

PEOPLE & SUSTAINABILITY COMMITTEE CHARTER

Effective: 25 June 2021

Purpose

1. The People & Sustainability Committee (**Committee**) is a committee of the Board of the Australian Postal Corporation (**Australia Post**). This Charter sets out the authority delegated by the Board to the Committee and the Committee's responsibilities, powers, composition and operation.
2. The primary function of the Committee is to provide counsel, guidance and governance of Australia Post's strategies, frameworks and programs related to people and sustainability, and within the scope of its responsibility endorse certain matters for Board approval.

Responsibilities

3. The Committee has the following responsibilities:

PEOPLE

Culture and Enterprise Engagement

- 3.1 provide counsel and guidance in relation to the creation of a positive and engaging culture to enable the strategy and create a diverse and inclusive workplace, including review of employee engagement results.
- 3.2 provide counsel and guidance in relation to employee and, where practicable, extended workforce communication programs, as appropriate.

Diversity

- 3.3 provide counsel and guidance on appropriate Group-wide diversity, inclusion and equal opportunity strategies, frameworks and programs.
- 3.4 review and endorse for Board approval the Reconciliation Action Plan and the Accessibility Action Plan.

Workplace and Industrial Relations

- 3.5 provide counsel and guidance to the business in the renegotiation and establishment of Enterprise Agreements, and/or other significant terms and conditions of employment, taking into consideration the Public Sector Workplace Relations Policy 2020.
- 3.6 provide counsel and guidance on workforce compliance including, to the extent required, in the extended workforce.
- 3.7 review any significant complaints related to breaches of 'Our Ethics' Policy.

Recruitment, Retention, Learning & Development

- 3.8 review strategies, frameworks and programs relating to recruitment, retention, learning and development, and skills acquisition for the future of work.

Talent and Succession Planning

- 3.9 provide counsel and guidance on talent and succession planning strategies, framework and programs (except succession planning regarding the Group Chief Executive Officer and Managing Director (GCEO & MD), which is the responsibility of the Nomination & Remuneration Committee).

SUSTAINABILITY

Corporate Responsibility

- 3.10 review the effectiveness of policies and initiatives on corporate responsibility, including our approach to the UN Sustainable Development Goals and our commitment to advancing the Ten Principles of the UN Global Compact.
- 3.11 review and endorse for Board approval the Group Corporate Responsibility Plan.

Community

- 3.12 review the effectiveness of policies and initiatives on community investment and engagement.

Post Office Network

- 3.13 provide counsel and guidance on the people and sustainability considerations that arise in Australia Post's post office network including Licensed Post Offices.

Environment

- 3.14 review the effectiveness of policies and initiatives designed to ensure environmental sustainability and the minimisation of Australia Post's impact on the environment.
- 3.15 review and endorse for Board approval the Environmental Action Plan and our environmental performance targets.

Stakeholder Management and Reputation

- 3.16 review the integrated stakeholder plan.
- 3.17 monitor policies and initiatives to ensure appropriate safeguards are in place for dealing fairly and ethically with customers, suppliers, competitors and other stakeholders.
- 3.18 monitor the external environment and consider issues that could significantly impact Australia Post's reputation and report exposures to the Board.

Modern Slavery

- 3.19 review and endorse for Board approval the annual Modern Slavery Statement required to be given under the *Modern Slavery Act 2018*.

Supply Chain Sustainability

- 3.20 review the effectiveness of policies and initiatives to strengthen supply chain transparency and traceability, including to reduce the risk of Modern Slavery and to address Scope 3 emissions.
- 3.21 provide counsel and guidance on initiatives to increase spend on social and Indigenous procurement.

Compliance

- 3.22 assist the Board in its oversight, and the Audit & Risk Committee in its monitoring, of Australia Post's compliance with applicable legal and regulatory requirements as they relate to each of the above responsibilities.
- 3.23 review and endorse for Board approval any material policies of relevance to the Committee's function including people and sustainability issues to assist the Audit & Risk Committee in fulfilling its responsibilities under the Group Policy Governance Framework.

Powers

4. The Committee is authorised to:
- seek information it requires from any Australia Post employee and/or any external party; and
 - obtain outside legal or other professional advice at the Group's expense (in which case the Committee Chair will notify the Board Chair that such advice is being obtained) and initiate special investigations as deemed necessary.

Structure and Composition of the Committee

Membership

5. The Committee will have a minimum of three members, comprising entirely of non-executive directors.
6. The membership of the Committee will have an appropriate balance between continuity, the contribution of fresh perspectives and suitable mix of skills, knowledge and experience.

Appointment

7. The Board shall appoint, replace or remove members to and from the Committee, and review the composition of the Committee at least annually.

Chair

8. The Chair of the Committee will be nominated by the Board. Where the Committee Chair is unavailable for a meeting, another Committee member will act in that capacity as chosen by the Committee members present.

Operation of the Committee**Secretariat**

9. All records, including agenda, minutes and any reports or recommendations will be prepared and kept by the Corporate Secretary.
10. Meeting agenda and papers will be provided approximately one week prior to the meeting and draft minutes will be prepared in a timely manner (within approximately two weeks).
11. All directors will be able to access Committee meeting papers and minutes on the secure digital Board Portal.

Frequency of meetings

12. The Committee will meet as frequently as is necessary to undertake its role effectively and in any event at least four times per year..

Notice of meeting

13. Special meetings may be called at the request of any Committee member. A notice of each meeting confirming the date, time, venue and agenda will be forwarded to each member of the Committee as soon as practicable prior to the meeting date.
14. Committee meetings are permitted to be held in person, or by any technological means as consented to by the Chair of the Committee.

Attendees

15. Non-Committee members such as executives and/or external parties who the Chair and members of the Committee think fit may be invited to attend all or part of a Committee meeting but should not participate if they have an interest in the matter under consideration.
16. It is expected that the GCEO & MD, the Executive General Manager, People & Culture and the Executive General Manager, Community & Consumer will attend meetings where appropriate.

Quorum for meetings

17. A quorum to transact the affairs of the Committee is two members or a majority of the Committee, whichever is greater.

Committee member interests

18. Members of the Committee will not participate in discussions and will not vote on any issues in respect of which there is an actual, potential or perceived conflict of interest.

Formal mechanism for reporting key matters

19. The Chair of the Committee shall report the findings and recommendations of the Committee to the Board after each Committee meeting, or as appropriate.

Review and Assessment of the Committee**Review of charter**

20. This Charter should be reviewed and updated at least annually and changes required should be recommended to the Board for approval.
21. The Charter will be accessible through the Australia Post website.

Review of performance

22. In order to ensure that the Committee is fulfilling its duties, it:
 - undertakes an annual self-assessment of its performance against the requirements of this Charter and provides that information to the Board; and
 - provides any information the Board may request to facilitate its review of the Committee's performance and its members.