



Board Role Interest Pack

Version 5.0: 18 September 2018

Introduction

Thank you for your interest in a Board position with Anywhere Theatre Festival Limited (Anywhere Festival).

Anywhere Theatre Festival Limited is a Brisbane based not-for-profit company with a vision to propel a world-wide trend for exciting, engaging, passionate performance anywhere but traditional theatres.

At its core, Anywhere Theatre Festival Limited provides the framework and facilities for other theatre practitioners to create work... anywhere.

Directors on the Anywhere Theatre Festival Limited board are unpaid positions with a yearly nomination cycle. Meetings are held on a quarterly basis.

In the pages that follow we have included elements of the full Anywhere Theatre Festival Limited Board Handbook that we hope give you background on the company, our direction and how the board currently operates.

We look forward to talking to you in more detail.

Helen Astbury - Chair
Anywhere Theatre Festival Limited

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Board Recruitment Process

The process for recruiting a board member is:

1. Initial approach by:
 - a. CEO or Board member to a candidate of interest
 - b. Candidate to board
 - c. Referral by other person or organization (Women In Boards)
2. Confirm potential board position available and the recruitment process to the candidate.
3. Discussion with CEO
4. Half hour interview with Chair
5. Receive Board Application Information Pack
6. Expression of interest by the candidate for a role on the board including cv
7. Check done on “Banned directors” on ASIC register
8. Invitation by Chair to attend board meeting
9. Board to approve member to continue attendance and be nominated for position at Annual General Meeting.
10. Candidate signs:
 - a. Conflict of interest form
 - b. Board Member offer acceptance form
11. Candidate details updated on ASIC register.

Background information

About the company

Anywhere Theatre Festival Limited (aka **Anywhere Festival**) is a not-for-profit company with a vision to propel a world-wide trend for exciting, engaging, passionate performance regardless of access to traditional theatre infrastructure.

“Anywhere makes it possible for performers to perform anywhere but a theatre and for anyone to host or experience a performance in a space they wouldn’t expect.”

Our main thing is the Anywhere Festival running annually in May (9-26 May 2019) in Brisbane and now Sunshine Coast.

We know there is a better way for performers and producers than waiting for rare slots in theatres and losing life savings presenting in fringe festivals where there are more performances than audiences members and the entire budget goes on venue hire and paying for everything but the creation of the work.

We create opportunities for collaboration, for the meaning they bring to our lives, the power with which they engage us, to share stories and engage audiences to find meaningful solutions for the challenges we face today.

In seven years Anywhere Festival has presented festivals in Queensland, Victoria and New South Wales with over 2,112 performances to over 417,800 people.

We create cohesive communities where diversity, achievement and excellence are fostered. Where supporters, volunteers, audiences, participants, consumers, makers, creators, keepers and distributors of arts and culture are cherished and engaged instead of permitted to attend.

Anywhere Stands for..

THE COMMUNITY

Story telling began as something we did around camp fires and over time it has been ghettoed inside traditional theatre venues and the structures that go with them. We believe that for our own stories and performance to survive we have to stop creating theatres where people “go” for live performance. Storytelling and performance needs to happen anywhere. People need to see performance, to see theatre and engage in theatre anywhere regardless of their income or location.

“Anywhere
Theatre Festival
**embodies
what theatre
should
be about.**”

- Kristian Fletcher

EMERGING CREATORS

We also believe that restricting performance to theatres places an unnecessary gatekeeper for artists and audiences. The majority of performers and producers wait for rare slots in theatres and fringe festivals where there are more performances than audiences members and the entire financial risk is placed on the independent producer.

LOCAL BUSINESS

We've also demonstrated that there is great opportunity for business and communities to benefit by placing performances in public and business locations. We do this through innovative partnership with local businesses and performers by removing the fiscal and creative barriers in audience attendance. We create performance right where people live, work and play to make stronger, more vibrant communities.

“OMG, are you serious? How important? I would never in a million years have actually done this without Anywhere Theatre Festival. I didn't know I had it in me! I have been mentored, made into a creative puppeteer, scriptwriter and producer. Who would have guessed? I am still in a state of awe that it all happened. The crowd loved it, my message from the play is heading further afield and I feel much loved and supported. Thank you.”

Kerry Chave, producer of *Dying To Meet You*, in response to the survey question “Why do you feel Anywhere Theatre Festival is important for you as a performer/producer?”

“Paul and his small team have done an outstanding job creating this highly innovative festival in the most cost effective manner I have ever witnessed!”

- John Aitken,
Brisbane Marketing

Key Statistics for 2018

Attendance

313

performances of 101 productions across Brisbane City Council, Noosa Council and Sunshine Coast regions

82%

of all available tickets were sold, above our target of 75%.

17,937

total attendance at events through Brisbane City Council, Sunshine Coast and Noosa Council.

84%

of surveyed attendees would have stayed home if they had not come to an Anywhere Festival performance.

64%

of surveyed attendees had not attended Anywhere Theatre Festival before.

58%

of surveyed attendees travelled more than 10 kilometres to the performances and 39% travelled more than 30 kilometres.

Producing an excellent event

97% of in-person surveyed audience members rated their festival experience as Excellent or Above Average (up from 94%) with Excellent rating increasing from 60% to 69%.

93% of surveyed audiences agreed or strongly agreed that the festival and shows were well thought out and put together (up from 90%).

99.8% of in-person surveyed audience members would recommend the festival to others.

80% of participating artists had their best or a better experience being part of Anywhere than other festivals (up from 69% last year).

