



# Delegations of Authority

## Brief description

This Delegation of Authority outlines the Ministerial and Board delegations of authority and the principles that apply to the delegations.

The Board considers this the primary Governance Document for establishing confidence in GPC's control environment.

### Document information

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### Document accountability

Role	Position
Owner	Board
Custodian	CFO

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If you require any further information, please contact the Custodian.

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The current version of this Policy is available on GPC's Intranet.

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## Table of Contents

<b>1</b>	<b>Terms and definitions</b>	<b>3</b>
<b>2</b>	<b>Introduction</b>	<b>4</b>
2.1	Purpose	4
2.2	Scope	4
2.3	Objectives	5
2.4	Consequences for non-compliance	5
<b>3</b>	<b>Principles</b>	<b>5</b>
3.1	Legal context	6
3.2	Delegations	6
3.3	Restrictions on exercising delegated authority	6
<b>4</b>	<b>Implementation framework</b>	<b>7</b>
4.1	Matters reserved for Ministerial approval	7
4.2	Matters reserved for Board approval	7
4.3	Delegation to the CEO	7
4.4	Delegation by the CEO	7
<b>5</b>	<b>Delegated Authority</b>	<b>7</b>
5.1	Ministerial reserved matters	8
5.2	Board reserved matters	10
5.3	Delegation to the CEO - Financial delegations	15
5.4	Delegation to the CEO - Administrative approvals	24
5.5	Sub-delegation of authority to an Appropriately Qualified Employee	36
5.6	Management of Employment Settlements	37
<b>6</b>	<b>Execution of instruments committing GPC</b>	<b>38</b>
6.1	Legally Binding Instruments	38
6.2	General requirements	38
6.3	Departures from GPC standard terms	39
6.4	Checking, filing and storing after execution	39
6.5	Options, assignments, variation	39
<b>7</b>	<b>Monitoring, review and reporting</b>	<b>39</b>
<b>8</b>	<b>Appendices</b>	<b>40</b>
8.1	Appendix 1 – Related documents	40
8.2	Appendix 2 – Payment System Authority Levels	42
8.3	Appendix 3 – Position Authority Guide	43
8.4	Appendix 4 – Revision history	52

# 1 Terms and definitions

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In this document:

**“Appropriately Qualified Employee”** means having relevant qualifications or experience for the role/function.

**“Attorney”** means those GPC appointed in the below named positions to do the things described in the power of attorney:

- Name Chief Executive Officer
- Name Chief Financial Officer
- Name Company Secretary
- Name Director

**“As soon as reasonably practicable – ASARP”** means as soon as possible in the circumstances, taking into account all relevant factors, including the urgency of the matter, the resources available and the need for necessary information or approvals.

**“Benefit”** means anything of value, including money, payment or reimbursement of expenses, the forgiveness of debts and non-monetary benefits such as ownership or use of property.

**“Cumulative Commitment”** means the total of all commitments of a single good/product/service or group of like goods/products/services from a single vendor within a financial year.

**“Deed”** means GPC’s template Deed of Settlement and Release for persons employed by GPC or its subsidiaries.

**“Document Owner”** means the person who is accountable and responsible for the approval and amendment of a Governance Document.

**“ELT member”** means each member of the ELT responsible for the function/matter/Employee.

**“Employment Settlement”** means any settlement or agreement to resolve an employment related claim or dispute (including without limitation any agreed termination or resignation and any actual or threatened litigation) with a person in relation to the person’s employment or engagement by GPC. In addition to a settlement or agreement with an Employee, a settlement or agreement with a contractor or a consultant also falls within the scope of this definition.

**“Legal Binding Instrument”** means all documents to which a legal binding obligation may be attached including but not limited to:

- agreements and contracts for the supply of goods and/or services by GPC
- agreements and contracts for the supply of goods and/or services
- agreements and contracts for employee related matters (i.e. contracts, deed of release, enterprise agreements, etc.)
- deeds (excluding procurement releases)
- leases, licences, permits or consent to enter
- property related matters (rights, transfers, etc.)
- memorandums of understanding (despite being non-binding)
- letter of Intent/Comfort/Offer (despite being non-binding)
- term sheet

- confidentiality agreements
- any written format of record making any commitment on behalf of the corporation; or
- any other description for a legally binding instrument.

**“Port Facilities”** (redacted definition – refer to Transport Infrastructure Act 1994) means the facilities or land that are owned or controlled by GPC or its wholly owned subsidiary and used in the operation or strategic management of the port.

**“Significant Procurements”** means a high value and high risk or high value and low risk or low value and high risk procurement project, determined to be a Significant Procurement by the Executive Leadership Team (“**ELT**”) member and Chief Financial Officer (“**CFO**”) jointly. When considering whether a procurement project should be a Significant Procurement, the ELT member and CFO must have regard to all the following:

- (a) the total risk of the procurement; and
- (b) the value of the project (as a general guide where the value  $\geq$  \$5m) however this is a CFO discretionary determination – procurement where the value  $<$  \$5m may be still considered Significant Procurement; and
- (c) The overall commercial assessment of the procurement.

**“Strategic Port Land”** means land included in the Gladstone Ports Corporation’s current approved Land Use Plan.

**“Total Value”** means the total value of a commitment, including the aggregate of the original transaction value, any variations (scope of work, time period extension such as options within contracts for extensions e.g. 3+1+1 term or renewal options) and contingency. It excludes GST. Total Value for long term projects must represent the Net Present Value (“**NPV**”).

Terms that are capitalised and not otherwise defined in this Policy are defined in the GPC Corporate Glossary Instruction (as listed in Appendix 1 – Related documents).

## 2 Introduction

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### 2.1 Purpose

As a Queensland Government owned corporation, Gladstone Ports Corporation Limited (“**GPC**”) must strike an appropriate balance between commercial objectives and accountability.

The purpose of this document is to ensure that the delegation of power and authority and the exercise of duties and functions reflect GPC’s commitment to integrity and probity in corporate governance and the operation of GPC.

The Board is responsible for ensuring that powers, authorities, duties and functions are in each case delegated in a responsible and appropriate manner, and that exercise of these powers are independently assessed by the Board.

The document defines the principles informing GPC’s delegation of corporate authority.

### 2.2 Scope

This Delegations of Authority (DOA) applies to all Directors, Officers, Employees and all other Workers engaged under the direct management of GPC (its wholly owned subsidiaries and controlled entities), and GMPS (including Contractors and Consultants).

The DOA identifies the matters:

- Reserved for Ministerial approval; and
- Reserved for Board approval; and
- Delegated to a Board Committee, a Director, the Chief Executive Officer (“**CEO**”) or another appropriate Officer of GPC as exercised by resolution subject to any requirements under the *Government Owned Corporations Act 1993* (QLD) or other applicable legislation; and
- Sub-delegated by the CEO to an Appropriately Qualified Employee.

Delegations and limits of authority in the DOA prevail over any inconsistent delegations or limits of authority in other GPC Policies, Standards, Procedures or any other document (excluding the Board Charter and Board resolutions). Power and authority cannot be sub-delegated to a Board or internal committee without express approval from the Board. Such approval must then be recorded in the DOA.

The Board’s role, responsibilities and delegations of oversight matters to its members and committees are set out in the Board Charter.

All items included in the DOA are net of GST.

## 2.3 Objectives

The DOA is designed to ensure that:

- GPC can operate effectively and efficiently, with appropriate oversight by shareholding Ministers (“**SHMs**”) and the Board; and
- GPC complies with the requirements of the *Corporations Act 2001* (Cth), *Government Owned Corporations Act 1993* (Qld), *Financial Accountability Act 2009* (Qld), and GPC Constitution
- GPC Officers, Employees, Consultants and Contractors can clearly identify their level of authority and the delegates from whom they must seek relevant endorsement and/or approval.

## 2.4 Consequences for non-compliance

GPC will implement the DOA through training and onboarding processes. Directors, the CEO and ELT as well as all Officers, must confirm their receipt, understanding and adherence to the DOA in writing periodically as part of the training confirmation process.

Circumventing of a delegation approval, as prescribed in this DOA, or order splitting (procurement) is considered a breach. Breaches of the DOA are dealt with in accordance with the relevant workplace conduct policies and procedures. Non-compliance could lead to disciplinary action being taken, termination of employment or constitute a criminal offence.

Non-compliance events of significance are reported to the Board. The determination on level of significance is made by the CFO and Company Secretary based on a risk assessment on the level of business impact.

Activities that are not covered in the DOA must be reported to the CFO and Company Secretary.

# 3 Principles

The following principles govern all delegations of authority:

### 3.1 Legal context

- (a) GPC's business must be managed by or under the direction of the Board.
- (b) The Board may, by formal resolution, delegate certain powers and authorities. In addition to the standing delegations in this document, the Board may delegate the exercise of its power and authority on a case-by-case basis for a particular purpose, subject to appropriate conditions.
- (c) The Board retains the ultimate legal responsibility for the exercise of powers and authority delegated and must maintain a framework of internal control over all delegates.

### 3.2 Delegations

- (a) Delegations of authority are how GPC enables Employees in their capacity as Officers of GPC, or Consultants or Contractors in the case of major projects, to act on behalf of GPC.
- (b) Complying with delegated authority demonstrates GPC's commitments to strong and effective corporate governance, and clear and transparent administrative practices.
- (c) Delegation levels reflect multiple factors, including nature or type of commitment, its financial and reputational impact, its standard of accountability, audit findings, and the level of risk associated with the activity.
- (d) If there is ambiguity about which delegated authority applies, delegates must adopt a conservative approach, by exercising the lowest level of delegated authority that may apply.

### 3.3 Restrictions on exercising delegated authority

- (a) Unless a delegation of authority applies, no Employee has any individual authority to commit GPC to obligations (including making any representations or agreements with suppliers, customers, employees or other parties).
- (b) Authorities are delegated to a position and not a named Employee and extend to any Employee acting in that position.
- (c) Authority cannot be delegated to a Contractor or Consultant, only to a GPC Employee, except for Board endorsed engagements.
- (d) Delegates are bound by the authority limits set out in the relevant delegation. Any action by a delegate must be within the limits of the delegation.
- (e) Financial limits to authorities apply to the Total Value of the commitment. Delegates must not split transactions to allow a lower financial limit to be used, and the relevant approval must always be sought for the Total Value of the expenditure/revenue.
- (f) Delegates must exercise their authority subject to and in accordance with the law and GPC's Policies, Standards and Procedures.
- (g) Delegates must exercise their authority with due regard to financial prudence and budget constraints.
- (h) Delegates must exercise their authority within their area of organisational responsibility.
- (i) Delegates must not accept, or exercise delegated authority if it creates any actual, potential or perceived conflict of interest or results in any personal benefit/loss to them.

## 4 Implementation framework

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### 4.1 Matters reserved for Ministerial approval

Refer to section 5 Delegated Authority, below.

### 4.2 Matters reserved for Board approval

Refer to section 5 Delegated Authority, below.

### 4.3 Delegation to the CEO

All matters that are necessary for the day-to-day management of GPC are delegated to the CEO, subject to:

- (a) financial and administrative limits as defined in the DOA.
- (b) matters specifically reserved for the Board in Appendix 2 of the Board Charter; and
- (c) matters specifically delegated by the Board to a Committee, a Director, an Executive General Manager or any other Appropriately Qualified Employee, subject to any requirements under the *Government Owned Corporations Act 1993* (QLD) or other applicable legislation, for a particular purpose as exercised by Board resolutions.

### 4.4 Delegation by the CEO

The Board authorises the CEO to delegate their powers and authority to an Appropriately Qualified Employee, and in accordance with the principles of the DOA.

## 5 Delegated Authority

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GPC applies a two-stage process for most delegated authorisations (some delegations do not have a financial component):

- Stage 1 – committing the corporation.
- Stage 2 – recording in the ERP systems for accounting and financial management purposes.

