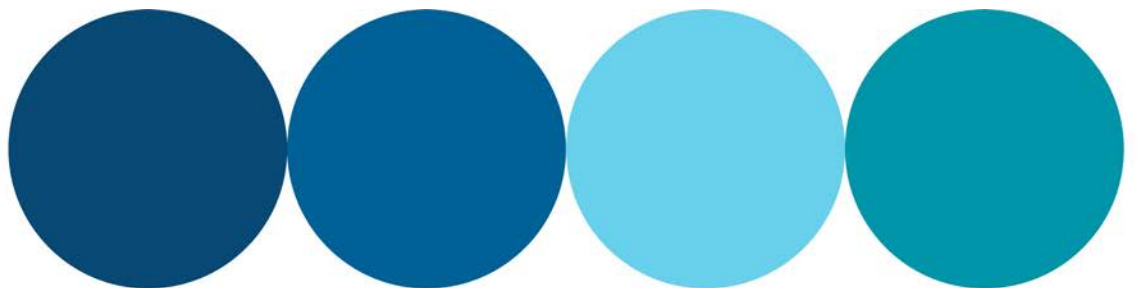


# Charter

People and Culture Committee of the Board of the Water Corporation

Approved by Board of the Water Corporation in August 2018





## 1. Purpose

To support and assist the Board to ensure that people, culture, remuneration and benefits arrangements support the strategic aims of the business whilst complying with regulatory requirements and satisfying the requirements of our shareholder.

## 2. Authority

The People and Culture Committee has the authority to examine any matters referred to it by the Board, or which it chooses to examine in relation to people, culture and remuneration (and benefits) processes, policies and systems and associated issues.

The People and Culture Committee is empowered to seek any information it considers necessary to fulfil its duties, which includes the right to obtain appropriate external advice at the Water Corporation's expense.

## 3. Composition

People and Culture Committee members will be appointed by the Board for such term as determined by the Board and will include at least two members all of whom are non-executive directors. The Chair of the Committee shall be an independent director appointed by the Board.

The quorum shall be one half of the number of members but not less than two members.

In the absence of the People and Culture Committee Chairperson or appointed delegate, the members shall elect one of their members, who is an independent director as Chair for that meeting.

## 4. Meetings

The People and Culture Committee will meet at least four times a year, with authority to convene additional meetings, as circumstances require. The Chairperson will convene a special meeting if so requested by any People and Culture Committee member, the Board of Directors or the CEO. All People and Culture Committee members are expected to attend each meeting, in person, via telephone or video-conference or similar communications equipment by means of which the Board meetings may be held as provided under the *Water Corporations Act 1995* as amended.

The People and Culture Committee may invite management or others to attend meetings and provide information, as necessary.

The Chairperson will ensure that People and Culture Committee members receive meeting agendas and all relevant information required by the People and Culture Committee to carry out its responsibilities.

The People and Culture Committee will ensure that Minutes of all meetings are kept and reports of actions taken or recommended are to be given by the Chairperson of the People and Culture Committee at each subsequent meeting of the Board.



## 5. Responsibilities

The People and Culture Committee will carry out the following responsibilities:

1. Overview overall remuneration policy for the Corporation;
2. Review Chief Executive Officer's performance and remuneration package and recommend changes to the Board;
3. Review recommendations from the Chief Executive Officer regarding remuneration packages for key executives and recommend to the Board the annual pool / annual increases to other employees as required;
4. Review executive incentive schemes and recommend as required to the Board;
5. To review contractual rights of and payments to senior executives on termination;
6. To overview the Enterprise Agreement strategy;
7. Ensure that determination regarding the remuneration of Directors is reviewed by appropriately skilled independent parties;
8. Overview of the progress of and setting key performance indicators for the People Strategy;
9. Overview of the review, drafting and progress of the reconciliation action plan;
10. Overview of Research and Development and Innovation;
11. Evaluation process of Board performance;
12. Board Directors succession planning and nomination; and
13. To undertake any other people and culture activities as required.

In carrying out its responsibilities the People and Culture Committee will recognise the requirements of the *Water Corporation Act 1995* and other applicable legislation.

## 6. Review of Charter

The People and Culture Committee will review this Charter every two years and make recommendations to the Board in relation to any proposed changes. The Board may review and amend this Charter at any time.