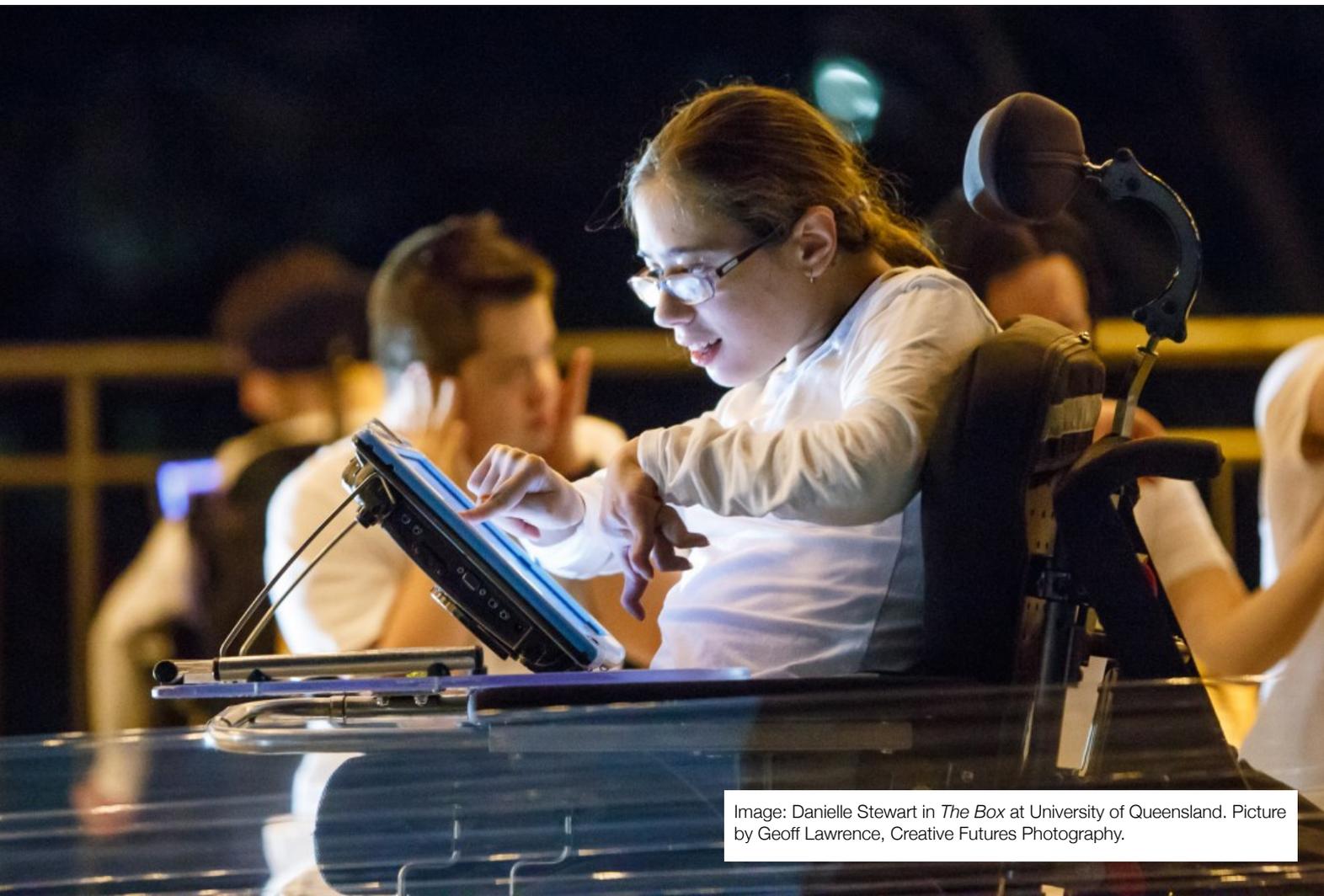


Image: Danielle Stewart in *The Box* at University of Queensland. Picture by Geoff Lawrence, Creative Futures Photography.

Supporting independent artists

78% of participating artists said their production would not have been possible or much more difficult without Anywhere Theatre Festival.

94% would do the festival again (up from 84%)

98% of artists had learnings from being involved in the festival, with the value of learnings for all areas increasing

94% of artists achieved what they wanted to achieve (up from 90%).

\$492,652 is the estimated value of savings to participant artists by being part of the festival and presenting their work in non traditional spaces instead of traditional theatres

61% of projects were led by or had a predominantly **female creative team**.



Image: Alex Mizzen in *Invisible Things* at Vulcana Women's Circus.
Photo by Geoff Lawrence.

Importance / community buy in

92% of surveyed audiences said they strongly agreed or agreed that it was important that it was happening here.

63% of attendees stating they were much more likely to revisit that location or business as a result of their Anywhere Theatre Festival experience.

56% of attendees had not previously visited the location hosting the performance.

99% of host businesses are interested in being involved in 2018.

\$712,503 Potential new local business for performance hosts over the next twelve months as a result of new customers revisiting (residential venues not included)

80% of audience agreed or strongly agreed that "it helped me feel connected to people in the community".

\$519,997 in kind venue rental, marketing, services and staffing provided by host venues providing rent free performance spaces.

\$1,349,630 value of in kind provided by participant artists to create the works as part of the festival.

Under-represented groups

2018 was also a standard year for local and indigenous storytelling (*Stories of Belonging* and *Storyplace – Mooloolaba*), for productions by differently abled groups including Spiral Arts, Screech Arts and Sunshine Troupe and gender issues (*Cos-play-gaysian Puck*, *Half World*, etc)

Visitor Spend / Exposure

\$383

average spend from overnight stay ticket purchasers attending Anywhere Theatre Festival from outside the region.

\$194

average spend from day visiting ticket purchasers attending Anywhere Theatre Festival from outside the region.

416,154

page views on www.anywhere.is (up from 312,118) with no system outages.



6,286

Facebook followers, up from 5,200 at end of May 2017, a 21% increase, with a reduced Facebook advertising budget and organic grass roots led approach.

How do we compare?

We want to make sure that we are providing excellent product and effectively utilising our resources.

Our core aim is to make performance happen everywhere and to do that we compare ourselves to other organisations in the value of what we provide to independent artists, attracting audiences and integrating into the community.

All figures below obtained from publicly available annual reports where available.

	Brisbane Anywhere Festival (2015)	La Boite (2015)	Metro Arts (2015)	QTC (2015)	Brisbane Festival
# of new works and works in development presented by local emerging and independent artists	82	4	33	7	2
# of performances	438	247	79	493	213
# of performance suburbs/cities	63	163	1	67	8
Attendance (2016)	97,418	31,733	16,000	126,355	890,000
Community and business partners (not including government partners)	73	18	23	31	23
Base Funding to deliver	\$70,000	\$946,078	\$287,981	\$5,056,000	\$5,000,000
# of full time paid staff (Total FTE)	1.2	26	3	66	70+
Value of in kind support provided to independent artist (free venue hire, resources, creative and producer development)	\$993,951	not available	not available	\$126,000	not available
Audience Satisfaction (Excellent or Good)	94%	90%	not available	70-80%	91%
Cost per audience member	\$0.72	\$29.81	\$18.00	\$40.01	\$5.62
% of total income to artists and creatives	83%	21%	not available	14%	30%

Meet our team

Each Anywhere Festival grows up to 300 people in the lead up to the Festival but meet the brains behind the concept and each Anywhere Theatre Festival and Anywhere Festival project.

PAUL OSUCH | CO-FOUNDER & CEO

Paul Osuch created Anywhere with Co-Founder Alex McTavish with the very first festival in 2011..