Stage 1 represents the delegation approval point. Such commitments can include, but are not limited to, Sourcing Strategy, Expenditure Justification Form, Agreements, Contracts, Deeds, Letter of Intent, etc.

The CEO has delegated authority to authorise JDE payments for existing GPC commitments. These payment authorisations levels are reflected in JDE. Refer Appendix 2 – Payment System Authority Levels.

This section of the DOA:

- (a) summarises matters reserved for Ministerial approval in section 5.1;
- (b) summarises matters requiring Board approval in section 5.2;
- (c) delegates the CEO's financial authority to commit GPC in section 5.3; and
- (d) summarises and delegates authority for administrative approvals in section 5.4.

Delegated authority may be sub-delegated in accordance with section 5.5.

## 5.1 Ministerial reserved matters

The following matters are reserved for prior written approval by the specified Minister/s.

Commitment	Authority 1	Authority 2
<b>Financial</b>		
All commitments >\$10m <sup>1</sup>	Board	SHMs (inform only)
All commitments >\$30m <sup>1</sup>	Board	SHMs
<b>Administrative</b>		
Acquisition/disposal of subsidiary and company restructure (ownership)	Board	SHMs
Accepting/retiring from appointment as trustee	Board	SHMs
Disposal of freehold land	Board	Minister for Transport and Main Roads and Minister for Finance, Trade, Employment and Training
Port Property (incl Marina) Lease, licence or other form of tenure over Strategic Port Land or Port Facilities for longer than 25 years (including renewal options)	Board	Minister for Transport and Main Roads and Minister for Finance, Trade, Employment and Training
Land Use Plans for Ports of Gladstone, Bundaberg, Rockhampton and Maryborough	Board	Minister for Transport and Main Roads and Minister for Finance, Trade, Employment and Training
Entertainment event >\$5,000 <sup>1</sup>	Board	SHMs (inform only)
Appoint permanent CEO (GPC or subsidiary)	Board	SHMs
Appoint CEO including Acting/Interim >6 months (GPC or subsidiary)	Board	SHMs
Appoint CEO including Acting/Interim ≤6 months (GPC or subsidiary)	Board	SHMs (inform only)
Terminate CEO	Board	SHMs (inform only)
Statement of Corporate Intent	Board	SHMs
Corporate Plan	Board	SHMs
Quarterly Report	Board	SHMs (inform only)
Annual Report and Statement of Corporate Intent (with Deletions)	Board	SHMs
Port of Gladstone 50 Year Strategic Plan	Board	SHMs
Establish paid Board Committee	Board	SHMs
CEO remuneration and KPIs	Board	SHMs

<sup>1</sup> Total Value



Commitment	Authority 1	Authority 2
ELT appointment and termination	Board	SHMs (inform only)
Temporary appoint ELT (excl CEO) >6 months (if the appointment has not gone to market, or does not comply with the remuneration or other matters outlined in the GOC Chief and Senior Executive Employment Arrangements Policy)	Board	SHMs
Annual increase to Total fixed remuneration (TFR) of CEO and ELT member's position, including performance review outcome	Board	SHMs (inform only)
Exceeding the remuneration or other matters outlined in the GOC Chief and Senior Executive Employment Arrangements Policy	Board	SHMs
Organisational changes which propose the CEO has more than 6 direct ELT reports	Board	SHMs
International travel and accommodation	Board	SHMs (inform only)
The Board must keep the shareholding Ministers reasonably informed of the operations, financial performance and financial position of GPC. Matters that arise that, in the Board's opinion, may: <ul style="list-style-type: none"> <li>(a) prevent, or significantly affect, achievement of the objectives in GPC's corporate or strategic plans; or</li> <li>(b) significantly affect GPC's performance in delivering the outputs under its Statement of Corporate Intent; or</li> <li>(c) significantly affect GPC's reputation.</li> </ul>	Board	SHMs (ASARP inform only)
Shareholding Ministers communication protocol for unplanned significant incidents: <ol style="list-style-type: none"> <li>1. All unplanned significant incidents be formally notified to SHM and departments within 1 hr of the incident.</li> <li>2. Provision of key information to the extent available, including an incident summary, nature and severity of impacts and risks, cause, response, estimated return to service and communications strategy.</li> <li>3. Where appropriate, real time public notification of an unplanned significant event on the website.</li> </ol>	Board	SHM (as per protocol)

Commitment	Authority 1	Authority 2
4. Regular updates to SHM and departments (daily for the first 7 days following occurrence, weekly thereafter) until the asset is fully operational and normal services are resumed.		
As specified in section 5.4 below.		

## 5.2 Board reserved matters

In addition to the reserved matters in Appendix 2 of the Board Charter, and those specifically delegated by the Board to a Committee, a Director, a Senior Executive or any other Appropriately Qualified Employee for a particular purpose or as Board resolved, the following matters require approval from the Board.

Delegations are further detailed in sections 5.3 and 5.4.

For the avoidance of doubt, power or authority cannot be sub-delegated to a committee without express approval from the Board. Such approval must then be recorded in this DOA.

To avoid unintended disruption to the corporation, the Board introduces a financial commitment tolerance, in the event of a commitment creep on previously Board approved expenditure, a tolerance of 5% capped at \$5,000 is deemed permissible, subject to retrospective informing at the next Board meeting.

Commitment	Approve	Inform
<b>Financial</b>		
All commitments <sup>2</sup> >\$5m and <\$10m <sup>1</sup> (incl customer contracts)	✓	
All commitments ≥\$10m and <\$30m <sup>1</sup> (incl customer contracts)	✓	SHMs
All commitments ≥\$30m <sup>1</sup> (incl customer contracts)	✓(subject to)	SHMs (Approval)
Significant Procurement: Significant Procurement Plan; and Request for Award (incl Probity Plan))	✓	
Maintenance dredging >\$7m <sup>1</sup>	✓	
Dozer Rebuild >\$7m	✓	
Acquisition of land (all) >\$1m <sup>1</sup>	✓	
Disposal of land (all) (excluding Freehold)	✓	
Disposal of freehold land	✓(subject to)	SHMs (Approval)
Port Property (incl Marina) Lease, licence or other form of tenure over Strategic Port Land or Port Facilities for longer than 25 years (including renewal options)	✓(subject to)	SHMs (Approval)

<sup>2</sup> Cumulative Commitment

Commitment	Approve	Inform
<b>Financial</b>		
Concessional and Peppercorn Lease Tenure arrangements >\$50,000 <sup>1</sup>	✓	
Asset disposal (other than land) >\$500,000 <sup>1</sup> (written down book value)	✓	
Revenue adjustment note/credit note/ waiver authorisations (excluding development approvals) >\$250,000	✓ (retrospective) <sup>3</sup>	
NTER Payments >\$15m <sup>1</sup>	✓	
ATO (FBT, Annual Tax Return)	✓	
QTC Investment >\$50m and ≤\$100m		✓
QTC Investment >\$100m	✓	
QTC Competitive Neutrality Fee >\$10m	✓	
QTC Interest and Loan repayments		✓
Workcover QLD ≤\$2.5m		✓
Workcover QLD >\$2.5m	✓	
Return of Equity	✓	
Provision for unpaid debts ≥\$250,000	✓ (retrospective) <sup>3</sup>	
Schedule of Rates and Charges, including any in-year amendments, updates, discounts or rebates	✓	
Related Party Transactions with KMPs	✓	
External loan or debt facility	✓	
Foreign Exchange Hedging	✓	
Director (excl Chair) reasonable expenses reimbursement	CoSec on behalf of Chair	Chair
Community sponsorship >\$25,000 <sup>1</sup>	✓	
Community bursary, scholarship >\$1,000 <sup>1</sup>	✓	
Community donation, grant >\$5,000 <sup>1</sup>	✓	
Entertainment event >\$5,000 <sup>1</sup>	✓	SHMs

Commitment	Approve	Inform
<b>Administrative</b>		
Acquisition/disposal of subsidiary and company restructure (ownership)	✓(subject to)	SHMs (Approval)
Accepting/retiring from appointment as trustee	✓(subject to)	SHMs (Approval)

<sup>3</sup> Delegation is retrospective to ensure efficiency in financial transactions, considering the monthly Board and quarterly ARC meetings timetable would delay such transactions. Due consideration was given to multiple factors, including nature of the commitment, its financial and reputational impact, its standard of accountability, past audit findings, and the level of risk associated with the transaction.

Commitment	Approve	Inform
<b>Administrative</b>		
Statement of Corporate Intent	✓(subject to)	SHMs (Approval)
Corporate Plan	✓(subject to)	SHMs (Approval)
Quarterly Report	✓(subject to)	SHMs (Approval)
Annual Report and Statement of Corporate Intent with Deletions	✓(subject to)	SHMs (Approval)
Port of Gladstone 50 Year Strategic Plan	✓(subject to)	SHMs (Approval)
Land Use Plans for Ports of Gladstone, Bundaberg, Rockhampton and Maryborough.	✓	SHMs (Approval)
Port Notices and Rules <sup>4</sup>	✓	
Declare annual dividend (to SHMs)	✓	SHM
Official spokesperson for the Board	Chair	
Media Releases	Chair	Board
Preparation and distribution of all communications and Notices and reports to SHMs (excl SHM departments)	Chair	
Board Minutes	✓	
Committee Minutes	✓	
Establish paid Board Committee	✓(subject to)	SHMs (Approval)
Organisational restructures (ELT portfolio or ELT direct reports)		✓
Organisational restructure which proposes changes to number of CEO direct reports <6	✓	
Organisation changes which propose the CEO has more than 6 direct ELT reports	✓(subject to)	SHMs (Approval)
Financial Reporting (monthly, and per quarterly report)	✓	
Financial annual consolidated statements	✓	
Legal and Consultancy Spend Reporting		✓
Reporting matters that arise that, in the CEO and ELT's opinion, may: (a) prevent, or significantly affect, achievement of the objectives in GPC's corporate or strategic plans; or (b) significantly affect GPC's performance in delivering the outputs under its Statement of Corporate Intent; or (c) significantly affect GPC's reputation.	✓	SHMs (ASARP)

<sup>4</sup> From time to time decisions are required to be made on the movement order of vessels outside of Port Notices and Port Rules. Those decisions are deemed of a commercial nature and can be made in accordance with the powers under the transport act. The CEO is the nominated person with those powers. In the absence of the CEO, the CEO is to delegate this responsibility.

