



**ACT**  
Government

Chief Minister, Treasury and  
Economic Development

## Freedom of Information Disclosure Log Publication Coversheet

The following information is provided pursuant to section 28 of the *Freedom of Information Act 2016*.

Application Details	
Ref. No.	CMTEDDFOI 2025-384
Date of Application	22 October 2025
Date of Decision	18 December 2025
Processing time (in working days)	41
Fees	Waived
Decision on Access	Partial Release
<b>Information Requested (summary)</b>	Documents about agreed Executive Reform in Parliamentary & Governing Agreement for 10th Legislative Assembly.
Publication Details	
Original application	<input checked="" type="checkbox"/> Published <input type="checkbox"/> N/A
Decision notice	<input checked="" type="checkbox"/> Published <input type="checkbox"/> N/A
Documents and schedule	<input checked="" type="checkbox"/> Published <input type="checkbox"/> N/A
Decision made by Ombudsman	N/A
Additional information identified by Ombudsman	N/A
Decision made by ACAT	N/A
Additional information identified by ACAT	N/A

**From:** [REDACTED]

**To:** CMTEDD FOI

**Subject:** Freedom of Information request - Employee and consumer representation on ACT boards

**Date:** Wednesday, 22 October 2025 9:42:41 AM

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[You don't often get email from [REDACTED] Learn why this is important at <https://aka.ms/LearnAboutSenderIdentification> ]

Caution: This email originated from outside of the ACT Government. Do not click links or open attachments unless you recognise the sender and know the content is safe.

Dear ACT Chief Minister, Treasury And Economic Development Directorate,

Under the Freedom of Information Act, I am seeking soft copies of any documents about the agreed Executive Reform in the Parliamentary and Governing Agreement for the 10th Legislative Assembly regarding requiring employee and consumer representation on the boards of major ACT territory owned corporations or Government businesses

Yours faithfully

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Please use this email address for all replies to this request:

[REDACTED]

Is CMTEDDfoi@act.gov.au the wrong address for Freedom of Information requests to ACT Chief Minister, Treasury And Economic Development Directorate? If so, please contact us using this form:



Please note that in some cases publication of requests and responses will be delayed.

If you find this service useful as an FOI officer, please ask your web manager to link to us from your organisation's FOI page.

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**ACT**  
Government

Chief Minister, Treasury and  
Economic Development

Our ref: CMTEDDFOI 2025-384



## FREEDOM OF INFORMATION REQUEST – NOTICE OF DECISION

I refer to your application under section 30 of the *Freedom of Information Act 2016* (the Act), received by the Chief Minister, Treasury and Economic Development Directorate (CMTEDD) on 22 October 2025.

Specifically, you have sought access to the following information:

*“Under the Freedom of Information Act, I am seeking soft copies of any documents about the agreed Executive Reform in the Parliamentary and Governing Agreement for the 10th Legislative Assembly regarding requiring employee and consumer representation on the boards of major ACT territory owned corporations or Government businesses.”*

### Authority

I am an Information Officer appointed by the CMTEDD Director-General under section 18 of the Act to deal with access applications made under Part 5 of the Act.

### Timeframes

In accordance with section 40 of the Act, CMTEDD is required to provide a decision on your access application within 30 days. As this matter required third party consultation, the decision due date was extended by 15 working days, in accordance with section 40(2) of the Act. Therefore, a decision is due by **24 December 2025**.

### Decision on access

Searches of CMTEDD records have identified **28** documents within the scope of your request.

I have decided to grant **full access** to **17** documents.

I have decided to grant **partial access** to **eight** documents.

I have decided to grant **no access (nondisclosure)** to **three** documents.

The records identified as relevant to your application are listed in the schedule enclosed at **Attachment A**. This provides a description of each document that falls within the scope of your request and the access decision for each of those documents.

### Release of documents

The information being released to you is provided at **Attachment B**.

### Statement of Reasons

In accordance with section 54(2) of the Act a statement of reasons outlining my decisions is below. In reaching my access decisions, I have taken the following into account:

- the Act
- the information that falls within the scope of your request
- third party consultation
- *Human Rights Act 2004*
- ACT Ombudsman FOI Guidelines

As a decision maker, I am required to determine whether the information within scope is in the public interest to release. To make this decision, I am required to:

- assess whether the information would be contrary to public interest to disclose as per **Schedule 1** of the Act.
- perform the public interest test as set out in section 17 of the Act by balancing the factors favouring disclosure and factors favouring nondisclosure in **Schedule 2** of the Act.

### **Exemptions claimed**

#### **Schedule 1: Information taken to be contrary to the public interest.**

My reasons for deciding not to grant access to the information or components of information found within documents are as follows:

- Section 1.2 - Information subject to legal professional privilege.

Some documents identified as within scope of your request are composed of information, or partly composed of information, that is considered to be contrary to the public interest information under section 1.2 of Schedule 1 of the Act. This information is deemed *Legal Professional Privilege* and can only be released if the parties involved agree to waive that privilege. The parties involved have not waived privilege.

Legal professional privilege exists to protect confidential communication between a client and their legal practitioner. Its purpose is to promote the administration of justice by encouraging legal practitioners and their clients to have frank and honest dialogue so that lawyers can provide legal advice that best assists the client. It covers documents prepared by the client, the lawyer, and in some circumstances a third party.

#### **Public Interest Test**

The Act has a presumption in favour of disclosure. As a decision maker I am required to decide where, on balance, public interest lies. As part of this process, I must consider factors favouring disclosure and nondisclosure.

In *Hogan v Hinch* (2011) 243 CLR 506, [31] French CJ stated that when ‘used in a statute, the term [public interest] derives its content from “the subject matter and the scope and purpose” of the enactment in which it appears’. Section 17(1) of the Act sets out the test, to be applied to determine whether disclosure of information would be contrary to the public interest. These factors are found in subsection 17(2) and Schedule 2 of the Act.

#### **Schedule 2: Factors to be considered when deciding the public interest.**

Taking into consideration the information within scope of your request, I have identified that the following public interest factors are relevant to determine if release of the information contained within these documents is within the ‘public interest’.

### ***Factors favouring disclosure (Section 2.1)***

- *Section 2.1(a)(i) - promote open discussion of public affairs and enhance the government's accountability.*
- *Section 2.1(a)(ii) - contribute to positive and informed debate on important issues or matters of public interest.*
- *Section 2.1(a)(viii) - reveal the reason for a government decision and any background or contextual information that informed the decision.*

The release of this information could promote discussion of public affairs and contribute to positive and informed debate on the Executive Reform in the Parliamentary and Governing Agreement for the 10th Legislative Assembly.

The release of this information could also reasonably provide background for government decisions, including those affecting the administration of boards and statutory offices. I afford this factor significant weight.

I am satisfied that these factors favouring disclosure carry weight. However, these factors are to be balanced against the factors favouring nondisclosure.

### ***Factors favouring nondisclosure (Section 2.2)***

- *Section 2.2(a)(ii) - prejudice the protection of an individual's right to privacy or any other right under the Human Rights Act 2004.*

Having reviewed the information, I consider that the protection of an individual's right to privacy under the *Human Rights Act 2004*, is a significant factor. Information within your requested scope includes personal information of several third parties where disclosure could reasonably be expected to prejudice an individual's right to privacy under the *Human Rights Act 2004*.

Having applied the test outlined in section 17 of the Act and deciding that release of some information contained in the documents is not in the public interest to release, I have chosen to redact this specific information in accordance with section 50(2). Noting the pro-disclosure intent of the Act, I am satisfied that redacting only the information that I believe is not in the public interest to release will ensure that the intent of the Act is met and will provide you with access to the majority of the information held by CMTEDD within the scope of your request.

### **Charges**

#### **Online publishing – Disclosure Log**

Under section 28 of the Act, CMTEDD maintains an online record of access applications called a [disclosure log](#).

Your original access application and my decision will be published on the CMTEDD disclosure log. Your personal contact details will not be published.

