appointed a full-time deputy president of the Administrative Appeals Tribunal, and National Party politician Paul Neville has been appointed to the board of the National Film and Sound Archive.

Dr Albrechtesen, a columnist for The Australian has been appointed to the council of the National Museum of Australia, and earlier this year (along with Deputy Liberal Leader Neil Brown) was appointed to the panel overseeing the ABC and SBS board.

Source: Sydney Morning Herald – 12th December 2015



NEW APPOINTMENT TO AUSTRALIA POST BOARD

Ms Dominique Fisher has been appointed to the Australia Post Board as a non-executive director for three years.

Ms Fisher brings extensive commercial expertise to the Australia Post Board that will help position the company in meeting future challenges during a period of significant change in the postal sector.

Ms Fisher has had an extensive career in managing emerging technologies and their commercialisation in the electronic, telecommunications and information technology industries. She is currently the Managing Director of Helix Digital Pty Ltd, Executive Chairman of CareerLounge Pty Ltd and Chair of Circadian Technologies Limited. She has held numerous board positions including Director of Pacific Brands and Insurance Australia Group.

Source: Joint release with Senator The Hon Mathias Cormann Minister for Finance – 11th December 2014



MORE WOMEN BEING APPOINTED TO BOARDS

There has been a 50 per cent jump in the number of women on the Boards of Australia's 200 largest companies, according to new research.

The Australian Council of Superannuation Investors (ACSI) said that by the end of 2014 women were occupying almost 300 seats in ASX 200 boardrooms (19.3 per cent of all directors), a figure that has more than doubled since 2010. ACSI said women now represent 30 per cent of all new appointments to the Boards of ASX 200 companies. In 2009 this figure was sitting around five per cent, they said.

The news came as ACSI launched a campaign to have women comprising 30 per cent of all Board positions in ASX 200 companies within the next three years.

Source: Probono Australia – 11th February 2015.



Gender Diversity on ASX 200 Boards (ASCI data at 1 February 2015)	
1477	Total board seats in the ASX 200
817	Total board seats in the ASX 100
291	Total seats occupied by women in ASX 200
188	Total seats occupied by women in ASX 100
19.70%	Percentage of ASX 200 seats occupied by women
23%	Percentage of ASX 100 seats occupied by women
15.60%	Percentage of ASX 101-200 seats occupied by women
36	Current number of boards with ZERO women directors
61	Current number of boards with only ONE woman director
4	ASX 100 companies with no women directors
9	Women CEO's in the ASX 200 (including 5 in ASX 101-200 entities)
13	Women chairs in ASX 200 (including 7 in ASX 101-200 entities)

FAIRFAX MEDIA SHARES SINK ON BILLIONAIRE GINA RINEHART'S EXIT

Fairfax Media shares fell by more than 9% following the sale of Gina Rinehart's entire holding for about \$300 million – at below market value. Rinehart has indicated that she was unhappy with management.

Rinehart began buying into Fairfax Media in late 2010 and by February 2012 she was the biggest shareholder, with 14.99%.

Her position as a substantial shareholder was troubled with the board of directors blocking her from a seat on the board. Instead, her friend Hungry Jack's founder Jack Cowin, was appointed as a compromise.

Source: Business Insider – 9th February 2015

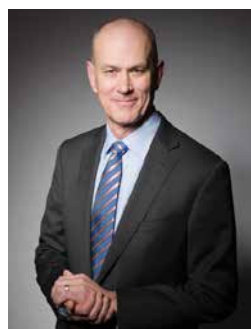




Equitas Partners

2015 Outlook

February 3, 2015 by Rob MacLean. Founder, CEO and Principal Advisor



When I put “pen to paper” on the second day of the second month of 2015, it was clear to me as I looked to the year ahead that things have not changed significantly of recent years.

The world is still grappling with the impact of the Global Financial Crisis and the financial problems built up over the last 40 years.

Every western country seems to have a government struggling to get policies through. Much of this is caused by the demographic shift triggered by baby boomers retiring. We have now half of all baby boomers in retirement, meaning less people to pay tax and more people looking for government support.

In the last year we have seen the US tapering their Quantitative Easing (QE) program, only to have Japan and Europe start their respective versions. These programs are designed to provide a level of comfort to both consumers and companies that low interest rates will be here for a long time.