Paul Osuch holds a Bachelor of Business from the Queensland University of Technology and is a graduate of the NIDA Playwrights Studio. He is an Australia Council for the Arts Emerging Leader, a Queensland Government Cultural Champion and Arts Queensland QASP Assessor.

He was Artistic Director of Borderline Defamation Productions for several years, producing and directing the world premiere of many new works, including the Australian Film Industry nominated *All My Friends Are Leaving Brisbane*, which has since been adapted into a feature length film. He has created and marketed major productions from the Soho Theatre and Battersea Arts Centre in London to the Cement Box Theatre in Brisbane.

Paul has always been focused on new ideas and ways to make performance a bigger part of everyone's life.

NYCOLE PROWSE | SUNSHINE COAST FESTIVAL CO-DIRECTOR

Nycole Prowse is the Co-Festival Director of Anywhere Festival (Sunshine Coast) who joined the Anywhere team in 2017.

Nycole is a writer, producer, independent academic and researcher with over 25 years' experience in teaching literature at tertiary level and in the creation and production of creative and literary projects and festivals in urban and rural communities in Australia, the US, Japan, the UK and the Middle East. She is founding principal of Peripheral Arts, which puts focus on artistic and creative ways to bring about the wellbeing of communities via multimedial story crafting and sharing.

Her most recent projects include: *Wild Women's Tales* a series of story crafting workshops that culminated in an immersive storytelling performance played out at last year's Anywhere Theatre Festival; and a poetic, musical and cinematic stage production of her award winning poetry *Alice, Dorothy and Wendy* in conjunction with composer Mark Ferris as part of the Sunshine Coast Horizon Festival.

Nycole has a PhD in Literature and has published widely in the area of literary representations of gender, space and the body. She is editor of a multidisciplinary anthology *Intervening Spaces* (Brill), a transnational examination of the inter-connective impact and potential of performance, art and design on people and place.

TONI WILLS | SUNSHINE COAST FESTIVAL CO-DIRECTOR

Toni Wills is the Co-Festival Director of Anywhere Festival (Sunshine Coast). She joined the Anywhere team this year to assist the delivery of our inaugural Sunshine Coast program.

She is a playwright, educator, workshop facilitator and independent producer. She holds a Masters in Creative Arts and a Bachelor of Arts/Law. With over fifteen years working in the design and delivery of creative and education projects across the legal, community and arts sectors, she now focuses on storytelling, production and developing opportunities for regional artists.

Toni is the creative and production collaborator with Peripheral Arts – a profit for purpose arts organization working on a wide range of community based storytelling projects across South East Queensland. She is also the co-director of the *Play in a Day* drama writing workshop program developing creative confidence in teens.

And get this kind of feedback

"I thought it was great that it felt like a giant team of artists that were being led by very strong leaders (Alex and Paul) of the festival. Even though I may not have seen them all of the time, I could tell how hard the organizers were working when I would walk around and see flyers, posters, other media and advertising, and word of mouth about how big the festival has gotten - I felt well looked after as a participating artist - well done! I also love that there is an uncurated festival in Brisbane - it's really important to the development of the performance and arts landscape."- Sandra Carluccio This is Kansas City

"The support from the management team was exceptional. Absolutely exceptional. I've never felt more supported by a festival team, particularly in regards to administration, festival marketing, logistics and professional guidance. The ticketing system that was set up was brilliant. Having 100% access at all times to ticketing counts, holds and up-to-date taking reports was such a strong asset to operating within the festival. The support with internal marketing structures was also brilliant, being able to contact all other members of the festival was great." Tom Noble, Haven by Fixate Productions

"This has been our most financially successful festival even after touring our shows nationally!" Tess Waters, producer/performer "Sexytime!"/"How to be a lady"

"The support from the management team was exceptional.
Absolutely exceptional.
I've never felt more supported."

-Tom Noble,
Fixate Productions

"In my work with Anywhere Theatre Festival, I have witnessed how this innovative concept
delivers creative and partnership opportunities
broader commercial sector"

- Morgana Prior,
Northshore

History

2010

May After a range of consultations and checks on major barriers, the concept of the Anywhere Theatre Festival was launched to theatre practitioners. Core staff of Paul Osuch (Artistic Director) and Alexandra McTavish (General Manager) in a volunteer capacity to trial the festival.

2011

May After an initial plan of 10 productions over 10 days, the Anywhere Theatre Festival in Brisbane finished with 152 performances over ten days from 10-19 May

Jun 17 First Board meeting with new members Doug Brimblecombe (Chair), Helen Astbury (Deputy Chair), Lynn Smart, Elliott Dalgleish

Sep Arts Queensland choses the festival for a major case study and includes references to the festival in the Creative Capital strategy document

Oct Paul Osuch invited to speak at TEDxBrisbane about Anywhere Theatre Festival.

Dec Application for \$48,875 Arts Queensland Project and Development Grant is successful.

2012

Feb First half-day workshop outside of Brisbane City Limits

May Second Brisbane Anywhere Theatre Festival wrapped up with 250 performances and achieving all major goals set for the festival.

2013

Oct Successfully applied for triennial organisation funding with ARts Queensland valued at \$70,000 per annum

2014

Mar Successful discussions with Frankston City Council to implement an Anywhere Theatre Festival in Frankston in August/September 2014

May Successful delivery of Brisbane Anywhere Theatre Festival with 68 production, 420 performances and introduction of the Director in Training scheme.

Aug Successful discussions with Mackay and Isaac Regional Council to deliver an Anywhere Theatre Festival in Mackay and Isaac March 2015

Delivery of inaugural Anywhere Theatre Festival in Frankston

Successful discussions with Parramatta City Council to delivery Anywhere Festival Parramatta in May 2015.

Nov Began use of Anywhere Festival (removing “theatre”) from name

AGM with appointment of Doug Brimblecombe (Chair), Helen ASTbury (Secretary), Jeremy Wicht (Treasurer) and new board member Michelle Anglin (Legal)

Appointed first paid contract position and first paid position beyond CEO and Creative Producer/GM with Ruby Donohoe migrating from intern Director in Training to Brisbane Producer role.

2015

- Mar Successful delivery of Anywhere Festival Mackay Isaac
- Successful application for Deductible Gift Recipient (DGR) status, allowing donations to be tax deductions
- Successful application to Brisbane City Council Creative Sparks \$20,000 for Brisbane Anywhere Festival
- Sep External Annual Audit undertaken with no areas of concern raised.

