

### NATIONAL SENIORS AUSTRALIA LTD

### MEMBERSHIP COMMITTEE CHARTER

FEBRUARY 2016

#### 1. OBJECTIVE

The Membership Committee is a subcommittee of the Board consistent with section 16.3 of the Constitution.

The Committee will support and assist the Board through overseeing the development and continuous refinement of the National Seniors membership strategy. This may include supporting the development and review of business plans, budgets and relationships.

In performing its duties, the Committee will maintain effective working relationships with senior management.

To perform his or her role effectively, each committee member will obtain and maintain an understanding of the responsibilities of committee membership as well as the strategic elements of membership development in National Seniors.

The Membership Committee is a committee of the Board. As such the committee cannot make decisions on behalf of management nor can it direct management. It may make recommendations to the Board.

#### 2. ORGANISATION

##### 2.1 Membership

The Membership Committee will comprise at least three members but not more than five. A minimum of two members will be Board members. At least two Committee members will have qualifications and / or experience relating to membership, marketing or a similar relevant discipline.

The Chairman of the Committee will be a director, or other qualified person who is not an employee of the company, and will be nominated by the Board annually. There will be no set term of appointment to the Committee however, the composition will be reviewed by the Board from time to time.

A quorum for any meeting of the Committee will be two members, one of whom is a Director.

##### 2.2 Meetings

The Membership Committee may invite such other persons to its meetings as it deems necessary, including the Chief Executive Officer, General Managers of Membership & Marketing, Commercial Services or the Chief Financial Officer.

Meetings of the Committee shall be held at least two times a year. Special meetings may be convened as required.

In the absence of the Chairman of the Committee, Committee meetings will be chaired by another Committee member who is not an employee of the company.

The proceedings of all meetings of the Committee will be minuted and the Chairman of the Committee will ensure that appropriate arrangements are made for the recording of minutes.

### **3. ROLES & RESPONSIBILITIES**

The role of the Membership Committee lies broadly in the area of development of membership and associated businesses and relationships.

#### **3.1 Broad Roles & Responsibilities**

- 3.1.1 Assist in the development of a long term strategy for membership development.
- 3.1.2 Periodically review the performance of the membership strategy with senior management.
- 3.1.3 Provide advice on developments in membership recruitment as well as potential corporate relationships whether as corporate members or providers of benefits.

#### **4. Reporting & Other Responsibilities**

- 4.1 After each Committee meeting, update the Board about Committee activities and where appropriate, provide recommendations for consideration.
- 4.2 Ensure the Board is made aware of any membership matters which may significantly impact the affairs of the company.
- 4.3 If appropriate, recommend the Board and the Chief Executive consider additional expertise to provide advice and support.
- 4.4 Review and update the Charter of the Committee from time to time; receive approval of changes from the Board.
- 4.5 Evaluate the Committee's own performance at least every two years.