

## **Good Governance for Special Purpose Vehicles**



Queensland the Smart State



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## 1. Governance Framework

### 1.1. Background

The Governance Framework for Infrastructure Delivery Special Purpose Vehicles (Governance Framework) has been developed by the Department of Infrastructure and Planning (DIP) as a minimum standard of governance for Special Purpose Vehicles (SPVs) established under the *Corporations Act 2001*, with Queensland Government having shareholder interests.

Under Queensland Treasury's *Guidelines for the Formation, Acquisition and Post Approval Monitoring of Companies* the department responsible for an SPV is to use best endeavours to ensure the company exercises good corporate governance and accountability, including high standards of internal control, ethical practices and external reporting. The most efficient way for DIP to achieve this is to have a Governance Framework in place which clearly articulates the department's requirements and expectations for governance and ensures consistency across its portfolio of SPVs. This is particularly important due to the need for public accountability and transparency.

#### 1.1.1. Structure of the Governance Framework

The Governance Framework outlines the minimum expectations of the Queensland Government in its shareholding capacity and where appropriate, strives to be consistent with the governance requirements applied other "Government-owned companies" (GOCs)<sup>1</sup>. As for GOCs, the Governance Framework is based on the Australian Securities Exchange Corporate Governance Council's *Principles of Corporate Governance and Recommendations*, but is specifically tailored for SPVs. This provides SPVs with a degree of flexibility to assist them to meet their delivery and value for money obligations.

The Governance Framework is supported by a Toolkit of guiding principles, information sheets and templates to assist SPVs to meet (or exceed) governance requirements and to assist in the establishment of new SPVs.

- **Guiding principles** provide the foundation for informing decisions and behaviours relating to the management of the SPV.
- Information sheets outline key protocols that are necessary for an SPV to be established.
- Templates provide a guideline for SPVs to structure particular administrative functions.

The Toolkit is maintained by the DIP, and can be used by SPVs to share documentation and learnings.

#### **1.1.2. Continuous improvement**

It is essential that the Governance Framework and Toolkit remain fit for purpose and relevant. To achieve this, the Department of Infrastructure and Planning has devised a process for capturing opportunities for improvement from users, regulators and better practice advocates and regularly updates the Toolkit.

To find out more information, or to provide feedback on the Governance Framework and Toolkit, please visit <u>www.dip.qld.gov.au</u> or email <u>SPV@dip.qld.gov.au</u>.

<sup>&</sup>lt;sup>1</sup> s6 *Government Owned Corporations Act 1993* (GOC Act) refers to companies declared to be GOCs under Queensland legislation. / regulation Note DIP's SPVs are not declared under the GOC Act and the purpose and function of the GOC Act has limited application to their specific operations.

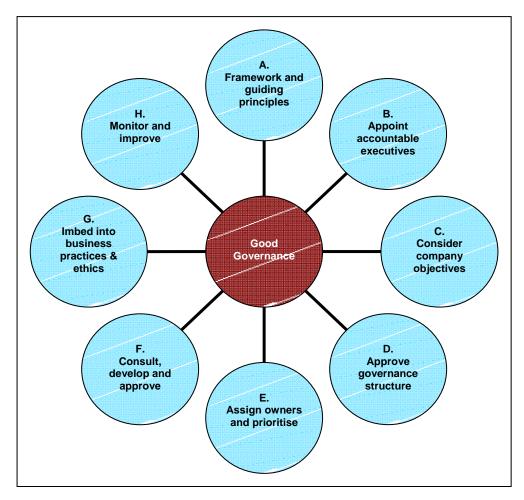
## 2. Implementation

In May 2008, the Auditor-General acknowledged that the Governance Framework is a way forward for meeting the challenges of delivering the Queensland Government's largest infrastructure program in the State's history. He also determined that proper application of the Governance Framework should allow SPVs to meet minimum best practice standards.

The Governance Framework and Toolkit provides information and resources on the minimum standard, but the Board and executive management team of the SPV will need to plan and execute its implementation and retain responsibility for its ongoing monitoring and improvement.

### 2.1. Guide to implementation

A phased approach may be taken for the implementation of the Governance Framework. The diagram below is a guide.



#### 2.1.1. Information gathering: A to C

The first phase is to gather information, and understand what the SPV needs to address. The SPV should give consideration to the minimum standard of governance required to adequately meet its objectives.



#### 2.1.2. Developing the governance capability: D to F

Items D to F are the intensive development phase. Critical success factors include involvement of SPV staff responsible for the implementation and maintenance of corporate governance measures at the earliest opportunity and documenting the processes, policies and procedures in a clear and consistent way.

#### 2.1.3. Operate governance: G to H

The final stage is to imbed the good governance capability into the operation of the SPV. Successful communication of the processes, policies and procedures with ongoing training and monitoring of performance and identification of improvement will achieve good governance.

## 3. Self assessment

Periodic self assessment provides valuable information to the executive management team, audit and risk committee and the Board of Directors on the overall health of the SPV's corporate governance. This information can be useful as an internal benchmark of performance and the identification of areas that can be improved.

DIP has developed a self assessment methodology to assist SPVs in the evaluation of performance and progress for achieving and maintaining good governance. The self assessment has been aligned with the minimum standard outlined in the Governance Framework and the Toolkit. The methodology also provides guidance for the development of an action plan to address the opportunity for improvement.

### 3.1. Worksheets

Each element of the Toolkit is treated as follows:

- **Information sheets** are not assessed as they are finalised at the formation stage of the SPV. The Board is accountable for the ongoing management of these items
- **Guiding principles** are evaluated at a high level against the evidence specified in the assessment worksheet.
- **Templates** are assessed against the use of the template or equivalent document, with any supporting or associated information specified in the assessment worksheet.

An example of these worksheets is provided in Appendix A.

