dambimangari
Aboriginal Corporation

Lalai Holdings Pty Ltd

Independent Director – Role Profile / Job Description Framework

Background	Lalai Holdings Pty Ltd has been established as the commercial arm of Dambimangari Aboriginal Corporation. The company's purpose is to support long-term commercial development, generate independent-source revenue, create employment and enterprise opportunities for Dambeemangaddee people, and build sustainable economic outcomes aligned with DAC's cultural, community and strategic priorities. Lalai Holdings is currently in its early establishment phase. A Formal Draft Business Plan is being prepared to assist the company to define its commercial direction, governance arrangements, operational structure, revenue opportunities and staged implementation pathway. As part of strengthening the company's governance and commercial capability, DAC is seeking to appoint an Independent Director to the Board of Lalai Holdings Pty Ltd.
Purpose of the Independent Director Role	The role is intended to strengthen the Board's collective skills and decision-making capability, particularly in relation to commercial development, business growth, revenue generation, risk management, governance, and strategic partnerships. The Independent Director will assist the Board to ensure that Lalai Holdings is positioned as a commercially viable, well-governed and culturally aligned entity that supports DAC's broader economic development objectives. The Independent Director will provide independent commercial, governance and strategic advice to support the establishment, growth and long-term sustainability of Lalai Holdings Pty Ltd.
Constitutional Requirements	Under clause 12 of the Constitution, to be eligible for appointment as an Independent Director, a person must either:

	a. not currently be, or have an Associate who is or was at any time in the past two years, a member or director of Dambimangari Aboriginal Corporation; or b. in the reasonable opinion of the majority of the Board, be considered independent. The Shareholder, being DAC, may appoint a director by resolution, either to fill a casual vacancy or as an addition to the existing directors. A resolution of the sole Shareholder may be passed by recording it and signing the record. The Constitution also requires that all individuals seeking appointment as directors must undergo an evaluation of their business acumen and decision-making capabilities. This evaluation must be conducted by an independent assessor chosen by the Shareholder.
Key Objectives of the Role	The Independent Director will support Lalai Holdings Pty Ltd to: 1. Strengthen the company's governance, Board capability and commercial decision-making. 2. Provide independent oversight and advice during the company's start-up and establishment phase. 3. Assist with the development and implementation of the Formal Draft Business Plan. 4. Support the identification, assessment and prioritisation of commercial opportunities that align with DAC's values, strategic direction and revenue objectives. 5. Provide advice on business structure, partnerships, risk, revenue generation and long-term sustainability. 6. Support the Board to make informed decisions that balance commercial outcomes with cultural, community and shareholder priorities. 7. Assist Lalai Holdings to establish itself as a credible commercial entity capable of engaging with industry, government and potential commercial partners.
Preferred Specialist Skill Areas	Given the start-up position of Lalai Holdings Pty Ltd and the potential commercial areas that may strategically align with DAC's broader objectives, the preferred Independent Director should bring strong experience in one or more of the following areas:
	Essential Preferred Skills

	• Commercial governance and company directorship experience. • Business development and commercial strategy. • Start-up, early-stage business establishment or growth-phase business experience. • Financial literacy, revenue modelling and business sustainability. • Risk management and commercial decision-making. • Strategic planning and implementation. • Experience working with shareholder-owned, community-owned, Aboriginal-owned or purpose-led commercial entities. • Ability to support culturally informed and values-aligned commercial decision-making.
	Highly Desirable Specialist Experience The Board may also wish to prioritise candidates with experience in one or more of the following commercial areas: • Aboriginal business development and Indigenous economic participation. • Contracting, procurement and managing contractor models. • Joint ventures, strategic partnerships and commercial negotiations. • Infrastructure, logistics, marine operations or remote-area service delivery. • Tourism, cultural tourism, visitor experiences or heritage-based enterprise. • Land, sea country, environmental services or conservation-linked commercial opportunities. • Resource sector engagement, supply chain opportunities or regional project partnerships. • Employment, training and enterprise development pathways for Traditional Owners. • Corporate structuring, subsidiary governance and commercial arm establishment.
Key Responsibilities	The Independent Director will be expected to: 1. Act in the best interests of Lalai Holdings Pty Ltd and in accordance with applicable legal, governance and fiduciary duties.

	2. Provide independent judgement and constructive challenge to support sound Board decision-making. 3. Assist the Board to consider commercial opportunities in a disciplined and strategic manner. 4. Support the development and refinement of the company's business plan, commercial priorities and staged implementation pathway. 5. Provide guidance on financial sustainability, revenue generation and risk. 6. Support the Board to assess potential partnerships, joint ventures, contracts and investment opportunities. 7. Assist with the development of appropriate governance systems, reporting processes and Board decision-making frameworks. 8. Help ensure the company's commercial activities remain aligned with DAC's shareholder expectations, cultural values and long-term economic development objectives. 9. Support capability-building within the Board by sharing commercial, governance and business expertise. 10. Maintain independence, confidentiality and a high standard of professional conduct.
Personal Attributes	The preferred Independent Director should demonstrate: • Strong integrity and sound judgement. • Respect for Aboriginal governance, culture and Traditional Owner decision-making. • Ability to work collaboratively with Traditional Owner Directors and DAC representatives. • Commercial discipline balanced with cultural awareness. • Practical start-up thinking, including the ability to work in an environment where systems, strategy and operations are still developing. • Willingness to mentor, guide and build capability rather than simply provide technical advice. • Clear communication skills and the ability to explain commercial issues in plain language. • Independence, objectivity and the ability to respectfully challenge where required. • Commitment to long-term sustainable outcomes rather than short-term commercial activity only.

Independence and Conflict Requirements	The Independent Director must be able to demonstrate independence from DAC and Lalai Holdings Pty Ltd, unless the majority of the Board reasonably considers the person to be independent in accordance with the Constitution. The candidate must disclose any actual, potential or perceived conflicts of interest, including any personal, professional, financial or organisational relationships with DAC, Lalai Holdings Pty Ltd, Directors, employees, contractors, consultants or potential commercial partners. The Independent Director must be able to act objectively and in the best interests of Lalai Holdings Pty Ltd.
Essential Criteria	1. Demonstrated experience in company governance, commercial strategy or senior business leadership.
	2. Strong financial literacy and understanding of commercial sustainability, revenue generation and risk.
	3. Experience supporting business establishment, growth, restructuring or strategic development.
	4. Ability to provide independent judgement and constructive advice to a Board.
	5. Demonstrated understanding of governance obligations, director duties and conflict management.
	6. Ability to work respectfully and effectively with Aboriginal organisations, Traditional Owner Directors and community-controlled governance structures.
	7. Strong communication skills, including the ability to explain complex commercial matters clearly.

Desirable Criteria	1. Experience with Aboriginal-owned businesses, Indigenous economic development or Native Title-related commercial entities.
	2. Experience in sectors relevant to Lalai Holdings' potential commercial direction, including tourism, contracting, logistics, infrastructure, marine services, cultural enterprise, procurement or resource-sector supply chains.
	3. Experience with joint ventures, strategic partnerships, managing contractor models or commercial negotiations.
	4. Experience mentoring emerging directors or supporting Board capability development.
	5. Membership or affiliation with a recognised governance body such as the Australian Institute of Company Directors.