#### **Ombudsman Review**

My decision on your access request is a reviewable decision as identified in Schedule 3 of the Act. You have the right to seek Ombudsman review of this outcome under section 73

of the Act within 20 working days from the day that my decision is provided to you, or a longer period allowed by the Ombudsman.

We recommend using this form [Applying for an Ombudsman Review](#) to ensure you provide all of the required information. Alternatively, you may write to the Ombudsman at:

The ACT Ombudsman  
GPO Box 442  
CANBERRA ACT 2601

Via email: [actfoi@ombudsman.gov.au](mailto:actfoi@ombudsman.gov.au)

### **ACT Civil and Administrative Tribunal (ACAT) Review**

Under section 84 of the Act, if a decision is made under section 82(1) on an Ombudsman review, you may apply to the ACAT for review of the Ombudsman decision. Further information may be obtained from the ACAT at:

ACT Civil and Administrative Tribunal  
GPO Box 370  
Canberra City ACT 2601  
Telephone: (02) 6207 1740  
<http://www.acat.act.gov.au/>

Should you have any queries in relation to your request please contact the CMTEDD FOI Team by telephone on 6207 7754 or email [CMTEDDFOI@act.gov.au](mailto:CMTEDDFOI@act.gov.au).

Yours sincerely



Katharine Stuart  
Information Officer  
Chief Minister, Treasury and Economic Development Directorate

18 December 2025



**ACT**  
Government

Chief Minister, Treasury and  
Economic Development

## FREEDOM OF INFORMATION REQUEST SCHEDULE

### WHAT ARE THE PARAMETERS OF THE REQUEST

Reference NO.

*"Under the Freedom of Information Act, I am seeking soft copies of any documents about the agreed Executive Reform in the Parliamentary and Governing Agreement for the 10th Legislative Assembly regarding requiring employee and consumer representation on the boards of major ACT territory owned corporations or Government businesses"*

CMTEDDFOI 2025-384

Ref No	Page number	Description	Date	Status	Reason for Exemption	Online Release Status
1	1-2	Email Correspondence: RE: Greens/Labor Action Plan	3 February 2021	Exempt	Sch 1 s1.2	No
2	3-6	Email Correspondence: FW election commitment brief	1 April 2021	Full Release		Yes
3	7-9	Email Correspondence: FW PAGA Item 90 Require employee and consumer representation on the board of major ACT TOCs or GBs	1 April 2021	Partial	Sch 1 s1.2	Yes
4	10	Legislative Assembly Friday 23 April 2021-TOC Boards	23 April 2021	Full Release		Yes
5	11-13	Email Correspondence: RE: Governance Principles -Appointments, Boards and Committees - Icon Water Ltd	4 May 2021	Exempt	Sch 1 s1.2	No
6	14-15	Email Correspondence: Icon Water - Let's Talk Launch	19 July 2021	Partial	Sch 2 s2.2 (a)(ii)	Yes
7	16-18	GSO Advice Directors Duties	10 November 2021	Exempt	Sch 1 s1.2	No
8	19-28	Info Brief - 21-6024 - SIGNED	14 July 2022	Partial	Sch 1 s1.2	Yes
9	29	Email Correspondence: Icon Water Board Representation	19 September 2022	Partial release	Sch 2 s2.2 (a)(ii)	Yes
10	30	Email Correspondence: Employee representation on boards of ACT Territory Owned Corporations - United Workers union	20 September 2022	Partial release	Sch 2 s2.2 (a)(ii)	Yes
11	31	Email Correspondence: Employee representation on boards of ACT Territory Owned Corporations - AMWU	20 September 2022	Partial release	Sch 2 s2.2 (a)(ii)	Yes
12	32	Email Correspondence: Employee representation on boards of ACT Territory Owned Corporations - CPSU	20 September 2022	Partial release	Sch 2 s2.2 (a)(ii)	Yes
13	33	Email Correspondence: Employee representation on boards of ACT Territory Owned Corporations - Plumbers union	20 September 2022	Partial release	Sch 2 s2.2 (a)(ii)	Yes

14	34	Email Correspondence: Employee representation on boards of ACT Territory Owned Corporations- AMUNSW	20 September 2022	Partial release	Sch 2 s2.2 (a)(ii)	Yes
15	35	Email Correspondence: Employee representation on boards of ACT Territory Owned Corporations- ETUNSW	20 September 2022	Partial release	Sch 2 s2.2 (a)(ii)	Yes
16	38	Email Correspondence: Correspondence from the Chief Minister.MSG	24 January 2023	Full Release		Yes
17	39	Hansard ACT legislative Assembly 23 March 2023	23 March 2023	Full Release		Yes
18	40-46	Info brief - 23-1778 - SIGNED	12 May 2023	Partial	Sch 1 s1.2	Yes
19	47-52	Joint Brief - Treasurer and Minister Rattenbury PAGA Advice to Icon Water	17 June 2023	Full Release		Yes
20	53-63	Brief to UT- letter to DG's	21 June 2023	Partial	Sch 1 s1.2	Yes
21	64-67	Email Correspondence: PAGA commitment re board representation	11 July 2024	Full Release		Yes
22	68-69	ACT Government Boards Summary of Boards	Undated	Full Release		Yes
23	70	Attachment - Major ACT Government Boards	Undated	Full Release		Yes
24	71-72	Attachment B -TO SIGN	Undated	Full Release		Yes
25	73	Chief Minister Talking Points-Board Representation	Undated	Full Release		Yes
26	74-75	Kim Talking Points... Extend Board Representation	Undated	Full Release		Yes
27	76-77	Representation of worker and consumer-Icon Water Comments	Undated	Full Release		Yes
28	78	THEGOV	Undated	Full Release		Yes
<b>Total No of Docs</b>						
28						

Sch 1 1.2

Sch 1 1.2

**From:** "Lawrence, Ian" <Ian.Lawrence@act.gov.au>  
**Sent:** 01/04/2021 10:21 AM  
**To:** "Goth, Kathy" <Kathy.Goth@act.gov.au>; "Liddicoat, Phil" <Phil.Liddicoat@act.gov.au>  
**Cc:** "Liu, Angela" <Angela.Liu@act.gov.au>; "Wong, Nicole" <Nicole.Wong@act.gov.au>  
**Subject:** FW: election commitment brief  
**Attachments:** GRN 108 - Worker and Consumer Representation.DOCX, Attachment - ACT Government Boards.docx

**OFFICIAL**

Hi, with thanks to Angela, these backgrounders bring out some implementation issues to be addressed around board membership.

Ian

Ian Lawrence | Senior Director – Economic and Regulatory Policy  
Economic and Financial Group | 02 6205 7234  
Chief Minister, Treasury and Economic Development Directorate | ACT Government  
Level 1 Canberra Nara Centre | GPO Box 158 Canberra ACT 2601 | [www.act.gov.au](http://www.act.gov.au)

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**From:** Liu, Angela <Angela.Liu@act.gov.au>  
**Sent:** Thursday, 1 April 2021 10:13 AM  
**To:** Lawrence, Ian <Ian.Lawrence@act.gov.au>  
**Subject:** election commitment brief

**OFFICIAL**

**Angela Liu** | Policy Officer  
Economic and Regulatory Policy Unit | Economic and Financial Analysis Branch | Chief Minister, Treasury and Economic Development Directorate | ACT Government  
Phone: (02) 6207 2243 | E-mail: [Angela.Liu@act.gov.au](mailto:Angela.Liu@act.gov.au) | GPO Box 158 Canberra ACT 2601



## ELECTION COMMITMENT BRIEF

### ELECTION COMMITMENT NUMBER GRN 108

Source <https://greens.org.au/act/co-operative-canberra>

#### Worker and Consumer Representation

- Amend legislation and company documentation to require worker and consumer representation on the board of every ACT Territory Owned Corporation or Government business.