Commitment	Approve	Inform
<b>Administrative</b>		
CFO must keep the Board reasonably informed of the operations, financial performance and financial position of GPC. Matters that arise that, in the CFO's opinion, may: (a) prevent, or significantly affect, achievement of the objectives in GPC's corporate or strategic plans; or (b) significantly affect GPC's performance in delivering the outputs under its Statement of Corporate Intent; or significantly affect GPC's reputation.	✓	SHMs (ASARP)
Content of GPC Intranet – all Board owned tiered documents	✓	
Appoint (external independent) Internal Auditor and Annual Internal Audit Plan	✓	
Insurance Annual Renewal Program	✓	
Insurance claims		✓
Recruit CEO	✓	SHMs
Appoint permanent CEO (GPC or subsidiary)	✓(subject to)	SHMs (Approval)
Appoint CEO including Acting/Interim >6 months (GPC or subsidiary)	✓(subject to)	SHMs (Approval)
Appoint CEO including Acting/Interim ≤6 months (GPC or subsidiary)	✓	SHMs
Terminate CEO	✓	SHMs
Appoint/Termination Company Secretary	✓	SHMs
Appoint Directors and Company Secretaries of subsidiary entities	✓	SHMs
Appoint ELT (excl CEO) >6 months (GPC or subsidiary)	✓	SHMs (Approval)
Appoint ELT (excl CEO) >6 months (if the appointment has not gone to market, or does not comply with the remuneration or other matters outlined in the GOC Chief and Senior Executive Employment Arrangements Policy)	✓	SHMs (Approval)
Appoint Acting/Interim ELT (excl CEO) ≤6 months (GPC or subsidiary)	✓	SHMs
Termination of ELT Member (excl CEO)	✓	SHMs
Annual increase to Total Fixed Remuneration (TFR) of CEO and ELT member's position, including performance review outcome	✓	SHMs
CEO 6 monthly performance review	✓	SHMs
CEO remuneration and KPIs	✓	SHMs (Approval)
CEO motor vehicle	✓	
Notification of crisis		✓ (Chair)
Oversee Crisis Preparedness and Response		✓

Commitment	Approve	Inform
<b>Administrative</b>		
Environmental complaints (where warranted)		✓
Environment High Potential Consequence Incident (HPCI)		✓ (ASARP)
Major and Critical High Potential Consequence HSE Incidents		✓ (ASARP)
Reporting actual significant HSE incidents		✓ (ASARP)
Regulatory Reportable incidents		✓ (ASARP)
Reporting HSE investigation findings (external)		✓
Reports on any compliance notices issued by 3 <sup>rd</sup> party relating to HSE		✓
Credit risk exposure to financial institutions		✓
Financial management, accounting, taxation and dividend policies, Financial Statement, capital structure, funding strategy	✓	
Communications strategy for SHMs and strategic partners	✓	
Significant social, community and sustainability policies (incl those related to climate change and public sustainability goals and targets)	✓	
Policies and directives under GPC's Governance Framework	✓	
Documents that are prescribed by legislation, SHMs or external regulation	✓	
Delegation of authority	✓	
Policies to govern risk management, internal control and compliance, and set risk appetite	✓	
Litigation - Engagement of external legal firms/providers (Scope of work, area of law, nature and type of legal advice)	✓	
CEO and ELT suspensions/stand down/special leave/investigation	✓	SHMs
Employee suspensions/stand down/special leave/investigation (incl monthly trending data)		✓
Pre-commencement and settlement of criminal prosecutions, legal actions and litigation (including prosecutions, employment and WorkCover claims)	✓	
Employment Settlements with CEO, ELT members and Employees (incl ex gratia payments) incl departure from EA or contract T&Cs	✓	
File or defence of litigation	✓	
Litigation - Admission of liability	✓	
Chair domestic travel and accommodation (excl Board meeting travel and accommodation)	CoSec	
Director domestic travel and accommodation (excl Board meeting travel and accommodation)	CoSec on behalf of Chair	

Commitment	Approve	Inform
<b>Administrative</b>		
CEO domestic travel and accommodation (excl Board meeting travel and accommodation)	CoSec on behalf of Chair	
Chair reasonable expenses reimbursement	CFO	
Director reasonable expenses reimbursement (excl Board development, Board meeting travel and accommodation)	CoSec on behalf of Chair	
Director development, i.e., memberships, course attendance and related expenses reimbursements	Chair	CoSec
CEO expenses, credit card authorisations and reimbursements	CoSec on behalf of Chair	
CFO expenses, credit card authorisations and reimbursements	CoSec if CEO conflicted	
Chair international travel and accommodation (pre-approved)	CoSec	SHMs
Director international travel and accommodation (pre-approved) (excl Chair)	✓	SHMs
CEO international travel and accommodation (pre-approved)	✓	SHMs
ELT international travel and accommodation (pre-approved) (excl CEO)	✓	SHMs
Employee, Consultant or Contractor international travel and accommodation (pre-approved) (excl visitors, suppliers, recruitment interviewees)	✓	SHMs
Chair leave <sup>5</sup>	✓ appoint interim chair	
Director leave <sup>5</sup> (excl Chair)	Chair	
As specified in section 5.4 below.		

Settlements referred to in the above section are when benefit is outside of Executive Contract or Enterprise Agreement conditions (i.e. ex gratia payment)

### 5.3 Delegation to the CEO - Financial delegations

Each position holder specified in the table below is authorised to commit GPC to documents or transactions with a Total Value up to the monetary threshold specified for that position and type of document or transaction. Specific categories of commitments prevail to the extent they overlap with general categories.

To avoid unintended disruption to the corporation, the Board introduces a financial commitment tolerance, in the event of a commitment creep on previously Board approved expenditure, a tolerance of 5% capped at \$5,000 is deemed permissible, subject to retrospective informing at the next Board meeting.

The authority delegated to approve entering into documents committing GPC is subject to compliance with section 6 below.

All amounts included in these delegations are net of GST.

<sup>5</sup> Excludes Leave of Absence as approved by SHMs.



Commitment	CEO	CFO	ELT member	Other
<b>Revenue</b>				
Customer contracts <sup>1 and 2</sup>		≤\$250,000 jointly		All commitments incl customer contracts >\$5m and <\$10m <sup>1</sup> (Board)
		>\$250,000 and ≤\$2m		All commitments ≥\$10m and <\$30m <sup>1</sup> (SHMs notify only)
	>\$2m and ≤\$5m jointly			All commitments ≥\$30m <sup>1</sup> (SHMs)
Port Property (incl Marina) Lease, licence or other form of tenure over Strategic Port Land or Port Facilities for longer than 25 years <sup>1</sup>	>25 years on SPL jointly (Endorse)		>25 years on SPL (Endorse)	>25 years on SPL (Board and Minister for Transport and Main Roads)
Port Property (incl Marina) Lease, licence (incl transfers, sub-lease and permit to occupy) or other form of tenure arrangements <b>(minimum return &gt;8% of asset value or market rent)<sup>6</sup></b>		≤25 years on SPL or >25 years on non-SPL jointly		
Port Property (incl Marina) Lease, licence (incl transfers, sub-lease and permit to occupy) or other form of tenure arrangements <b>(minimum return &gt;8% of asset value or market rent)<sup>6</sup></b>		≤25 years on non-SPL (Inform)	≤25 years on non-SPL (Inform)	≤25 years on non-SPL (Finance Manager and Head of Property jointly)
Port Property (incl Marina) Lease, licence (incl transfers, sub-lease and permit to occupy) or other form of tenure arrangements <b>(minimum return ≤8% of asset value or market rent)<sup>7</sup></b>	≤25 years on SPL or >25 years on non-SPL jointly		≤25 years on SPL or >25 years on non-SPL (Endorse)	
Concessional and Peppercorn Lease Tenure arrangements		≤ \$50,000 <sup>1</sup> jointly		
Asset disposal (other than land) (written down book value)		>\$50,000 and ≤\$100,000		≤\$50,000 (Finance Manager)

<sup>6</sup> Based upon minimum return of 8% of the asset value or market value rental, whichever is greater.

<sup>7</sup> Return ≤ 8% of asset or market value rental to be jointly CEO and CFO authorised where market conditions demonstrate such a rate is the best commercial outcome under circumstances applicable.



Commitment	CEO	CFO	ELT member	Other
<b>Revenue</b>				
	>\$100,000 and ≤\$500,000 jointly			>\$500,000 (ARC)
Disposal of land (all) (excluding Freehold)		Jointly (Endorse)		Approve (Board)
Adjustment note /credit note / waiver authorisations <sup>8</sup> (excluding development approvals)	>\$100,000 and ≤\$250,000 jointly			≤\$100,000 (Finance Manager)
				>\$250,000 (retrospective ARC)
Waiver for development approval				≤\$100,000 (Principal Planner and Finance Manager)
Development Fee Refund (per Application only)				≤\$50,000 (Principal Planner and Finance Manager)
Debts / bad debt write-offs	>\$100,000 and ≤\$250,000 jointly			≤\$100,000 (Finance Manager)
				>\$250,000
Provision for unpaid debts		>\$100,000		≤\$100,000 (Finance Manager)
Debtor repayment plan (Property)			Endorse	
			CFO	Board
	jointly (Endorse)			

Commitment
<b>Expenditure</b>

### Capital Expenditure requirements

Economic Return on Investment Decisions	<p>All stand-alone projects should generate a positive return unless the main purpose is to:</p> <ul style="list-style-type: none"> <li>either reduce risk to plant, personnel or the community as demonstrated in a risk analysis,</li> </ul>
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<sup>8</sup> Where the new value (excl GST) results in a reduction in revenue. This excludes a statement of error. An adjusting credit note to correct such error are classed an internal error and may be authorised by the Finance Manager.

Commitment	
Expenditure	
	<ul style="list-style-type: none"> <li>• or bring the corporation into compliance with legislative or regulatory requirements of government.</li> </ul> <p>Under such exceptions the economic impact on the cash generating unit should be considered.</p>
Requirement for a Financial Analysis	<p><b>Capital Expenditure proposals &gt;\$250,000 will require financial analysis to be approved by the CFO.</b></p> <p>Financial analysis for Capital Expenditure proposal ≤\$250,000 may require financial analysis at the discretion of the CFO.</p>
"In Budget" vs "Out Of Budget" Capital Expenditure Approval	<p>"In Budget" item refers to the proposal matching a budget item in the current Statement of Corporate Intent. Where a Capital Expenditure request has been submitted and no matching budget item exists in the current Statement of Corporate Intent, then the CFO and CEO jointly may authorise such "Out of Budget" expenditure within their delegation limit, provided "In Budget" items are substituted/sacrificed (cancelled).</p>
Criteria to be met for CEO and CFO joint, Board (>\$5m) and Ministerial (>\$30m) approvals	<p>Criteria 1</p> <ul style="list-style-type: none"> <li>• The total expenditure exceeds \$250,000<sup>1</sup>; and</li> <li>• the proposal is "in budget"; and</li> <li>• the request does not exceed the original budget submission for the project; and</li> <li>• economic analysis indicates that the project will generate a positive return in accordance with the original proposal or where risk analysis has indicated a need to undertake the works / expenditure.</li> </ul> <p>Criteria 2</p> <ul style="list-style-type: none"> <li>• The total expenditure exceeds \$250,000<sup>1</sup>; and</li> <li>• the proposal is "in budget"; and</li> <li>• the request exceeds the original budget submission for the project but other "in budget" items are substituted/sacrificed (cancelled) to top up the funding; and</li> <li>• economic analysis indicates that the project will generate a positive return in accordance with the original proposal or where risk analysis has indicated a need to undertake the works/expenditure.</li> </ul> <p>Criteria 3</p> <ul style="list-style-type: none"> <li>• The total expenditure exceeds \$250,000<sup>1</sup>; and</li> <li>• the proposal is "out of budget"; and</li> <li>• other "in budget" items are substituted/sacrificed (cancelled) to top up the funding; and</li> <li>• economic analysis indicates that the project will generate a positive return in accordance with the original proposal or where risk analysis has indicated a need to undertake the works/expenditure.</li> </ul>

Commitment	
Expenditure	
	Individual Capital Expenditure projects >\$5 million <sup>1</sup> requires Board approval.
	Individual Capital Expenditure projects > \$30 million <sup>1</sup> requires ministerial approval.