2016

- May Successful delivery of Anywhere Theatre Festival in Brisbane, exceeding 2019 goals in most areas
- Successful application to Queensland Government Arts Leverage Fund, matching \$33,000 in donations raised during the 15/16 financial year
- July Successful application for four year organisation funding (2017-2020 through Arts Queensland with a slight increase from \$70,000 to \$80,000 per year
- Sep External Annual Audit undertaken with no areas of concern raised.
- Oct Successful negotiations with Wollongong to deliver festival in August 2017 with a new baseline for independent festivals
- Nov Board AGM re appoints Doug Brimblecome, Helen Astbury, Howard Duggan and Jeremy Wicht with new board members Megan Lavender (NSW) Alex Podger (Vic) , Gary McDonald (Qld)

2017

- May Successful delivery of Anywhere Theatre Festival in Brisbane and Queensland wide test festival
- Jun Co founder Alex McTavish resigns but remains on board to do occasionally consultancy work
- Aug Successful delivery of Anywhere Theatre Festival in Wollongong. Most well funded festival with first federal funding through Catalyst Fun providing \$50,000 on top of the \$30,000 provided by Wollongong City Council, Destination Wollongong and GPT Group.
- Nov Board AGM re appoints Doug Brimblecome, Helen Astbury, Howard Duggan and Megan Lavender (NSW) Alex Podger (Vic) , Gary McDonald (Qld) and appoints Amanda Ralph (QLD).
- Dec Successful applications towards first dedicated Sunshine Coast and Noosa Anywhere Festival with funding through AQ QASP and Noosa Council
- Delivery of first full day masterclass, a model that could be a pointer for future delivery beyond major cities, in this case with \$7,000 from Sunshine Coast Council

2018

- Apr Co Founder Alex McTavish ceases all connection with company.
- May Successful delivery of Anywhere Theatre Festival in Brisbane, exceeding 2019 goals in most areas
- Jun Decision made to change name to Anywhere Festival.

Our place in the Arts Queensland Sector Development plan

Artistic or cultural quality

The Anywhere Theatre Festival is a unique model providing a fresh way of thinking and working anywhere but a theatre. In 2012, the festival facilitated over 250 performances over ten days with more than 300 local, interstate and international artists linked to medium and large scale organisations. This figure was a substantial increase on the 150 performances in the inaugural festival in 2011.

We have demonstrated our ability to produce peer recognised artistic work through works developed with and for partners including Queensland Theatre Company, Northshore Hamilton, Queensland Rail, State Library of Queensland and Brisbane Marketing. This component will develop further in 2013 with discussions underway to support and produce peer recognised works with companies including Metro Arts, Brisbane Powerhouse, La Boite, Expressions, Queensland Ballet and many more.

In 2012 the Anywhere Theatre Festival was the biggest fringe festival in Queensland and the only one of its type in the world with close to double the performances of Brisbane Festival. As demonstrated in the program plan, in 2013 the scope will expand to engage surrounding councils and Queensland's regions, including Rockhampton and Cairns to deliver a significant public program with a regional footprint.

Contribution to the arts and cultural sector

Although a theatre festival in name and multi-artform in practice, Anywhere Theatre Festival Limited aligns closely with the Creative Communities objectives as at its heart it weaves arts and culture into everyday lives through performance anywhere but a theatre. We know it is vital to engage professional and non-professional, community, private and government.

To demonstrate this, the 2012 festival contributed with:

- Over 300 local, interstate and international artists;
- Cabaret, classical and contemporary music, dance, theatre, new media, theatre and youth arts art forms;
- The production of 40 "new works", many of which are developing beyond their original festival life cycle.

Anywhere Theatre Festival Limited have played a leadership role in sector development and artist employment since 2011 including:

- Brokering artist fees for independent artists through Brisbane City Council, Northshore Hamilton and Queensland Theatre Company that would have otherwise been self-funded independent shows;
- Developing events that link arts and non-arts companies with independent artists including ArtsSupport, La Boite, Musica Viva, AusDance, Queensland Theatre Company, Brisbane City Council, Queensland Performing Arts Complex, arTour, Creative Generator, MetroArts, ArtsHub and many more. These initiatives will be expanded in 2013 (see program plan).
- Embedding best practice, education and mentorship into the process of performance development to improve skill sets and the quality of work while medium to large companies benefit from engagement with new and emerging talent and ideas.

Engaged audiences and community

Public demand was demonstrated with;

- 108% ticket sales increase on 2011 and an average show attendance at 76% of capacity across the festival (Edinburgh Festival has just 6%).
- Online subscription base tripled compared with the 2011 festival,

- 53, 275 people engaged with the 2012 Anywhere Theatre Festival
- Unique visitors to www.anywherifest.com during the festival increased from 3,376 in 2011 to 11,947 and 57,114 page views. Our Facebook page has a reach of 10,623.

Our industry and community participation levels increased with major partners including integrated marketing, development and financial contributions. We will build this network into 2013 and beyond.

Strategically aligned major partners included Brisbane Marketing, State Library of Queensland, Northshore Hamilton, Queensland Rail, Brisbane City Council, Oblong + Sons, Heritage Bank, Pozible and Brighton Fringe that provided financial support, marketing leverage and free access to major performance spaces.

Our geographic reach spread from the festival in Brisbane to households throughout Brisbane to Toowoomba, Sunshine Coast, Scenic Rim, Redlands, Moreton Shire and audience engagement beyond that to the U.K., U.S and France. The Program Plan illustrates plans to develop activities beyond the Brisbane hub to develop skills, audiences and touring networks for independent artists beyond the Brisbane Anywhere Theatre Festival.

Governance and management

Anywhere Theatre Festival Limited is a public company limited by guarantee. The current structure of General Manager and Artistic Director allow for separation of responsibilities. Artistic Director Paul Osuch has over a decade of experience in managing and developing artistic, marketing and operation plans for companies including the leading UK drama college Rose Bruford College. He has continued to develop his skills through the Australia Council for the Arts Emerging Leaders Development Program and workshops held by BoardConnect. Rigour around planning and finances is reinforced through monthly board meetings with the highly targeted and effective board with finance, legal, major projection and fundraising experience (detailed in 1.6). A plan is currently in action to augment the board with two new experienced member and an intern secretary role.

Anywhere Theatre Festival has developed and maintains documents to ensure effective governance including, board induction kit, annual board plan, constitution, strategic and business plans. The s2m grant allows staff to focus on leveraging relationships and financing that will drastically reduce Arts Queensland contribution in the following years.

Innovation

Anywhere Theatre Festival Ltd is a new model that delivers quality performances to a wider audience in a manner that is economically and artistically sustainable for artists. In just two years we have proven our capacity for innovation and continuous improvement, exemplified by the overwhelmingly feedback from the public, our partners and the artists themselves about the the quality and breadth of our programs and services.