GOVERNMENT POLICY

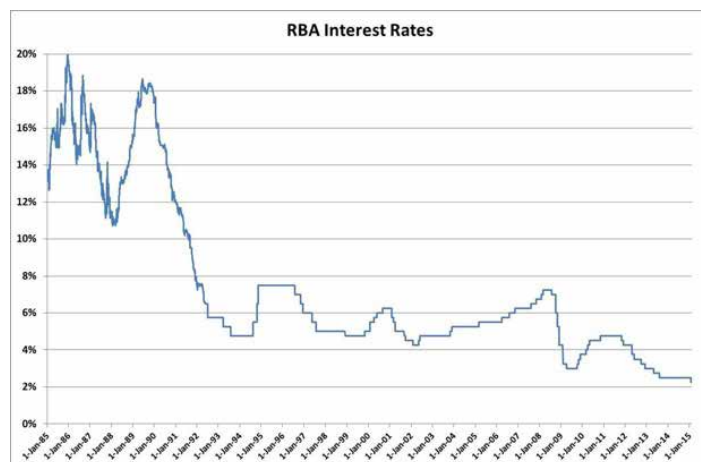
The foremost issue for the Australian Government is that spending is increasing while revenue (i.e. tax) is, at best, neutral. Yet most of the revenue and expenditure measures announced in last year’s Federal budget to address this imbalance have failed to get through parliament. I think the only certainty is that taxes will rise. From the 1970s up until the GFC most taxes were falling in Australia. Only a few decades ago the top marginal tax rate was 66% and almost half of Australian tax payers were at this level. In the last few years we have seen a slow increase in marginal tax rates at the top level, a dramatic lift in the Medicare levy, a reduction in the ability to claim a tax deduction for contributions to superannuation, and so forth. The problem is that as more Australians retire and do not pay tax the burden for funding government spending falls on those still working – a situation that probably isn’t sustainable.

The take out message for high net worth individuals is that if we expect taxes to rise then effective tax management becomes more important. Whilst getting a tax refund is a national pastime, there are fewer expenses that can be claimed. Hence tax efficiency needs to derive from effective asset and financial structuring. What this means is that superannuation at zero or 15% tax is better than 30%. A company at 30% tax is better than an individual at 47% – and a blend of all these or using family trusts makes more and more sense towards protecting and growing assets.

INVESTMENTS

As you can see by the chart below, interest rates in Australia are lower than anyone can remember, but they are still higher than elsewhere. If we look at Canada (a country with similar demographics and economy to Australia) their Interest Rate is 0.75% compared to our 2.25%. We may think rates on a term deposit are low, yet by looking abroad we can see how much lower they could go.

Graph 1. Reserve Bank of Australia Interest Rates 1985 – 2015



Source: Reserve Bank of Australia, 2015

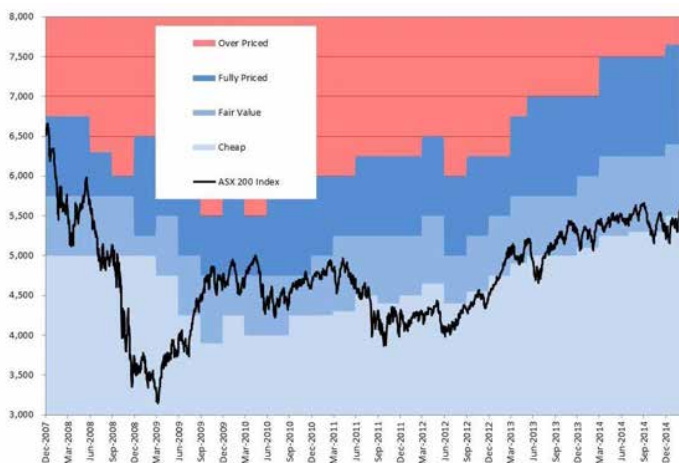
Great for those borrowing money, not so great for those with interest bearing investments such as term deposits.

We have also seen a rise in the value of house prices in most capital cities in the last few years. We want our house to go up in value so we are better off, but we also want houses to be more affordable for our children, clearly a dichotomy. Sydney house prices on a global measure appear to be 30-50% more expensive than they should be.

The Australian Stock market has largely been trading sideways since 2010. We had a dip in 2010/11 against the backdrop of Euro and Greek debt crisis and then a recovery. There is not a lot of growth but investors are getting good returns from dividends and franking (tax) credits.

Whilst it is not possible to pick the top or bottom of markets, it is possible to determine valuation. Below is our current view of the Australian Share Market.

Graph 2. ASX 200 Share Price Valuation



Source: Equitas Wealth Pty Ltd, 2015

As you can see in the last four years by our valuation the share market has been priced fairly which means it is no longer cheap but not overpriced either.

ECONOMY

We are starting to see some economic growth in Sydney following a sluggish few years. This seems to be driven by construction, particularly infrastructure and large apartment buildings.

We are seeing improved profits in some sector such as Banks and Telcos. We have started to see companies moving from a focus on cost management to looking for revenue drivers in the last year, which is a positive sign.

In summary, my perspective on 2015 looks like this:

- Interest rates will remain at current low levels for the foreseeable future.
- As it has been for the last few years, the Australian Share Market is still fair value but cannot grow dramatically without company profits growing and companies growing their revenue.
- All governments including the Australian Federal Government will be looking for ways to increase tax.
- I expect a lot of noise from Global markets and on topics from the Middle East and Oil to Eurocentric debt crisis; for Greece to declare itself broke; and for the IMF to say houses in Sydney are expensive (not that we don't already know this).

Our outlook continues to remain positive – Australia is in good shape. We have a government intent on supporting those who want to look after themselves, which I believe will bring rewards in the mid-term.

This information was prepared by Equitas Partners and is valid at the time of publication.

The information contained has been prepared without taking account of your objectives, financial situation or needs. Because of this you should, before acting on this information, consider its appropriateness having regard to your objectives, financial situation and needs.

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