Commitment	CEO	CFO	ELT member	Other
Capital Expenditure delegations (CEA)				
Dozer rebuild <sup>1</sup>	≤\$7m jointly			>\$7m (Board)
Capital expenditure <sup>1</sup> <sup>2</sup> (subject to complying with <b>Capital Expenditure requirements</b> above)	>\$250,000 and ≤\$5m jointly		Endorse	≤\$150,000 and in budget (Finance Superintendent)
				>\$150,000 and ≤\$250,000 and in or out of budget (Finance Manager)
Capital expenditure <sup>1</sup> (subject to complying with <b>Capital Expenditure requirements</b> above)	jointly (Endorse)			>\$5m and ≤\$10m (Board)
Capital expenditure <sup>1</sup> (subject to complying with <b>Capital Expenditure requirements</b> above)	jointly (Endorse)			>\$10m and ≤\$30m (SHMs inform only)
Capital expenditure <sup>1</sup> (subject to complying with <b>Capital Expenditure requirements</b> above)	jointly (Endorse)			>\$30m Board (Endorse)
				SHMs (Approval)
Acquisition of land (all) <sup>1</sup>	≤\$1m jointly		Endorse	>\$1m <sup>1</sup> (Board)
Procurement				
Contracts <sup>1</sup> and commitments <sup>2</sup> (including general		>\$250,000 and ≤\$2m	≤\$250,000	
	>\$2m and ≤\$5m jointly			

Commitment	CEO	CFO	ELT member	Other
expenditure – capital or operating including business as usual Standing Offer Arrangements and Panel Arrangements) <sup>1</sup>				
Contract contingency funds	Jointly		Endorse	Contract Owner (Endorse)
Single and Sole source <sup>1</sup>			Approve >\$20,000 and ≤\$250,000	Endorse (Supply Superintendent)
Significant Procurement (Significant Procurement Plan and Request for Award (incl Probitly Plan)	jointly (Endorse)			>\$5m (Board)
Contract Document execution				Refer to section 6
Departures to GPC standard terms and conditions		Approve (legal review at discretion of CFO)	Endorse	Review (Supply Superintendent)
Stock Inventory Approvals <sup>1</sup>		>\$75,000 and ≤\$2m		
	>\$2m and ≤\$5m jointly			
Special categories				
Declare annual dividend (to SHMs)	Jointly			Approve (Board)
Maintenance dredging <sup>1</sup>	≤\$7m jointly			>\$7m (Board)
Adjustment note / credit note/waiver authorisations <sup>8</sup> (non-revenue)		>\$250,000		≤\$250,000 (Finance Manager)
Insurance Renewal Program (Annual)	Jointly with CoSec			Approve (Board)
Landowner's consent	Approve		Endorse	

Commitment	CEO	CFO	ELT member	Other
Litigation - Engagement of external legal firms/providers (Scope of work, area of law, nature and type of legal advice) excluding Legal Panel Arrangements	Endorse jointly (CoSec if either is conflicted)			Approve (Board)
Pre-commencement and settlement of criminal prosecutions, legal actions and litigation (including prosecutions, employment and WorkCover claims), File or defence of litigation and admission of liability	Endorse jointly (CoSec if either is conflicted)			Approve (Board)
Refer to Managing Travel, Hospitality, Entertainment and Related Expenses Procedure for more detail on below expenses.				
Entertainment event		≤\$2,000 jointly		>\$5,000 Approve (Board) and Inform(SHMs)
	>\$2,000 and ≤\$5,000 jointly			
	GPC’s reasonableness policy is \$150 pp (meals, drinks, venue) whilst entertaining. Higher amount must be CEO approved. Refer to the Managing Travel, Hospitality, Entertainment and Related Expenses Procedure.			
Entertainment expenditure per recipient (including GPC Representatives, Contractors and Consultants) (excl hospitality) (pre-approval)	>\$150 cumulative in any calendar year		≤\$150 cumulative in any calendar year	
Accommodation		>\$350.00 per room per night (through GPC’s registered travel provider)	≤\$350.00 per room per night (through GPC’s registered travel provider)	
Ride share (Uber, Taxi fare)			>\$200	

Commitment	CEO	CFO	ELT member	Other
Travel and accommodation related food and beverages (not entertainment)			Non-alcoholic beverages included in below limits <ul style="list-style-type: none"> <li>• B/fast – &gt;\$50 pp</li> <li>• Lunch – &gt;\$50 pp</li> <li>• Dinner – &gt;\$100 pp (Alcoholic beverages - \$0)</li> </ul>	Non-alcoholic beverages included in below limits <ul style="list-style-type: none"> <li>• B/fast – ≤\$50 pp</li> <li>• Lunch – ≤\$50 pp</li> <li>• Dinner – ≤\$100 pp (Alcoholic beverages - \$0) (Leader)</li> </ul>
CEO annual Christmas function expenditure	>\$50 pp			
Entertainment (maximum \$150 pp (meal / drinks / venue inclusive) (ELT))	All meal entertainment			
Entertainment (maximum \$150 pp (meal / drinks / venue inclusive) (CEO))				All meal entertainment (Chair)
Entertainment (maximum \$150 pp (meal / drinks / venue inclusive) (excl CEO & CFO))			All meal entertainment	
Reportable Gift/Benefit received				>\$150 (CoSec, prior approval)
Reportable Gift/Benefit giving (pre-approval)	Approve			>\$150 Endorse (CoSec)
Internal Functions & Training (E.g., <i>Catering for workshops, in-house training etc.</i> )	•	<ul style="list-style-type: none"> <li>• B/fast – &gt;\$25 pp</li> <li>• Lunch – &gt;\$30 pp</li> <li>• Dinner – &gt;\$50 pp</li> </ul>	<ul style="list-style-type: none"> <li>• B/fast – ≤\$25 pp</li> <li>• Lunch – ≤\$30 pp</li> <li>• Dinner – ≤\$50 pp</li> </ul>	
Car Wash (limited to removal of coal or other road grime when work related) (pre-approval)		>\$20 per incident	≤\$20 per incident	

Commitment	CEO	CFO	ELT member	Other
Community sponsorship (singular, not a program or bundled)	>\$5,000 and ≤\$25,000 jointly			<\$5,000 (G&CR Manager)
	If CEO, CFO or G&CR Manager are conflicted, CoSec			>\$25,000 (Board)
Community bursary, scholarship (singular, not a program or bundled)		≤\$1,000 jointly		>\$1,000 (Board)
		If CFO or ELT member is conflicted, CEO		
Community donation, grant (singular, not a program or bundled)		≤\$5,000 jointly		>\$5,000 (Board)
		If CFO or ELT member is conflicted, CEO		
In kind support / assistance / items / labour excludes GPC branded merchandise, hire of GPC Marques and GPC parklands hire (non-monetary) (singular, not a program or bundled)	Jointly		Endorse	
Employee Relocation Expenses	<\$20,000 Approve with EGMP jointly			Inform (Finance Manager)
Employee Gift card issuing (Service Awards / Retirement / Christmas)	Approve with EGMP jointly			Inform (Finance Manager)
Employee Gift card activation (Service Awards / Retirement / Christmas)				HR Manager
Employee Gift card reissuing (Service Awards / Retirement / Christmas)	Unauthorised			

## 5.4 Delegation to the CEO - Administrative approvals

Action	Endorse	Approve	Inform
<b>Finance</b>			
Acquisition/disposal of subsidiary and company restructure (ownership)	CEO and CFO	Board (subject to SHMs)	CoSec
Accepting/retiring from appointment as trustee	CEO and CFO	Board (subject to SHMs)	CoSec
Approve/modify permanent Payment System Authority Levels	Finance Manager	CFO (CEO for CFO levels)	CEO
Approve/modify temporary ( $\leq 2$ months) Payment System Authority Levels	Leader	CFO	Finance Manager
Issuing, renewal, amendment and cancellation of corporate credit cards (Sub-delegation not permitted)	Leader	CFO (CEO for CFO card)	Finance Manager
Amendments to the Document Authorisation Form and Document Endorsement Checklist	Finance Manager and CoSec	CFO	
<b>Treasury</b>			
Credit risk exposure to financial institutions	Finance Manager	CFO	ARC and CEO
QTC Investments $> \$50m$ and $\leq \$100m$	Finance Superintendent	Finance Manager	Board
QTC Investments $> \$100m$	CFO	Board	CEO
QTC Competitive Neutrality Fee $\leq \$10m$	Finance Superintendent	Finance Manager	
QTC Competitive Neutrality Fee $> \$10m$	CFO	Board	
QTC Interest and Loan repayments	Finance Superintendent	Finance Manager	ARC
Workcover QLD $\leq \$2.5m$	Finance Superintendent	Finance Manager	ARC
Workcover QLD $> \$2.5m$	CFO	Board	CEO
Open and close bank accounts for entities	Finance Superintendent	Finance Manager	CFO
Change authorising signatures for bank account	Finance Superintendent	Finance Manager	CFO



Action	Endorse	Approve	Inform
Return on equity	CFO	Board	CEO
Schedule of Rates and Charges, including any in-year amendments, updates, discounts or rebates	Finance Manager and CFO	Board	CEO
Related Party Transactions with KMPs	CFO	Board	CoSec
External loan or debt facility	CFO	Board	CEO
Foreign Exchange Hedging	CFO	Board	CEO
Tridata submissions, analysis and explanations	Finance Superintendent	Finance Manager	
<b>Taxation</b>			
ATO (FBT, Annual Tax Return)	Finance Superintendent	Finance Manager	ARC
NTER Payments ≤\$15m <sup>1</sup>	Finance Superintendent	Finance Manager	CFO
NTER Payments >\$15m <sup>1</sup>	CFO	Board	CEO
Stamp Duty	Finance Superintendent	Finance Manager	CFO
R & D	Finance Superintendent	Finance Manager	CFO
GST and FTC	Finance Superintendent	Finance Manager	CFO
PAYG Instalment	Finance Superintendent	Finance Manager	CFO
PAYGW, SG, Payroll Tax	Finance Superintendent	Finance Manager	CFO
ATO BAS Returns	Finance Superintendent	Finance Manager	CFO
Communicate with a revenue or judicial authority in connection with a revenue authority audit/review or tax litigation	Finance Superintendent	Finance Manager	CFO
<b>Insurance</b>			
Insurance claims	CoSec	CFO	CEO and Board
Insurance Annual Renewal Program	CFO and CoSec	Board	CEO
<b>Internal Audit</b>			
Appoint (external independent) Internal Auditor and Annual Internal Audit Plan	CFO and CoSec	Board	CEO
<b>Reporting</b>			

Action	Endorse	Approve	Inform
<p>Reporting matters that arise that, in the CEO and ELT's opinion, may:</p> <p>a) prevent, or significantly affect, achievement of the objectives in GPC's corporate or strategic plans; or</p> <p>b) significantly affect GPC's performance in delivering the outputs under its Statement of Corporate Intent; or</p> <p>c) significantly affect GPC's reputation.</p>	CEO and ELT	Board	SHMs and CoSec
Financial Reporting (monthly, and per quarterly report)	Finance Manager and CFO	Board	CEO
Legal and Consultancy Spend Reporting	Finance Manager	CFO	ARC
Financial annual consolidated statements	Finance Manager and CFO	Board, ARC	CEO
Financial master data configuration and changes	Finance Superintendent	Finance Manager	CFO
<p>CFO must keep the Board reasonably informed of the operations, financial performance and financial position of GPC. Matters that arise that, in the CFO's opinion, may:</p> <p>(c) prevent, or significantly affect, achievement of the objectives in GPC's corporate or strategic plans; or</p> <p>(d) significantly affect GPC's performance in delivering the outputs under its Statement of Corporate Intent; or</p> <p>(e) significantly affect GPC's reputation.</p>	CEO and CFO	Board	SHMs and CoSec

Action	Endorse	Approve	Inform
Board papers, including recommendation and briefing papers in EDRMS	Relevant ELT followed by CoSec	CEO and CFO	
Board paper EDRMS and Diligent access		CoSec	

## Governance

### Governance documents

Tier 0 Board Charters	Chairpersons	Board	CEO
Tier 1 Policies	CEO	Board	
Tier 1 Strategies, Frameworks	ELT member	CEO	
Tier 2 Standards and Technical Specifications	ELT member	CEO	
Tier 3 Specifications, Procedures and Plans	Custodian as delegated by ELT member	ELT member or CEO if Custodian is ELT member	
Tier 4 Instructions, Forms, Templates and Checklists	Custodian	Leader	

Note: the CEO has the discretion to seek the endorsement of the Board for any Governance Document where it may be appropriate, having regard to the significance of the Governance Document (e.g. Tier 2 Tax Standard is owned by the Board).