Innovation in a range of areas are key performance indicators in our business plan. Over an intense year and a half, our innovations have included:

- Streamlining processes around risk management, public liability, venue utilisation, marketing, box office, rehearsals, mentorships and much more;
- Unique volunteer and internships for reviewers, photographers and those interested in the festival with the Anywhere Activator scheme;
- Development of new models to broker financial and in-kind partnerships with a wide range of organisations and performers;
- Establishing a model and framework that minimises cost of entry for independent artists;
- Developing a model for performance in individual homes that manages risk, provides quality experiences for audiences and a safe and financially viable option for performance;
- Comprehensive feedback mechanisms for independent artists, partners and

audiences (refer to 2012 Anywhere Theatre Festival debrief for summary and results).

We have proven our ability to attract high-calibre professionals who are recognised leaders through the enthusiastic involvement of our partners (all leaders in their fields) and the involvement of Queensland Theatre Company, the State's flagship theatre company in 2012. In 2013, we have commitment from The Powerhouse, La Boite, Metro Arts, Backbone Youth Arts and continued support from the State Library and the Queensland Theatre Company- each offering us skills and services that best serve our audiences and our artists.

1. Download Arts Queensland's 12-page case study about Anywhere Theatre Festival 2011:

<http://www.arts.qld.gov.au/docs/case-study-anywhere-theatre-festival.pdf>

Download Anywhere Theatre Festival's Community Guide to Anywhere:

<http://www.anywherifest.com/docs/2012GuidetoAnywhere.pdf>

The Board

Board of Directors

The Anywhere Theatre Festival board of management is an expert panel of leaders drawn from the arts, business and government sectors.

CHAIR (ACTING) HELEN ASTBURY

Helen Astbury is a passionate fundraising, marketing communications and sponsorship executive with vast experience in all aspects of philanthropy, stakeholder engagement, and business development. Throughout her career, Helen has successfully worked with a number of leading state, national and international organisations to deliver outstanding engagement and development outcomes across a number of industries – including the arts, medical research, higher education and broader not for profit sector.

COMPANY SECRETARY AMANDA RALPH

Amanda is an Australian lawyer who achieved first class honours. During the undertaking of her Bachelor of Laws (Hons) degree Amanda majored in corporate law and international finance and since then further studied a Grad Dip in Applied Corporate Law, a Grad Dip in Legal Practice, Applied Language Chinese Diploma, a Grad Dip in Engineering and the Company Directors Course. These studies are also in addition to a degree in Commercial Law Amanda previously completed which provided additional commercial skills in the disciplines of accounting and finance.

Amanda possesses a fluency in both Chinese and French and basic Russian language abilities. In addition, Amanda has recently completed an MBA.

DIRECTOR HOWARD DUGGAN

Howard is the director of Eyeball Media which, for over 20 years, has published a range of music and lifestyle titles in Queensland and around Australia.

Today he publishes the pop culture and entertainment brand scenestr, as monthly print titles in Queensland and South Australia, and as a national website.

He's previously published 'Junior' – a national magazine which remains Australia's highest CAB audited entertainment street press title at over 80,000 copies per month, easily besting both JB HiFi's in-store title and the now defunct triple J magazine.

He was initially trained in retail management at Myer and Big W before securing his first media role in advertising sales with News Ltd at Bowen Hills while gaining honours in his Diploma Of Communications at the Australian Institute Management.

DIRECTOR MEGAN LAVENDER

Megan Joy Lavender is a transformational leader of organisations with a focus on stakeholder engagement. An experienced public company director and government board member, she is also peer recognised as one of the Asia Pacific's best third sector CEOs having held senior executive roles in the corporate, government and third sectors.

Megan presently serves as a State Government appointed board member of the NSW Ministry of Health Centre for Health Record Linkage and has been commissioned by the

Minister for Lands and Water as Deputy Chairman of the Gosford Showground Crown Lands Trust.

Megan is an arts, education, speech and drama graduate of Macquarie University and Trinity College, London.

DIRECTOR GARY MCDONALD

With 37 years experience in national/international markets at senior management, contract/consultancy level in marketing, media, advertising and creative fields that commenced in movie distribution including Walt Disney, Pixar, Roadshow, Buena Vista, Touchstone.

Working across film, television and radio in Australia, US and UK as a qualified journalist, producer and director through the 80/90s he continues to partner and consult in those fields as well as new digital avenues.

He ran his own Event/PR/Media company for two decades during that time and continues to represent major brands, organizations and individuals with counsel and strategic thinking, expertise in innovative communications, production values, marketing/sales, creative/brand, digital/film/tv, cultivating cultural change, organizational alignment, change thinking and project development. Formerly AJA/MEAA, Board of RSA (London), AICD, holds B.Psy., and a number of additional qualifications.

Gary continues to concentrate on strategic change thinking and advising in across industries as well as in the philanthropic and fundraising space.

Code of Conduct

Anywhere Theatre Festival Limited is a Brisbane based not-for-profit company with a vision to propel a world-wide trend for exciting, engaging, passionate theatre anywhere but traditional theatres.

“Story telling began as something we did around camp fires and over time it has been ghettoed inside traditional theatre venues and the structures that go with them. Our mission is to brazenly strip away the elitism of ‘going to the theatre’ to reconnect audiences and communities with theatre, with story telling and with performance... anywhere” Paul Osuch

At its core, Anywhere Theatre Festival Limited provides the framework and facilities for other theatre practitioners to create work.

Everything we do should:

- Increase the ability of the writers, directors and actors to develop work and develop their income while minimising the amount spent on support staff, technical support staff, venue hire or fitting out a black box theatre to look like something out.
- Create the infrastructure to encourage inspirational work independent of an artists ability to fill in forms.
- Create a sustainable model for theatre performance
- Encourage the development of exciting work for audiences and communities outside those currently able or interested in accessing main house theatres
- Encourage sharing of information and collaboration between artists, businesses and audiences.
- Ensure the business remains sustainable and pays for the creators of the work.
- Provides opportunity for mentoring and skills transfers from experienced personnel and inexperienced people.
- Be to the highest standards and professionalism.

