SURF LIFE SAVING NEW SOUTH WALES

Memorandum

To:	SLSNSW Board Directors, SLSNSW Branch Presidents, SLSNSW Branch CEOs and Secretaries, SLSNSW Clubs; and SLSNSW Members
Date:	**8th May 2025**
Pages	**8.** *(including Risk Committee Charter)*
Subject	**Expression of Interest – SLSNSW Risk Committee**

Surf Life Saving New South Wales (SLSNSW) is seeking expressions of interest for appointment to its **Risk Standing Committee (Risk Committee).**

This is an exciting opportunity to contribute your expertise to one of Australia's most iconic volunteer-based organisations, dedicated to saving lives, building safer communities, and supporting the thousands of members who make our mission possible.

About the Role

The Risk Committee provides oversight of enterprise-wide risk management across SLSNSW and Surf Life Saving Services Pty Ltd (SLSS). It supports the Boards in identifying and managing key strategic, operational, and compliance risks.

Committee members:

- Identify emerging enterprise-wide risks
- Review and advise on the risk framework and mitigation strategies,
- Monitor implementation of risk management by Management,
- Provide strategic, independent advice to the Boards.

The Committee is led by an experienced Chair who is a risk professional and includes members with diverse skills and experience. The committee works in a collaborative and inclusive manner. The committee meets at least four times a year, in person or via video conference.

Who We Are Looking For

We welcome expressions of interest from individuals who:

- Have experience in risk, compliance, governance, or corporate oversight,
- Are collaborative, independent, and values-driven,
- Can bring diversity of thought and lived experience.

Prior Board or committee experience is welcome but not essential. We especially encourage applications from women, Aboriginal and Torres Strait Islander people, and people from diverse backgrounds.

Why Join?

- Make a difference in the safety and wellbeing of NSW communities,
- Contribute your skills to a purpose-driven, dynamic organisation,
- Support a movement built on service, trust, and innovation
- Develop your professional risk management skills and learn from other experts.

Find Out More
If you would like to have a confidential discussion about the role, please contact Erik Haggstrom, Chair of the Risk Committee, c/- PA to the CEO, via Email: pa@surflifesaving.com.au

How to Submit your Expression of Interest
Please apply by sending:

- A brief cover letter (max two pages) outlining your interest and relevant experience; and
- Your current CV/Resume

Expressions of Interest will close on Friday 30th May 2025, at 5:00 pm.

Please return your Express of Interest to:

Mr Steven Pearce AFSM
Chief Executive Officer
Surf Life Saving NSW
via Email: pa@surflifesaving.com.au

Yours sincerely

Peter Agnew AM
President Surf Life Saving
Surf Life Saving NSW

Steven Pearce AFSM
Chief Executive Officer
Surf Life Saving NSW

1C RISK COMMITTEE CHARTER

1. Introduction

Surf Lifesaving New South Wales Ltd (SLSNSW) is both a membership-based organisation built on a history of volunteerism encompassing a multitude of diverse and complex activities, as well as an evolving entity responding to operational, economic and public factors. It is governed by the SLSNSW Board (the Board), with important input from the SLSNSW State Council and various Board Committees. Through direction and oversight from the Board, SLSNSW is managed by the CEO. Different focuses and scopes of responsibilities are required from each of the groups within SLSNSW to ensure a dynamic, contemporary and success driven organisation.

This Charter sets out the objectives, responsibilities and governance framework for the operation of the Risk Standing Committee (the Risk Committee, or the Committee) and its relationship with other stakeholders.

2. Role of the Risk Committee

The Risk Committee is established to assist the Boards of SLSNSW and Surf Lifesaving Services Pty Ltd (SLSS) (the Companies) in fulfilling the effective discharge of their responsibilities for oversight of enterprise-wide risk management, inclusive of both strategic and operational risks, and compliance with key statutory obligations, of the Companies. In performing this role, the primary focuses of the Committee will be to:

a. Review the Companies' enterprise-wide risk management framework and plan to manage and mitigate key risks (ERMP) annually in conjunction with the Boards and the Companies' Management Team and make recommendations to the Boards in relation to the ERMP;
b. Monitor the implementation by the Management Team of the ERMP, the management by the Management Team of key risks and key statutory compliance obligations, and specific venture risk management plans, in each case through a monitoring program to be approved by the Boards, which may include undertaking a detailed analysis of particular identified risks, and current and potential mitigations;
c. Report to the respective Board/s after each meeting of the Committee about matters considered by the Committee, with recommendations or comments in relation to those matters.

