

		<b>IQA Procedure P27</b>	
<b>National Office – Company Secretariat</b>		<b>Director Exit Procedure</b>	
<b>Procedure Number:</b>	P27	<b>Version:</b>	P27-01
<b>Date Adopted:</b>	19/7/16	<b>Contact:</b>	Company Secretary

## 1. PURPOSE

The purpose of this procedure is to outline the processes involved to ensure that IQA Directors exit the institute in an appropriate and orderly manner.

## 2. SCOPE

The document describes a set of key steps required to be undertaken to ensure that the IQA directors that leave the institute are required to complete an exit interview record and the President will determine if any action is required as a result of the record. This procedure ensures that any improvements in governance practices are documented and acted upon if deemed appropriate.

## 3. PROCEDURE

- 3.1 The Company Secretary will issue the 'Director Exit Interview – Record' as per below to directors on the following basis:
- a) In the month of the institute's AGM if that director has chosen not to re-nominate for a director position;
  - b) In the month after the institute's AGM if that director was not successful in their re-election to the board as a director at the AGM; or
  - c) In the month that a director resigns from their position during their two year term.
- 3.2 The exiting director is requested to complete the Director Exit Interview – Record and return same to the Company Secretary within a two week period. If the exiting director considers that their feedback is strictly confidential and could impact on the performance management of the Company Secretary, then they are able to return the Director Exit Interview – Record directly to the President.
- 3.3 The Company Secretary is to collate the Director Exit Interview – Records and provide them to the President for their review. The President is to have discussions with the exiting director if clarification is required on any area of the exiting director interview record. The President is to report to the next Remuneration Committee meeting on any area of corporate governance or operational management that may require review, as a result of receiving the Director Exit Interview – Records if they deem it necessary.

## 4. RESPONSIBILITY

It is the responsibility of the Company Secretary and President to ensure that this procedure is adhered to and that all steps are completed for the completion of the Director Exit Interview – Record for all exiting directors and for the consideration of the completed records.

## DIRECTOR EXIT INTERVIEW – RECORD

Name:

Start date as a Director:

Cessation date as a Director:

1. Please describe the primary reason(s) why you are leaving the current Board position.
2. Did dissatisfaction with any of the following factors influence your decision to retire?

	Yes	No	Comment
Board meeting frequency			
Volunteer commitments			
Travel requirements			
Board governance practices			
IQA strategic direction			
Board meeting practices			
Relationship with fellow board members			
Relationship with the Chief Executive Officer ('CEO') or Company Secretary			

3. Please rate the following aspects of your director position.

	1 Poor	2	3 Average	4	5 Excellent
Fairness of workload between directors					
Training received					
Co-directors					
Ability to constructively contribute					
Resourced appropriately					

4. Please rate the following aspects of the IQA overall.

	1 Poor	2	3 Average	4	5 Excellent
Director recruitment process					
New director orientation					
New director training					
Communication between the Board and the CEO and vice versa					
Board performance and evaluation					
Strategic direction					

5. Other general questions.

- a. Were your expectations of the director positions met? If not, why?
- b. Were your expectations of the IQA met? If not, why?
- c. What, if anything, do you wish you had known before you became a director of the IQA?
- d. How well were your skills and experience used in the director role?
- e. What were the positive aspects about the director role?

- f. What do you consider to be the biggest challenge the IQA now faces and needs to overcome?
- g. What would you suggest to make the IQA Board a better place for future directors?
- h. What advice would you give your replacement director?
- i. Would you recommend the IQA Board to others as a NFP Board to join? Why or why not?
- j. What, if anything, could have been done to prevent you from leaving the director position?
- k. Do you have any objection to sharing your feedback with the CEO or Company Secretary?
- l. Do you have any other comments or suggestions?

Thanks you for your candid comments. All responses will be kept confidential unless you've agreed otherwise.

Rod Lester  
Company Secretary