#### Administrative Arrangements

- Chief Minister, Treasury and Economic Development Directorate / Economic and Financial Group

**Election Commitment Costings** – not available.

#### Implementation considerations

<ul style="list-style-type: none"> <li>Financial resources</li> </ul>	Not costed.
<ul style="list-style-type: none"> <li>Legislative change</li> </ul>	Legislative amendments would be required to enshrine this requirement, with an omnibus Bill likely to be necessary. Amendments would be needed to: <ul style="list-style-type: none"> <li><i>Financial management Act 1996,</i> and/or</li> <li><i>Territory-Owned Corporations Act 1990;</i> and/or</li> <li>Specific Act relating to individual Government entities/businesses.</li> </ul>
<ul style="list-style-type: none"> <li>Procurement process required</li> </ul>	No
<ul style="list-style-type: none"> <li>Stakeholder consultation required</li> </ul>	Yes – stakeholder consultation would be required.
<ul style="list-style-type: none"> <li>Implications for intergovernmental relations</li> </ul>	No
<ul style="list-style-type: none"> <li>Link to existing program(s)</li> </ul>	No
<ul style="list-style-type: none"> <li>Link to other election commitment(s)</li> </ul>	Yes – this initiative forms part of the overall Greens ‘Co-operative Canberra’ package.
<ul style="list-style-type: none"> <li>Indicative commencement year</li> </ul>	2021/2022
<ul style="list-style-type: none"> <li>Indicative implementation timeframe</li> </ul>	1 year



## ELECTION COMMITMENT BRIEF

<ul style="list-style-type: none"> <li>Risk profile / complexity</li> </ul>	<p>Medium</p> <p>There would be significant complexity around the process to the best mechanism for the selection/appointment of persons to represent consumer and community groups.</p>
<ul style="list-style-type: none"> <li>Can material progress be made within 100 days?</li> </ul>	<p>No – legislative amendments would unlikely to be able to be made within 100 days, as it would be subject to legislative priorities and 2021 sitting pattern.</p> <p>Significant consultation would also be required to work through the implications of the proposal for individual boards, and to develop strategies for meeting the requirement.</p>
<p>Additional comments</p> <ul style="list-style-type: none"> <li>In developing this brief, the nine major governing boards across Territory-owned corporation and significant Government businesses have been examined (a summary is at <a href="#">Attachment A</a>).</li> <li>For many of these boards there are already existing some requirements that deliver broadly on the desired outcome, without the need for explicit consumer or work representation on the board. For example, the CIT Board, UC Board and Public Cemeteries Board already have obligations to have board members from the workforce and/or the equivalent of their consumer.</li> <li>For some entities (such as Icon Water and the CRA) that do not have specific legislation provisions of constitution of board, there are other mechanism in place for them to actively engage with stakeholders and the community as part of their broader decision-making process, such as undertaking community forums, surveys, and formal consultation processes.</li> <li>It is important to note there are also government businesses that are run as business units within ACT directorates and therefore do not have governing boards, such as Capital Linen, Yarralumla Nursery, Transport Canberra and ACT Property Group.</li> <li>The policy commitment is not clear as to whether the intent is for a requirement to be placed on the make up of the boards while still maintaining their existing size, or whether additional board positions would be created to be filled by worker and consumer representatives. If the latter approach was taken, this would encompass a cost to entities related to the payment of fees payable to board members.</li> </ul>	

**Table: Major Government Business Boards**

<b>Name of Board</b>	<b>No of board members</b>	<b>Relevant Specific Act</b>	<b>Notes</b>
Icon Water (Territory Owned Corporation)	8	<i>Territory-owned Corporations Act 1990</i>	No Director role currently has a specific workforce/consumer focus. However, Icon Water does engage significantly with the community through forums/surveys.
CIT	11	<i>Canberra Institute of Technology Act 1987</i>	Section 10 of the Act explicitly outlines that the CIT board must include a member of the staff of the CIT and 1 student at the CIT.
UC	15	<i>University of Canberra Act 1989</i>	Section 20 of the Act outlines that 4 Board members are to be from university community, one from academic and professional staff, and one from student bodies.
CRA	7	Sections 21 and 48 of the <i>City Renewal Authority and Suburban Land Agency Act 2017</i>	CRA engages with the community and groups interested in its projects.
SLA	5		
Light Rail Board	7	N/A	The Board includes 2 external members and 5 public servants.
Public Cemeteries Board	9	<i>Cemeteries and Crematoria Act 2020</i>	Section 118(2)(b) of the Act outlines the board must include at least two members who represent general community and religious denominations.
Arboretum Advisory Board	16		
Cultural Facilities corporation	9	<i>Cultural Facilities Corporation Act 1997</i>	The board includes representatives from community stakeholder areas.

**From:** "Salisbury, Kim" <Kim.Salisbury@act.gov.au>  
**Sent:** 01/04/2021 11:40 AM  
**To:** "Goth, Kathy" <Kathy.Goth@act.gov.au>; "Liddicoat, Phil" <Phil.Liddicoat@act.gov.au>  
**Subject:** FW: PAGA Item 90: Require employee and consumer representation on the board of major ACT TOCs or GBs

OFFICIAL

congratulations

**Kim Salisbury**  
a/g Executive Group Manager  
Economic and Financial Group  
Phone: 0434 666 773  
Email: [kim.salisbury@act.gov.au](mailto:kim.salisbury@act.gov.au)  
Treasury | ACT Government

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**From:** Noud, Russell <Russell.Noud@act.gov.au>  
**Sent:** Thursday, 1 April 2021 11:39 AM  
**To:** Salisbury, Kim <Kim.Salisbury@act.gov.au>  
**Cc:** West, Damian <Damian.West@act.gov.au>; Hogan, Andrew <Andrew.Hogan@act.gov.au>; Vroombout, Sue <Sue.Vroombout@act.gov.au>  
**Subject:** RE: PAGA Item 90: Require employee and consumer representation on the board of major ACT TOCs or GBs

OFFICIAL

Thanks Kim.

**Russell Noud**

Executive Group Manager | Convenor of Appeals  
Industrial Relations & Public Sector Employment  
Workforce Capability and Governance  
Chief Minister and Treasury Directorate | ACT Government  
Canberra Nara Centre | GPO Box 158 Canberra City ACT 2601 | Web: [www.act.gov.au](http://www.act.gov.au)  
Phone: (02) 6207 6019 | Mobile: 0413 153433 | Email: [russell.noud@act.gov.au](mailto:russell.noud@act.gov.au)

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**From:** Salisbury, Kim <Kim.Salisbury@act.gov.au>  
**Sent:** Thursday, 1 April 2021 11:38 AM  
**To:** Noud, Russell <Russell.Noud@act.gov.au>  
**Cc:** West, Damian <Damian.West@act.gov.au>; Hogan, Andrew <Andrew.Hogan@act.gov.au>; Vroombout, Sue <Sue.Vroombout@act.gov.au>  
**Subject:** FW: PAGA Item 90: Require employee and consumer representation on the board of major ACT TOCs or GBs

OFFICIAL

Russell we'll accept this transfer.  
cheers

Kim

Kim Salisbury  
a/g Executive Group Manager  
Economic and Financial Group  
Phone: 0434 666 773  
Email: [kim.salisbury@act.gov.au](mailto:kim.salisbury@act.gov.au)  
Treasury | ACT Government

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**From:** Noud, Russell <[Russell.Noud@act.gov.au](mailto:Russell.Noud@act.gov.au)>  
**Sent:** Wednesday, 31 March 2021 4:46 PM  
**To:** Vroombout, Sue <[Sue.Vroombout@act.gov.au](mailto:Sue.Vroombout@act.gov.au)>  
**Cc:** West, Damian <[Damian.West@act.gov.au](mailto:Damian.West@act.gov.au)>; Hogan, Andrew <[Andrew.Hogan@act.gov.au](mailto:Andrew.Hogan@act.gov.au)>  
**Subject:** PAGA Item 90: Require employee and consumer representation on the board of major ACT TOCs or GBs

OFFICIAL

Good Afternoon Sue

I'm writing concerning our request for Treasury to take ownership of PAGA Item 90 - Require employee and consumer representation on the board of major ACT TOCs or GBs. This has in the first instance been refused.