The Committee will undertake other tasks that may be agreed with the Boards from time to time. The functions of the Committee do not relieve the Boards of any of their responsibilities under law.

Under the leadership of the Committee Chair, in discharging its role the Risk Committee will work within the scope of this Charter and provide input from time to time on contemporary trends and desirable or best practice in risk management.

3. Operating Style

The Risk Committee will operate with an emphasis on:

a. the best interests of the Companies;

b. objectivity;

c. transparency;

d. desirable/best practice approaches in risk management to guide its discussions and recommendations;

e. strategic thinking;

f. clear distinction of its role and the role of Management;

g. constructive, robust and collaborative debate.

Recommendations to the Boards shall be from the Committee as a group. If a Committee member does not agree with a Committee recommendation then their view will also be disclosed to the Boards.

4. Powers, Delegations and Limitations

a. The Risk Committee has the full powers to carry out its role and responsibilities set out in this Charter.

b. The Risk Committee does not have any delegated authority to approve any expenditure or incur any debt on behalf of SLSNSW or SLSS, or enter into any transactions or agreements with third parties.

5. Role of the Committee Chair

The appointed Committee Chair shall chair all meetings of the Risk Committee. If the appointed Committee Chair cannot chair a meeting, another member of the Risk Committee will act as Chair for that meeting.

The role of the Chair is summarised below:

a. Decide the order in which the business of the meeting will be taken;

b. not change Board decisions or decisions of other Committees;

c. provide leadership in the conduct of the Risk Committee's responsibilities, including setting the agenda and ensuring the meetings take place with the frequency determined in consultation with the Boards;

d. facilitate the identification of the issues of significance for the Risk Committee's discussions, provide the right environment for consideration of those issues, and ensure that all Committee members have the opportunity to put their views and have them considered; and

e. Ensure meetings are carefully structured and deal with routine matters quickly and efficiently, allowing time for attention to the key areas of responsibility.

6. Role of the Individual Committee Members

Individual Committee members must:

a. Conduct themselves in an ethical, business like and lawful manner and with appropriate decorum when acting as a Committee member;

b. act with honesty, good faith and in the best interests of the Companies;

c. not improperly use their position or misuse the Companies' information;

d. avoid and declare any conflict of interest;

e. act with care and diligence, respect and integrity;

f. not attempt to exercise individual authority or make decisions outside of their designated scope of authority;

g. devote the necessary time to the performance of their duties including the review of Committee papers prior to Risk Committee meetings;

h. keep confidential all documents, information and matters considered or discussed by the Committee. This is not intended to prevent reporting of matters discussed at Committee meetings or provision of copies of minutes as contemplated in other parts of this Charter, or disclosures that are necessary for the proper conduct of the role, and discharge of the responsibilities, of the Committee;

i. only speak to the media as requested by the CEO or the President of SLSNSW;

j. use their best endeavours to facilitate the efficient and effective functioning of the Committee; and

k. respect the confidentiality of sensitive issues or business items under negotiation or discussion.

7. Committee Member Induction and Training

All new Committee members will be briefed by the Committee Chair upon appointment, including access to the last two sets of Committee papers and minutes and other relevant documents on request.

8. The Committee Chair and Management

The Chair represents a most critical link to the Boards with respect to the matters considered by the Risk Committee. This link is enhanced through their relationship with the CEO. The Chair must be able to strike the right balance in developing a positive working relationship with the CEO while retaining an objective view of the management of risk and compliance. Where the Chair has concerns or has identified performance issues in relation to the CEO this should be raised directly with the SLSNSW President, or with the CEO in relation to other members of the Management Team.