#### 3.1.1. Rating

The rating of each element within the Toolkit considers: the existence of processes, policies and procedures; their completeness against legislated, regulated or nominated standards; and evidence that business practices and ethics are consistent. The ratings are as follows:

Rating	Level of achievement
5	No process, policy or procedure in place in relation to this element
4	<ul> <li>Informal process, policy and procedure in place that meet legislated, regulated or nominated recognised standard</li> <li>Formal documented process, policy and procedure that do not meet legislated, regulated or nominated recognised standard</li> </ul>
3	<ul> <li>Formal documented process, policy and procedure that meet legislated, regulated or nominated recognised standard are in place</li> </ul>
2	<ul> <li>Process, policy and procedure have been communicated to stakeholders</li> <li>Training and awareness programs have been undertaken</li> <li>Business practices and ethics are true to them</li> </ul>
1	<ul> <li>Effectiveness of process, policy and procedure is measured</li> <li>Is reviewed on a regular basis</li> <li>Continuous improvement is demonstrated</li> </ul>

The determination of the rating for each element is a combination of information gathering and evaluation against specific criteria contained within the worksheets. This assessment is not a test. It is an opportunity for the SPV to identify their own improvements.

#### 3.1.2. Recommending actions



While undertaking the assessment, improvement opportunities will be identified. These should be captured on the worksheet. Further consideration needs to be given to the delegated position for actioning the opportunity for improvement. As a minimum, this should be a member of the executive management team. The following table outlines how the significance of the action should be assigned:

Value	Significance	Definition					
3	High	<ul> <li>On the businesses critical path</li> <li>Exposes company to risk of none compliance of legislative or regulatory requirements</li> <li>Could result in loss of confidence by shareholder(s)</li> </ul>					
2	Medium	<ul> <li>Required to achieve or maintain Australian Standard or similar</li> <li>Response to external audit finding not on critical path</li> <li>Establishing capability identified as minimum standard but not currently part of business practises and ethics</li> <li>Failure to embed defined process, policy or procedure into business practises and ethics</li> </ul>					
1	Low	<ul> <li>Business as usual in the pursuit of good governance</li> <li>Refinement of existing governance practice</li> </ul>					

It is important that the recommended actions and their significance are understood and agreed by the delegated position.

#### 3.1.3. How often and by who

A regular assessment (i.e. half-yearly, yearly) is an effective practice for measuring the health of the SPV's corporate governance. There may be a specific event that triggers a loss of confidence in the SPV's corporate governance practices (e.g. an audit report or reportable breach of legislation). A proactive response to such an event could include a full or partial assessment.

In deciding the delegated officer/s to undertake the assessment, the SPV should take into consideration the costs and benefits of using internal (e.g. a compliance manager) or external practitioners.

### 3.2. Summary assessment

The ratings and action significance are recorded collectively in the *Summary Assessment Form* (Appendix B). This provides a snapshot of the results, by element, under each of the section headings.

### 3.3. Governance improvement plan

According to the summary assessment form, the *Governance Improvement Plan* will calculate the priority for each element within the Toolkit (Appendix C). The following table outlines how opportunities will be actioned according to their score for prioritisation:

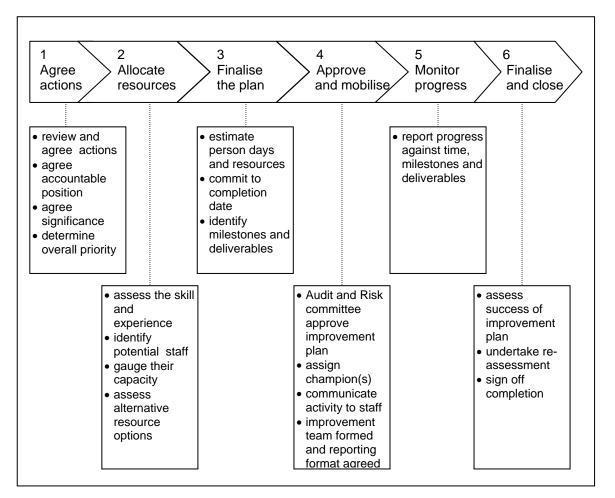
Score	Timing
10-15	Complete within one month
6-9	Complete within three months
2-5	Complete within six months
<2	No action required

The SPV can use this prioritisation to develop their recommendations and assign the appropriately delegated officer to be accountable for implementing the opportunity for



improvement (including a target date for completion). This information can also be captured on the governance improvement plan.

The following diagram illustrates a logical stepped approach to realising the opportunities for improvement:



#### 3.3.1. Agree actions

The prioritisation calculated for each opportunity for improvement provides a sound foundation for the governance improvement plan. To assist the SPV to identify necessary recommendations, they should revisit the worksheet that was completed for the relevant element. Within these, it will highlight where shortfalls exist.

#### 3.3.2. Allocate resources

The SPV should identify the scope to resource the actions. This should account for the skills and knowledge required and if the SPV has the capacity to implement the actions without normal operations being compromised. Consideration should be given alternative resourcing (e.g. specialist practitioners) if there is a risk that the actions cannot be delivered within acceptable timeframes.

#### 3.3.3. Develop a strategy

The SPV should develop a strategy that encompasses completion of the identified actions and includes resources, targets/performance indicators, milestones and deliverables. This strategy should be used by the SPV to monitor and report their progress.

#### 3.3.4. Approve and mobilise



Approval of the strategy should be provided from the delegated position/committee responsible for overseeing the SPV's corporate governance (e.g. the audit and risk committee).

To enable effective implementation, the SPV should communicate the strategy to all personnel to build buy-in and support.

#### 3.3.5. Monitoring progress

Reporting to the delegated position/committee regarding implementation of the strategy should be performed regularly. If appropriate, progress should be communicated to all levels within the SPV to maintain their engagement with the actions.

At the strategy's completion, a review should be conducted to ensure the opportunities for improvement were realised.



## Appendix A

Section	Establishment of Special Purpose Vehic	le		Rating
Unique ID	1_5_T			
Name	Board charter			
Assessment conducted by	<name></name>			
Date	DD/MM/YYYY			
Compliance	Principle / Objective	Evidence	Y/N	Note
Queensland Treasury's <i>Guidelines</i> for the Formation, Acqusition and Post Approval Monitoring of Companies	To set out the terms of reference of the Board's functions, responsibilities and matters relevant to its operation.	Board charter The Board's role is included (i.e. a responsibility to shareholders in guiding and monitoring the affairs of the Special Purpose Vehicle (SPV)) The Board's functions are included (e.g. ensuring management has in place appropriate processes for risk management and monitoring performance) Copy is available to shareholders, Directors and staff of the SPV Question to three staff in different roles within the SPV: "Do you know where the Board charter is and what is covered by this document?"		
Recommended actions	 	Accountable position	Significance	
L				