I think there is a misunderstanding of the commitment and our role.

The commitment is to "require employee and consumer representation on the board of major ACT territory owned corporations and Government businesses".

I think what is confusing is that we look after ACT Govt Boards and Committees. We don't look after Boards and Committees outside the public service, including for TOCS and GBE's. In fact, we have absolutely no connection with them. The commitment does not (for example) say "require employee and consumer representation on **all ACT Governments boards and committees**". This would be a different commitment – (and one which would require significant legislative amendments relating to a range of statutory boards/committees as well as changes to the terms of reference associated with non-statutory boards and committees).

Responsibility for TOCS and Government businesses sits in Treasury. As such, I ask that you reconsider our request please as it does rightly belong with you.

Regards

Russell

---

**From:** Treasury Coord <[TreasuryCoord@act.gov.au](mailto:TreasuryCoord@act.gov.au)>  
**Sent:** Tuesday, 30 March 2021 3:57 PM  
**To:** Prowse, Fay <[Fay.Prowse@act.gov.au](mailto:Fay.Prowse@act.gov.au)>  
**Cc:** Alieva, Daria <[Daria.Alieva@act.gov.au](mailto:Daria.Alieva@act.gov.au)>; Cameron, Susan <[Susan.Cameron@act.gov.au](mailto:Susan.Cameron@act.gov.au)>  
**Subject:** RE: Re-Direction - PAGA Item 90: Require employee and consumer representation on the board of major ACT TOCs or GBs

OFFICIAL

Good afternoon Fay

Treasury has considered WCAG's transfer request for PAGA Item 90 and provides the following advice, "Whilst we have responsibilities for Territory-owned corporations we do not have any responsibility for the governance of the Public Service at large. This would be a general Public Service policy and Icon water is not obliged to follow, but usually does. However, [Sch 1 1.2](#)

Sch 1 1.2

Following the above advice, Treasury does not accept the transfer of PAGA Item 90.

Kind Regards

### Narelle Cross

Coordination Manager

Phone: +61 2 6205 2093 | Email: [narelle.cross@act.gov.au](mailto:narelle.cross@act.gov.au)

**Office of The Under Treasurer** | Chief Minister, Treasury and Economic Development Directorate | **ACT Government**  
Level 1, 220 London Circuit | GPO Box 158, Canberra ACT 2601 | [www.act.gov.au](http://www.act.gov.au)

*Please note I currently work on Tuesdays, Wednesdays and Thursdays.*

*Please consider the environment before printing this email - or if printing is necessary, please print double-sided.*

---

**From:** Prowse, Fay <[Fay.Prowse@act.gov.au](mailto:Fay.Prowse@act.gov.au)>

**Sent:** Tuesday, 30 March 2021 1:40 PM

**To:** Cameron, Susan <[Susan.Cameron@act.gov.au](mailto:Susan.Cameron@act.gov.au)>; Cross, Narelle <[Narelle.Cross@act.gov.au](mailto:Narelle.Cross@act.gov.au)>

**Cc:** Alieva, Daria <[Daria.Alieva@act.gov.au](mailto:Daria.Alieva@act.gov.au)>; Hogan, Andrew <[Andrew.Hogan@act.gov.au](mailto:Andrew.Hogan@act.gov.au)>; West, Damian <[Damian.West@act.gov.au](mailto:Damian.West@act.gov.au)>; Prowse, Fay <[Fay.Prowse@act.gov.au](mailto:Fay.Prowse@act.gov.au)>; Noud, Russell <[Russell.Noud@act.gov.au](mailto:Russell.Noud@act.gov.au)>; Liddicoat, Phil <[Phil.Liddicoat@act.gov.au](mailto:Phil.Liddicoat@act.gov.au)>

**Subject:** Re-Direction - PAGA Item 90: Require employee and consumer representation on the board of major ACT TOCs or GBs

**OFFICIAL**

Good Morning Susan

I spoke with you yesterday advising that WCAG is seeking transfer of an item in the Parliamentary and Governing Agreement Reporting to the Treasury Government Business Enterprise Section of Economic Budget and Industrial Relations Division.

The reasoning for transfer of this item is that it is not appropriate for WCAG to report against this item as it does not have responsibility for Territory Owned Corporations or Government Businesses.

Could you please consider this request for transfer, and provide confirmation of Treasury agreement to accept responsibility for this commitment?

090	Executive Reforms	Require employee and consumer representation on the board of major ACT territory owned corporations or Government businesses	Chief Minister	CMTEDD - WCAG
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Regards

**Fay Prowse | Executive Officer to Deputy-Director General – Dr Damian West**

Workforce Capability and Governance | Phone: 02 6205 0358 | Email: [Fay.Prowse@act.gov.au](mailto:Fay.Prowse@act.gov.au);

**Chief Minister, Treasury and Economic Development Directorate (CMTEDD) | ACT Government**

Level 5, 220 London Circuit, Canberra City ACT 2601 | GPO Box 158 Canberra ACT 2601 | [www.act.gov.au](http://www.act.gov.au)

## **ACT Legislative Assembly Hansrad Friday 23 April 2021**

### **Government—territory-owned corporations**

**MS CLAY:** My question is to the Chief Minister. Chief Minister, the parliamentary and governing agreement includes an agreed reform to require employee and consumer representation on the board of major ACT territory-owned corporations and government businesses, like ActewAGL and Icon Water. What will this look like, and when will it be completed?

**MR BARR:** The government is well underway with the delivery of this particular initiative. There are some definitional questions around what constitutes a major government entity, but I can advise that, for example, the CIT board, the University of Canberra council and the Public Cemeteries Board have existing arrangements that would, in my view, meet the requirements here. In some instances there would need to be legislative change, potentially, or an appointments process when vacancies next occur. Where legislation requires particular skill sets, it may be possible to find individuals who have those skill sets as well as a representative element.

In the context, Ms Clay, of the question, ActewAGL is a joint venture and has a very strict and small board that is apportioned according to the ownership shares. It would not be part of this, but Icon Water, which is an ACT government wholly-owned entity, is potentially an eligible board in this context. The Territory-owned Corporations Act has certain legal requirements around the appointment of directors. We would be cognisant of that in the implementation of this parliamentary and governing agreement item.

**MS CLAY:** Chief Minister, what will the selection process look like for deciding who the employee and consumer representatives on the boards are?

**MR BARR:** The government's approach has been to have an expression of interest process against the legislative requirements for the individual boards. There are some set out in legislation that require a particular skill set or range of skills in order to be eligible for appointment. The government's process has been to seek expressions of interest, and to promote that widely through a range of networks to ensure that we get a diverse range of applicants who are reflective of our broader community.

In relation to specific requirements around technical definitions of employees and/or consumers, ultimately it will need to be a judgement call of cabinet. But I do note that most of the appointment processes also have a reference to a relevant Assembly standing committee. It is generally a multistep process of expression of interest, cabinet receiving a range of potential nominees, cabinet making a determination, then sending that proposed nominee to an Assembly committee for comment before making a final appointment. That tends to be the process, although it is not always the case, depending on the nature of the particular board. Sometimes the decision is made at a ministerial level, with reference to an Assembly committee—at other times not.