In all our operations and relationships as a Board we aim to:

1. Inspire and empower
2. Keep company solvent
3. Provide good governance
4. Ensure there is a strategy
5. Monitor the CEO performance

Conduct

Personal behaviour – it is expected that board members will:

- act ethically, with honesty and integrity, in the best interests of Anywhere Theatre Festival Limited at all times;
- take individual responsibility to contribute actively to all aspects of the board’s role according to the board member duty statement
- attend a minimum of 75% of board meetings;
- make decisions fairly, impartially and promptly, considering all available information, legislation, policies and procedures;
- treat colleagues with respect, courtesy, honesty and fairness, and have proper regard for their interests, rights, safety and welfare;

- not harass, bully or discriminate against colleagues, members of the public and/or employees;
- contribute to a harmonious, safe and productive board environment/culture through professional workplace relationships; and
- not make improper use of their position as board members to gain advantage for themselves or for any other person.

Communication and official information – it is expected that board members will:

- channel all communication between board and staff on business matters through the Chairperson and the CEO/Manager;
- not disclose official information or documents acquired through membership of the board, other than as required by law or where agreed by decision of the board;
- not make any unauthorised public statements regarding the business of Anywhere Theatre Festival Limited;
- support, adhere to and not contradict the formal decisions of the Board made in its meetings;
- respect the confidentiality and privacy of all information as it pertains to individuals.

Conflicts of interest – it is expected that board members will:

- disclose any personal or business interests which may give rise to actual or perceived conflicts of interest;
- ensure personal or financial interests do not conflict with their ability to perform official duties in an impartial manner;
- not allow personal or financial interests, or the interests of any associated person, to conflict with the interests of Anywhere Theatre Festival Limited;
- manage and declare any conflict between their personal and public duty; and
- where conflicts of interest do arise, ensure they are managed in the public interest.

Use of public resources – it is expected that board members will:

- act in a financially responsible manner, applying due diligence to the scrutiny of financial reports, audit reports and other financial material that comes before the board; and
- ensure the efficient use of publicly-funded resources, including office facilities and equipment, vehicles, cab charge vouchers, corporate credit cards.

In addition, Board members commit to:

- taking responsibility for reporting improper conduct or misconduct which has been, or may be occurring in the workplace, reporting the details to the relevant people or agency; and
- taking responsibility for contributing in a constructive, courteous and positive way to enhance good governance and the reputation of the board of Anywhere Theatre Festival Limited.

Board Meetings

Future Board Meetings

The dates and overall agendas for future board meetings are to be discussed at each meeting and are currently held quarterly

Previous Minutes

Please see attachments for previous minutes or to the google docs online version of all documents .

Normal Process

- Papers are to be sent out before the weekend that precedes the board meeting
- Meetings are held in one location with teleconferencing facilities
- Meeting length is currently 1-2 hours and they are currently held quarterly
- There are no catering arrangements in place for board meetings at this time.
- Minutes are sent the day following the meeting

Nomination of Directors

- Directors are currently serving a one year term with nominations one month prior to a November AGM.

Board Member Role Description

Position Title: Board Member, Anywhere Theatre Festival Limited

Function:

- Provide governance to Anywhere Theatre Festival Limited, optimise its performance and ensure compliance with legal requirements;
- Accept the ultimate legal authority for the organisation.

Requirements:

- Attendance at monthly Board meetings and at the company's events;
- A time commitment of ten hours per month, (includes Board preparation, meeting and committee meeting time);
- High level of commitment to the work of Anywhere Theatre Festival Limited;
- Knowledge and skills in one or more areas of board governance: policy, programs, finance and/or personnel;
- Willingness to serve on at least one sub-committee and participate actively in its work;
- Willingness to invest in developing his/her own governance skills;
- Attendance at the Annual General Meeting;
- Be informed of the services provided by Anywhere Theatre Festival Limited and support them publicly;
- Prepare for and participate in the discussions and the deliberations of the Board;
- Be aware of and abstain from any conflict of interest.

RESPONSIBILITIES

Planning

- Approve the mission and values of Anywhere Theatre Festival Limited;
- Review and approve the strategic plan designed to ensure Anywhere Theatre Festival Limited is meeting objectives and business risk is managed;
- Approve organisational policies, and monitor the organisation's performance against policies and strategic plan
- Review and approve the marketing and fundraising plan annually;
- Review and approve the organisation's budget annually and monitor financial performance.

Advocacy and marketing

- Assist with Anywhere Theatre Festival Limited's fundraising and development;
- Review and endorse the marketing and fundraising plan annually;
- Promote Anywhere Theatre Festival Limited's interests actively within the broader community in accordance with the Code of Conduct and the marketing and fundraising plan

Organisation

- Select, monitor, appraise, advise, support, reward and, when necessary, change top management;
- Ensure that management succession plans are in place;

- Foster a positive working relationship with other Management Committee members, and organisation staff;
- Be assured that organisational strength and HR planning is equal to the requirements of the long-range goals;
- Contribute to effective board recruitment and succession planning;
- Review the performance of the Board annually and take steps to improve its performance.

Operations

- Review results achieved by management compared with the organisation's philosophy, annual and long-range goals and the performance of similar organisations;
- Be sure that the financial structure is adequate for the organisation's current needs and long-range strategy;
- Provide candid and constructive criticism, advice and comments;
- Approve major decisions, such as capital expenditure and major program and service changes.

Audit

- Be assured that the board and its committees are properly and adequately informed of the condition of the organisation and its operations;
- Be assured that published reports properly reflect the operating results and financial condition of Anywhere Theatre Festival Limited;
- Ascertain that appropriate conflict of interest policies are in place and that they are monitored and enforced;
- Appoint independent auditors, subject to approval by members;
- Review compliance with relevant legal requirements;
- Ensure appropriate risk assessment and risk management procedures are in place.

Other Important Duties:

- Govern the organisation according to the broad policies developed by the Board.
- Establish overall long and short term goals, objectives and priorities for Anywhere Theatre Festival Limited in meeting the needs of the community/stakeholders.
- Promote organisation membership through community networking, etc.
- Be accountable to the funders for the services provided and funds expended.
- Monitor and evaluate the effectiveness of the organisation through a regular review of programs and services.

Chairperson Role Description

Position Title: Chairperson of the Board, Anywhere Theatre Festival Limited

Function:

- As Chairperson of the Board, assure that the Board fulfils its responsibilities for the governance of Anywhere Theatre Festival Limited.
- Be a partner to the CEO, helping him/her to achieve the mission of Anywhere Theatre Festival Limited.
- Optimise the relationship between the board and management.

Qualifications/Skills:

- Completed two years of Board membership term and have an understanding of parliamentary procedures.

Term:

- The Chair serves for a one year term.

