

# Safety, Health & Environment Committee Charter

## Directors as at Approval Date

Mr B C Grubb	Committee Chairman
Mr D B Kean	Committee Member
Mr B S Johnson	Committee Member

<b>Last approval date</b>	25 May 2004
<b>Next review date</b>	November 2004
<b>Last approval date</b>	21 December 2004
<b>Next review date</b>	November 2005

## **PURPOSE**

This Charter sets out the functions and responsibilities of the Safety, Health and Environment Committee ("the Committee") along with certain matters relevant to the operation of the Committee.

The role of the Committee is to assist the Scott Corporation Board in fulfilling its overall responsibilities in relation to safety, health, environment and community matters arising out of the activities of Scott Corporation and as these activities affect the employees, contractors, and the communities in which Scott Corporation operates.

The Committee shall maintain free and open communication between the Committee and executive management.

The operation of the Committee will be governed by this Charter which will be made available to shareholders via the web site. The Committee shall on an annual basis, review its Charter to determine its adequacy for current circumstances and recommend to the Board the formal adoption of a revised Charter for the future operations of the Committee.

## **MEMBERSHIP**

The Committee comprises of at least three members, including at least one independent Director and the Managing Director. A quorum for a Committee meeting is two members.

The Chairman of the Committee is to be a Non-Executive Director.

Members of the Committee will be appointed until such appointment is revoked by the Board. The Board will review the membership of the Committee on an annual basis. It will be the responsibility of the Committee Secretary to advise the Board of the time for the review of Committee membership.

The Board Chairman may attend Meetings in an ex-officio capacity. Other Directors who are not Committee Members are encouraged to attend Meetings.

The Committee may request members of the Scott Corporation senior management team to attend the Meetings to provide reports and presentations to the Committee.

Membership of the Committee shall be published in the annual report.

## **SECRETARIAL AND MEETINGS**

The Company Secretary will be appointed secretary of the Committee. The Safety Health and Environment Manager, in conjunction with the Chairman and Company Secretary will draw up an agenda, which will be circulated prior to each meeting to the members of the Committee and invitees.

The Chairman will call a meeting of the Committee if so requested by any Committee member, the Safety Health and Environment Manager, the Company Secretary or the Managing Director.

Meetings will be held as the need arises but at least four times per year.

## **RESPONSIBILITIES**

The Committee has responsibility for:

- Monitoring Scott Corporation's compliance with the Scott Corporation Policies:
  - Health and Safety Policy;
  - Environmental Policy;
  - Duty of Care Policy
- Overseeing the safety, health and environmental standards of the Company;
- Reviewing the safety, health and environmental performance of the company against the Company's Safety Management Plan;
- Reviewing compliance by the Company with safety, health, and environmental legislation;
- Approving managements' recommendations in relation to the adoption of acceptable safety, health and environmental practices of the road transport or similar industries;
- Monitoring compliance throughout the Company with safety, health and environmental recommendations made by it;
- Receiving reports concerning safety, health and environmental incidents within the company;
- Considering safety, health and environment issues that may have strategic, business and reputation implications for the Company

## **AUTHORITY**

The Committee makes recommendations to the Board for resolution and has no executive powers of its own with regard to its recommendations.

The minutes of all Committee meetings shall be circulated to members of the Board and shall contain all findings and recommendations of the Committee.

The Committee is authorised to seek any information it requires from any officer or employee of the company or its controlled entities. The Committee may take such independent professional advice, as it considers necessary, subject to the prior notification of the Chairman of the Board and compliance with any policy or procedure adopted by the Board in respect of seeking such advice.