## Appendix B

	Summary Assessment Form	Rating	Action Significand
	1 Establishment of SPV		
1_1_IS	Constitution	_	
1_2_IS	Funding Deed	-	
1_3_IS 1_4_T	Shareholder Agreement Board Handbook	2	Low
1_4_1 1_5_T	Board Handbook Board Charter	4	None
1_5_1 1_6_GP	Vision / Culture	2	Low
1 7 GP	CEO & Senior Executive Appointments	3	Medium
1 8 GP	Board Appointments	2	None
			Madium
1_9_GP	Remuneration (Board and senior executives)	4	Medium
1_10_T	Remuneration Committee Charter	4	Medium
1_11_GP	Delegations	2	None
1_12_T	Delegations Structure	1	None
1_13_T	Organisational Design	3	Medium
1_14_T	Audit & Risk Committee Charter*	2	Low
1_15_GP	Conflicts of Interest / Disclosure	2	Low
		3	High
1_16_GP	Code of Conduct / Ethics		
1_17_T	Accommodation strategy	4	Medium
1_17_1	Accommodation strategy		
1	2 Corporate Policy and Procedure	1	1
2_1_GP	Risk Management*	3	High
		3	High
2_2_T	Risk Management Plan	-	
		3	High
2_3_T	Leadership and Management Structure	3	nigri
2_0_1 2_4_IS	Media and Publications		
2_5_T	Stakeholder Analysis	3	Medium
		4	Medium
2_6_GP	Information Management	-	
2_7_T	Information Management Plan	4	Medium Low
2_8_T	Communication plan	2	LOW
	3 Financial Policy and Procedures		
3 1 GP	Procurement	3	Medium
3_1_GF 3_2_T	Corporate Procurement Plan	3	Medium
3_3_GP	Travel and Accommodation	2	Low
		3	Medium
3_4_GP	Engaging Contractors		
3_5_GP	Fraud Mitigation	2	Low
3_6_GP	Reporting	2	Low
3_7_GP	Asset Disposal	1	None
1		1	1
	4 Operations Policy and Procedures		
4_1_GP	Roles and Responsibilities	3	Medium
4_2_GP	IT and Systems	3 4	Medium
4_3_GP 4_4_T	Occupational Health and Safety Occupational Health and Safety Plan	- - 4	High High
4_4_1 4_5_GP	Self Assessment	4	None
4_5_GP	People Management	4	Medium
4_7_GP	Privacy	2	None
4_8_GP	Employee and Industrial Relations	3	Low
4_9_T	Employee and Industrial Relations Plan	2	Low
<u></u>			
	5 Project Management		
5_1_IS	Infrastructure Delivery Planning	J	
5_1_10 5_2_T	Infrastructure Management Plan	5	High
1			
	6 Exit		
6_1_IS	Exit strategy framework		
6_2_GP	Company Wind-up Process		
6_3_GP	Transfer to Entity		
Detin		I	1
Ratings			1
5	No process, policy or procedure in place in relation to this element		
	Informal process, policy and procedure in place that meet		+
4	legislated, regulated or nominated recognised standard		
	Formal documented process, policy and procedure that meet		1
3	legislated, regulated or nominated recognised standard are in		
	place		
	Process, policy and procedure have been communicated to		1
2	stakeholders		
	Training and awareness programs have been undertaken		
	Effectiveness of process, policy and procedure is measured		
1	Is reviewed on a regular basis		
	Continuous improvement is demonstrated		
	gnificance	1	
	On the businesses critical path		
		1	
	Exposes company to risk of none compliance of legislative or		
High	Exposes company to risk of none compliance of legislative or regulatory requirements		
	Exposes company to risk of none compliance of legislative or regulatory requirements Required to achieve or maintain Australian Standard or similar		
High	Exposes company to risk of none compliance of legislative or regulatory requirements Required to achieve or maintain Australian Standard or similar Response to external audit finding not on critical path		
High	Exposes company to risk of none compliance of legislative or regulatory requirements Required to achieve or maintain Australian Standard or similar Response to external audit finding not on critical path Establishing capability identified as minimum standard but not		
High	Exposes company to risk of none compliance of legislative or regulatory requirements Required to achieve or maintain Australian Standard or similar Response to external audit finding not on critical path		

