Australia Post

PEOPLE COMMITTEE CHARTER

Effective: 29 August 2024

Purpose

1. The People 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 the Australia Post Group (**Group**)'s strategies, frameworks and programs related to people; remuneration policy, plans and reporting; and workplace health, safety and wellbeing, and within the scope of its responsibility endorse certain matters for Board approval.

Responsibilities

3. The Committee has the following responsibilities:

PEOPLE

Culture and 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 team member engagement results.

3.2 provide counsel and guidance in relation to material workforce communication and engagement programs.

3.3 monitor the safeguards in place for the Group dealing fairly and ethically with stakeholders.

Diversity

3.4 provide counsel and guidance on diversity, inclusion and equal opportunity strategies, frameworks and programs.

3.5 review and endorse for Board approval the Group's Reconciliation Action Plan, Access and Inclusion Plan and Refugee Employment and Engagement Action Plan.

3.6 provide counsel and guidance on initiatives to increase spend on social and Indigenous procurement.

Workplace Relations

3.7 provide counsel and guidance to the business in the negotiation and establishment of Enterprise Agreements, and/or other significant terms and conditions of employment, taking into consideration the Government's *Public Sector Workplace Relations Policy 2023*.

3.8 provide counsel and guidance on workforce compliance matters including, to the extent required, in the extended workforce, including in the Group's delivery and post office networks.

3.9 review any significant complaints related to breaches of the Group 'Our Ethics' Policy.

Recruitment, Retention, Learning & Development

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

Talent and Succession Planning

3.11 provide counsel and guidance on talent and succession planning strategies, frameworks and programs (except succession planning regarding the Group Chief Executive Officer and Managing Director (**GCEO & MD**), which is the responsibility of the Board).

REMUNERATION & PERFORMANCE

Group Chief Executive Officer and Managing Director

3.12 review and make recommendations to the Board regarding remuneration levels for the GCEO & MD in accordance with the parameters set by the Remuneration Tribunal.

3.13 seek agreement of the proposed remuneration for the GCEO & MD from the Remuneration Tribunal where it falls outside of previously agreed parameters.

3.14 review and make recommendations to the Board regarding corporate goals, objectives and variable remuneration relevant for the GCEO & MD.

3.15 assess the performance of the GCEO & MD in light of the objectives determined.

Executive General Managers

3.16 provide counsel and guidance to the GCEO & MD on performance and remuneration for Executive General Managers.

Remuneration Policy & Plans

3.17 provide counsel and guidance on Australia Post's approach to the performance review of team members and structure of variable remuneration plans.

3.18 review and endorse for Board approval the Group Remuneration Policy.

Remuneration Report

3.19 review and endorse for Board approval the Remuneration Report. and seek assurance from the Audit & Risk Committee that the statutory tables included within have been agreed as part of the external audit process.

WORKPLACE HEALTH, SAFETY & WELLBEING

3.20 provide counsel and guidance on strategies, frameworks and programs relating to workplace health, safety and wellbeing.

3.21 review the effectiveness of policies and initiatives on workplace health, safety and wellbeing.

3.22 review safety performance against agreed targets.

RISK & COMPLIANCE

3.23 assist the Board in its oversight, and the Audit & Risk Committee in its monitoring, of the Group's compliance with applicable legal and regulatory requirements, and management of key risks, as they relate to each of the above responsibilities.

3.24 review and maintain oversight of any key risks of relevance to the Committee's function including people; remuneration, reporting, performance; and workplace health, safety and wellbeing issues to assist the Audit & Risk Committee in fulfilling its responsibilities under the Group Risk Management Framework.

3.25 review and endorse for Board approval any material policies of relevance to the Committee's function including people; remuneration, reporting, performance; and workplace health, safety and wellbeing 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 the Committee requires from any Group team member and/or any external party; and

- obtain outside legal or other professional advice at Australia Post'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 a 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, and executives with responsibility for people matters, 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 the Member has 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 will:

    - undertake an annual self-assessment of its performance against the requirements of this Charter and provide that information to the Board; and

    - provide any information the Board may request to facilitate its review of the Committee's performance and its members.