

Board Health, Safety and Wellbeing Committee Charter

1. Constitution

The Board Health, Safety and Wellbeing Committee shall be a Committee of the Board established by the Board.

2. Objective

The role of the Committee is to assist the Board to provide leadership and policy in discharging its health, safety and wellbeing management responsibilities within the organisation.

3. Secretarial and Meetings

- 3.1. The secretary of the Committee shall be appointed by the Board.
- 3.2. A quorum of members of the Committee shall be two.
- 3.3. The Committee may have in attendance such members of management, including the Chief Executive Officer (CEO), and such other persons as it considers necessary to provide appropriate information and explanations.
- 3.4. All Directors shall be entitled to attend meetings of the Committee
- 3.5. Reasonable notice of meetings and the business to be conducted shall be given to the members of the Committee, all other members of the Board and the CEO.
- 3.6. Meetings shall not be held fewer than four times a year. Further meetings will be arranged on an as-needed basis.
- 3.7. Minutes of all meetings shall be kept.
- 3.8. After each meeting the Chair will report the Committee's recommendations, key issues and findings to the Board.

4. Responsibilities

- 4.1. Review, monitor and make recommendations to the Board on the organisation's health, safety and wellbeing risk management framework and policies to ensure the organisation has well defined commitments to manage health, safety and wellbeing matters effectively.
- 4.2. Review and make recommendations for Board approval on strategies for achieving health, safety and wellbeing objectives.
- 4.3. Review and recommend for Board approval targets for health, safety and wellbeing performance and assess performance against those targets.
- 4.4. Monitor the organisations compliance with health, safety and wellbeing policies and relevant applicable law.
- 4.5. Ensure the systems used to identify and manage health, safety and wellbeing risks are fit-for-purpose, being effectively implemented, regularly reviewed and continuously improved. This includes ensuring the Board is properly updated and regularly informed on matters relating to health, safety and wellbeing risks.

- 4.6. Seek enhanced assurance the organisation is effectively structured to manage health, safety and wellbeing risks, including having competent workers, adequate communication procedures and proper documentation.
- 4.7. Review health, safety and wellbeing related incidents and consider appropriate actions to minimize the risk or recurrence.
- 4.8. Make recommendations to the Board regarding the appropriateness of resources available for operating the health, safety and wellbeing management systems and programmes.
- 4.9. Any other duties and responsibilities which have been assigned to it from time to time by the Board.

5. Authority

- 5.1. The Committee has complete access to the organisations senior executive team through the Chair, Chief Executive or Company Secretary at any time.
- 5.2. The Committee has authority from the Board to obtain information and to investigate matters within its terms of reference.
- 5.3. The Chair of the committee has the authority to obtain independent legal or other professional advice and research and generally to engage such advisors and involve such consultants (at the expense of the organisation) as the Committee considers necessary to carry out its responsibilities.
- 5.4. The Committee does not have the authority to make decisions in the Board's name or on its behalf. The Committee will make recommendations to the Board on all matters requiring a decision.

6. Review

The Committee shall:

- 6.1. Ensure processes are in place to develop, implement, audit, regularly review and update the health, safety and wellbeing management framework to be consistent with accepted standards.
- 6.2. Formally review the health, safety and wellbeing performance of the organisation including review of audits (internal and external), performance results, significant incidents and investigations, the impact of organisational changes and benchmark data. The CEO will be responsible for producing sufficient information for this review to occur, with input from the rest of the executive/senior management team.
- 6.3. Receive and consider independent reviews and or audits of safety and wellbeing within the business.

7. Review of the Committee

The Committee shall undertake annual self-review of its objectives and responsibilities and of these terms of refence and report back to the Board. The Committee may at any time initiate a review of the Committee and make appropriate recommendations for its alteration to the Board.

Board approved on 22 October 2024