# Appendix C

1     Establishment of SPV       1     Secondaria Secondaria       2     Low     2       3     Bandback parameter       4.1     Base is indicated parameter       4.7     Base is indicated parameter     4       5.7     Secondaria     2       1.6     Base is indicated parameter     2       1.7     Condaria     2       1.6     Base is indicated parameter     2       1.7     Condaria     2       1.6     Base is indicated parameter     2       1.7     Condaria     2       1.7     Condaria     2       1.8     Madurin     8       1.9     Condaria     2       1.9     Deparations        1.9	G	overnance Improvement Plan	Rating	Action Significance	Priority	Delegated Position	Summary of recommendation/s	Date to complete
1 Social Construction       2       Lots       2       Upto scattering       Up								
2.15       Funding Dead         31       Bisarching Agreement         32       Bisarching Agreement         33       Bisarching Agreement         34       Bisarching Agreement         35       Bisarching Agreement         36       Bisarching Agreement         37       Description         38       Bisarching Agreement         39       Bisarching Agreement         30       Bisarching Agreement         31       Fight Agreement         31       Page Agreement         31       Page Agreement         31       Page Agreement         31       Page Agreement         32       Low       Bisarching Agreement         33       High       Bisarching Agreement         34       High       Bisarching Agreement       Bisarching Agreement	-							
3 S     Subscription     2     Low     2     Update Control     Update Control     Control       1 Breact Number     2     Nome     0     ECO     Nome     Control       3 CP     Based Number     2     Nome     0     ECO     Nome       3 CP     Based Number     2     Nome     0     Nome     Control       3 CP     Based Appointments     3     Medium     8     Control     Nome       10.1     Remuneration Committee Charter     4     Medium     8     CrO     Perturbation Control Responder Charter       11.7     Programment Depart Instructure     1     Nome     0     Nome     Nome       10.1     Remuneration Committee Charter     2     Nome     0     Nome       11.6     Control on Interest Displant     2     Low     2     Control on Interest Displant     0       11.6     Control on Interest Displant     3     High     9     Crow A & E Committee     Nome       12.7     Accommotion structure     3     High     9     Crow A & E Committee     Nome       13.6     Control on Interest Displant Analysis     3     High     9     Crow A & E Committee     Nome       14.7     Accommittee     Active A								
4.7         Based Houtbook         2         Low         2           6.7         Based Charter         4         None         Down         None           0.6         Provide Technic         2         Low         2         Construction         None           0.6         Provide Technic         2         None         Construction         None         None           0.6         Provide Technics         2         None         0         Construction         None         C								
5.7         Base Charter         4         Norie         0           6.7         Vision / Cubure         2         Low         2         CCC         Communication equicitations to staff           7.0         Col 3. Baser Zenezity experiments.         2         Norie         0         P         Communication equicitations to staff           9.0         Remuteration (Board and senior executive)         4         Medium         8         CPO         Formalies emunication approval         1           9.0         Remuteration (Board and senior executive)         4         Medium         8         CPO         Formalies emunication approval for Claim T           11         DP begations         3         Medium         8         CPO         How Restard Claim Claim         Claim A Star Commitse Delicity           12         Low         2         Low         2         Claim A Star Commitse Delicity and measure performance and the set Delicity and the set Delic			2	Low	2		Update out of date content	
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5 0P         Based Appointments         2         Nore         0         Nore							Clarify process and deliver training	
9         P         Remuneation (Best a standor accutives)         4         Mcdum         8         CFO         Inclusion           10         Fermineation Committee Chainer         2         None         0         Fermineation Committee Chainer         1           11         CP         Model         0         CPD         Model			2	None			None	
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0.2 Corporate Policy and Procedure	Γ Ac	ccommodation strategy	4	Medium	8	COO	with Business Plans	
OP       Risk Management*       3       High       9       Chair A & R. Committee         2. T       Risk Management Plan       3       High       9       Chair A & R. Committee         3. T       Lasdership and Management Structure       3       High       9       Chair A & R. Committee         5. T       Stakeholder Analysis       3       Medium       6       Commit A & R. Committee         5. T       Stakeholder Analysis       3       Medium       6       Commit Dir         6. GP       Information Management Plan       4       Medium       8       CPO       account of Commit Dir         7. T       Information Management Plan       4       Medium       8       CPO       account of Commit Dir       Deliver training and measure performance and behaviours         8. T       Commit Dir       Deliver training and measure performance and behaviours       Deriver board approximation of the double promoting and measure performance and behaviours         9. T       Information Management Plan       4       Medium       8       CPO       accountee of Ormatice indoktaia         9. T       Information Management Plan       4       Medium       8       CPO       accountability to intorice in any operative professes in a proceedures to improment protife expolution and double commit protife expol			0					
1.GP     Risk Management*     3     High     9     Char A & R Committee     Behaviours     Review and update with improvements to meet attandard SAN25 4380-2304       2.T     Risk Management Plan     3     High     9     CEO       3.T     Leadership and Management Structure     3     High     9     CEO       3.T     Leadership and Management Structure     3     Medium     8     Comms Dir       5.T     Stakeholder Analysis     3     Medium     8     Comms Dir       6.GP     Information Management Plan     4     Medium     8     CPO       7.T     Information Management Plan     4     Medium     8     CPO     Develop rind approver Miphin: Devirer training and messue performance and behaviours       7.T     Information Management Plan     4     Medium     8     CPO     Develop rind approver Miphin: Devirer training and messue performance and behaviours       7.T     Information plan     2     Low     2     Comms Dir     Review and update Communication plan       1.GP     Procurement     3     Medium     6     CPO     Review and counterp profile approximation plan       2.T     Corporate Procurement Flan     3     Medium     6     CPO     Review and update Communication plan       1.GP     Procurement	020	Corporate Policy and Procedure						
2       T       Risk Management Plan       3       High       9       Chair A & R Committee       Review and update with improvements to meat andardar ASNP2480:2004       Review and update with improvements to meat andardar ASNP2480:2004         3. T       Leadership and Management Structure       3       High       9       CEO       Review and update with improvements to meat andardar ASNP24840:2004       Review Uniness and operational plans assigning current leadership graph childuates againing current leadership graph childuates againing countership to servic hilduates countability to prove in hilduates countability to prove the prove structures of a procurement profile and document profile and document profile accountability to prove the prove in hilduates corporate Procurement Plan       Childuan       Childuan       Childuan       Childuan       Childuan       Childuan       Childuan       Childuan <th< td=""><td></td><td></td><td>0</td><td>LUmb</td><td>0</td><td></td><td><b>o</b> 1</td><td></td></th<>			0	LUmb	0		<b>o</b> 1	