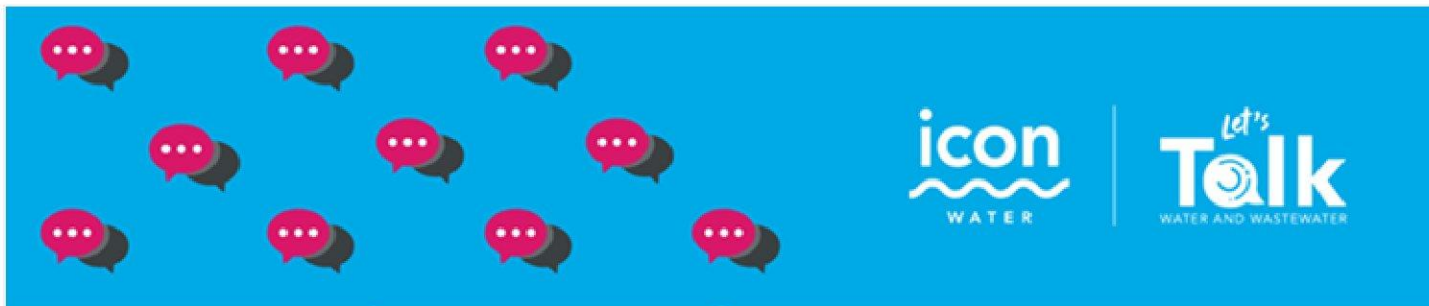
Sch 1 1.2

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**From:** "Yau, Joy" <Joy.Yau@iconwater.com.au>  
**Sent:** 19/07/2021 1:51 PM  
**To:** "Salisbury, Kim" <Kim.Salisbury@act.gov.au>  
**Cc:** "Liddicoat, Phil" <Phil.Liddicoat@act.gov.au>; "Goth, Kathy" <Kathy.Goth@act.gov.au>; "Wong, Nicole" <Nicole.Wong@act.gov.au>; "Lawrence, Ian" <Ian.Lawrence@act.gov.au>  
**Subject:** Icon Water - Let's Talk Launch

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Dear Kim,

We have recently launched our community engagement program, **Let's Talk Water and Wastewater**. It is our most comprehensive engagement program to date and is intended to support us in better understanding our customers. Our aim is to have continuous dialogue with our community and for these meaningful conversations to translate into tangible positive outcomes and ultimately support us in our vision of being a valued partner in the community.

We wanted to get in touch at the start of our engagement process to describe the steps involved and let you know how you can find more information or be involved.

Over the next few weeks, you will start to see us out and about, as well as online, talking to our customers, stakeholders and partners. There will be a number of opportunities and ways for the community to participate. Engagement via focus groups, forums, community pop-ups, polls, surveys and social media will allow the community to express their values, priorities and concerns regarding water and wastewater in the ACT.

The Price Review initiative will be the first initiative hosted on our new Let's Talk Water and Wastewater platform and will inform our price proposal for the 2023–28 regulatory period. Specifically with the Price Review we hope to get feedback and insight to inform and prioritise the investment decisions needed to provide affordable, reliable, and quality water and wastewater services in the ACT. We'll also be engaging on customer experience, our water and wastewater strategies, water security and the role we play in the community.

As we move through the program we will be publishing updates on the program's webpage – [LetsTalk.IconWater.com.au](https://LetsTalk.IconWater.com.au) – we encourage you to take a look! We'll also have a presence on social media, so please keep an eye out for our posts!

We would like to share updates on the program with you as it progresses, and will shortly send through a factsheet that provides an overview of the key activities and timeframes.

If you have any questions or would like to be further involved please contact me or our engagement team can be reached at [LetsTalkWater.Wastewater@iconwater.com.au](mailto:LetsTalkWater.Wastewater@iconwater.com.au)

Kind regards,

**Joy Yau**

Chief Financial Officer



Icon Water  
GPO Box 366 Canberra ACT 2601  
T 02 6180 6180 M **Sch 2.2(a)(ii)**

[letstalk.iconwater.com.au](http://letstalk.iconwater.com.au) | [Facebook](#) | [Twitter](#) | [YouTube](#) | [LinkedIn](#)

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**Chief Minister, Treasury and Economic Development Directorate**

**To:** Chief Minister

Tracking No.: CMTEDD2021/6024

**Date:** 23/05/2022

**From:** Executive Branch Manager, Economic and Financial Analysis

**Subject:** 10<sup>th</sup> Legislative Assembly Parliamentary Agreement – Executive Reforms – Board Representation

**Critical Date:** 17/06/2022

**Critical Reason:** To provide a report on this action.

- UT 01/06/22

**Recommendations**

That you:

1. Note that the requirement to appoint a consumer and an employee representative is in place with a number of Government business agencies;

**Noted/Please Discuss**

2. Agree that it be made mandatory for any large future new government type businesses that are established;

**Agreed / Not Agreed / Please Discuss**

3.

**Sch 1 1.2**

**Noted/Please discuss**

4. Agree that this requirement not be mandated for Territory-owned Corporations formed under the Territory-owned *Corporations Act* 1990 and the *Corporations Act* 2001; and

**Agreed / Not Agreed / Please Discuss**

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5. Agree to seek advice from the Chair of the Icon Water Board on alternative proposals that could be implemented to meet the objectives of this commitment, and sign the letter at Attachment B.

Agreed / Not Agreed / Please Discuss

Andrew Barr MLA .....



14/7/22

Minister's Office Feedback

### Background

1. The 10<sup>th</sup> Legislative Assembly Parliamentary and Governing Agreement contains the following commitment under Agreed Executive Reforms:
  - a. "Require employee and consumer representation on the Board of major ACT territory owned corporations or Government businesses."
2. This brief is to provide advice on the implications and complexities associated with implementing this commitment.
3. Territory owned corporations (TOC's) are governed by the *Corporations Act 2001* and the *Territory-owned Corporations Act 1990* (TOC Act). All other Government entities are governed by the *Financial Management Act 1996* (FMA) and any applicable individual entity enabling legislation.
  - a. Icon Water Limited is the only remaining TOC in the ACT.

### Issues

4. These will be discussed in two parts, Government Businesses and Territory owned corporations.

#### Government Businesses

5. The ACT Government is primarily made up of directorates and Territory Authorities.
  - a. Territory Authorities are established by enabling legislation for a specific purpose or function and may be commercial, regulatory, quasi-judicial or an advisory body. Clause 3 of the Financial Management (Territory Authorities) Guidelines 2020 (No.2) sets out the entities which are classed as territory authorities for the purposes of section 54 of the FMA.

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- b. Those operating as commercial entities are considered to be “businesses”.
6. In addition, some directorates include commercial business type units such as the Yarralumla Nursery, Capital Linen, Exhibition Park, GIO Stadium and Manuka Oval. These business units do not have Boards and are considered small in size and therefore outside the scope of this commitment.
  7. The Territory authority bodies listed at Attachment A from (a) to (i) are not businesses (for example they are regulatory authorities) and are outside the scope of this commitment.
  8. Although the Cultural Facilities Corporation and the Cemeteries and Crematoria Authority (CCA) have a Board and could be considered to be semi-commercial, they are small and outside the scope of this commitment.
  9. Whilst the Public Trustee and Guardian is required to pay a dividend to the government and hence could be considered to be semi-commercial, it does not have a governing Board.
  10. Generally, the enabling Acts and Constitutions for these authorities, whilst containing general provisions for the appointment of directors for those that have Boards, are silent with respect to prescribing the types of appointments.
    - a. The exceptions are the Canberra Institute of Technology and the University of Canberra which could be regarded as large businesses delivering educational services. These authorities do have provisions in their Acts to appoint Directors that represent students (consumer) and staff (employee) interests.
    - b. The CCA (regarded as outside the scope of this commitment) also has two Board members who represent the general community and various religious denominations.
  11. The City Renewal Authority (CRA) and the Suburban Land Agency (SLA) do operate as businesses and meet the intent of this requirement to some degree. The CRA/SLA Act 2017 includes provisions at sections 21(2) (CRA) and 48(2) (SLA) that specify the required knowledge/experience of board members, and captures the intent of consumer advocacy being:
    - 2(b) social inclusion and community building; and
    - 2(g) social housing, community housing and public housing.
    - a. Discussions with EPSDD who monitor CRA and SLA board arrangements indicate that the members with these skills are required to advise on matters from the perspective of the consumer or end user.
    - b. Regarding an employee representative for the boards of CRA and SLA, the CRA/SLA Act specifically excludes public servants from being members of these boards. The SLA has 150 public service employees and the CRA 27

all of which have their rights and entitlements governed by the Public Service processes. As public servants there are a range of broader mechanisms available for staff to engage on matters that impact on their employment conditions.