Legally Binding Instruments (incl Non-binding)	Refer section 6
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### Records management

Retention and disposal schedules		CoSec	
Request to destroy/dispose Records	Leader and ELT member	CoSec and CEO	

## Strategy

Statement of Corporate Intent	CEO, CFO and Government and Corporate Relations Manager	Board (subject to SHMs)	ELT
Corporate Plan	CEO, CFO and Government and Corporate Relations Manager	Board (subject to SHMs)	ELT
Port of Gladstone 50 Year Strategic Plan	EGMT&D, CEO and Government and Corporate Relations Manager	Board (subject to SHMs)	ELT
Quarterly Report	CEO, CFO and CoSec	Board (subject to SHMs)	

Action	Endorse	Approve	Inform
Annual Report and Statement of Corporate Intent (with Deletions)	CEO, CFO and CoSec	Board (subject to SHMs)	

## Planning

### Responsibilities under State planning laws

Exercise GPC's powers as an "assessment manager"	Principal Planner (and in their absence, the Head of Planning & Strategy)	EGMT&D	
Exercise CEO's powers as a "referral agency" delegated as "the other person" to carry out the CEO's functions in accordance with general law principles.	Principal Planner (and in their absence, the Head of Planning & Strategy)	EGMT&D	
Land Use Plans for Ports of Gladstone, Bundaberg, Rockhampton and Maryborough	EGMT&D	Board (subject to SHMs)	

## Supply

Pre-approval of all O3 & O5 Purchase Orders		Supply Superintendent	
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## Health, Safety and Environment

Major and Critical High Potential Consequence HSE Incidents	EGMS&ESG and relevant ELT member	CEO	Board (ASARP)
Reporting actual significant HSE incidents	Safety and Environment Manager	EGMS&ESG	CEO and Board (ASARP)
Regulatory Reportable incidents	EGMS&ESG and relevant ELT member	CEO	Board (ASARP)
Reporting HSE investigation findings (external)	Safety and Environment Manager with CoSec (where warranted for insurance and legal)	ELT member	CEO and EGMS&ESG and Board
Reports on any compliance notices issued by 3 <sup>rd</sup> party relating to HSE	EGMS&ESG and relevant ELT member	CEO	Board
Environment High Potential Consequence Incident (HPCI)	EGMS&ESG and relevant ELT member	CEO	Board (ASARP)
Environmental complaints (where warranted)	EGMS&ESG	CEO	Board
HSE data and trending reporting	Safety and Environment Manager	EGMS&ESG	CEO and Board

## Security

### Incident and emergency management

Action	Endorse	Approve	Inform
Notification of crisis	EGMMO/Crisis Management Team	CEO	Board (Chair)
Incident management team crisis and incident management plan	ELT member with EGMMO	CEO	
Declaring a Crisis under Crisis Management Procedure	ELT member (who is informed by: (a) GPC Emergency Response Coordinator for 'incident/sudden event'; or (b) Supervisor for 'emerging issue') with EGMMO	CEO	
Emergency management team crisis and emergency management plan	ELT member with EGMMO	CEO	
Crisis Preparedness and Response	EGMMO	CEO	Board
Consent to temporary enter onto GPC site to undertake investigation works, surveys, inspection.	Head of Property and Port Security Superintendent	ELT member	CEO
Port Notices and Rules	CEO and EGMMO	Board	CoSec
<b>Communications and Engagement</b>			
Media Releases	Government and Corporate Relations Manager, and CEO	Chair	CoSec, SHM (topics of significance)
Directors communicating with the CEO		Chair (if conflicted the CoSec) If both conflicted the CFO)	
Communications between Directors and the ELT (excl CEO)	Chair (if conflicted the ARC Chair)	CEO	CoSec
Provide content for dealing with media or community forums	Government and Corporate Relations Manager	CEO	
External speeches and presentations	Leader and Government and Corporate Relations Manager (where warranted)	ELT member	
Preparation and distribution of all communications, notices and reports to SHMs (excl SHM departments)	CoSec and CEO and CFO	Chair	
Preparation and distribution of all reports to SHMs departments	Government and Corporate Relations	CEO	CoSec

Action	Endorse	Approve	Inform
	Manager with ELT member and CFO		
Content on GPC website (excl Release of Information Arrangements)	Government and Corporate Relations Manager	CEO	
Content on GPC website - Release of Information Arrangements	CoSec	Government and Corporate Relations Manager	
Content on GPC website – Schedule of Rates and Charges	Finance Manager	CFO	
Content on GPC Social Media including all social media posts	Corporate Affairs Specialist	Government and Corporate Relations Manager	
Content on GPC intranet – All Board approved/owned tiered documents	Board	CoSec	
Content on GPC intranet	Government and Corporate Relations Manager and relevant ELT member	CEO	
Content on GPC intranet – Tier 2-3 documents (excl Board owned documents)	ELT member	CEO	
Content on GPC intranet – Tier -Tier 4 documents (templates)	Leader	ELT member	
Organisation wide internal communications	ELT member and Government and Corporate Relations Manager	CEO	

## People

### Recruitment and appointment

Recruit CEO	CoSec	Board	SHM
Appoint permanent CEO (GPC or subsidiary)	CoSec	Board and SHMs	
Appoint CEO including Acting/Interim >6 months (GPC or subsidiary)	CoSec	Board and SHMs	
Appoint CEO including Acting/Interim ≤6 months (GPC or subsidiary)	CoSec	Board	SHMs
Appoint ELT including Acting/Interim >6	CEO	Board, SHMs	

Action	Endorse	Approve	Inform
months (GPC or subsidiary)			
Appoint ELT including Acting/Interim ≤6 months (GPC or subsidiary)	CEO	Board	SHMs
Appoint Company Secretary	Chair, CEO and EGMP	Board	CFO SHMs
Secondment/higher duties commence and conclude (excl ELT)	ELT member	CFO and EGMP	
Create position within workforce plan/establishment	ELT member	EGMP	
Create position outside workforce plan (over establishment)	ELT member and EGMP	CEO and CFO	
Authority to recruit form	ELT member and EGMP	CEO and CFO	
Non-ELT Employee appointment (including salary) (with nil departures from employment terms and conditions under the GPC EA)	ELT member and EGMP	CEO and CFO	
External resource engagement and funding (Labour hire)	ELT member and EGMP	CEO and CFO	
Organisational restructures (ELT portfolio or direct reports)	ELT member	CEO	Board
Organisational restructure which proposes changes to number of CEO direct reports (subject to SHMs)	CEO and CFO	Board	
<b>Employee Management</b>			
CEO KPIs	Chair	Board SHMs	CoSec
CEO 6 monthly performance review	Chair	Board	CoSec SHMs
ELT KPIs	CEO	Board	CoSec
ELT annual performance review	CEO	Board	CoSec
CEO suspensions/stand down/special leave/investigation/LWOP	Chair (CoSec if Chair conflicted)	Board	CoSec CFO SHMs

Action	Endorse	Approve	Inform
ELT suspensions/stand down/special leave/investigation/LWOP (excl CEO)	CoSec and CEO	Board	CFO SHMs
Employee suspensions/investigation (incl monthly trending data)	EGMP	CEO	CFO
Employee stand down and special leave ≤7 days (excl CEO or ELT)	Manager HR Operations	EGMP	CEO CFO
Employee stand down and special leave >7 days (excl CEO or ELT)	EGMP	CEO	CFO
Employee LWOP (excl CEO or ELT)	ELT Member	CEO	CFO
<b>Termination</b>			
Termination of CEO		Board	CoSec CFO SHMs
Termination of ELT member (excl CEO)	CEO If the CEO declares a conflict, CFO or CoSec or any other Officer of GPC who is not conflicted	Board If all members of the Board are conflicted, CEO together with one of the CFO or CoSec	SHMs CFO CoSec
Termination of non-ELT Employee for performance/discipline	Leader and relevant ELT member who are not conflicted. If Leader and ELT member are conflicted, two ELT members who are not conflicted	EGMP and CEO If the CEO declares a conflict, CFO or CoSec	CFO
Termination of Company Secretary	Chair, CEO and EGMP	Board	CFO
<b>Salary</b>			
CEO remuneration and annual (incl vehicle calc) review	CoSec	Board	SHMs
ELT remuneration and annual (incl vehicle calc) review	CEO and CoSec	Board	SHMs
Remuneration increases within current Band level (excl ELT)	ELT	CFO and EGMP	
Remuneration increases over current Band level (excl ELT)	ELT	CFO, EGMP and CEO	
<b>Motor vehicles</b>			
CEO	CFO and CoSec	Board	



Action	Endorse	Approve	Inform
ELT (excl CEO)	CoSec	CEO and CFO (Board for CEO vehicle) CEO for CFO vehicle)	CFO Finance Manager
Level 2 and 3	ELT member	CEO and CFO	

### **Domestic and International travel and accommodation related expenses**

**Refer Managing Travel, Hospitality, Entertainment and Related Expenditure Procedure for additional approvals required.**

Chair domestic travel and accommodation (excl Board meeting travel and accommodation)	CFO	CoSec	
Director domestic travel and accommodation (excl Board meeting travel and accommodation)	CoSec	CoSec on behalf of Chair	
CEO domestic travel and accommodation (excl Board meeting travel and accommodation) (pre-approved)	CoSec	CoSec on behalf of Chair	
ELT domestic travel and accommodation (excl CEO)	CoSec	CEO	
Non-ELT domestic travel and accommodation (pre-approved)	Leader	ELT member	
Domestic travel other than Employees, Officers, Consultants and Contractors	ELT member	CoSec and CFO	
Chair reasonable expenses reimbursement	CoSec	CFO	
Director reasonable expenses reimbursement (excl Board development, Board meeting travel and accommodation)	CFO	CoSec on behalf of Chair	
Director Board meeting travel and accommodation		CoSec	CFO (if exceeding policy limits)
Director development, i.e., memberships, course attendance and related expenses reimbursements	CoSec and CFO	Chair	

Action	Endorse	Approve	Inform
CEO credit card authorisations		Board	
CEO expenses and reimbursements		CoSec Board	
ELT credit card authorisations (excl CEO and CFO)		CEO	
ELT expenses and reimbursements (excl CEO and CFO)		CoSec CEO	
CFO credit card authorisations		CEO	
CFO expenses and reimbursements		CoSec CEO	
Non-ELT Employee credit card authorisations		ELT member	
Non-ELT Employee expenses and reimbursements		Leader ELT member	
Domestic travel and accommodation (pre-approved) (excl CEO)	ELT member	CEO	
Chair international travel and accommodation (pre-approved)	CoSec and CFO	Board	SHMs
Director international travel and accommodation (pre-approved) (excl Chair)	CoSec and CFO	Board	SHMs
CEO international travel and accommodation (pre-approved)	CoSec and CFO	Board	SHMs
ELT international travel and accommodation (pre-approved) (excl CEO)	CEO	Board	SHMs
Employee, Consultant or Contractor international travel and accommodation (pre-approved) (excl visitors, suppliers, recruitment interviewees)	CEO	Board	SHMs
Any changes to booked travel resulting in additional costs (pre-approved) (excl CEO)	Leader	ELT member (or CEO for ELT Member) (or CoSec for Board)	
Any changes to CEO booked travel resulting		CoSec and CFO	

Action	Endorse	Approve	Inform
in additional costs (pre-approved)			
Airline Lounge membership (CEO & ELT has automatic membership)		CEO and CFO	
Non-ELT travel and accommodation related general expenses within prescribed threshold		Leader	
Car hire >14 days		CEO	
Functions at Employee private residence reimbursement (Pre-approval)		CEO	