Requirements:

- Commitment to the work of Anywhere Theatre Festival Limited.
- Knowledge and skills in one or more areas of Board governance: policy, finance, programs, and/or personnel.
- Willingness to serve on at least one committee.
- Attendance at regular Board meetings.
- A time commitment of 12 - 15 hours per month (includes Board preparation, meeting, sub-committee and meeting time).
- Attendance at Annual General Meeting.
- Be informed of the services provided by Anywhere Theatre Festival Limited and publicly support them.
- Prepare for and participate in the discussions and the deliberations of the Board.
- To foster a positive working relationship with other Board members and Anywhere Theatre Festival Limited staff.
- Be aware and abstain from any conflict of interest.

Responsibilities:

- Provide leadership and direction to the Board.
- Chair meetings of the board. See that it functions effectively, interacts with management optimally, and fulfils all of its duties. With the CEO develop agendas.
- Serve as ex-officio member of other board committees.
- Call special meetings if necessary.
- Arrange for Vice to Chair meetings in the absence of the Chair.
- With the CEO recommend composition of the Board Committees.
- Recommend committee chairperson with an eye to future succession.
- Work with the nominating committee to recruit new board members.
- Assist the CEO in recruiting board and other talent for whatever volunteer assignments are needed.
- Periodically consult with board members on their roles and help them assess their performance.
- Establish overall long and short term goals, objectives and priorities for Anywhere Theatre Festival Limited in meeting the needs of the community.
- Ensure Board members receive agenda and minutes in a timely manner.
- Reflect any concerns management has in regard the role of the Board or individual trustees. Reflect to the CEO the concerns of the Board and other constituencies.
- Prepare a review of the CEO and recommend salary for consideration by the

- appropriate committee.
- Oversee searches for a new CEO.
- Annually focus the board's attention on matters of organisational governance that relate to its own structure, role, and relationship to management.
- Work in partnership with the CEO to make sure board resolutions are carried out.
- Serve as an alternate spokesperson. Enhance relationships with other community groups and agencies.
- Fulfil such other assignments as the Chair and CEO agree are appropriate and desirable for the Chair to perform.
- Adhere to general duties outlined in the board member job description.

Secretary Role Description

"The role of the Secretary is to support the Chair in ensuring the smooth functioning of the Management Committee." (Creative Commons, DIY Committee Guide, UK)

This involves the Secretary ensuring that meetings are properly called and organised, and that minutes are accurately recorded and kept on file, which is the bare minimum secretarial function. However, there are other, more clearly defined responsibilities of the Secretary that may be applied differently according to the size of the organisation, whether it is an organisation with professional staff or a community organisation that is fully run by volunteers.

Australian public companies, including companies limited by guarantee as many non-profit and arts companies are, are required by law to have a Company Secretary, frequently named in official documents as the Public Officer. (This official is not required for a proprietary limited company.)

The reporting requirements for companies limited by guarantee are dictated by the Australian Securities & Investments Commission (ASIC). A guide to these requirements can be found [here](#).

The Board or Company Secretary of a medium to large organisation is not generally very involved in hands-on secretarial activities and may not necessarily even be a member of the board. The Company Secretary should be carefully selected to ensure that she/he will deal responsibly with the company's compliance welfare.

Any change in Company Secretary must be communicated to ASIC within 28 days.

The core responsibilities of the Board or Company Secretary of organisations with professional staff are to:

1. Ensure legal compliance of the organisation
 - a. with company law requirements
 - b. with the Constitution (or Articles of Association), particularly regarding procedures for Annual and Extraordinary General Meetings and checking that a quorum is present at ordinary meetings
2. Ensure that meetings are minuted and accurate records are kept
3. Hold a copy of up to date contact details for board members

A number of other tasks fall under the heading of secretarial responsibilities, but in organisations

with professional staff, these are usually delegated to a staff member in the CEO's office. They include:

1. Meetings

- Sourcing agenda items from Chair and board members
- Circulating agendas and reports
- Circulating approved minutes

2. Records and administration

Keeping up-to-date contact details (i.e. names, addresses and telephone numbers) for the Board and (where relevant) ordinary members of the organisation.

- Filing minutes and reports
- Compiling a data base of names and addresses that are useful to the organisation

- Keeping a record of the organisation's activities
- Keeping a diary of future activities

3. Legal requirements

- Looking after the organisation's constitution and other company documents
- Monitoring company law requirements and the organisation complies with them

4. Communication and correspondence

- Responding to, and filing, all board correspondence
- Keeping an archive of all the organisation's publications (e.g. leaflets or newsletters)
- Keeping stakeholders informed of the activities and future programs of the organisation, including members, sponsors, the press and the public

Secondly, a number of secretarial tasks are usually specified in the Constitution (or Articles or Rules of Association) of the organisation that the Secretary is serving. These may include, but will not be limited to, tasks such as convening meetings, maintaining the organisation's correspondence, receiving nominations for board/committee membership, receiving resignations and recording and storing minutes of meetings.

All board/committee members should hold a copy of their organisation's constitution. However, it is generally to the Secretary that others will turn when questions arise that relate to constitutional matters, so she/he needs to have a good working knowledge of the document.

All board/committee members have a fiduciary duty to the organisation they serve, but these are even more pertinent for the Secretary. "Fiduciary duties" is the term used by the law to describe the duties where one person is bound to exercise rights and powers in good faith for the benefit of another.' This means that board members must act at all times in the interests of the organisation and not of themselves or any other outside person. These standards of behaviour are usually covered in the board members' Code of Conduct.

How the role of Secretary is carried out in reality will depend on the size of the organisation. In organisations with professional staff, many tasks that nominally belong to the Secretary can be delegated to others (either paid staff or volunteers) (see above), even though those tasks remain the Secretary's responsibility.

In smaller organisations and those fully run by volunteers, there may not be any paid staff to whom the tasks can be delegated. In these cases the Secretary must undertake all these duties personally. If no-one can be found who has sufficient time to fulfil the position, some boards break the role into smaller parts, such as Minutes Secretary, Correspondence Secretary and Membership Secretary. In other cases, some of the administrative responsibilities are given to volunteers outside of the Board in order to reduce the workload.

It is recommended that the Board draw up a description of the role of Secretary to suit the operation of its particular organisation. The role description should reflect the skills, interests and amount of time that the Secretary has to offer and should indicate those tasks that will be delegated to others. It should be revised whenever a new Secretary takes office.

If your organisation is an incorporated association in Queensland, an additional requirement is that it must have a Secretary who is a resident of Queensland. There is provision in law for a Secretary to live interstate, but it may not be more than 65km from the Queensland border.

The Secretary of a fully volunteer community organisation carries an important responsibility, since there are no paid staff to whom tasks can be delegated. These responsibilities are detailed above.