2 T       Isite Management Plan       3       High       9       Chair A & R.Committee       tandard AS/R25 4380-20104         3. T       Leadership and Management Structure       3       High       9       CEO         1 IS       Media and Publications       0       Definer training and measure performance and behavious       Definer training and measure performance and behavious       Definer training and measure performance and behavious         3. GP       Information Management       4       Medium       8       CFO       Decinent information produces / processes - hot behavious         3. GP       Information Management Plan       4       Medium       8       CFO       Develop and sponsor (Mohtula)         3. T       Information Management Plan       4       Medium       8       CFO       Develop and sponsor (Mohtula)         3. T       Communication plan       2       Low       2       Commo Dir       Review and update Communication plan         1. GP       Procurement       3       Medium       6       CFO       expenditure types       Commo Dir       Indexies the development of a procurement profile and document processite training and accument procesite construction plan	P Ris	sk Management*	3	Hign	9	Chair A & R Committee		
Interview         Image: Control of the second	Die	sk Managomont Plan	3	High	Q	Chair A & P. Committee		
3. T     Leadership and Management Structure     3     High     9     CEO       4 IS     Media and Publications     9     CEO       5. T     Stakeholder Analysis     3     Medium     6     Comms Dir       5. GP     Information Management     4     Medium     8     Comms Dir       6. GP     Information Management     4     Medium     8     CFO     Balaviours       7. T     Information Management Plan     4     Medium     8     CFO     measure performance and Menau Patient Plan.       8. T     Communication plan     2     Low     2     Comms Dir     Develop and approve Mpain. Deliver training and measure performance and behaviours       9. T     Information Management Plan.     4     Medium     8     CFO     measure performance and behaviours       10 GP     Procurement     3     Medium     6     CFO     and document proteiner strategies for major accentrate the development of a procurement protein accountability for pro-active contract.       11 GP     Procurement     3     Medium     6     CFO     Review pointe procedures for mogor accentract.       2. T     Corporate Procurement Plan     3     Medium     6     CFO     Review pointe procedures for mogor accentract.       3. GP     rayerial Accentrate Management			3	riigii	9			
IS       Media and Publications       Device training and measure performance and tomalias procedures / processes hat comply with ISO1548.1 and 15482.2 Assign a accountability to serior individual         S.T       Stakeholder Analysis       3       Medium       6       Comms Dir       Deliver training and measure performance and tomalias procedures / processes hat comply with ISO1548.1 and 15482.2 Assign a accountability to serior individual         G.P       Information Management       4       Medium       8       CFO       Develop and approve M plan. Deliver training and measure performance and tomalias to serior individual         T       Information Management Plan       4       Medium       8       CFO       measure performance and behaviours         0       S Financial Policy and Procedures								
5_T     Stakeholder Analysis     3     Medium     6     Comms Dir     Delvior training and measure performance and behaviours.       3_GP     Information Management     4     Medium     8     CFO     accuntability to sender risk-status and risk-status	Lea	eadership and Management Structure	3	High	9	CEO		
5_T       Sakeholder Analysis       3       Medium       6       Comms Dir       behaviours         0_GP       Information Management       4       Medium       8       CFO       Document and formatise procedures / processes hat comply with ISO 15493.1 and 15482.2. Assign accumulatibity to senior find/viailal         0_GP       Information Management Plan       4       Medium       8       CFO       Develop and approve Mit plan. Deliver training and maccumulatibity to senior find/viailal         0_T       Information Management Plan       2       Low       2       Comms Dir       Review and update Communication plan         0_GP       Francial Policy and Procedures       -       -       -       -       -         1_GP       Procurement       3       Medium       6       CFO       Review and update Communication plan         2_T       Corporate Procurement Plan       3       Medium       6       CFO       -       -         3_GP       Travel and Accommodation       2       Low       2       CFO       Review policies and procedures for improvements         4_GP       Engaging Contractors       3       Medium       6       CFO       Review policies and procedures for improvements         5_GP       Fraud Mitigation       2       Low	5 Me	edia and Publications						
Internation         Omenant         Omenant         Omenant         Document and formalise procedures / processes hat compute his 013481 and 15482. Assign accountability to senior individual           3_GP         Information Management         4         Medium         8         CFO         Document and formalise procedures / processes hat computin bio113481 and 15482. Assign accountability to senior individual           7_T         Information Management Plan         4         Medium         8         CFO         measure performance and behaviours           1_T         Communication plan         2         Low         2         Communication plan         1           0_3         Financial Policy and Procedures          Undertake the development of a procurement profile and document procurement strategies for major expenditure types            1_GP         Procurement         3         Medium         6         CFO         Review and update Communication plan           2_T         Corporate Procurement Plan         3         Medium         6         CFO         Review contability for pro-active contract management and develop the appropriate procedures           3_GP         Travel and Accommodation         2         Low         2         CFO         Review of policy process procedure to identify inforvorements           5_GP         Fraud Mitigation         2								
3. GP     Information Management     4     Medium     8     CFO     accomply with ISO1549.1 and 1549.2.4. Assign accountability to senior individual       7. T     Information Management Plan     4     Medium     8     CFO     measure performance and behaviours       3_T     Communication plan     2     Low     2     Comms Dir     Review and update Communication plan       0     3 Financial Policy and Procedures	Sta	akeholder Analysis	3	Medium	6	Comms Dir		
G.G.P     Information Management     4     Medium     8     CFO     Baccontributility to serior individual       7_T     Information Management Plan     4     Medium     8     CFO     measure performance and behavious       0     3 Financial Policy and Procedures     2     Low     2     Contrums Dir     Review and update Communication plan       1     GP     Procurement     3     Medium     6     CFO     expenditure types       1     GP     Procurement     3     Medium     6     CFO     expenditure types       2     Corporate Procurement Plan     3     Medium     6     CFO     Review policies and procedures to the producers       3     GP     Travel and Accommodation     2     Low     2     CFO     Review policies and procedures to the producers       4_GP     Fravel and Accommodation     2     Low     2     CFO     Review policies and procedures to improvements       5_GP     Fravel Mitigation     2     Low     2     CFO     Review policies and proceedure to identify       6_GP     Fravel Mitigation     2     Low     2     CFO     Review to identify       7_GP     Asset Disposal     1     None     0     None       0     4 Operations Policy and Pro								
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T       Information Management Plan       4       Medium       8       CFO       measure performance and behaviours         0       3 Financial Policy and Procedures       2       Low       2       Commo Dir       Review and update Communication plan         1       GP       Procurement       3       Medium       6       CFO       Review and update Communication plan         1       GP       Procurement       3       Medium       6       CFO       appendixe types         2.1       Corporate Procurement Plan       3       Medium       6       CFO       Review plants procedures for improvements         3.       GP       Tavel and Accommodation       2       Low       2       CFO       Review of policybroedure to reactive control: Assign specific accountability for po-scibe control: Assign specific accountability for po-scibe control: Assign specific accountability for po-scibe control: Assign specific accountability of po-scibe control: Assign specific accountability for po-scibe control: Assign specific accountability of po-scibe control: Assign speci	P Inte	formation Management	4	iviedium	8	CFU	-	