### Employee Reimbursement

#### Refer Professional Membership Specification Refer Study Assistance Specification

External Study Assistance Application Form	EGMP	CEO	CFO
Employee Professional Membership reimbursement	Leader	ELT member	CFO
Employee Study Assistance (pre-approval) (reimbursement to a maximum of \$20,000 per Employee in each three year period). <ul style="list-style-type: none"> <li>50% of compulsory course / subject fees with evidence of a passing grade. Reimbursement for listed course textbooks to the value of \$300 per semester.</li> <li>100% of compulsory course / subject fees with evidence of a passing grade. Reimbursement for listed course textbooks to the value of \$300 per semester.</li> </ul>	ELT member	EGMP	CFO

### Leave and rostering

Chair		Board Appoint an Interim Chair	
Directors (excl Chair)		Chair	

Action	Endorse	Approve	Inform
All types of leave (excl Board, Special Leave and LWOP)		Leader	
Jury duty		Leader	
Salaried/rostered day off (SDO/RDO)		Leader	
Short period of absence during work/shift		Leader	
Overtime		Leader	
Travel time		Leader	
<b>Employment Settlements (subject to section 5.6)</b>			
Employment Settlements (with CEO or CFO) (ex gratia payments)	CoSec	Board	SHMs Finance Manager
Employment Settlements with ELT members (excl CEO and CFO) (ex gratia payments)	CEO and CFO and CoSec	Board	SHMs
Non-monetary Employment Settlements concerning any departure from employment terms and conditions for Employees (excl ELT), Consultants and Contractors	EGMP and CEO (if conflicted, CFO)	Board	ELT member CFO
Monetary Employment Settlements for Employees (excl ELT), Consultants and Contractors, where the combined value of all Benefits to be provided as part of the Employment Settlement (ex gratia payments) (Sub-delegation not permitted)	EGMP and CEO (if conflicted, CFO)	Board	ELT member
Settlements referred to in the above section are when payment is outside of Executive Contract or Enterprise Agreement conditions (i.e. ex gratia payment)			

## 5.5 Sub-delegation of authority to an Appropriately Qualified Employee

Delegates (excl ELT) may sub-delegate authority delegated to them in the tables in Sections 5.3 and 5.4 (unless stated otherwise) for a temporary period, by submitting a Sub-delegation request via ServiceNow that must be endorsed by the Leader and approved by the EGM. For ELT, Sub-delegation ServiceNow requests must be endorsed by the Company Secretary and approved by the CEO and CFO. Permanent sub-delegations must be recorded in the DOA through Board approval. The ServiceNow request must be used by delegates to record sub-delegations when on leave.

## 5.6 Management of Employment Settlements

It is an expectation that Employment Settlements will not generally involve the provision of Benefits beyond existing contractual or other legal entitlements. However, GPC recognises that there are circumstances in which an Employment Settlement is in the best interests of GPC.

Where an Employment Settlement is proposed, the EGMP (for Non-ELT Employees) or the Company Secretary (for ELT Employees), with oversight from the CFO (if conflicted the Finance Manager) must:

- (a) ensure that the proposed Employment Settlement is documented using the Deed and that any departures from the Deed have been the subject of specific written legal advice; and
- (b) ensure that any payment that forms part of an Employment Settlement is paid directly into the bank account of the relevant employee or worker that is on record with GPC's Payroll department.

Where an Employment Settlement:

- (a) relates to an ELT member; or
- (b) otherwise exceeds the ordinary quantum of accrued entitlements of an Employee under their employment agreement.

the EGMP or Company Secretary (for ELT) must obtain written legal advice on the proposed Employment Settlement, including advice on the quantum of any potential liabilities to GPC relative to the Benefits provided as part of the Employment Settlement.

Declared interests must be managed in accordance with the GPC Conflicts of Interest Procedures.

### 5.6.1 Employment Settlements that must be approved by the Board

Where the Board is required to approve an Employment Settlement, the CEO (if conflicted, the CFO or Company Secretary) must:

- (a) inform the Board, CFO and Company Secretary (for ELT) prior to commencement of proceedings/discussions; and
- (b) brief the Board, CFO and Company Secretary (for ELT) about the proposed Employment Settlement including any proposed departures from the Deed, for the purpose of obtaining the Board's approval before any legally binding offer is made by GPC; and
- (c) ensure that the proposed Employment Settlement conforms to the terms of any Board approval; and
- (d) the Board may decide by resolution to delegate the approval of one or more proposed Employment Settlements to a single Board member, Committee of the Board or other appropriate Officer of GPC, as the Board considers appropriate.

In addition:

- (a) the Employment Settlement must be approved by the Board unless the Board decides by resolution to delegate the approval of the proposed Employment Settlement; and
- (b) the delegated appointed Board member or other appropriate Officer in relation to the Employment Settlement, must:

- (i) ensure written legal advice is obtained on the proposed Employment Settlement, including advice on the quantum of GPC's potential liabilities relative to the Benefits provided as part of the Employment Settlement.
- (ii) ensure the proposed Employment Settlement is documented using the Deed and that any departures from the Deed have been the subject of specific written legal advice.
- (iii) brief the Board and CFO about the proposed Employment Settlement including any proposed departures from the Deed, for the purpose of obtaining the Board's approval before any legally binding offer is made by GPC; and
- (iv) ensure any payment that forms part of an Employment Settlement is paid directly into the bank account of the relevant employee or worker that is on record with GPC's Payroll department.

Where any member of the Board is for any reason not entitled to vote on the approval of a proposed Employment Settlement (such as because the Board member(s) considers that they have a potential, perceived or actual conflict), those Board members who are entitled to vote shall proceed to do so in accordance with GPC's Constitution.

Where all members of the Board are not entitled to vote on the approval of a proposed Employment Settlement (such as because the Board member(s) considers that they have a potential, perceived or actual conflict), the Board may decide by resolution to delegate the approval of the Employment Settlement to another appropriate Officer/s or appropriate person/s. In these circumstances the Board will also consider whether consultation with GPC's shareholding Ministers is required.

## **6 Execution of instruments committing GPC**

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### **6.1 Legally Binding Instruments**

GPC, within the normal course of business operations, enters legally binding arrangements of various types with third parties, including customers, suppliers, contractors, consultants or other third parties.

The GPC Board is the body charged with the authority to enter Legally Binding Instruments on behalf of the corporation. The Board provides a Power of Attorney to certain positions, authorising the holder of that position to execute Legally Binding Instruments on its behalf in accordance with GPC's 'Deed Poll – Power of Attorney'.

All Legally Binding Instruments must be executed in accordance with section 6.2.

### **6.2 General requirements**

All Legally Binding Instruments must be executed under GPC's powers of attorney, which requires execution by a combination of:

- (a) any two of CEO, CFO or Company Secretary; or
- (b) one of those listed in (a) and one Director; or
- (c) two Directors.

When presented for execution, all documents must be accompanied by a completed Document Authorisation Form and a Document Endorsement Checklist. The endorsements required to be completed in the Form, can be found in the Document Endorsement Checklist.

The Form must be completed and fully authorised before an execution version of the Legally Binding Instrument is given to the counterparty. It is preferred for counterparties to sign first.

Execution must be completed under GPC's powers of attorney and in accordance with the Signing Blocks for GPC Instruction.

This section 6.2 is subject to the delegations of authority specified in section 5 above.

### **6.3 Departures from GPC standard terms**

Any departures from GPC's standard terms must be included in the relevant section of the Document Authorisation Form and approved by the CFO on the Form. Additional requirements apply to Employment Settlements as detailed in section 5.6 above.

Guidance on the selection of the appropriate template and negotiation of departures for different types of contracts can be found in the Contract Types: Purchase Orders and Contracts Procedure; Contract Types: ICT and Terms for Negotiation Procedure; Commercial Contracts Procedure; and Property Manual Procedure.

### **6.4 Checking, filing and storing after execution**

Executed contracts must be checked, filed and stored in accordance with the Document Safe Custody Instruction.

Commercial contracts and property related instruments must comply with the Commercial Contracts Procedure and Property Manual Procedure.

### **6.5 Options, assignments, variation**

For clarity, if a Legally Binding Instrument approved in accordance Section 5 and executed in accordance with Section 6 grants the counterparty any right that is exercisable at their discretion (i.e. option of extension, option to assign, increase/decrease in supply), it is sufficient for an Attorney to rely on such approval and authorisation to execute any subsequent Legally Binding Instrument (in accordance with Section 6) that gives effect to that right.

Often there will be circumstances where a variation, novation or assignment does not lead to a financial outcome and there is no increase in the Total Value of the Legally Binding Instrument. In this case, regardless of the Total Value, an Attorney may execute any consecutive instrument (in accordance with Section 6) that gives effect to its variation, novation or assignment on the condition they first confirm it does not materially change the intent or risk profile of the Legally Binding Instrument.

The Board must be notified in advance of any of the above circumstances, for this Section 6.5, that would require its approval.

## **7 Monitoring, review and reporting**

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The GPC Board has ultimate accountability for the DOA and has a zero appetite for non-compliance.

The Board requires regular monitoring and reporting on controls compliance.

The CFO, through reporting tabled at the ARC meetings, must provide assurance to the ARC and Board that GPC's DOA governance and compliance functions are adequate and effective. This includes monitoring, review and assurance of the delegations.

The CEO must ensure that:

- (a) the financial commitments of GPC are executed within the scope of delegated authorities.
- (b) GPC's systems of internal control adequately manage and monitor the implementation and operation of delegated authorities.

- (c) the delegations of authority achieve the objectives of authority delegation and proper financial control; and
- (d) the limits of authority detailed in the DOA remain appropriate as GPC's circumstances change.

Any breach of a delegate's authority limit must be reported to the CEO, CFO and Company Secretary. Any breach that exceeds the CEO's delegated authority must, as soon as possible, be reported to the ARC and the Board.

## 8 Appendices

### 8.1 Appendix 1 – Related documents

Gladstone Ports Corporation documents

The following documents relate to this Policy:

Type	Document number and title
<b>Tier 1: Policy</b>	#1507461 Code of Conduct #1498087 Corporate Governance Framework #1975382 Ethics and Integrity #1930942 Enterprise Risk and Resilience #1976249 Financial and Commercial #1932519 Asset Management #1930957 Safety, Health and Environment #1930953 Information #1963767 People and Culture #1932103 Procurement #1930948 ESG #1949378 Customer Engagement #1949409 Corporate Affairs
<b>Tier 2: Standard/Strategy</b>	#1449414 Chief and Executive Remuneration Standard #174070 Managing Conflicts of Interest #1634161 Fraud and Corruption #1552703 Tax Risk Management #1552703 Tax Standard #1377382 Financial Management Framework



Type	Document number and title
	#1409930 Complaints about a Public Official
<b>Tier 3:</b> Specification/ Procedure/Plan	#1447372 Conflicts of Interest #82972 Credit Note and Waiver Request/Approvals #1765746 Counterparty Risk Assessment # 35873 Property Manual #1760131 Commercial Contracts #25771 Managing Travel, Hospitality, Entertainment and Related Expenses #1455068 Gifts and Benefits #934508 Professional Membership #934620 Study Assistance #1231579 Credit Card #1075526 Incident Management and Investigation #1044716 Environmental Complaints #1270628 Contract Types: Purchase Orders and Contracts
<b>Tier 4:</b> Instruction/Form/ Template/Checklist	#1641104 Authority Sub-delegation Form #1657669 Document Safe Custody #368003 Signing blocks for GPC #1641105 Document Authorisation Form & Document Endorsement Checklist #1596480 Contract Types: ICT Contracts and Terms for Negotiation #1621179 GPC Corporate Glossary
<b>Other</b>	#159390 Board Charter #1734739 Deed of Settlement and Release for persons employed by GPC or its subsidiaries – template – September 2021 GOC Chief and Senior Executive Employment Arrangements Policy <i>Corporations Act 2001(Cth)</i> <i>Government Owned Corporations Act 1993(Qld)</i> <i>GPC Constitution</i> <i>Code of Practice for GOC Financial Arrangements(Qld)</i>

Type	Document number and title
	<i>Transport Infrastructure Act 1994(Qld)</i>
	<i>Planning Act 2016(Qld)</i>

## 8.2 Appendix 2 – Payment System Authority Levels

Approved payment authorisations levels (setting or modifying payment authority levels for EFTs or cheques) within JDE for individual delegates are as detailed in this section.

