

---

### INTRODUCTION AND PURPOSE

The CleanCo Queensland Limited Board (**Board**) established the People Health, Safety and Environment Committee (**Committee**) of CleanCo Queensland Ltd (**CleanCo**) in **January 2020**. This People, Health, Safety and Environment Committee Charter (**Charter**) sets out the role and responsibilities of the Committee.

The role of the Committee in relation to our people, including their health and safety and CleanCo's consideration of the environment, is to assist the CleanCo Board in fulfilling its responsibilities, and to also assist the Board to ensure that CleanCo:

- Has appropriate systems in place to comply with all relevant health, safety and environmental legislation
- Complies with employment legislation, relevant government policies and Enterprise Agreements (**EA**)
- Monitors CleanCo's safety performance, and improves our people's health and wellbeing
- Monitors and continuously improves the environmental, social and ethical outcomes associated with our activities
- Meets shareholding Ministers' and the Board's expectations for industrial relations and remuneration
- Has a people strategy that promotes CleanCo's values and an organisational culture that is consistent with the vision and mission of CleanCo
- Has policies and procedures to attract, motivate and retain people with the values and capabilities required to enable CleanCo to meet its objectives
- Has remuneration policies and practices which are consistent with the Company's strategic goals
- Creates appropriate succession plans for key personnel and Board members as necessary
- Has performance management systems in place to regularly review the performance of Executives and the Board.
- Develops and causes to be published appropriate external reports in relation to people, health, safety, social, ethical and environmental outcomes

### RESPONSIBILITIES

The Committee has been established as a Board Committee and does not replace or replicate established management responsibilities and delegations.

The Committee's role is to review and recommend to the Board appropriate frameworks, processes and procedures.

Responsibility for all items within this Charter remains with the Board.

## AUTHORITY AND DELEGATION

The Committee will act in terms of the delegated authority of the Board as set out in this Charter.

The Committee is authorised to:

- investigate any matter brought to its attention with full access to all books, records and facilities
- have access to, and meet with, CleanCo employees or any external advisors without Executives or management being present, following agreed protocols
- seek any information it requires from an employee (and all employees are directed to co-operate with any request made by the Committee) or external parties
- obtain external professional advice as it determines necessary to carry out its duties, subject to a Board-approved budget
- request the attendance of CleanCo employees at meetings as it thinks appropriate

## Committee governance

### Membership

The membership of the Committee will be comprised of the Board Chair, the Committee Chair and at least one other Board member. The Board Chair will nominate the Committee Chair and Committee members. A Board member who is experienced in workplace issues, safety and/or environment will be appointed to Chair the Committee.

### Quorum

Two Committee members are required to be present to constitute a quorum for committee meeting.

### Committee Secretary

The Company Secretary will be appointed to facilitate the Committee meetings and reporting duties and will be responsible for:

- the preparation and circulation of meeting agendas and supporting information
- minuting Committee proceedings in consultation with the Committee Chair
- recording any action items arising from the meeting
- general administrative coordination of the Committee's activities

### Meetings

The Committee will, in order to discharge its roles and responsibilities:

- meet at least four (4) times per year
- hold additional meetings as the Committee Chair sees appropriate
- the Committee Chair must call a meeting if requested to do so by the Board to consider a matter
- an annual meeting schedule for regular Committee meetings is to be approved in advance by the Committee

- to the extent not specifically set out in this Charter, the rules and procedures adopted by the CleanCo Board in respect of Board meetings, outlined in the Board Charter, will be adopted for Committee meetings

## Agendas

The Committee Chair will agree the agenda after consultation with the appropriate parties.

The Committee Chair and Committee Secretary are responsible for finalising each meeting agenda. Agendas and papers should be distributed to all Committee Members at least five working days prior to a meeting.

## Minutes & Report

The Committee Secretary is responsible for keeping the minutes of the meeting.

Minutes (or draft minutes if not yet confirmed) of Committee meetings will be submitted to the next meeting of the Board and the Committee Chair will provide a summary report to the Board including decisions and recommendations.

## Attendees at Committee Meetings

Any CleanCo Director that is not a Committee member may attend a Committee meeting.

The Chief Executive Officer, the General Manager Reputation, the General Manager Asset Operations and the Company Secretary all attend Committee meetings.

Representatives from CleanCo's external and internal auditors may be invited to attend Committee meetings.

CleanCo staff may be required to attend Committee meetings (in whole or in part) on a regular basis or from time to time.

## Interaction with other Board committees

The Chair of the People, Health, Safety and Environment Committee will meet with the Board Chair and other standing committees of the Board (as appropriate) to consider and share key information identified by those committees and where appropriate, report to the Board for consideration.

## Performance Review

The Committee Chair will submit an annual report to the Board in respect to Committee activities for the past year, together with any recommendations for improving Committee performance, including any recommended changes in respect of this Charter.

The Committee will participate in any evaluation of Board or Committee performance, as required by the Board.

## Charter Review

This Charter, and any amendments or replacement, may only be approved by the CleanCo Board.

This Charter will be reviewed and, if appropriate, updated by the Board upon receipt of recommendation from the Committee annually.

## Publication of Charter

A copy of the charter will be made available at [cleancoqueensland.com.au](http://cleancoqueensland.com.au).

## DOCUMENT GOVERNANCE

Title	People, Health, Safety and Environment Committee Charter
Approved By	CleanCo Queensland Limited Board
Period of Review	Annual
Date of approval	30 July 2021

## APPROVALS

VERSION	APPROVED BY	DATE APPROVED
1.0	CleanCo Queensland Limited Board	March 2020
2.0	CleanCo Queensland Limited Board	June 2020
3.0	CleanCo Queensland Limited Board	July 2021