



BRISCONNECTIONS

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**Brisconnections Investment
Trust and Brisconnections
Holding Trust**

**Health, Safety and Environment
Committee Charter**

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Document Control Sheet

Document Contacts

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Distribution

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1 Introduction

1.1 Purpose

This document defines the principles set by the Board for the composition, authority, responsibilities and administration of the Health, Safety and Environment Committee.

1.2 Scope

This document governs all activities of the Committee.

1.3 Distribution

1.3.1 Audience

The following people/organisations have an interest in this document as nominated:

Person / Organisation	Intended Purpose
BrisConnections Directors and employees	Action
Investors	Noting

1.3.2 Restrictions on Distribution

This document is Public.

PUBLIC documents are intended for access by anyone.

1.4 Project Information

BrisConnections Management Company Limited (**BCMCL**) is the responsible entity of the BrisConnections Investment Trust (**BCIT**) and the BrisConnections Holding Trust (**BCHT**). Units in BCIT and BCHT are stapled and quoted on ASX as BrisConnections Unit Trusts (ASX code BCS) (**BrisConnections Group**).

BrisConnections has been awarded a 45 year concession to design, construct, operate, maintain and finance the Airport Link tollroad in Brisbane. Airport Link is a 6.7 kilometre multi-lane electronic free-flow tollroad with dual 5.7 kilometre tunnels. Upon completion, Airport Link will operate as a multi-destinational road connecting Brisbane's northern suburbs with Brisbane's CBD and Brisbane Airport, the CLEM7 Tunnel and the Inner City Bypass. It will also serve as a key distribution road, connecting some of Brisbane's major destinations such as Brisbane Airport, the CBD, Royal Brisbane Hospital, Australia TradeCoast and Chermide Shopping Centre.

Airport Link is being constructed using a world class, innovative design solution, with connections avoiding intersection delays and streamlining traffic flows. Lane configuration will provide for separate traffic movements, with early decision points, to minimise traffic weaving and merging.

Airport Link is being built around an electronic free-flow tolling design. Electronic free-flow tolling is mandatory across all Queensland tollroads and Airport Link tags will be fully interoperable with other Queensland and Australian tollroads.

BrisConnections is also designing and constructing a portion of the Northern Busway between Windsor and Kedron and an upgrade of the East-West Arterial / Airport Drive / Gateway Motorway interchange at Brisbane Airport, both of which are funded by the Queensland Government. BrisConnections will not receive any revenue from these projects and they will both be handed over to the Queensland Government upon commissioning.

BrisConnections operates under a Concession Deed with the State of Queensland to finance, design, construct, commission, operate and maintain Airport Link as a toll road until 2053.

BCIT and BCHT were registered as managed investment schemes by ASIC on 29 May 2008. On 30 July 2008, the BrisConnections Group was listed on the ASX and it commenced trading on 31 July 2008.

BCMCL has delegated management of the day-to-day business affairs of BCIT and BCHT to BrisConnections Operations Pty Ltd, which is wholly owned by BCHT.

The respective compositions of the boards of all companies in the BrisConnections Group are identical unless the Board resolves otherwise in a particular case.

1.5 Definitions

Term	Meaning
BCS	BrisConnections

1.6 Group Objectives

The objectives of the BrisConnections Group (**Group Objectives**) are:

- Act in the best interests of unitholders and maximise their return on investment, commensurate with sound business principles and the effective management of risk.
- Provide a safe and rewarding working environment with a goal of no harm to our employees, contractors and communities and a road and related facilities at all times safe for motorists and other users.
- Seek to have all reasonable actions are taken to deliver the completed project, by June 2012 fully meeting all quality and performance requirements.
- Plan and deliver Airport Link so it can operate a 24 hours per day, 365 days per year in a manner that is at all times safe for our customers and the community.
- Comply with the requirements of the Project Deed, our corporate charters and other applicable regulatory requirements.



- Build loyalty and long term satisfaction with our customers and other stakeholders by providing an exemplary level of service.
- Act with integrity and fairness at all times.
- Timely and transparent disclosure to all stakeholders.
- Operate in a sustainable way by building and maintaining mutually beneficial relationships with our customers, suppliers, communities, investors and other stakeholders, and giving due consideration to our environmental impact.

