

Supply Nation Indigenous Business Advisory Group

Terms of reference

1. Purpose of the Indigenous Business Advisory Group

Supply Nation believes that the voice of Indigenous businesses is critical in the ongoing growth of the sector. Supply Nation will work alongside an elected group of its certified and registered Indigenous businesses owners to provide a forum for feedback, and to collaborate to develop solutions to assist our members and suppliers to do more business together.

2. Areas of focus

At the beginning of each term, the Indigenous Business Advisory Group (Advisory Group) will participate in a workshop to outline the main focus areas and intended outcomes of the group for the duration of the term. The Advisory Group's agreed focus and intended outcomes will take into consideration the focus areas of the previous group to ensure consistency and momentum.

All agreed areas of focus for the Advisory Group will align with Supply Nation's vision to build a prosperous, vibrant and sustainable Indigenous business sector.

The Indigenous Business Advisory Group will assist Supply Nation by:

- Accurately representing the views and feedback of Supply Nation's certified and registered Indigenous businesses to Supply Nation, by actively seeking feedback from their peers in the business sector and their community;
- Working collectively as a group, and with Supply Nation to deliver outcomes that benefit the Indigenous business sector;
- Working alongside the Supply Nation Leadership Roundtable members on any pertinent issues and best practice knowledge-sharing to enhance the relationships and ultimately the ability to transact between Supply Nation members and Indigenous businesses.

3. Composition

The Indigenous Business Advisory Group will be comprised of up to a maximum of ten (10) representatives from Supply Nation's registered and certified suppliers along with Supply Nation's Chief Executive Officer (or the CEO's proxy) and Supply Nation staff as required (as non-contributing member(s)).

Membership will be comprised of up to four (4) elected Supply Nation Registered Indigenous businesses and up to four (4) elected Supply Nation Certified businesses and should, where possible, represent the broad geography of Australia.

Supply Nation may appoint an additional two (2) Indigenous Businesses to the Advisory Group at its own discretion. Member representatives on the Advisory Group from the registered or certified business must be of Indigenous descent.

4. Membership

Membership of the Indigenous Business Advisory Group will be determined by a popular vote of Supply Nation's Indigenous business supplier base following an expression of interest nomination process.

Supply Nation may also appoint Indigenous business representative(s) at its own discretion.

5. Responsibilities

The Indigenous Business Advisory Group's responsibilities are to:

- Attend all meetings either in person or via teleconference (approximately 4 meetings per year);
- Agree a set of priorities and outcomes for the group and work with Supply Nation and/or its partners to deliver positive outcomes for the Indigenous business sector;
- Act as a conduit between Supply Nation registered and certified businesses and Supply Nation by bringing any pertinent and/or emerging issues facing Indigenous businesses and the Indigenous business sector to the attention of Supply Nation;
- Act at all times with integrity and in the best interests of Supply Nation in accordance with Supply Nation's Terms and Conditions and Code of Conduct.

**Please note the Indigenous Business Advisory Group is not a decision-making body. Supply Nation will take on board all reasonable advice of the group, however, ultimately Supply Nation will be the final decision makers.*

6. Terms of office

- Advisory Group members are elected for a term of one (1) year.
- Each year, the one (1) year term of two current members (as selected by agreement of the Advisory Group members and the Supply Nation Chief Executive Officer) may be extended by one (1) additional year and they retain their position to provide ongoing momentum. These two positions have a maximum term of two (2) years. This may or may not include the Advisory Group Chairperson.
- Each year, four-fifths (8 members) of the Advisory Group will end their term at twelve months and a new set of members will be elected based on a vote of Supply Nation's certified and registered suppliers.

Continued membership of Advisory Group remains dependent on the elected members' business interest remaining in good standing with Supply Nation. The Advisory Group members' business interest must remain compliant with Supply Nation's registration and certification criteria. The Advisory Group member and his/her business must be in full compliance with Supply Nation's Terms and Conditions and the Supply Nation Code of Conduct.

Advisory Group members are able to nominate for subsequent terms through the standard nomination and election process.

Supply Nation may wind up the Indigenous Business Advisory Group at its discretion at the end of a term and will provide current elected members with at least four (4) weeks' notice of such action.

7. Meetings

The Indigenous Business Advisory Group will meet formally quarterly, or as required, with face to face meetings held at the Supply Nation Head office in Sydney, NSW or other locations by agreement. Teleconferencing will also be used to accommodate Advisory Group member availability.

Proposed meeting dates for the term will be set in advance with reminder invitations sent from Supply Nation 3-4 weeks in advance of each meeting.

Agendas and associated documentation will be distributed at least a week prior to the meeting.

8. Chairperson

The Chairperson will be elected by a vote of the representative members of Indigenous Business Advisory Group at the first meeting of the year and will serve as the Advisory Group's Chair for the tenured period of the respective Advisory Group.

If the Chair is unavailable for any set meeting, the Advisory Group will elect a Chair from the meeting's attending members (provided a quorum is present), who will preside over the respective meeting only.

Supply Nation's representative on the Advisory Group will be ineligible to be the Advisory Group's Chair.

9. Quorum

A quorum will only exist if a total of six (6) Advisory Group members are present at a meeting.

10. Actions arising from the Indigenous Business Advisory Group

Actions arising from the Indigenous Business Advisory Group will be addressed in the following way:

- Advice, actions or recommendations agreed by the Advisory Group will be reported to Supply Nation's Board of Directors through Supply Nation's Chief Executive Officer;
- Actions will be recorded in the minutes of Indigenous Business Advisory Group meetings, tracked and reported back to the Indigenous Business Advisory Group and distributed to all members within 2 weeks of the meeting;
- Where advice or consensus provided by the Advisory Group is not adopted, the Supply Nation Chief Executive Officer will provide an explanation to the Advisory Group at the following meeting or when next available.

11. External activities

For the Indigenous Business Advisory Group to be effective, it's important that the sector is aware of the existence and functioning of the Advisory Group.

When and where appropriate, Advisory Group members are expected to promote the Advisory Group to Indigenous business owners across the country, and advocate and support Supply Nation's vision and objectives with key stakeholders. Outside of this, members cannot publicly comment on behalf of the Advisory Group or Supply Nation unless otherwise agreed.

12. Confidentiality and conflicts of interest

The workings and conduct of the Advisory Group requires discretion and confidentiality from its members. All members of the Advisory Group will be required to sign Confidentiality Agreements and declare any conflicts of interest at the commencement of their term. The Chairperson will seek declarations of conflicts at the commencement of each meeting. Should a conflict be declared, or Supply Nation deem a conflict of interest is present, it may at its own discretion remove the member from the meeting and/or Indigenous Business Advisory Group. Where a member is removed from the group due to a conflict of interest, another representative of Supply Nation's registered or certified business owners will be appointed by Supply Nation.

13. Costs and payment

There is no remuneration for Advisory Group members. Participation on a voluntary basis.

Supply Nation will cover the cost of travel for Advisory Group members to attend meetings. This includes the booking of flights and hotels in accordance with the Supply Nation Travel Policy. Supply Nation will reimburse incidental travel expenses for Advisory Group members upon receipt of the appropriate acquittals and documented proof of any incurred expenses. All reimbursements will be in accordance with the Supply Nation Travel Policy.