

## Corporate Secretary & Governance Manager

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| <b>Classification</b> | Band 7                                                         |
| <b>Team</b>           | Corporate and Assurance                                        |
| <b>Reporting to</b>   | Executive Manager Corporate and Assurance                      |
| <b>Location</b>       | Office based in Bendigo, hybrid working arrangements available |
| <b>Effective Date</b> | 18 September 2025                                              |

### Working at Coliban Water

Underpinning healthy people is healthy water!

Every day almost 180,000 customers in North Central Victoria trust us to deliver the water and sewage services that underpin the health and prosperity of their communities – now and tomorrow. We deliver these services to residents, farmers, businesses, and industry in 49 communities in an area spanning more than 16,500 square kilometres.

Led by our vision **healthy water, healthy people**, putting our customers and communities first is part of our DNA.

Day-to-day this means we maintain and upgrade the water and sewage pipes, pump stations and treatment plants we all rely on. And it's why we've set a bold strategy to build on that trust, enhance our natural environment, strengthen water security and resilience, and help shape the future of our region for the better.

While we're proud to lead the way, we know our success will come from deep understanding and collaboration. We engage regularly with and learn from our customers, communities, Traditional Owners, strategic partners, and others – because as locals, too, we know the best outcomes are realised when we all work together.

### What we stand for

We're focussed on a culture of Earn the customer, Own the risk, and Act. This underpins our ability to deliver high quality services to our region.

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| <b>Earn the customer</b> | We exist to serve our customers. We 'wow' them with an outstanding experience.                                        |
| <b>Own the risk</b>      | We take responsibility and are accountable to our customers and communities.                                          |
| <b>Act</b>               | We are brave in our decision making and take action. We make good judgements based on evidence and we follow through. |

Working with us, you'll be joining a vibrant, dynamic, and supportive team that:

- Respects, supports, and collaborates with the First Peoples of the land on which we live and work.
- Champions an inclusive culture that celebrates diversity.
- Is committed to flexible work and balance.
- Is a leader in the area of social justice, which sees us challenging the way we work to improve gender equality and support those impacted by family violence.

At Coliban Water we balance a small team rhythm with the reach and resources of one of the largest Victorian regional urban water corporations.

With big plans on the drawing board over the next five years, it's a great place to take the next step in your career.

What are you waiting for? We'd love you to join us.

## Position overview

This role is part of the Corporate & Assurance Group that is accountable for the effective planning, management and control of the services that support the organisation and enable the business to deliver business excellence and achieve its objectives.

In addition to serving as the Corporate Secretary, this role leads the organisation's governance, risk, and compliance functions, ensuring the implementation of robust frameworks that uphold strategic and operational integrity. It oversees a multidisciplinary team responsible for enterprise risk management, internal audit, insurance, and legal services, providing expert guidance on legislative compliance, risk mitigation, and corporate governance.

As the primary support to the Board and executive leadership, the Corporate Secretary & Governance Manager plays a pivotal role in fulfilling statutory and governance obligations. The role is instrumental in enabling effective board governance and fostering a culture of accountability, transparency, and continuous improvement across the organisation.

## Position dimensions

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| <b>Capital and expenditure budget</b> | In accordance with the Organisational budget                                                                                                           |
| <b>Authorities/delegations</b>        | Please refer to the Instrument of Delegations                                                                                                          |
| <b>Number of reports</b>              | 4                                                                                                                                                      |
| <b>Internal working relationships</b> | All Coliban Staff. Key internal interfaces include Executive Management and Board, including Board Committees.                                         |
| <b>External working relationships</b> | Consultants, Government stakeholders, Auditors (internal and external), Department of Energy, Environment and Climate Action, Legal Service providers. |
| <b>Other</b>                          |                                                                                                                                                        |

## Key result areas

### Corporate Secretary, Board and Committee Management

- Act as the Corporate Secretary in delivering high-quality governance and secretariat services to the Board and Board Committees to ensure compliance with corporate regulations, support board operations, and contribute to the development and implementation of effective board governance frameworks.
- Responsible for the preparation and management of Board and Committee meeting agendas, papers and minutes.
- Oversee the planning and preparation of Board and Committee Meetings, extraordinary meetings, Board strategy and stakeholder meetings and other meetings as required.
- Responsible for maintaining a register and corporate library of all Board approved governance policies, Board and Committee charters, corporate records and internal registers.
- Responsible for the development, review and maintenance of a complete list of Instrument of Delegations.
- Oversee the Board Performance Reviews as per the annual expectations of the Minister for Water.
- Provide support and advice on Board governance matters to the Chairperson, Board, Executive team and staff.
- Signoff the primary and ordinary returns for the Declaration of Private Interest.

### Corporate Governance, Risk and Compliance

- Responsible for ensuring corporate compliance with Corporate Plans, Annual Report, Business Performance Reports, Financial Statements and Price Submissions.
- Responsible for the Conflict of Interest declarations process.

- Management of the Corporation seals and document execution.
- Undertake general administration and property related approvals.
- Responsible for managing resources, budgets and milestones within financial delegation and role requirements.
- Responsible for ensuring staff complete all compliance requirements to the Quality Management Systems AS/NZS 9001:2016 and the Safety Management System ISO 45001:2018.
- Responsible for ensuring continued Integrated Management System certification through third party audits.
- Responsible for ensuring there are appropriate systems and processes to meet compliance obligations, including the corporation's commitment to relevant International and Australian standards for quality, health and safety, and environmental management.
- Lead the effective management of the organisation's governance, risk, and compliance frameworks, ensuring alignment with strategic objectives.
- Oversee the corporation's insurance portfolio to ensure efficient transfer and management of insurable risks.