1.6.1 Guiding Principles Supporting the Group Objectives

All our decisions and actions are taken with a view to achieving our Group Objectives and are underpinned by the following Guiding Principles:

- **Safety**
 - We have an overriding commitment to health and safety.
 - We look after each other and those affected by our operations.
 - We provide motorists with a safe and positive experience that encourages them to use and recommend Airport Link.
- **Integrity**
 - We conduct our business ethically and lawfully.
 - We understand and actively manage risk in all we do.
 - We communicate openly and honestly throughout our organisation and with our customers, suppliers, communities, investors and other stakeholders.
 - We deliver on our commitments.
- **Teamwork and relationships**
 - We maintain a skilled and motivated team in which individuals accept responsibility and are rewarded for achieving the results we seek.
 - We provide our team with the direction, authority, resources and training needed to achieve the results we seek.
 - We respect the diverse knowledge, skills and backgrounds of individuals and recognize each person's contribution to results.
 - We encourage and share ideas across the organisation and with others. We turn what we learn into better ways of working together.
 - We will maintain a close and effective working relationship with Thiess John Holland (TJH) and the State (CNI) focusing initially on the design and construction period of Airport Link and during the initial 5 years of operations.
 - We will address issues raised by any and all stakeholders quickly and fairly. We will always communicate honestly and openly.
 - We will build long term relationships with our customers by completing the Airport Link on time. We will provide an exemplary level of service to deliver the maximum possible travel time saving.

- **Sustainability**

- We adopt sustainable practices in all that we do. This includes recognizing the whole-of-life requirements for maintaining and enhancing the quality of our assets.
- We protect and enhance the environments in which we operate.
- We actively involve ourselves as a responsible member of the communities in which we operate.

- **Corporate Governance**

- Our corporate governance policies will lead us to create value for our investors whilst providing appropriate accountability and internal controls.

- **Growth**

- We will develop strategies to grow the business and add value to our investors.

1.7 References

Ref ID	Document No	Document Title
[Ref-01]	BC-GL-CHA-CG-0003	BrisConnections' Board Charter
[Ref-02]	N/A	Corporations Act 2001 (Cth)
[Ref-03]	BC-GL-POL-CG-0001	BrisConnections' Code of Conduct
[Ref-04]	BC-GL-POL-CG-0011	BrisConnections' General Protocols (Authorities)
[Ref-05]		

1.8 Definitions

Board:	Board of directors of BrisConnections Management Company Limited
CEO: Director	Chief Executive Officer, including any person appointed as Managing Director
Committee:	Health, Safety and Environment Committee
Company Secretary:	Company Secretary of BrisConnections Management Company Limited or a delegate approved by the Chairman of the Committee
BrisConnections Group (or Group):	BrisConnections Investment Trust and BrisConnections Holding Trust and their respective controlled entities
External Adviser:	The person (if any) with relevant expertise and experience in relation to the matters within the Committee's areas of focus, appointed by the Committee in accordance with paragraph 3.1.4

2 Role of the committee

The role of the Health, Safety and Environment Committee (Committee) is to assist the Board of BrisConnections Management Company Ltd (BCMCL) in performing its role as responsible entity of BrisConnections Unit Trusts (BrisConnections Investment Trust and BrisConnections Holding Trust). The work of the Committee is directed towards assisting the Board to oversee the performance of the BrisConnections Group towards achievement of the Group objectives. The Committee is accountable to the Board for its performance. This charter sets out how the Committee will perform its role.

3 Areas of focus

The Committee will focus on the following matters:

1. Occupational health & safety, environmental management and security across all the Group's activities and operations.
2. Operational risk management regarding occupational health & safety, environmental issues and security matters (in coordination with the Audit, Risk & Compliance Committee).
3. Compliance with legal and regulatory obligations regarding occupational health & safety, environmental issues and security.
4. Other matters relating to occupational health & safety, environmental issues and security as appropriate or as requested by the Board.
5. The Committee's areas of focus will include the activities and operations of the Group's contractors, agents and other business partners.
6. The Committee may investigate any activity within its areas of focus.

4 Nature of role

1. The Committee is a non-executive and advisory body. The Committee's role is to report to the Board on the Committee's activities, and to recommend to the Board appropriate actions arising from the Committee's activities.
2. The Committee, with the assistance of management, will maintain effective communication with the Audit, Risk & Compliance Committee so that the activities of the two committees are coordinated effectively.

5 Duties and Responsibilities

5.1 Occupational Health and Safety

The Committee will:

1. require management to protect the Group's reputation for high standards of occupational health and safety,
2. recommend to the Board an OHS policy as provided by management, which clearly states the commitments of BrisConnections Management Company Ltd to manage OHS related matters effectively,
3. request management to establish planning and process controls to provide for safe operations and for safety management in all the Group's workplaces,
4. require management to monitor and report on the Group's safety performance,
5. review the processes implemented by management to achieve compliance with legal and regulatory obligations regarding occupational health and safety,
6. monitor the adequacy of safety reporting systems for workplace incidents, breaches and operational incidents, and
7. monitor the investigation of matters referred to in paragraph 2.1.6 and the implementation of remedial actions, including rehabilitation activities.