12. Treasury considers that for the range of entities listed at Attachment A, those that could be regarded as within the scope of this commitment already deliver on the desired outcome and no further action needs to be taken.
  - a. However, for any future new large business authorities with Boards, this requirement could be specifically mandated in enabling legislation.

#### Territory-Owned Corporations

13. Territory-owned Corporations (TOC's) give rise to a different set of issues in relation to this commitment as they are subject to Corporations Law.
14. Icon Water's Board has specific obligations and Director duties are outlined primarily in the *Corporations Act 2001* (Cwlth) and also in the Territory-owned Corporations Act 1990 (ACT). This means that there are some constraints not experienced by Territory authorities.
15. Icon Water together with its investment in ActewAGL is a significant and complex trading entity in its own right. Any appointee to the Board of Icon Water must have very sound business and professional skills and have an in depth understanding of their legal role and responsibilities as a director.
  - a. The Shareholders appoint the directors and the TOC Act stipulates that they can only appoint persons to these Boards if in their opinion the person has the expertise or skills necessary to assist the corporation to achieve its principle objective.
16. Among many legal obligations, one of the key aspects of being a Corporations Law Board appointee is that they must at all times act in the best interests of the company (Section 184) and not the interests of anyone else. Accordingly, there is no scope at all for Directors to represent and advance other interests, for instance, of the community or employees where that interest could conflict with the interests of the company. Section 184 is a criminal offence provision.
17. There are also practical difficulties in selecting one person to represent the wide range of water interests and opinions amongst the community and across the wide spectrum of employees.
  - a. There is no peak water body in the ACT that could be called upon to provide a person that might be able to adequately and without bias represent the community on the Board of Icon Water.

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- b. Across the Icon spectrum there are a large number of different employment disciplines including field crews who perform manual work on the networks, specialised plant operators, employees with engineering and other technical and professional skills.
  - c. It is of interest to note, no other jurisdiction has provisions that require their TOC equivalents to appoint Board members that represent the interests of consumers or employees.
18. In preparing this brief Icon Water has been consulted and generally has the same concerns as expressed above.
- a. For each Board vacancy Icon Water goes through a very thorough nationwide recruitment process that delivers the wide range of skills, experience and diversity that is necessary for the effective governance of this large complex business.
  - b. Icon Water advises that it has a range of mechanisms in place to ensure that its Board regularly receives representation of the views and values of both its customers and its employees. Also its Reconciliation Action Plan is broadening opportunities for input from the local indigenous community.
19. The Government expects Icon Water to effectively manage the investment in the ActewAGL Joint Venture and has three of its Board members on the six-member Joint Venture Board. For Icon to manage this effectively it requires free flowing information from the joint Venture which includes sensitive commercial information and the presence of these external interests on the Icon Water Board may cause concern to the other Joint Venture partners.
20. Noting the difficulties presented in implementing this commitment, Icon has indicated that it is keen to continue to work with the Shareholders and Government to achieve the intent of this proposed Executive Reform and is open to ways to improve.
21. Treasury considers that Icon's community engagement programs are a very effective way of engaging with the community and providing feedback for the Board on the issues that they consider. Regular information is provided to the Board including an annual deep dive into customer and community insights.
- a. The Icon Water community engagement program includes a Customer Advocacy Forum with representatives from advocacy and special interest groups including large users, vulnerable customers, and environmental organisations. Some of the attendees have included the Property Council, Council of the Aging, ACTCOSS, Master Plumbers, the Conservation Council, Clubs ACT and TCCS.
22. Icon Water also runs a joint consultative committee (JCC) comprising representatives from the relevant unions, employees and the executive team,

and meets regularly to discuss matters such as organisational change and workplace reform. Regular information is provided to the Board on workplace matters including an annual deep dive.

#### Way Ahead

23. 

24. Treasury is of the view that the objectives of the commitment could be met in other ways such as Icon Water actively interacting with these groups and the Board being kept informed.
25. Treasury recommends consulting with the Chair of the Icon Water Board seeking advice on any additional actions they would propose that would meet the objectives of this commitment. A letter is at Attachment B for your signature, if you agree.

#### **Financial Implications**

26. Nil at this stage.

#### **Consultation**

##### Internal

27. GSO, Peter Williams.

##### Cross Directorate

28. Nil.

##### External

29. Icon Water. All other State and Territory GBE Policy entities.

#### **Work Health and Safety**

30. Nil.

#### **Benefits/Sensitivities**

31. Whilst there could be benefit in including a consumer and an employee representative on the boards of TOCs this is contradictory to the requirements of the Corporations Act which requires Directors to act in the best interests of the company.

## OFFICIAL

**Communications, media and engagement implications**

32. Could attract some media attention.

Signatory Name:

Kathy Goth

Phone:

50772

Action Officer:

Phil Liddicoat

Phone:

70251

**Attachments**

<b>Attachment</b>	<b>Title</b>
Attachment A	Summary of Government Authorities
Attachment B	Letter to Icon Water Board Chair

## Attachment A

**Summary of Government Authorities**

- a. ACT Gambling and Racing Commission (**ACTGRC**);
- b. ACT Insurance Authority (**ACTIA**);
- c. ACT Teacher Quality Institute (**ACTTQI**);
- d. Building and Construction Industry Training Fund Authority (**Training Fund Authority**);
- e. Independent Competition and Regulatory Commission for the Australian Capital Territory (**ICRC**);
- f. Legal Aid Commission (A.C.T.) (**Legal Aid ACT**);
- g. Long Service Leave Authority (**LSLA**);
- h. Motor Accident Injuries Commission (**MAIC**);
- i. Office of the Work Health and Safety Commissioner (to be known as WorkSafe ACT);
- j. Cemeteries and Crematoria Authority (**CAA**);
- k. Cultural Facilities Corporation (**CFC**);
- l. Public Trustee and Guardian for the Australian Capital Territory (**Public Trustee**);
- m. Canberra Institute of Technology (**CIT**);
- n. University of Canberra (**UC**);
- o. City Renewal Authority (**CRA**);
- p. Suburban Land Agency (**SLA**);




**Andrew Barr MLA**  
 Chief Minister  
 Treasurer  
 Minister for Climate Action  
 Minister for Economic Development  
 Minister for Tourism  
  
 Member for Kurrajong

**Shane Rattenbury MLA**  
 Attorney-General  
 Minister for Consumer Affairs  
 Minister for Water, Energy and Emissions Reduction  
 Minister for Gaming  
  
 Member for Kurrajong

Ms Wendy Caird  
 Chair  
 Icon Water Limited  
 GPO Box 366  
 CANBERRA ACT 2601

Email: [wendy.caird@iconwater.com.au](mailto:wendy.caird@iconwater.com.au).

Dear Ms Caird 

I write to you regarding the 10<sup>th</sup> Legislative Assembly Parliamentary and Governing Agreement which contains the following commitment under Agreed Executive Reforms:

- a. "Require employee and consumer representation on the Board of major ACT territory owned corporations or Government businesses."

Icon Water limited and its subsidiary companies as Territory-owned corporations are specifically included in this commitment.

I appreciate that Icon Water has a very robust process for selecting well qualified candidates to recommend for appointment and that the Government is well served by the quality of the directors. I also acknowledge that the board requires a range of expertise and skills to manage this large complex business and its investment in the ActewAGL Joint Venture.

However, the Government considers that businesses can be better run when they are informed by diverse perspectives and views, and that it isn't just directors or shareholders that have an interest in the operations and direction of a business such as Icon Water. The Government considers that representatives from employee and customer groups should also have a direct voice in the governance of a business.

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 [barr@act.gov.au](mailto:barr@act.gov.au)

 @ABarrMLA

 AndrewBarrMLA

 andrewbarrmla

I am aware that Icon Water has in place processes for interacting with the community of water users and their employees, however we consider that being able to take into account the views of these two groups on matters considered by the Board will lead to better decision making in the long run.