Image: Tormunication plan       1       Image: Tormunication plan       2       Comms Dir       Review and update Communication plan         Image: Communication plan       2       Low       2       Comms Dir       Review and update Communication plan         Image: Communication plan       3       Medium       6       CFO       and document procurement strategies for major expenditue types         Image: Communication plan       3       Medium       6       CFO       expenditure types         2.T       Corporate Procurement Plan       3       Medium       6       CFO       Review policies and procedures for improvements         3       GP       Travel and Accommodation       2       Low       2       CFO       Review policies process procedures to the for the appropriate procedures for improvements         4       GP       Engaging Contractors       3       Medium       6       CFO       Review policies process procedure to identify improvements         5       GP       Fraud Mitigation       2       Low       2       CFO       Review to identify improvements       1         3       GP Rotes and Responsibilities       3       Medium       6       H.R. Manager       1       1         1       None       0       None       1	Inf	formation Management Plan	4	Medium	8	CEO		
0       3 Financial Policy and Procedures       Undertake the development of a procurement profile and document procurement strategies for major expenditure types         1       GP       Procurement       3       Medium       6       CFO       expenditure types         2_T       Corporate Procurement Plan       3       Medium       6       CFO       Review policies and procest procedures for improvements         3       Medium       6       CFO       Review policies and procest procedures for improvements         4       GP       Travel and Accommodation       2       Low       2       CFO         5       GP       Fraud Mitigation       2       Low       2       CFO       Review policies and process by undertaking training and awareness         5       GP       Fraud Mitigation       2       Low       2       CFO       Review to iden ify improvements to identify improvements to reporting practises         5       GP       Fraud Mitigation       2       Low       2       CFO       Review to iden ify improvements to identify improvements to identify improvements to reporting practises         7       GP Asset Disposal       1       None       0       None       None         1_GP       Rejewite       3       Medium       6       H.R. Manager		-						
GP       Procurement       3       Medium       6       CFO       and document procurement strategies for major expenditure types         2       T       Corporate Procurement Plan       3       Medium       6       CFO       Assign specific accountability for pro-active contract management and develop the appropriate procedures         3       GP       Travel and Accommodation       2       Low       2       CFO       Review policies and procedures for improvements         1_GP       Engaging Contractors       3       Medium       6       CFO       Review policies and procedures for improvements         1_GP       Engaging Contractors       3       Medium       6       CFO       Review policies and procedures to improvements         3_GP       Ragoring       2       Low       2       CFO       Review to identify improvements to reporting practises         3_GP       Reporting       2       Low       2       CFO       Review to identify improvements         3_GP       Reporting       2       Low       2       CFO       Review to identify improvements         GP       Trad Mitigation       2       Low       2       CFO       Review to identify improvements         GP       Reporting       2       Low       2 <td< td=""><td></td><td></td><td>2</td><td>Low</td><td></td><td>Commis Dir</td><td></td><td></td></td<>			2	Low		Commis Dir		
I GP       Procurement       3       Medium       6       CFO       and document procurement strategies for major expenditure types         2. T       Corporate Procurement Plan       3       Medium       6       CFO       Assign specific accountability for pro-active contract management and develop the appropriate procedures         3 GP       Travel and Accommodation       2       Low       2       CFO       Review policies and procedures for improvements         4_GP       Engaging Contractors       3       Medium       6       CFO       Review policies and procedures for improvements         6_GP       Fraud Mitigation       2       Low       2       CFO       Review policies and procedures by underfaking the documente policy and procees by underfaking the documente policy and procees by underfaking the documente policy and procees by underfaking the document policy and pr	031	Financial Policy and Procedures						
1 GP       Procurement       3       Medium       6       CFO       expenditure types         2							Undertake the development of a procurement profile	
Corporate Procurement Plan         3         Medium         6         CFO         Assign specific accountability for pro-active contract management and develop the appropriate procedures           3         GP         Travel and Accommodation         2         Low         2         CFO         Review policies and procedures for improvements           4. GP         Engaging Contractors         3         Medium         6         CFO         Review policies and process by undertaking           5_GP         Fraud Mitigation         2         Low         2         CFO         Review of policy/process/procedure to identify           7_GP         Asset Disposal         1         None         0         Review to iden ify improvements to reporting practises           1_GP         Reporting         2         Low         2         CFO         Review to iden ify improvements to reporting practises           7_GP         Asset Disposal         1         None         0         None         0           1_GP         Roles and Responsibilities         3         Medium         6         H.R. Manager         Update position descriptions         0           3_GP         Occupational Health and Safety         4         High         12         COO         requirements         0           3_GP <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>								
2. T       Corporate Procurement Plan       3       Medium       6       CFO       management and develop the appropriate procedures in inprovements         3 GP       Travel and Accommodation       2       Low       2       CFO       Review policies and procedures for improvements         4_ GP       Engaging Contractors       3       Medium       6       CFO       Review policies and process by undertaking         5_ GP       Fraud Mitigation       2       Low       2       CFO       Review to identify training and awareness         6_ GP       Reporting       2       Low       2       CFO       Review to identify improvements to reporting practises         7_ GP       Asset Disposal       1       None       0       None       None         0       4 Operations Policy and Procedures       3       Medium       6       H.R. Manager       Update position descriptions         1 GP       Roles and Responsibilities       3       Medium       6       H.R. Manager       Update position descriptions       1         2 GP       IT and Systems       3       Medium       6       H.R. Manager       Update position descriptions       1         3 GP       Occupational Health and Safety Plan       4       High       12       COO	P Pro	ocurement	3	Medium	6	CFO		
2_T       Corporate Procurement Plan       3       Medium       6       CFO       Intervent in the document of policy and procedures for improvements.         3 GP       Travel and Accommodation       2       Low       2       CFO       Review policies and procedures for improvements.         4.GP       Engaging Contractors       3       Medium       6       CFO       Review policies and process by undertaking training and awareness.         5_GP       Fraud Mitigation       2       Low       2       CFO       Review to iden ify improvements to reporting practises         6_GP       Reporting       2       Low       2       CFO       Review to iden ify improvements to reporting practises         7_GP       Asset Disposal       1       None       0       None       None         0       4 Operations Policy and Procedures       1       None       None       Update position descriptions       1         3_GP       Trand Systems       3       Medium       6       H.R. Manager       Update position descriptions       1         3_GP       Occupational Health and Safety       4       High       12       COO       requirements       1         3_GP       Setter Sateses and Responsibilities       3       Medium       8 <td< td=""><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></td<>								
