



BOARD POLICY

Works and Environment Committee Charter

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1 FUNCTION, ROLE AND DUTIES

The Works and Environment Committee (Committee) is a committee of the Board and is directly responsible to the Board.

The Committee does not replace or replicate established management responsibilities and delegations.

The Committee is responsible for the review of construction, operations and maintenance, environmental and sustainability risk in respect of LinkWater and LinkWater Projects.

The primary function of the Committee is to ensure that LinkWater and LinkWater Projects meet their corporate, technical and project management performance objectives while understanding and managing the associated risks and as appropriate ensuring management risk systems are in place.

In broad terms (and without limiting the scope of the responsibility of the Committee) the Committee has the responsibility of ensuring that:

- the capital works program of LinkWater and LinkWater Projects in respect of construction and operations and maintenance is developed and implemented in a manner consistent with the strategic plans approved by the Board;
- appropriate operations and service delivery targets are established and met;
- environmental targets are established and met;
- maintain awareness of the current development and changing environmental standards, practices and trends, and undertake an 'over the horizon' analysis at least annually; and
- innovation is encouraged in the areas of construction, operations and maintenance, environment and sustainability.

More specifically (and without limiting the scope of the responsibility of the Committee) the Committee will:

- act as a Committee of the Board to assist in discharging the Board's responsibilities as they relate to LinkWater and LinkWater Projects' project management commitments, their internal controls and relevant external regulations and codes of practice;
- assess development of the capital works program and monitor its implementation;
- assess the development of operating and service delivery strategies and targets and monitor compliance with those targets;

- provide a line of communication between the Board, Audit and Risk Management Committee and the internal auditors on relevant matters; and
- provide an engineering, operations and environmental assessment of relevant internal audit matters.

As a Committee of the Board (and without limiting the scope of the responsibility of the Committee) the Committee has responsibility for:

- assessing the quality of LinkWater and LinkWater Projects' environmental reporting and management policies and procedures;
- monitoring compliance with relevant laws and regulations significantly impacting on the capital works, operations and environmental management of LinkWater and LinkWater Projects;
- monitoring actual performance against Strategic and Operational Plans;
- assessing the adequacy and effectiveness of internal controls as they relate to capital works, environment and sustainability;
- evaluating the independence, efficiency and effectiveness of relevant technical audit matters;
- where appropriate, evaluating annual plans as they relate to capital works, operations and environmental management of both organisations, risk assessment, scope, approach and reviewing the coordination of capital works, operations and environmental programs;
- reviewing relevant reports, incorporating management responses;
- reviewing operations, maintenance and capital works expenditure against adopted Operational Plan budgets; and
- providing an 'over the horizon' analysis in relation to changing environmental standards, practices and trends, at least annually.

2 RELATED LEGISLATION

Compliance with all aspects of the Compliance Guide.

3 AUTHORITY

The Board authorises the Committee, within the scope of its responsibilities, to:

- examine any matter in relation to its objectives as it sees fit or as requested by the Board;
- engage external resources if necessary to obtain independent advice; and
- have access to all levels of Management and seek information from any employee in order to carry out the Committee's responsibilities.

4 MEMBERSHIP

The Committee shall be made up of at least three members appointed by the Board. All members of the Committee shall be independent non-executive directors. The Chairperson of the Board shall not be Chairperson of the Committee. The Assistant Company Secretary shall act as the Secretary of the Committee.

It is desirable that at least one member should have a background in engineering, water, operations, law or project management.

5 ETHICAL PRACTICES

Committee members will at all times exercise honesty, objectivity and probity. Members will refrain from entering into any activity that may prejudice their ability to carry out their duties and responsibilities objectively and must at all times act in a proper and prudent manner in the use of information acquired in the course of their duties.

6 COMMITTEE MEETINGS

Meetings must be held at least four times each year. A meeting agenda will be prepared and distributed to all Committee members prior to a meeting.

Minutes of meetings will be distributed to Committee members as soon as possible after each meeting and confirmed as an accurate record at the next meeting of the Committee.

Two members of the Committee must be present at a meeting to provide a quorum.

Only members of the Committee have the right to attend Committee meetings. The Committee Chairperson may request any employee or a specialist consultant to attend all or part of any meeting or present and comment on appropriate agenda items.

All Board members whom are not members of the Committee have a standing invitation to attend.

The Committee may hold meetings, or allow members to take part in its meetings, by using any technology that reasonably allows members to hear and take part in discussions as they happen. A member who takes part in a meeting by using such technology is taken to be present at the meeting.

7 COMMITTEE REPORTS

Minutes of Committee meetings will be furnished to the Board within one month of the date of the Committee meeting. As far as practicable, a decision of the Committee shall be regarded as its collective decision. Where there is material dissension, a minority view may be placed before the Board and will be recorded in the minutes of the meeting.

In conjunction, the Committee will prepare reports to the Board outlining matters that require specific attention by the Board. In particular, this will include an 'over the horizon' analysis in relation to changing environmental standards, practices and trends, at least annually, and the Committee Chairperson will also prepare an annual report to the Board summarising the performance of the Committee.

A summary of the role and findings of the Committee shall be included in the annual report of LinkWater together with a statement that the Committee has observed the terms of its charter.

The Committee must review the Charter once every three years and recommend any changes to the Board.

8 COOPERATION WITH COMMITTEE

Each employee must provide full, frank and meaningful advice on any issue raised by the Committee within a reasonable time of receiving a request and shall cooperate fully with the activities of the Committee in all other respects.