This is particularly so given that the majority of the Icon Board directors, selected because of their skills and background are from interstate and the presence of locally based consumer and employee representatives will provide the Board more generally with a local perspective and a voice for their concerns.

Within Government we have a number of entities that have these types of representatives on their boards such as the University of Canberra, the Canberra Institute of Technology and the ACT Cemeteries and Crematoria Authority.

Initial discussions at official's level with Icon Water indicate that there may be some difficulties in implementing the recommendation as specified for the Icon board. I recognise that selecting individuals to represent the range of customer and employee groups could be challenging. With that in mind, I would be interested in the views of Icon Water on how the objectives of this commitment could be achieved, with options to be advised by you at a future shareholders meeting.

Yours sincerely



Andrew Barr MLA  
Chief Minister



Shane Rattenbury MLA  
Minister for Water, Energy and Emissions Reduction

Copy to: Mr Ray Hezkial  
Managing Director Icon Water Limited

Email: [Ray.hezkial@iconwater.com.au](mailto:Ray.hezkial@iconwater.com.au)

**From:** Sch 2.2(a)(ii)  
**Sent:** 19/08/2022 2:18 PM  
**To:** "Goth, Kathy" <Kathy.Goth@act.gov.au>  
**Cc:** "Richards, Natalie" <Natalie.Richards@act.gov.au>; "Liddicoat, Phil" <Phil.Liddicoat@act.gov.au>; 'Sch 2.2(a)(ii)'  
**Subject:** Icon Water Board Representation

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Good Afternoon  
Kathy,

Thank you for your time last week, and apologies for the delay in getting back to you. The discussion was interesting, and I hope we were able to provide some guidance on what we would see as possible options for implementation as a union. Per the discussion, the Icon Water EBA is covered by several parties. I've included below unions & contact persons to reach out to about the matter of board representation. We look forward to hearing further on this proposal and remain committed to engaging with government constructively on matters of representation for employees at Icon Water.

Kind Regards,

Daniel

Union	Contact	Email
ETU	Sch 2.2(a)(ii)	@etunsw.asn.au
NSW Plumbers Union	Sch 2.2(a)(ii)	@nswplumbersunion.com.au
AWU	Sch 2.2(a)(ii)	@awunsw.com.au
UWU	Sch 2.2(a)(ii)	@unitedworkers.org.au
AMWU	Sch 2.2(a)(ii)	@amwu.org.au
CPSU	Sch 2.2(a)(ii)	@cpsu.org.au

# Sch 2.2(a)(ii)

**From:** "Goth, Kathy" <Kathy.Goth@act.gov.au>  
**Sent:** 20/09/2022 6:51 PM  
**To:** Sch 2.2(a)(ii) @unitedworkers.org.au>  
**Cc:** "Richards, Natalie" <Natalie.Richards@act.gov.au>; "Liddicoat, Phil" <Phil.Liddicoat@act.gov.au>  
**Subject:** Employee representation on boards of ACT Territory Owned Corporations

UNOFFICIAL

Dear Sch 2.2(a)(ii)

I am writing to you in relation to the Parliamentary and Governing Agreement regarding employee representation on boards of ACT Territory Owned Corporations.

As you may be aware, Sch 2.2(a)(ii) has provided us with your contact details as a person who would be good to consult with in relation to how we might be able to give effect to this commitment for ICON.

Until recently we have been focussed on Budget and haven't had a chance to progress our thinking on this work. Now that we have the time to focus and progress, it would be good to meet and discuss the issues with you in relation to how this would work for ICON .

Could you please let Natalie Richards know of your availability over the next few weeks – ideally either next week (26 – 30 September) or the second week in October (10 – 14) would be preferred if possible.

We could meet via teams or in person at our office 220 London Circuit.

Regards

**Kathy Goth**  
**Executive Branch Manager**  
**Economic Analysis**  
**Chief Minister, Treasury and Economic Development Directorate**

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**From:** "Goth, Kathy" <Kathy.Goth@act.gov.au>  
**Sent:** 20/09/2022 6:52 PM  
**To:** Sch 2.2(a)(ii)@amwu.org.au  
**Cc:** "Richards, Natalie" <Natalie.Richards@act.gov.au>; "Liddicoat, Phil" <Phil.Liddicoat@act.gov.au>  
**Subject:** FW: Employee representation on boards of ACT Territory Owned Corporations

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**From:** "Goth, Kathy" <Kathy.Goth@act.gov.au>  
**Sent:** 20/09/2022 6:48 PM  
**To:** "Sch 2.2(a)(ii)" <[REDACTED]@nswplumbersunion.com.au>  
**Cc:** "Richards, Natalie" <Natalie.Richards@act.gov.au>; "Liddicoat, Phil" <Phil.Liddicoat@act.gov.au>  
**Subject:** Employee representation on boards of ACT Territory Owned Corporations

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**From:** "Goth, Kathy" <Kathy.Goth@act.gov.au>  
**Sent:** 20/09/2022 6:50 PM  
**To:** Sch 2.2(a)(ii) Sch 2.2(a)(ii)@awunsw.com.au>  
**Cc:** "Liddicoat, Phil" <Phil.Liddicoat@act.gov.au>; "Richards, Natalie" <Natalie.Richards@act.gov.au>  
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**To:** Sch 2.2(a)(ii)  
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I am writing to you in relation to the Parliamentary and Governing Agreement regarding employee representation on boards of ACT Territory Owned Corporations.

As you may be aware, Sch 2.2(a)(ii) has provided us with your contact details as a person who would be good to consult with in relation to how we might be able to give effect to this commitment for ICON.

Until recently we have been focussed on Budget and haven't had a chance to progress our thinking on this work. Now that we have the time to focus and progress, it would be good to meet and discuss the issues with you in relation to how this would work for ICON .

Could you please let Natalie Richards know of your availability over the next few weeks – ideally either next week (26 – 30 September) or the second week in October (10 – 14) would be preferred if possible.

We could meet via teams or in person at our office 220 London Circuit.

Regards

**Kathy Goth**  
**Executive Branch Manager**  
**Economic Analysis**  
**Chief Minister, Treasury and Economic Development Directorate**

*Please consider the environment before printing this email - or if printing is necessary, please print double-sided.*

**From:** BARR Reception  
**Sent:** Tuesday, 24 January 2023 12:36 PM  
**To:** wendy.caird@iconwater.com.au  
**Cc:** Ray Hezkial  
**Subject:** Correspondence from the Chief Minister  
**Attachments:** VS Letter to Icon Water re Board representation.pdf

Good afternoon

Please find the attached correspondence from the Chief Minister.

Kind regards

**Rhys Thompson**  
**Office Manager | Office of Andrew Barr MLA**  
Chief Minister  
Treasurer  
Minister for Climate Action  
Minister for Economic Development  
Minister for Tourism  
Member for Kurrajong






**Andrew Barr MLA**  
 Chief Minister  
 Treasurer  
 Minister for Climate Action  
 Minister for Economic Development  
 Minister for Tourism  
  
 Member for Kurrajong

**Shane Rattenbury MLA**  
 Attorney-General  
 Minister for Consumer Affairs  
 Minister for Water, Energy and Emissions Reduction  
 Minister for Gaming  
  
 Member for Kurrajong

Ms Wendy Caird  
 Chair  
 Icon Water Limited  
 GPO Box 366  
 CANBERRA ACT 2601

Email: [wendy.caird@iconwater.com.au](mailto:wendy.caird@iconwater.com.au).

Dear Ms Caird 

I write to you regarding the 10<sup>th</sup> Legislative Assembly Parliamentary and Governing Agreement which contains the following commitment under Agreed Executive Reforms:

- a. "Require employee and consumer representation on the Board of major ACT territory owned corporations or Government businesses."


Icon Water limited and its subsidiary companies as Territory-owned corporations are specifically included in this commitment.