Payment	CEO	CFO	Finance Manager	Finance Superintendent
<b>JDE payment approvals</b>				
Payment analysis file approvals (per Vendor)	Any amount (with CFO)	Any amount (with CEO)	\$2m-\$5m	<\$250,000 (Accountant only)  \$250,000 - \$2m (with Accountant)
<b>Bank account transfers</b>				
Westpac	Any amount (with CFO)	Any amount (with CEO)	\$10m-\$50m	<\$10m
Queensland Treasury Corporation (limits are per transaction)	Any amount (with CFO)	Any amount (with CEO)	\$10m-\$50m	<\$10m
<b>Payment authorisations</b>				
Westpac bank account EFTs and cheques (limits are per Vendor)	Any amount (with CFO)	Any amount (with CEO)	\$2M-\$5m	<\$2m
<b>Pre-approved payees</b>				
ATO (BAS, GST & FBT)	Any amount (with CFO)	Any amount (with CEO)	<\$10m	Endorse
ATO (PAYGW)	Any amount (with CFO)	Any amount (with CEO)	<\$5m	Endorse
Commissioner of Payroll Tax	Any amount (with CFO)	Any amount (with CEO)	<\$5m	Endorse
Gladstone Regional Council (rates)	Any amount (with CFO)	Any amount (with CEO)	<\$5m	Endorse
Government Superannuation Office / ATR	Any amount (with CFO)	Any amount (with CEO)	<\$5m	Endorse
Queensland Treasury Corporation (Loan Repayments)	\$100m (with CFO)	\$100m (with CEO)		
Queensland Treasury (Competitive Neutrality Fee)	Any amount (with CFO)	Any amount (with CEO)	<\$10m	Endorse
Queensland Treasury (NTER return)	Any amount (with CFO)	Any amount (with CEO)	<\$15m	Endorse

Payment	CEO	CFO	Finance Manager	Finance Superintendent
Queensland Treasury (Dividend)	Any amount (with CFO)	Any amount (with CEO)	Endorse	
Rio Tinto Aluminium - Yarwun In accordance with contract 97.5% of revenue is reimbursed	Any amount (with CFO)	Any amount (with CEO)	<\$10m	
Weekly Payroll deductions on behalf of employees	Any amount (with CFO)	Any amount (with CEO)	<\$5m	Endorse
WorkCover Queensland	Any amount (with CFO)	Any amount (with CEO)	<\$2.5m	Endorse

### 8.3 Appendix 3 – Position Authority Guide

This Guide is designed to ensure that each listed position holder can quickly assess their level of financial and administrative authority within GPC. Refer to section 5.3 Delegations to the CEO – Financial approvals and section 5.4 Delegations to the CEO – Administrative approvals for the comprehensive delegation requirements.

Where a power has been permanently sub-delegated by an Executive General Manager signing an Authority Sub-Delegation Form, the details of that sub-delegation are identified in Table 1 below, in the column 'Sub-Delegation Details'.

**Table 1:**

Position	Financial Authority	Sub-delegation Details (include limits and date of sub-delegation, and any expiry)
Finance Manager	Up to \$550,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for: <ul style="list-style-type: none"> <li>PRT Finance PRT05 (\$100k)</li> </ul> </li> <li>Requisition approvals for: <ul style="list-style-type: none"> <li>GPC &amp; GMPS Payroll (\$550k)</li> </ul> </li> </ul>
Finance Superintendent	Up to \$250,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for: <ul style="list-style-type: none"> <li>PRT Finance PRT05 (\$50k)</li> </ul> </li> <li>Requisition approvals for: <ul style="list-style-type: none"> <li>GPC &amp; GMPS Payroll (\$250k)</li> </ul> </li> </ul>
Company Secretary	Up to \$250,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$250k): <ul style="list-style-type: none"> <li>PRT Board PRT02</li> </ul> </li> </ul>
Asset Reliability & Maintenance Manager	Up to \$100,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$100k): <ul style="list-style-type: none"> <li>RGT Building Services RGT30</li> </ul> </li> </ul>

			<ul style="list-style-type: none"> <li>• AP1, BPT and RGT Control Systems AP131, BPT31, RGT31</li> <li>• BPT Maintenance BPT32</li> <li>• BPT and RGT Maintenance Manager BPT34, RGT34</li> <li>• AP1, BPT and RGT Maintenance Systems AP135, BPT35, RGT35</li> <li>• RGT Apprentices RGT36</li> <li>• AP1, BPT and RGT Reliability Engineering AP138, BPT38, RGT38</li> <li>• RGT Maintenance Shiploading RGT39</li> <li>• BPT and RGT Maintenance Unloading BPT42, RGT42</li> <li>• RGT Warehouse RGT43</li> <li>• RGT Site Services RGT44</li> <li>• PRT, RGT, BPT, FLC, APC Parks and Gardens APC16, BPT16, FLC16, PRT19, PRT23, PRT24, PRT86, RGT16</li> </ul>
Technical Manager	Services	Up to \$100,000	<p><b>Finance</b></p> <ul style="list-style-type: none"> <li>• Contract, Purchase Order &amp; Requisition approvals for (\$100k): <ul style="list-style-type: none"> <li>• RGT Technical Services RGT41</li> <li>• RGT Unloading Engineering RGT 45, TS1</li> <li>• RGT Shiploading Engineering RGT46, TS2</li> <li>• ALM, AP1, AP2, AP3, AP4, FL4, FL5, BPT, RGT Infrastructure Assets ALM80, AP180, AP280, AP380, AP480, FL480, FL580, BPT80, RGT80</li> <li>• AP1, BPT, RGT Power Systems AP137, BPT37, RGT37</li> </ul> </li> </ul>
Bulk Handling Manager		Up to \$100,000	<p><b>Finance</b></p> <ul style="list-style-type: none"> <li>• Contract, Purchase Order &amp; Requisition approvals for (\$100k): <ul style="list-style-type: none"> <li>• BBG11 Operations &amp; BBG34 Maintenance</li> <li>• ALM11 Operations</li> </ul> </li> <li>• Contract, Purchase Order &amp; Requisition approvals for (\$50k): <ul style="list-style-type: none"> <li>• AP1 Mooring AP150</li> <li>• AP1 Operations AP151</li> <li>• AP2 Mooring AP250</li> <li>• AP3 Mooring AP350</li> <li>• AP4 Mooring AP450</li> <li>• BPT Mooring BPT50</li> <li>• BPT Operations Unloading BPT52</li> <li>• BPT Operations Shiploading BPT56</li> <li>• PRT Quarantine PRT87</li> <li>• Earthworks QRY51</li> <li>• RGT Mooring RGT50</li> <li>• RGT Operations Unloading RGT52, RGT53, RGT54</li> </ul> </li> </ul>

		<ul style="list-style-type: none"> <li>• RGT Operations Stockpile Management RGT55, RGT67</li> <li>• RGT Operations Shiploading RGT57, RGT58, RGT59</li> <li>• RGT Superintendent RGT60</li> <li>• RGT Operations Unloading Dozers RGT63</li> </ul>
Technology & Cyber Security Manager	Up to \$100,000	<b>Finance</b> <ul style="list-style-type: none"> <li>• Contract, Purchase Order &amp; Requisition approvals for (\$100k): <ul style="list-style-type: none"> <li>• PRT Information Systems PRT06</li> <li>• RGT Operations Performance &amp; Systems RGT66</li> </ul> </li> </ul>
Head of Sales & Key Customer Management	Up to \$60,000	<b>Finance</b> <ul style="list-style-type: none"> <li>• Contract, Purchase Order &amp; Requisition approvals for (\$60k): <ul style="list-style-type: none"> <li>• PRT Business Development PRT85</li> </ul> </li> </ul>
HR Operations Manager	Up to \$50,000	<b>Finance</b> <ul style="list-style-type: none"> <li>• Contract, Purchase Order &amp; Requisition approvals for (\$50k): <ul style="list-style-type: none"> <li>• PRT Employee Relations PRT20</li> <li>• RGT Employee Relations RGT20</li> </ul> </li> </ul>
Port Infrastructure Asset Manager	Up to \$50,000	<b>Finance</b> <ul style="list-style-type: none"> <li>• Contract, Purchase Order &amp; Requisition approvals for (\$50k): <ul style="list-style-type: none"> <li>• ALM Infrastructure Planning ALM81</li> <li>• BBG Infrastructure Planning BBG81</li> <li>• APC Infrastructure Assets APC80</li> <li>• BWF Infrastructure Assets BWF80</li> <li>• CUR Infrastructure Assets CUR80</li> <li>• FLC Infrastructure Assets FLC80</li> <li>• STR Infrastructure Assets STR80</li> <li>• PRT Infrastructure Assets PRT80</li> <li>• PRT Major Infrastructure Projects PRT82</li> </ul> </li> </ul>
Safety and Environment Manager	Up to \$50,000	<b>Finance</b> <ul style="list-style-type: none"> <li>• Contract, Purchase Order &amp; Requisition approvals for (\$50k): <ul style="list-style-type: none"> <li>• PRT Safety PRT21</li> <li>• RGT Safety RGT21</li> <li>• ALM Environment ALM15</li> <li>• APC Environment APC15</li> <li>• BBG Environment BBG15</li> <li>• BPT Environment BPT15</li> <li>• FLC Environment FLC15</li> <li>• MAR Environment MAR15</li> <li>• PRP Environment PRP15</li> <li>• RGT Environment RGT15</li> <li>• STR Environment STR15</li> <li>• PRT Environment PRT15</li> </ul> </li> </ul>

Safety Manager	Up to \$50,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$50k): <ul style="list-style-type: none"> <li>PRT Safety PRT21</li> <li>RGT Safety RGT21</li> </ul> </li> </ul>
Supply Superintendent	Up to \$50,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$50k): <ul style="list-style-type: none"> <li>PRT Supply PRT09</li> </ul> </li> </ul>
Learning & Development Manager	Up to \$50,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$50k): <ul style="list-style-type: none"> <li>PRT Learning &amp; Development PRT22</li> <li>RGT Learning &amp; Development RGT22</li> </ul> </li> </ul>
Information Systems Superintendent	Up to \$50,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$50k): <ul style="list-style-type: none"> <li>PRT Information Systems PRT06</li> </ul> </li> </ul>
Head of Planning & Strategy	Up to \$50,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$50k): <ul style="list-style-type: none"> <li>PRT Infrastructure Planning PRT81</li> </ul> </li> </ul>
Head of Property	Up to \$50,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$50k): <ul style="list-style-type: none"> <li>ALM Property ALM07</li> <li>BBG Property BBG07</li> <li>PRP Property PRP07</li> <li>FLC Property FLC07</li> <li>MAR Property MAR07</li> <li>WIG Property WIG07</li> <li>PRP Environment PRP15</li> </ul> </li> </ul>
Maintenance Superintendent – Contracts, Warehouse & Site Services	Up to \$50,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$10k): <ul style="list-style-type: none"> <li>RGT Warehouse &amp; Site Services RGT43</li> </ul> </li> <li>Stock Inventory Amendment Approvals (\$50k)</li> </ul>
Asset Management Project Lead	Up to \$50,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$50k): <ul style="list-style-type: none"> <li>PRT Port Major Infrastructure Projects PRT82</li> </ul> </li> </ul>