9. Meetings

The Committee will meet a minimum of 4 times per year pursuant to an annual meetings schedule to be agreed by the Chair with the Boards. The meetings schedule will be advised to Committee members annually. In addition, the Chair may convene a meeting of the Committee with 7 days written notice to the other members, and will do so at the request of a Board. Meetings can also be convened at shorter notice if all members consent, or if the Committee's comments are required on an urgent matter.

a. The Chair through the CEO or his/her delegate will prepare an agenda and facilitate the provision of supporting documentation for each meeting. Agendas and papers will be circulated seven (7) days in advance of the meeting (where practicable) to ensure sufficient time for Committee members to read and consider before the meeting;

b. The Chair will endeavour to circulate meeting minutes 10 days after the meeting for the review and approval of the Committee members. The approved minutes will be made available to the Boards;

c. Meetings may be held in person or via teleconference/video conference to ensure budgetary efficiencies are maintained wherever appropriate;

d. A quorum shall be 2/3 (rounded up) of Committee members, other than when a meeting is convened at short notice to consider an urgent matter, in which case the quorum will be one director from each of SLSNSW and SLSS Boards and 2 independent members;

e. Relevant management and staff will attend meetings as required by the Chair. The SLSNSW President and the CEO must be invited and may attend any meeting of the Committee.

10. Composition

The Risk Committee comprises a minimum of six (6) members, at least:

a. One (1) SLSNSW Director
b. One (1) SLSS Director
c. Four (4) independent members who do not otherwise sit on the SLSNSW or SLSS Board or SLSNSW State Council.

Committee members should be independent of Management, free of any relationship which might impair the exercise of their independent judgment and possessed of the business acumen which will allow them to be effective in their role.

The Chair shall be appointed by the Board and doesn't necessarily need to be a SLSNSW or SLSS Director.

The members of the Committee must as a group have the requisite skills and expertise to effectively carry out the Committee's role. The following specific skills are desirable for Committee members:

a. Have a working knowledge of enterprise risk frameworks;
b. Have experience in assessing risks and developing mitigation strategies.

Diversity amongst Committee members will be considered by the Board of SLSNSW in making appointments.

11. Tenure

The Board of SLSNSW shall make all appointments and replacements of Risk Committee members.

The independent members will be appointed for a three (3) year term to a maximum of six (6) consecutive years. At the adoption of this Charter the existing Committee members will be appointed as follows: two members for a three (3) year term, one member for a two (2) year term, and two members for a one (1) year term. Years served prior to these respective appointments will not count towards consecutive years of tenure.

Members, including the Chair, may be removed by the SLSNSW Board at any time or may resign by written notice to the Board of SLSNSW.

12. Board Delegated Powers and Limitations

The Risk Committee may initiate special investigations as it sees fit or as directed by either Board in relation to areas within its role and responsibility.

The Risk Committee is not responsible for overseeing the management of risks and compliance of matters that are within the Charter of the Finance and Audit Compliance Committee (FACC) or the Investment Advisory Committee (IAC), which includes financial matters, taxation, fund raising, accounting and reporting, internal controls relating to each of those areas, and external audit.

13. Access to records and independent advice

a. The Committee members will at all times have free and unfettered access and be provided with a copy of any document, report, material or information in the possession of a Company Director, employee, contractor, or external adviser to the Companies, or any other person.
b. The Committee may seek independent professional advice, at SLSNSW's expense, if it is considered necessary for the proper performance of the Committee's responsibilities. The Chair of the Committee and the CEO/CFO will facilitate the procurement of any such advice.
c. Members of the Committee will be available to meet with regulators on request.

14. Remuneration of Committee Members

No Committee member of SLSNSW shall receive remuneration for work carried out as a Committee member of SLSNSW. Committee Members of SLSNSW are entitled to receive reimbursements and/or reasonable expenses for work carried out as a Committee member in accordance with the SLSNSW Constitution.

15. Evaluation of the Risk Committee

The Board considers the ongoing development and improvement of each Committee's performance as a critical input to effective governance. As a result, the Board requires a biennial evaluation of the Risk Committee and each Committee member's performance.

In undertaking the review, which will be undertaken collaboratively between the Board and the Committee, the Board aims to reach a balanced view of the Committee's performance, identifying the positive aspects of the Committee's operation and areas for improvement (eg team dynamics, effectiveness, and adequacy of administration around the Committee.) The evaluation process should also be used to identify any gaps in the skills mix of the Committee and performance issues.

16. Review of Charter

This Charter will be reviewed biennially or more frequently if required by the Board.