



Port of Tauranga

Connecting New Zealand and the World

Board H&S Committee Charter

August 2023

Constitution

The Board Health and Safety Committee shall be a Committee of the Board established by the Board.

Objectives

The role of the Committee is to assist the Board in discharging its health and safety management responsibilities within the organisation.

Secretarial and Meetings

- The secretary of the Committee shall be appointed by the Board.
- A quorum of members of the Committee shall be two.
- Meetings shall be attended by the Chief Executive Officer (CEO), General Manager – Health and Safety (GM H&S), and such other persons as it considers necessary to provide appropriate information and explanations.
- All Directors shall be entitled to attend meetings of the Committee
- Reasonable notice of meetings and the business to be conducted shall be given to the members of the Committee, all other members of the Board and the CEO.
- Meetings shall not be held fewer than three times a year. Further meetings will be arranged on an as-needed basis.
- Minutes of all meetings shall be kept.
- After each meeting the Chair will report the Committee's recommendations, key issues and findings to the Board.

Responsibilities

- Risk Management and Policy: Review, monitor and make recommendations to the Board on the organisation's health and safety risk management framework and policies to ensure that the organisation has clearly set out its commitments to manage health and safety matters effectively.
- Objectives and Strategies: Review and make recommendations for Board approval on health and safety objectives and strategies for their achievement.
- Systems and Programmes: Ensure that the systems and programmes used to identify and manage health and safety risks are fit for purpose, being effectively implemented/documented and regularly reviewed including plans for continuous



improvement. This includes ensuring that the Board is properly and regularly informed and updated on matters relating to health and safety risks utilising both internal and external assurance mechanisms.

- Structure and Resource: Seek management and external assurance that the organisation is effectively structured and resourced to manage health and safety risks, including having competent workers and adequate communication procedures. This communication to include ensuring the Board is properly and regularly informed on Health and Safety matters.
- Culture: Receive and review information utilising staff surveys and external reviews that measures the Culture of Health and Safety within the organisation. Engage with staff and management to support the Health and Safety leadership intent of the Board and to receive direct feedback on Health and Safety matters.
- Receive and review relevant information via management reporting and external review to confirm compliance with health and safety policies and regulations.
- Review Health and Safety incidents and corrective actions. In addition to monthly reports, deep dives will be utilised where required.
- Ensure an appropriate ongoing programme of education, including site visits, is provided to the Committee and the Board on the key risks, regulations and management approaches relating to health and safety matters.
- Promote ongoing dialogue between management and Directors on health and safety matters, including industry learning, research findings, and relevant technological changes.

Composition and Appointment

- The Committee shall be appointed by the Board and shall consist of at least three (3) Directors.
- The Chairperson shall be appointed by the Board and must be an independent director.

Authority

- Unless specifically mandated, the Committee has recommendatory powers only.
- The Committee is authorised by the Board to undertake any activity according to its functions and responsibilities defined in this Charter or otherwise assigned to it by the Board. It is authorised to seek any information it requires from any employee and all employees shall be directed to cooperate with any request made

by the Committee.

- The Committee shall have the authority of the Board to obtain legal or other independent professional advice, and to secure the attendance at meetings of third parties with the relevant experience and expertise if it considers this necessary.
- The Committee shall not have nor exercise any power that the Board is prohibited from delegating under s130 of the Companies Act 1993.
- The Committee has the authority to sub-delegate. The Committee must ensure any activities outside the scope of the Committee are referred to the appropriate responsible body.

Review

The Committee shall:

- Undertake a self-review of its activities annually and recommend any consequential changes to this Charter to the Board.
- Make available the Committee's activities for the Board to review, and review by such other parties (including senior management) as the Board may determine.
- Receive and consider independent reviews and or audits of health and safety within the business.

Approved:	Board
Policy Owner:	GM Health & Safety
Effective Date:	24 August 2023
Next Review Date:	August 2024 (or earlier if required)
Approval:	The GM Health & Safety and Chief Executive has the authority to approve minor revisions or amendments.