### Assurance and Legal

- Manage the internal audit plan and monitor the performance of the internal auditor to ensure robust assurance processes.
- Provide expert advice on legislative compliance, risk mitigation, and corporate governance.
- Oversee the management of legal matters for the organisation, including the procurement of external legal services.
- Oversee legal rights and obligations, including commercial contracts, Privacy, Public Interest Disclosures, Integrity (Whistleblower, Gifts, Benefits and Hospitality), and Freedom of Information (FOI) legislation.

### Continued Business Improvement

- Help identify opportunities for improvement of business process and risk controls by:
- Identify risks to Coliban Water and recommending solutions
- Ensuring end-to-end workflows/processes are efficient, documented and drive agreed business outcomes
- Planning and implementing agreed improvements and training, as appropriate

### Team leadership

- Model the organisation's culture and values and build an inclusive team culture where people feel safe to contribute, innovate, and challenge constructively.
- Build and sustain a high-performing team by providing coaching and mentoring, regular feedback and role clarity together with opportunities for professional growth.
- Drive accountability and performance by setting clear goals and measures, recognising achievement, and addressing underperformance promptly and fairly

## Performance level

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| <b>Action and accountability</b>       | This role provides expert advice and counsel to the business.<br>Problems and issues may not be easily understood and frequently arise. It will need to apply a highly developed understanding of policy, regulatory, and/or legislative processes gained through experience in public or private sector management or specialist positions, with commensurate understanding of the social, political, environmental and economic contexts. Problem resolution is a key feature for this role along with a direct influence over policy development. |
| <b>Judgement and problem solving</b>   | This role makes decisions within complex and dynamic environments. It is required to apply astute judgement in decision-making about issues affecting the organisation with sensitivity to issues impacting the organisation and across the sector. The role will make effective judgements under pressure, consider alternative courses of action, devise action plan and advocate new approaches to complex issues.                                                                                                                                |
| <b>Specialist knowledge and skills</b> | <ul style="list-style-type: none"> <li>• Corporate Secretary skills including board governance and statutory compliance.</li> <li>• Enterprise risk management and compliance frameworks.</li> <li>• internal audit programs</li> <li>• Providing advice on corporate governance, contracts, and regulatory compliance.</li> </ul>                                                                                                                                                                                                                   |

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| <b>Interpersonal skills</b>          | This role is required to negotiate outcomes, enlist cooperation, consult and resolve conflict while maintaining relationships and collaborative networks. The role will facilitate and lead relationships through liaising, engaging and influencing internal and external stakeholders in relation board and enterprise governance, risk, and legal.                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>Leadership level</b>              | <ul style="list-style-type: none"> <li>Lead self: Core skills demonstrating initiative, collaboration and communication.</li> <li>Lead others: Leads, guides, and influences a team.</li> <li>Lead element: Leads the development and growth of a key business capability, core platform, or core technical area.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>Qualifications and experience</b> | <p>Tertiary qualification in Law, Business, Commerce, Public Administration, or a related field.</p> <ul style="list-style-type: none"> <li>Significant experience in governance, risk management, compliance, or legal advisory roles within complex organisations.</li> <li>Experience acting as or supporting a Corporate Secretary.</li> <li>Proven ability to work with senior executives and boards, with strong stakeholder engagement and communication skills.</li> </ul> <p><i>Desirable</i></p> <ul style="list-style-type: none"> <li>Experience in the public sector or regulated environments (desirable depending on your organisation).</li> <li>Postgraduate qualifications in Governance, Risk Management, or Corporate Law.</li> </ul> |

## Shared goals

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| <b>Health safety and wellbeing</b>    | Prioritise your own and others' health, safety and wellbeing by complying with the relevant Occupational Health & Safety legislation and Coliban Water's safety policies and procedures, including reporting hazards and incidents, and ensuring a discrimination-free work environment. |
| <b>Environmental stewardship</b>      | Demonstrate a strong commitment to environmental stewardship by adhering to high standards, sustainability principles, and complying with relevant regulations.                                                                                                                          |
| <b>Victorian public sector values</b> | You'll uphold the values of responsiveness, integrity, impartiality, accountability, respect, leadership, and human rights, to strengthen the organisation's effectiveness in the public sector.                                                                                         |

## Assessments and further requirements

- A valid and current Australian workers' rights.
- You will be required to complete all core-training requirements in the expected timeframes.
- You may be required to perform additional or supplementary duties from time-to-time consistent with your skills, training, qualifications, and experience.
- From time-to-time work outside of your regular business hours may be required, or you might be required to work at remote locations requiring overnight stay.
- You may also be requested to undertake pre or post-employment testing, such as psychometric testing, medical assessments, drug testing, police checks, security clearances, and other assessments.

## Success profile

In addition to the qualifications and experience specified above, you will be required to meet the following criteria:

- Demonstrated expertise in governance, risk, and compliance frameworks**, including the ability to lead enterprise risk management, internal audit, and insurance functions in a complex organisational environment.
- Proven experience in a Corporate Secretary role**, with a strong understanding of statutory obligations, board and committee governance, and corporate reporting requirements.
- Strong legal and regulatory knowledge**, including experience providing advice on legislative compliance, contracts, privacy, integrity frameworks, and public sector obligations (e.g., FOI, PID, whistleblower protections).

- **Exceptional stakeholder engagement and communication skills**, with the ability to influence and collaborate effectively with executives, board members, regulators, and external advisors.
- **Demonstrated ability to manage external providers**, including legal counsel, auditors, and insurers, ensuring value for money and alignment with organisational objectives.
- **High-level analytical and problem-solving skills**, with the ability to assess complex risks, develop mitigation strategies, and support informed decision-making.