Operational Systems Superintendent	Up to \$50,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$50k):</li> <li>RGT Operations Performance &amp; Systems RGT66</li> </ul>
Government and Corporate Relations Manager	Up to \$30,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$30k):</li> <li>PRT Corporate &amp; Community Relation PRT25</li> <li>PRT Indigenous Affairs PRT26</li> </ul>
Shiploading Engineering Superintendent	Up to \$30,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$30k):</li> <li>RGT Technical Services Shiploading RGT46</li> </ul>
Unloading Engineering Superintendent	Up to \$30,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$30k):</li> <li>RGT Technical Services Unloading RGT45</li> </ul>
Electrical Engineering Superintendent	Up to \$30,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$30k):</li> <li>AP1, BPT and RGT Maintenance Power Systems AP137, BPT37, RGT37</li> </ul>
Shiploader 1 Replacement Project Manager	Up to \$30,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$30k):</li> <li>Technical Services 3 TS3</li> </ul>
Environment Superintendent	Up to \$30,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$30k):</li> <li>ALM Environment ALM15</li> <li>APC Environment APC15</li> <li>BBG Environment GGB15</li> <li>BPT Environment BPT15</li> <li>FLC Environment FLC15</li> <li>MAR Environment MAR15</li> <li>PRP Environment PRP15</li> <li>RGT Environment RGT15</li> <li>STR Environment STR15</li> <li>PRT Environment PRT15</li> </ul>
Health and Wellbeing Lead	Up to \$30,000	<b>Finance</b>

			<ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$30k): <ul style="list-style-type: none"> <li>PRT Health &amp; Wellbeing PRT17</li> </ul> </li> </ul>
Shiploading Maintenance Superintendent	Up to \$30,000		<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$30k): <ul style="list-style-type: none"> <li>BPT Maintenance BPT32</li> <li>BPT Unloading BPT42</li> <li>RGT Maintenance Shiploading RGT39</li> </ul> </li> </ul>
Building Services Superintendent	Up to \$30,000		<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$30k): <ul style="list-style-type: none"> <li>Parks and Gardens APC16, BPT16, FLC16, PRT19, PRT23, PRT24, PRT86</li> </ul> </li> <li>Contract, Purchase Order &amp; Requisition approvals for (\$10k): <ul style="list-style-type: none"> <li>RGT Maintenance Building Trades RGT30</li> </ul> </li> </ul>
Marina Superintendent	Up to \$20,000		<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$20k): <ul style="list-style-type: none"> <li>MAR Maintenance MAR34</li> <li>MAR Operations MAR51</li> </ul> </li> </ul>
Property Specialist	Up to \$20,000		<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$20k): <ul style="list-style-type: none"> <li>ALM Property ALM07</li> <li>BBG Property BBG07</li> <li>PRP Property PRP07</li> <li>FLC Property FLC07</li> <li>MAR Property MAR07</li> <li>WIG Property WIG07</li> <li>PRP Property PRP15</li> </ul> </li> </ul>
Port Operations Lead - Bundaberg	Up to \$20,000		<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$20k): <ul style="list-style-type: none"> <li>BBG Port Management BBG11</li> </ul> </li> <li>BBG Maintenance BBG34</li> </ul>
Maintenance Systems Specialist	Up to \$10,000		<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$10k) <ul style="list-style-type: none"> <li>RGT Maintenance Systems RGT35</li> </ul> </li> </ul>
Unloading Maintenance Superintendent	Up to \$10,000		<b>Finance</b>



			<ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$10k): <ul style="list-style-type: none"> <li>BPT Maintenance BPT32</li> <li>BPT Maintenance Unloading BPT42</li> <li>RGT Maintenance Unloading RGT42</li> </ul> </li> </ul>
Process Superintendent	Control	Up to \$10,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$10k): <ul style="list-style-type: none"> <li>RGT Maintenance Control Systems RGT31</li> <li>BPT Maintenance Control Systems BPT31</li> <li>AP1 Maintenance Control Systems AP131</li> </ul> </li> </ul>
Indigenous Affairs Advisor		Up to \$10,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$10k): <ul style="list-style-type: none"> <li>PRT Indigenous Affairs PRT26</li> </ul> </li> </ul>
Port Alma Manager		Up to \$10,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$10k): <ul style="list-style-type: none"> <li>ALM Management ALM11</li> <li>ALM Maintenance ALM34</li> </ul> </li> </ul>
Port Security Superintendent	–	Up to \$10,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$10k): <ul style="list-style-type: none"> <li>ALM Security ALM90</li> <li>APC Security APC90</li> <li>BPT Security BPT90</li> <li>CUR Security CUR90</li> <li>FLC Security FLC90</li> <li>PRT Security PRT90</li> <li>RGT Security RGT90</li> <li>PRT Emergency Management PRT89</li> <li>PRT MISC PRT88</li> </ul> </li> </ul>
Production Specialist	Projects	Up to \$10,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$10k): <ul style="list-style-type: none"> <li>BPT Operations Planning &amp; Logistics BPT66</li> <li>RGT Operations Planning &amp; Logistics RGT65</li> </ul> </li> </ul>
Electrical Specialist		Up to \$10,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$10k): <ul style="list-style-type: none"> <li>AP1, BPT and RGT Powers Systems AP137, BPT37, RGT37</li> </ul> </li> </ul>

Unloading Production Superintendent	Up to \$10,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$10k): <ul style="list-style-type: none"> <li>AP Mooring AP150, AP250, AP350, AP450</li> <li>AP Operations AP151</li> <li>BPT Mooring BPT50</li> <li>RGT Operations RGT50,</li> <li>RGT Operations Unloading RGT52, RGT53, RGT54</li> <li>RGT Operations Stockpile Management RGT55, RGT67</li> <li>RGT Operations Shiploading RGT57, RGT58, RGT59</li> <li>RGT Superintendent RGT60</li> <li>RGT Operations Dozers RGT63</li> <li>PRT Port Quarantine PRT87</li> </ul> </li> </ul>
Heavy Equipment Maintenance Supervisor	Up to \$3,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3k): <ul style="list-style-type: none"> <li>BPT Maintenance Unloading BPT42</li> <li>RGT Maintenance Unloading RGT42</li> </ul> </li> </ul>
Risk & Governance Lead	Up to \$3,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3k): <ul style="list-style-type: none"> <li>Risk &amp; Governance PRT18</li> </ul> </li> </ul>
Parklands Curator	Up to \$3,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3k): <ul style="list-style-type: none"> <li>Ground Maintenance APC16, BPT16, FLC16 &amp; RGT16</li> <li>PRT Marina Parks PRT19</li> <li>PRT CQU Park PRT23</li> <li>PRT Boat Ramps &amp; Other Public PRT24</li> <li>PRT East Shores PRT86</li> </ul> </li> </ul>
Parks & Recreation Supervisor	Up to \$3,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$30k): <ul style="list-style-type: none"> <li>Ground Maintenance APC16, BPT16, FLC16 &amp; RGT16</li> <li>PRT Marina Parks PRT19</li> <li>PRT CQU Park PRT23</li> <li>PRT Boat Ramps &amp; Other Public PRT24</li> </ul> </li> </ul> <p>PRT East Shores PRT86</p>
Environment, Social, Governance Project Lead	Up to \$3,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3k):</li> </ul>

			<ul style="list-style-type: none"> <li>Environment, Social &amp; Governance PRT28</li> </ul>
Operations Auxiliary Service Superintendent	Up to \$3,000	Finance	<ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3k):</li> <li>Earthworks QRY51</li> </ul>
Site Services Supervisor	Up to \$3,000	Finance	<ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3k):</li> <li>RGT Site Services RGT44</li> </ul>
Shiploading Maintenance Supervisor	Up to \$3,000	Finance	<ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3k):</li> <li>BPT Maintenance BPT32</li> <li>RGT Maintenance Shiploading RGT39</li> </ul>
Unloading Maintenance Planning Officer	Up to \$3,000	Finance	<ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3K):</li> <li>BPT Maintenance Unloading BPT42</li> <li>RGT Maintenance Unloading RGT42</li> </ul>
Unloading Maintenance Supervisor	Up to \$3,000	Finance	<ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3K):</li> <li>BPT Maintenance Unloading BPT42</li> <li>RGT Maintenance Unloading RGT42</li> </ul>
Unloading Technical Support Officer	Up to \$3,000	Finance	<ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3K):</li> <li>BPT Maintenance Unloading BPT42</li> <li>RGT Maintenance Unloading RGT42</li> </ul>
Port Central Fitter	Up to \$3,000	Finance	<ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3k):</li> <li>BPT Maintenance BPT32</li> </ul>
Shiploading Fitter	Up to \$3,000	Finance	<ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3k):</li> <li>BPT Maintenance BPT32</li> </ul>
Shiploading Electrician Leading Hand	Up to \$3,000	Finance	<ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3k):</li> </ul>

		<ul style="list-style-type: none"> <li>BPT Maintenance BPT32</li> </ul>
Shiploading Electrician	Up to \$3,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3k):</li> <li>BPT Maintenance BPT32</li> </ul>
Belt Maintenance Co-Ordinator	Up to \$3,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3k):</li> <li>BPT Reliability BPT38</li> <li>RGT Reliability RGT38</li> </ul>
Manager Pilotage Services	Up to \$3,000	<b>Finance</b> <ul style="list-style-type: none"> <li>Contract, Purchase Order &amp; Requisition approvals for (\$3k):</li> <li>Pilot Maintenance MPS33</li> <li>Pilot Operations MPS51</li> </ul>
Supply Procurement Officers / Administration	\$0 (Admin Only)	<b>Finance</b> <ul style="list-style-type: none"> <li>O2 Purchase Order initial approval for:</li> <li>Governance purposes</li> </ul>

## 8.4 Appendix 4 – Revision history

Revision date	Revision description	Author	Endorsed by	Approved by
30/06/20	Review in accordance with Governance Documentation Framework Standard and legal review by Herbert Smith Freehills	Mariette Lansdell, Deputy Company Secretary	Rufus Gandhi, General Counsel and Company Secretary	Craig Walker, ACEO
15/06/22	v6– Replaced General Counsel role with Company Secretary, and amended 'Total Value' definition	Jay Griffith, Risk Management and Compliance Advisor	Mariette Lansdell, Deputy Company Secretary, Jenelle Druce, A/Chief Financial Officer	Board
09/09/24	Review following QAO Closing Report 2024. Merged DOA Policy, DOA Specification (#1641103v7), Position Authority Guide Instruction (#1646940v3) into a single Policy as requested by Board	Mariette Lansdell, Senior Corporate Advisor to the Board	Charleen Riley (A/Chief Financial Officer and Jenelle Druce (CFO)	ARC & Board

Revision date	Revision description	Author	Endorsed by	Approved by
13/12/2024	V9 – add PPCC for employment related Board approvals	Kate Jenkin, Finance Superintendent	Charleen Riley, Chief Financial Officer (Acting)	
21/02/2025	V10 – Appendix 3 Position authority guide added, other minor corrections	Kate Jenkin, Finance Manager (Acting)	Charleen Riley, Chief Financial Officer (Acting)	Board
16/05/2025	V11 - v12 – Improvement amendments following Board Charter review	Kylee Lockwood, Acting Company Secretary	Charleen Riley (A/Chief Financial Officer and Jenelle Druce (A/Chief Executive Officer)	Board
07/08/2025	V13 – Appendix 3 corrections, update Government and Corporate Relations Manager role	Kate Jenkin, Acting Finance Manager	Charleen Riley, Acting Chief Financial Officer	Board