



POWERLINK QUEENSLAND

People, Safety and Environment Committee

TERMS OF REFERENCE

May 2026

1. OBJECTIVES

The People, Safety and Environment Committee (the “Committee”) is a committee of the Board of Directors established to assist the Powerlink Queensland Board, by providing governance and oversight of key strategic organisational, people, culture, remuneration and environmental matters, including climate change and emissions. The Committee also supports the Board’s oversight and strategic direction of Powerlink’s Health, Safety and Environmental Management (HSE) system and performance. The Committee will also consider issues related to Powerlink’s subsidiary entities.

The Committee fulfils this role by reviewing and reporting to the Board on organisational policy and its application in relation to HSE, organisational design, organisational culture, employee remuneration and performance frameworks, employee relations and climate strategy and emissions (excluding Climate-related Disclosures).

2. DUTIES AND RESPONSIBILITIES

- 2.1** Review and monitor current and emerging health, safety, environmental, and climate-related risks, systems and performance, including compliance with relevant legislation and regulatory expectations;
- 2.2** Review and recommend to the Board, any changes to the performance management framework for Agreement employees, contract staff and the chief and senior executives;
- 2.3** Review and recommend to the Board, annual performance review outcomes, including annual consideration of incentive payments for Agreement staff, and incentive and retention payments and remuneration increases for contract staff and the chief and senior executives;
- 2.4** Review and recommend to the Board, remuneration policies and remuneration frameworks and arrangements for contract employees and the chief and senior executives ensuring alignment with government policy, organisational strategy, culture and market conditions;
- 2.5** Monitor executive level organisational structure and business resource requirements to ensure capability and capacity support strategic objectives;
- 2.6** Monitor staff engagement levels, learning and development practices and organisational culture;
- 2.7** Review and monitor succession planning for executive level and key business critical roles;
- 2.8** Monitor organisational level demographic information and trends, including diversity related metrics and recommend initiatives or objectives to the Board where appropriate; and
- 2.9** Endorse and recommend to the Board, the parameters to be used by management in negotiation of Enterprise Agreements and consider and make recommendations to the Board regarding any proposed Enterprise Agreements.

In order to fulfil its duties, the Committee may request management to provide analysis, reports or briefings and/or engage external advisers or commission research as required.

3. MEMBERSHIP AND MEETINGS

3.1 Appointment

The Committee will comprise at least three Board members. A quorum will be a minimum of half the number of Committee members, rounded up, for meeting and decision-making purposes.

The Board of Directors will appoint and remove members of the People, Safety and Environment Committee and elect the Chair of the Committee.

At least every two years, the People Safety and Environment Committee will review its membership and, having considered the length of service of the members, the development of Director skills and any other relevant considerations, recommend to the Board the preferred ongoing membership of the Committee.

3.2 Secretariat

The Powerlink Company Secretary (or delegate) shall be the Committee Secretary, responsible for circulating the agenda and supporting documents to the Committee members prior to each meeting.

The Company Secretary will also be responsible for recording and keeping the minutes of meetings of the Committee, and circulating them to Committee members, with those minutes to be tabled and confirmed at the next Committee meeting.

3.3 Attendance

The Chief Executive (or nominee) and the Executive General Manager Corporate Services (or delegate) will have standing invitations to attend all Committee meetings. Others may be requested to attend Committee meetings to discuss or report on particular agenda items.

The Committee may determine from time to time, that it is appropriate to conduct meetings privately. The Committee may decide to exclude some or all non-committee members from any meeting or part of a meeting.

3.4 Frequency

The Committee will meet at least four times each year and may meet more frequently as necessary.

In addition, the Chair is required to call a meeting of the Committee if requested to do so by any Committee member, the Chief Executive, the Executive General Manager Corporate Services or the Company Secretary.

4. REPORTING AND ASSESSMENT

The Committee Chair will provide an update to the Board following each meeting and make available the minutes of all Committee meetings to Board members.

A review of the Committee's schedule of activities will occur annually and be reported on at each meeting.

The Committee will conduct a review of the Committee's Terms of Reference at least every two years.

The Committee's performance will be reviewed as part of the regular Board performance review.