5.2 Environment

The Committee will:

1. require management to protect the Group's reputation for high standards of environmental management,
2. recommend to the Board an environmental policy as provided by management, which clearly states the commitments of BrisConnections Management Company Ltd to manage environmental related matters effectively,
3. request management to establish planning and process controls designed to achieve satisfactory environmental outcomes in all the Group's workplaces,
4. require management to monitor and report on the Group's environmental performance,
5. review the Group's policies and processes implemented by management to achieve compliance with legal and regulatory obligations regarding environmental issues,
6. monitor the adequacy of environmental reporting systems for workplace incidents, breaches and operational incidents, and



7. monitor the investigation of matters referred to in paragraph 2.2.6 and the implementation of remedial actions including rehabilitation activities.

5.3 Security

The Committee will:

1. review the Group's policies and processes to achieve compliance with legal and regulatory obligations related to operational security
2. monitor the adequacy of operational security reporting systems for actual and potential breaches and incidents
3. monitor the investigation of matters referred to in paragraph 2.3.2 and the implementation of remedial actions.

5.4 Operational risk management

The Committee (in coordination with the Audit, Risk & Compliance Committee) will monitor management activities to establish and operate a risk management system designed to identify, assess, monitor and manage operational risks and will:

1. review the risk management processes in place to identify and manage road safety risks, occupational health and safety risks, environmental risks and operational security risks
2. review the Group's operational contingency planning processes to manage road safety risks, occupational health and safety risks, environmental risks and operational security risks including risks to critical operational systems and processes.

6 Committee Membership and Processes

6.1 Composition of Committee

1. The Committee will have the following members:
 - two or more non-executive Directors;
 - the CEO; and
 - one or more senior executives with relevant responsibilities, as determined by the Board.
2. At least one of the members of the Committee must also be a member of the Audit Risk and Compliance Committee.
3. The Board will appoint one of the non-executive Director members of the Committee as Chairman of the Committee. The Chairman of the Committee will be an independent Director, unless the Board resolves otherwise having regard to the skills and experience of the members of the Board and the Committee.



4. The Committee may appoint a person with relevant expertise and experience in relation to the matters within the Committee's area of focus as an expert External Adviser to assist the Committee in performing its role on terms agreed by the Board. All fees are at BrisConnections Group expense. The External Adviser (if any) will attend all meetings of the Committee.
5. The Board will review membership of the Committee annually (or earlier if necessary).

6.2 Committee meetings and proceedings

1. The Committee is established in accordance with rule 3.8.2 of the Board Charter. Proceedings and meetings of the Committee are governed by the provisions of the constitution to the extent they are applicable and consistent with this charter.
2. The Company Secretary (or a delegate) will be the Secretary of the Committee.
3. The Committee will meet as often as required, but at least three times each year.
4. The Secretary will convene a meeting of the Committee if asked to do so by any Committee member or the External Adviser.
5. Except in exceptional circumstances, the Secretary will distribute papers to all members at least six days before each meeting.
6. A quorum for a meeting of the Committee is two members of the Committee who are Directors. A quorum includes members linked by telephone or other electronic means.
7. The Committee will act by consensus. If consensus cannot be achieved on a matter, the Chairman of the Committee may determine the matter.
8. The Secretary will keep minutes of all meetings and proceedings of the Committee. Following preliminary approval of the minutes by the Committee chairman, the Secretary will circulate the minutes for review by all Committee members.
9. The Committee may invite any person to attend for all or a part of any of its meetings including, in particular, appropriate senior management, representatives of contractors with key safety or occupational health responsibilities and external advisers appointed by the Committee. A standing invitation to attend each meeting will be issued to each Director.

6.3 Access, support and independent advice

1. **The Committee will have unlimited access to the External Adviser and to senior management** and the records of the BrisConnections Group. The Committee may meet privately with any of these parties.
2. The Committee may obtain external legal or other independent professional advice on any matter connected with the discharge of its responsibilities on the same basis as that for the External Adviser. All fees are at BrisConnections Group expense.



6.4 Reporting to the Board

1. The chairman of the Committee will report to the Board after each meeting of the Committee. The Secretary will include in the papers for each Board meeting a copy of the minutes of meetings and proceedings of the Committee.
2. If required by the Board, the Committee will prepare a report to be included in the annual report.

6.5 Performance evaluation and development

1. The Committee will evaluate the performance of the Committee, and the governance processes that support the work of the Committee, at least annually.
2. The Committee may recommend to the Board any changes to this charter that the Committee considers would enhance the Committee's performance of its role.
3. The Committee may recommend to the Board that members of the Committee be provided with any training and further education the Committee considers necessary to enable the Committee to discharge its responsibilities.