Appendices

Governance Subcommittee Terms of reference template

Purpose

The purpose of the Governance Sub-Committee is to ensure that there is a robust and effective process for evaluating the performance of the Board, Board Committees and individual directors and to ensure that the board fulfils its legal, ethical, and functional responsibilities. (Alternatively, an Audit or Risk Management sub-committee may oversee some of these areas.)

Responsibilities

The Governance Sub-Committee is responsible for advising the Board on effective governance of the organisation through:

- Developing and reviewing governance policies and procedures;
- Recruiting suitable board members;
- Providing induction and training programs for board members, and
- Regularly reviewing the performance of the board as a whole and evaluating the contribution of individual members.

1. Governance Policy Development

The Governance Sub-Committee will ensure that policies are created and periodically reviewed which define:

- the roles and responsibilities of the board
- duties and responsibilities of directors and officers;
- conflict of interest procedures;
- procedures for nomination, selection, and removal of directors.

The Sub-Committee will also:

- monitor developments in corporate governance generally;
- make recommendations to the Board on any changes to governance practices that the Sub-Committee regards as necessary or desirable
- ensure that the board is operating in compliance with legal requirements (unless there is an Audit or Risk management sub-committee).

2. Recruitment & Selection

The Governance Sub-Committee will ensure that:

- the number of board members does not fall below the number required by the constitution;
- members appointed to the board understand and agree with the mission of the organisation and the code of conduct;
- members appointed to the board understand and agree to the time commitment and participation requirements of board membership;
- elections and appointments to the board comply with the constitution and other legal requirements.

3. Education

The Governance Sub-Committee will ensure that there are effective induction and mentoring processes for board members and that they have the necessary knowledge to be able to discuss, debate and plan the following:

- the organisation's mission, goals, objectives, programs and services;
- the organisation's budget and financial statements;
- the roles, duties and responsibilities of the board, committees, individual board

- members and the Executive Director.

4. Evaluation

The Governance Sub-Committee will be responsible for arranging the annual board review / performance assessment to ensure that the board, its committees and members are able to plan their activities with knowledge of the achievements, abilities, strengths and limitations of current board members, staff and volunteers.

Accountability

The Governance Sub-Committee is accountable to the Board of Directors for the following tasks:

- annual assessment of the board's performance, including strengths, weaknesses and
- skills of the board as a whole;
- recommending a plan for board development based on the strategic plan and the
- annual board assessment;
- ongoing recruitment of board members who can augment the board's strengths and
- build on its weaknesses;
- mentoring new board members in order to develop their skills as board members;
- monitoring the attendance and contribution of board members;
- drafting governance policies and budgets for board development ; and
- keeping and up-dating records of recruitment history (e.g. names suggested, who was
- approached, what happened) and other relevant recruitment documents.

Sources:

Nathan Garber & Associates, Training and Consulting for the Nonprofit Sector (Canada)
Group Corporate Governance Policy, www.companion.com.au/cms_resources/

Conflict of Interest Form

DECLARATION

The standard of behaviour at the Australian Anywhere Association is that all staff, volunteers, and board members scrupulously avoid conflicts of interest between the interests of the Australian Anywhere Association on the one hand, and personal, professional, and business interests on the other. This includes avoiding potential and actual conflicts of interest, as well as perceptions of conflicts of interest.

I understand that the purposes of this policy are to protect the integrity of the Australian Anywhere Association's decision-making process and business judgments, to enable our constituencies to have confidence in our integrity, and to protect the reputations of volunteers, staff and board members. Upon or before election, hiring or appointment, I will make a full, written disclosure of interests, relationships, and holdings that could potentially result in a conflict of interest. This written disclosure will be kept on file and I will update it as appropriate.

In the course of meetings or activities, I will disclose any interests in a transaction or decision where I (including my business or other non-profit affiliations), my family and/or my significant other, employer, or close associates will receive a benefit or gain. After disclosure, I understand that I will be asked to leave the room for the discussion and will not be permitted to vote on the question.

I understand that this policy is meant to supplement good judgment, and I will respect its spirit as well as its wording.

Signed: _____

Date: _____

BOARD MEMBERS ANNUAL STATEMENT CONCERNING POSSIBLE CONFLICT OF INTEREST

The undersigned person acknowledges receipt of a copy of the corporate Resolution Concerning Conflict of Interest dated ___/___/___.

By my signature affixed below I acknowledge my agreement with the spirit and intent of this resolution and , I agree to report to the Chair of the Board/Management Committee any possible conflicts (other than those stated below) that may develop before completion of the next annual statement.

I am on the boards of management/committees of the following organisations

I have a personal financial interest (comprising greater than 10% of the capital) in the following organisations

I am not aware of any actual Conflict of Interest in relation to the above board memberships and financial stakeholdings

I may have a conflict of interest or potential conflict of interest in the following area(s)

Signed: _____

Date: _____

Type or Print Name: _____

20 Staging Posts of Board Development

It is advisable to take an incremental approach to board development. The following checklist provides an overview of key issues to address - a sequenced 'board development program'.

- Board Processes P
- Board-CEO Linkage B
- Direction and Monitoring D
- Compliance and Accountability C

Staging posts are:

1. We know what the job of a board member entails. We have discussed it and set it down in a duty statement, and a code of conduct.
2. We are clear about the mission and vision of our organisation.
3. We have a current strategic plan and marketing plan. They are informed by research amongst our primary audiences and by other stakeholder consultation.
4. We have identified performance measures to focus our attention on key results, on the impact of our work, and on capacity building within our organisation.
5. We have appointed a capable, committed and skilled CEO.
6. The CEO's work is guided by our strategic plan, marketing plan and our approved policies.
7. The CEO's authority is articulated through a series of clear delegations.
8. The CEO-board relationship is characterised by trust and honesty. Issues and differences are aired and resolved.
9. We have reviewed the size and composition of our board, and identified priority skills and capacities for future board recruitment.
10. Our meetings are well planned and time-efficient.
11. We receive high quality board papers, in good time.
12. We receive clear, annotated monthly financial reports, including updated cashflow projections.
13. All board members participate actively in meetings, and are willing to take on a reasonable workload of other tasks between meetings.
14. We periodically audit risk and legal compliance in our organisation, and act upon the findings.
15. Our Chair provides effective team leadership for the board and works in close cooperation with the CEO.
16. We set aside time for board education, including enhancing our industry knowledge.
17. The CEO plays an active role in board development and education.
18. We have extended our duty statement and code of conduct into a full Governance Charter.
19. The board is actively involved in advocacy and fundraising for our organisation.
20. We celebrate our successes.