3 GP       Travel and Accommodation       2       Low       2       CFO       Review policies and procedures for improvements         4.GP       Engaging Contractors       3       Medium       6       CFO       Review policies and procedures for improvements         5_GP       Fraud Mitigation       2       Low       2       CFO       Review to policy proceess/procedure to identify         6_GP       Reporting       2       Low       2       CFO       Review to iden ify improvements         7_GP       Asset Disposal       1       None       0       None       None         0       4 Operations Policy and Procedures       1       None       0       None       None         0       4 Operational Responsibilities       3       Medium       6       H.R. Manager       Revinforce expected business pracifies         3_GP       IT and Systems       3       Medium       6       H.R. Manager       Update of H & S Safety plans othat it meets Legislated         3_GP       Occupational Health and Safety       4       High       12       COO       update O H & S Safety plan       0         4_GP       Ferojle Management       1       None       0       None       0       None         5_GP	Co	orporate Procurement Plan	3	Medium	6	CFO	management and develop the appropriate procedures	
4_GP       Engaging Contractors       3       Medium       6       CFO       the documented policy and process by undertaking training and awareness         5_GP       Fraud Mitigation       2       Low       2       CFO       Review of policy/process/procedure to identify improvements         5_GP       Reporting       2       Low       2       CFO       Review to iden ify improvements to reporting practises         7_GP       Asset Disposal       1       None       0       None       None         0       4 Operations Policy and Procedures       1       None       0       None       None         1_GP       Roles and Responsibilities       3       Medium       6       H.R. Manager       Update position descriptions       1         3_GP       Occupational Health and Safety       4       High       12       COO       training and awareness based on update position descriptions       1         4_T       Occupational Health and Safety Plan       4       High       12       COO       update position description         5_GP       People Management       1       None       0       None       14         6_GP       Project Management       1       None       0       None       14 <t< td=""><td></td><td>•</td><td></td><td></td><td></td><td></td><td>Review policies and procedures for improvements</td><td></td></t<>		•					Review policies and procedures for improvements	
4_GP       Engaging Contractors       3       Medium       6       CFO       training and awareness         5_GP       Fraud Mitigation       2       Low       2       CFO       Review of policy/process/procedure to identify improvements         6_GP       Reporting       2       Low       2       CFO       Review of policy/process/procedure to identify improvements to reporting practises         7_GP       Asset Disposal       1       None       0       None       None         1_GP       Roles and Responsibilities       3       Medium       6       H.R. Manager       Update position descriptions         2_GP       If and Systems       3       Medium       6       H.R. Manager       Update OH & Stafety plan so that it meets Legislated         3_GP       Occupational Health and Safety       4       High       12       COO       requirements         4_T       Occupational Health and Safety Plan       4       High       12       COO       update OH & Stafety plan so that it meets Legislated         5_GP       Self Assessment       1       None       0       None       None         5_GP       Self Assessment       2       None       0       None       None       3         3_GP <td< td=""><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></td<>								
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5_GP       Fraud Mitigation       2       Low       2       CFO       improvements       A         3_GP       Reporting       2       Low       2       CFO       Review to iden ify improvements to reporting practises         3_GP       Reporting       1       None       0       None         0       4 Operations Policy and Procedures        None       None         1_GP       Roles and Responsibilities       3       Medium       6       H.R. Manager       Update position descriptions         2 GP IT and Systems       3       Medium       6       H.R. Manager       Update OH & S Safety plan so that it meets Legislated         3_GP       Occupational Health and Safety       4       High       12       COO       Update OH & S Safety plan so that it meets Legislated         4_T       Occupational Health and Safety Plan       4       High       12       COO       Update OH & Safety plan so that it meets Legislated         5 GP       Self Assessment       1       None       0       None       None         3_GP       Projet Management       4       Medium       8       CEO       Carry out individual performance reviews       Privacy         5_GP       Self Assessment       1       None	P En	ngaging Contractors	3	Medium	6	CFO		
S_GP       Reporting       2       Low       2       CFO       Review to iden ify improvements to reporting practises         S_GP       Asset Disposal       1       None       0       None       None         0       4 Operations Policy and Procedures       1       None       0       None       None         1_GP       Roles and Responsibilities       3       Medium       6       H.R. Manager       Update position descriptions         2       GP       If and Systems       3       Medium       6       H.R. Manager       Revine to iden ify improvements to reporting practises         3       GP       If and Systems       3       Medium       6       H.R. Manager       Update OH & S Safety plan so that it meets Legislated         3       GP       Occupational Health and Safety       4       High       12       COO       update OH & S Safety plan so that it meets Legislated         4_T       Occupational Health and Safety Plan       4       High       12       COO       update OH & S safety plan       6         5       GP       Self Assessment       1       None       0       None       6         6_GP       People Management       4       Medium       8       CEO       Carry out indi	D	aud Mitigation	2	Low	2	050		
5_GP       Reporting       2       Low       2       CFO         _GP       Asset Disposal       1       None       0       None       None         0       4 Operations Policy and Procedures		auu witigation	۷	LOW	2	CFU		
	PR	eporting	2	Low	2	CFO	The view to identify improvements to reporting practises	
0       4 Operations Policy and Procedures       Image: Constraint of the system of the syste							None	
I_GP       Roles and Responsibilities       3       Medium       6       H.R. Manager       Update position descriptions         2 GP       IT and Systems       3       Medium       6       H.R. Manager       Re-inforce expected business pracices         3_GP       Occupational Health and Safety       4       High       12       COO       Update O H & S Safety plan so that it meets Legislated requirements         4_T       Occupational Health and Safety Plan       4       High       12       COO       update O H & S Safety plan so that it meets Legislated requirements         5 GP       Self Assessment       1       None       0       None       None         6_GP       People Management       4       Medium       8       CEO       Carry out individual performance reviews         6_GP       Privacy       2       None       0       None       None       0         3_GP       Employee and Industrial Relations       3       Low       3       H.R. Manager       Re-inforce expected business pracices       0         0_T       Employee and Industrial Relations Plan       2       Low       3       H.R. Manager       None       None         0_S       Project Management       2       Low       2       Chair of Board	1.0				-			
1_GP       Roles and Responsibilities       3       Medium       6       H.R. Manager       Update position descriptions         2_GP       IT and Systems       3       Medium       6       H.R. Manager       Re-inforce expected business pracices         3_GP       Occupational Health and Safety       4       High       12       COO       Update O H & S Safety plan so that it meets Legislated requirements         4_T       Occupational Health and Safety Plan       4       High       12       COO       update O H & S Safety plan so that it meets Legislated requirements         5_GP       Self Assessment       1       None       0       None       None         6_GP       People Management       4       Medium       8       CEO       Carry out individual performance reviews         7_GP       Privacy       2       None       0       None       None       0         3_GP       Employee and Industrial Relations       3       Low       3       H.R. Manager       Re-inforce expected business pracices       0         0_T       Employee and Industrial Relations Plan       2       Low       3       H.R. Manager       None       None         0_S       Project Management       2       Low       2       Chair of Board	040	Operations Policy and Procedures						
