



Human Resources & Remuneration Committee - CHARTER

The purpose of this charter is to document the objectives, responsibilities and administration of the Human Resources and Remuneration Committee which are delegated to the committee by the Golf Australia Board.

Objectives

The objectives of the Human Resources and Remuneration Committee are to assist the Board to discharge its corporate governance responsibilities to exercise due care and diligence in determining:

- Human resources strategies to foster quality of management practices
- The setting of key performance areas for the CEO and the regular review of CEO performance
- Executive and staff remuneration and benefits to recognise contributions to the business by staff and to reward these appropriately
- Staff policies and procedures, including occupational health and safety and superannuation
- Compliance with laws and regulations

Responsibilities

The main duties and responsibilities of the Committee are to:

- Satisfy itself that effective systems of human resources, performance management and remuneration are established and maintained
- Review and assess the alignments of executive and staff remuneration and benefits to the objectives of Golf Australia
- Annually review the Key Performance Indicators (KPIs) for the CEO
- Review the performance of the CEO six-monthly
- Review and make recommendations to the Golf Australia Board on the remuneration and benefit strategies for the CEO and his/her direct reports
- Review and assess the remuneration and benefit strategies which are recommended by the CEO for senior staff, to satisfy itself that these are appropriate for the position, are fair and reflect the contribution made to the business by the staff member
- Review and confirm the methodology used to assess staff performance, remuneration and associated benefits
- Identify areas of risk in managing and remunerating staff and assuring itself that management are effectively controlling the risks
- Inform the Board of human resources or remuneration matters that may have a significant influence upon the financial condition or affairs of Golf Australia
- Require of management that developments in, and changes to, the rules and regulations for human resources management and remuneration of Golf Australia staff are identified and that compliance with the rules and regulations is reported to the Board and is regularly reviewed

- Satisfy itself of the existence, currency and adequacy of human resources policies and procedures, including occupational health and safety and superannuation and their effectiveness in meeting the strategic goals of the business

The committee also examines any other matters referred to it by the Golf Australia Board.

Structure & Function

1) Membership

- The Chairman of the committee is the Chairman of the Board
- Up to three other members of the committee are appointed by the Board
- A quorum of the committee is any two members of the committee
- The committee may invite other people to attend committee meetings, as it considers necessary and from time to time request presentations from internal and external advisers at its meetings
- The secretary of the committee is Golf Australia's CEO, or another person nominated by the committee chairman

2) Meetings

- Meetings are held not less than twice a year, and special meetings may be convened as required
- Meetings may be held in person or using any technology
- The secretary takes the minutes of the proceedings of all committee meetings
- It is expected that regular reports be received by the Board on matters considered by the committee

3) Authority

The Board authorises the committee within the scope of its responsibilities to:

- Seek any information it requires from any employee or external party
- Obtain outside legal or other independent professional advice
- Request the attendance of any external party with relevant experience and expertise

4) Board reporting

The committee reports to the Board as necessary after each meeting and circulates the minutes to the Board as soon as practicable

5) Review of charter and composition

The Board annually reviews the composition of the committee and approves the committee charter.