2 GP       IT and Systems       3       Medium       6       H.R. Manager       Re-inforce expected business pracices         3_GP       Occupational Health and Safety       4       High       12       COO       Update O H & S Safety plan so that it meets Legislated requirements         4_T       Occupational Health and Safety Plan       4       High       12       COO       Update O H & S Safety plan so that it meets Legislated requirements         5 GP       Self Assessment       1       None       0       None         6_GP       People Management       4       Medium       8       CEO       Carry out individual performance reviews         7 GP       Privacy       2       None       0       None       None         8_GP       Employee and Industrial Relations       3       Low       3       H.R. Manager       Re-inforce expected business pracices         0_T       Employee and Industrial Relations Plan       2       Low       3       H.R. Manager       Re-inforce expected business pracices         0_T       Employee and Industrial Relations Plan       2       Low       2       Chair of Board       None         1_IS       Infrastructure Delivery Planning        Develop SPV wide infrastructure delivery plan to ensure appropriate capability in the overs			3	Medium	6	H.R. Manager	Update position descriptions	
B_GP       Occupational Health and Safety       4       High       12       COO       Update O H & S Safety plan so that it meets Legislated requirements         4_T       Occupational Health and Safety Plan       4       High       12       COO       Update O H & S Safety plan so that it meets Legislated requirements         5_GP       Self Assessment       1       None       0       None       None         6_GP       People Management       4       Medium       8       CEO       Carry out individual performance reviews         7_GP       Privacy       2       None       0       None       None         8_GP       Employee and Industrial Relations       3       Low       3       H.R. Manager       Re-inforce expected business prac ices         0_T       Employee and Industrial Relations Plan       2       Low       2       Chair of Board       None         1_IS       Infrastructure Delivery Planning       Infrastructure delivery plan to ensure appropriate capability in the oversight and owner       Develop SPV wide infrastructure delivery plan to ensure appropriate capability in the oversight and owner								
4_T       Occupational Health and Safety Plan       4       High       12       COO       Deliver refresher training and awareness based on updated O H & S safety plan         5_GP       Self Assessment       1       None       0       None       0         5_GP       People Management       4       Medium       8       CEO       Carry out individual performance reviews       7         6_GP       People Management       2       None       0       None       7         7_GP       Privacy       2       None       0       None       7         8_GP       Employee and Industrial Relations       3       Low       3       H.R. Manager       Re-inforce expected business prac ices       7         9_T       Employee and Industrial Relations Plan       2       Low       3       Chair of Board       None         0       5 Project Management       1       Infrastructure Delivery Planning       1       Infrastructure Delivery Planning       1		-						
4_T       Occupational Health and Safety Plan       4       High       12       COO       updated O H & S safety plan         5 GP       Self Assessment       1       None       0       None       5         5 GP       People Management       4       Medium       8       CEO       Carry out individual performance reviews       7         6 GP       Privacy       2       None       0       None       7         7 GP       Privacy       2       None       0       None       7         8 GP       Employee and Industrial Relations       3       Low       3       H.R. Manager       Re-inforce expected business pracices       7         9 T       Employee and Industrial Relations Plan       2       Low       2       Chair of Board       None       7         0       5 Project Management       2       Low       2       Chair of Board       None       7         1.IS       Infrastructure Delivery Planning	P <b>Oc</b>	ccupational Health and Safety	4	High	12	CO0		
5 GP       Self Assessment       1       None       0       None         6 GP       People Management       4       Medium       8       CEO       Carry out individual performance reviews         7 GP       Privacy       2       None       0       None       None         3 GP       Employee and Industrial Relations       3       Low       3       H.R. Manager       Re-inforce expected business pracices       0         9 T       Employee and Industrial Relations Plan       2       Low       2       Chair of Board       None         0       5 Project Management               1 [IS       Infrastructure Delivery Planning		nounational Health and Cofety Dire	Λ	Lliah	10	000		
S_GP       People Management       4       Medium       8       CEO       Carry out individual performance reviews         7 GP       Privacy       2       None       0       None       0         3_GP       Employee and Industrial Relations       3       Low       3       H.R. Manager       Re-inforce expected business practices       0         0_T       Employee and Industrial Relations Plan       2       Low       2       Chair of Board       None         0       5 Project Management       1       Low       2       Chair of Board       None         1_IS       Infrastructure Delivery Planning						COO		
7 GP       Privacy       2       None       0       None         3_GP       Employee and Industrial Relations       3       Low       3       H.R. Manager       Re-inforce expected business pracices       0         9_T       Employee and Industrial Relations Plan       2       Low       2       Chair of Board       None         0       5 Project Management       1       Infrastructure Delivery Planning       1       Develop SPV wide infrastructure delivery plan to ensure appropriate capability in the oversight and owner			1			CEO		
B_GP       Employee and Industrial Relations       3       Low       3       H.R. Manager       Re-inforce expected business pracices         0_T       Employee and Industrial Relations Plan       2       Low       2       Chair of Board       None         0       5 Project Management       Image: Constructure Delivery Planning       Image: Constructure Delivery Planning       Image: Constructure Delivery Planning       Image: Constructure Delivery Plan to ensure appropriate capability in the oversight and owner						GEO		
D_T       Employee and Industrial Relations Plan       2       Low       2       Chair of Board       None         0       5 Project Management		-				H.R Manager		
0       5 Project Management         1_IS       Infrastructure Delivery Planning         Develop SPV wide infrastructure delivery plan to ensure appropriate capability in the oversight and owner						-		
1_IS Infrastructure Delivery Planning Develop SPV wide infrastructure delivery plan to ensure appropriate capability in the oversight and owner			<u> </u>					
I_IS Infrastructure Delivery Planning Develop SPV wide infrastructure delivery plan to ensure appropriate capability in the oversight and owner	0 5 1	Project Management						
Develop SPV wide infrastructure delivery plan to ensure appropriate capability in the oversight and owner					·	·	· · · · · · · · · · · · · · · · · · ·	
appropriate capability in the oversight and owner							Develop SPV wide infrastructure delivery plan to ensure	
2_T Infrastructure Management Plan 5 High 15 COO representative role							appropriate capability in the oversight and owner	
	Inf	frastructure Management Plan	5	High	15	COO	representative role	
0 6 Exit								
1_IS Exit strategy framework 0 0 0			-					
2_GP Company Wind-up Process 0 0 0								
3_GP Transfer to Entity 0 0 0	P  Tra	ansfer to Entity	0	0	0			

10 to 15	Complete within 1 month	10 to 15	Red		
6 to 9	Complete within 3 months	6 to 9	Yellow		
2 to 5	Complete within 6 months	2 to 5	Green		