I appreciate that Icon Water has a very robust process for selecting well qualified candidates to recommend for appointment and that the Government is well served by the quality of the directors. I also acknowledge that the board requires a range of expertise and skills to manage this large complex business and its investment in the ActewAGL Joint Venture.


However, the Government considers that businesses can be better run when they are informed by diverse perspectives and views, and that it isn't just directors or shareholders that have an interest in the operations and direction of a business such as Icon Water. The Government considers that representatives from employee and customer groups should also have a direct voice in the governance of a business.

ACT Legislative Assembly London Circuit, Canberra ACT 2601, Australia GPO Box 1020, Canberra ACT 2601, Australia

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 +61 2 6205 0157

 [barr@act.gov.au](mailto:barr@act.gov.au)

 @ABarrMLA

 AndrewBarrMLA

 andrewbarrmla

I am aware that Icon Water has in place processes for interacting with the community of water users and their employees, however we consider that being able to take into account the views of these two groups on matters considered by the Board will lead to better decision making in the long run.

This is particularly so given that the majority of the Icon Board directors, selected because of their skills and background are from interstate and the presence of locally based consumer and employee representatives will provide the Board more generally with a local perspective and a voice for their concerns.

Within Government we have a number of entities that have these types of representatives on their boards such as the University of Canberra, the Canberra Institute of Technology and the ACT Cemeteries and Crematoria Authority.

Initial discussions at official's level with Icon Water indicate that there may be some difficulties in implementing the recommendation as specified for the Icon board. I recognise that selecting individuals to represent the range of customer and employee groups could be challenging. With that in mind, I would be interested in the views of Icon Water on how the objectives of this commitment could be achieved, with options to be advised by you at a future shareholders meeting.

Yours sincerely



Andrew Barr MLA  
Chief Minister



Shane Rattenbury MLA  
Minister for Water, Energy and Emissions Reduction

Copy to: Mr Ray Hezkial  
Managing Director Icon Water Limited

Email: [Ray.hezkial@iconwater.com.au](mailto:Ray.hezkial@iconwater.com.au)

Hansard ACT legislative Assembly 23 March 2023

## **Government—territory-owned corporations**

**MR BRADDOCK:** My question is to the Chief Minister. Chief Minister, the Parliamentary and Governing Agreement appendix 2, Agreed Executive Reform No. 3, requires employee and consumer representation on the board of major ACT territory owned corporations or government businesses. Chief Minister, can you please provide an update on how the government is going at implementing this item?

**MR BARR:** I thank Mr Braddock for the question. Representation is in place in accordance with that agreed executive reform for current large ACT government business agencies. ACT cemeteries and CIT are examples there.

In relation to the territory-owned corporations, this cannot occur because of a conflict with the Corporations Act 2001, which requires that directors of corporations must act solely in the interests of the company and not in the interests of any other entity. So the essence of that particular challenge is that you cannot have a representative position on a corporation that is covered by the Corporations Act.

The government has instead worked with the territory-owned corporation that is also covered by the Corporations Act on a range of processes and protocols to give effect to the desired intent of the agreed executive reform.

**MR BRADDOCK:** Chief Minister, how many employee and consumer representatives have you appointed to boards this term?

**MR BARR:** I do not appoint in large part. So for questions directed to me within my portfolios, clearly cabinet makes most appointments of these kinds. So I would need to take on notice across whole of government. But the composition of the relevant boards would also be available in the annual reports. So I suspect the next reporting period would be the time for further follow-up in relation to that matter.

So, in fact, I will not take it on notice, because the information will be updated in the annual report. I think that would be the next most appropriate time for that information to be provided.

**MR DAVIS:** Chief Minister, how does the ACT government support the voice of employees and consumers in decision-making for these entities?

**MR BARR:** Sorry; could you repeat the question?

**MR DAVIS:** How does the ACT government support, or seek out, the voices of employees and consumers when making decisions for these entities?

**MR BARR:** So how do we go about recruiting for these boards? Certainly there is an expression-of-interest process. Through a number of areas of government, we also have a particular focus on diversity. There is a gender lens, a First Nations people lens, an LGBTI lens and a people with disability lens. There are a range of ways that seek to ensure that government boards reflect the community that they serve.

**Chief Minister, Treasury and Economic Development Directorate**

**To:** Treasurer

Tracking No.: CMTEDD2023/1778

**Date:** 01/05/2023

**From:** Executive Branch Manager, Economic and Financial Analysis

**Subject:** Parliamentary and Governing Agreement (PaGA) Commitment No 90-ACT Government Board Representation

**Critical Date:** 30/05/2023

**Critical Reason:** To enable the final response to be included in the next PaGA status report update

- UT 05/05/23

**Recommendations**

**1. That you:**

- a. note the actions advised by Icon Water in their letter at Attachment A to fulfil their obligations in relation to PaGA commitment 90; and

~~Noted~~ / Please Discuss

- b. agree the final response to PaGA commitment 90 at Attachment B.

~~Agreed~~ / Not Agreed / Please Discuss

Andrew Barr MLA .....



12/5/23

Minister's Office Feedback

## Background

1. The Parliamentary and Governing Agreement for the 10<sup>th</sup> Assembly (PaGA) outlines the shared commitment between ACT Labor and the ACT Greens on policy issues of interest, and agreed priorities for legislative, executive, and administrative reform.
2. The PaGA contains the following commitment No 90 under Agreed Executive Reforms:
  - a. “Require employee and consumer representation on the Board of major ACT territory owned corporations or Government businesses.”
3. In June 2022, we provided you with advice (CMTEDD2021/6024) on this commitment, including requirements in other jurisdictions and a proposed way forward.
4. On 14 July 2022 you approved the recommendations in the above brief which included:
  - a. Your agreement that it be made mandatory for any large future new government type businesses that are established:

Sch 1 1.2
  - c. You agreed that this requirement is not mandated for Territory-owned Corporations formed under the *Territory-owned Corporations Act* 1990 and the *Corporations Act* 2001; and
  - d. You agreed to seek advice from the Chair of Icon water Limited on alternative proposals that could be implemented to meet the objectives of this commitment.
    - i. On 24 January 2023 you wrote to the Board Chair advising of this decision and requested views on how the objectives of this commitment could be achieved, with options to be advised at a future Shareholders meeting.

## Issues

5. Icon Water briefed you and Minister Rattenbury on proposed actions to meet this commitment at the Quarterly Shareholder meeting on 17 March 2023. Icon Water subsequently wrote to Shareholder Ministers on 17 April 2023 ([Attachment A](#)) formally advising of the actions they will take.
6. A final response to PaGA commitment 90 has been prepared incorporating the actions agreed by you in CMTEDD2021/6024 and the letter from Icon Water.

7. The final response at Attachment B, if agreed by you, will be included in the next update for the PaGA status report.

### Financial Implications

8. Nil.

### Consultation

9. A range of stakeholders have been consulted in the development of actions to implement this commitment, including ACTGS, Icon Water and union representatives.

### Internal

10. Nil.

### Cross Directorate

11. Sch 1 1.2

### External

12. Icon Water.

### Work Health and Safety

13. Nil.

### Benefits/Sensitivities

14. The proposed actions will ensure consumer and employee views inform Board considerations.

### Communications, media and engagement implications

15. Will be communicated as part of the Government's Report on the progress of PaGA commitments.

Signatory Name: Nathan Brown Phone: 73531

Action Officer: Margaret Lee Phone: 54967

### Attachments

Attachment	Title
Attachment A	Icon Water letter to Voting Shareholders dated 17 April 2023
Attachment B	Final response to PAGA commitment 90



17 April 2023

Mr Andrew Barr MLA  
 Chief Minister  
 ACT Legislative Assembly  
 London Circuit  
 CANBERRA ACT 2600

Mr Shane Rattenbury MLA  
 Minister for Water, Energy and Emissions Reduction  
 ACT Legislative Assembly  
 London Circuit  
 CANBERRA ACT 2600

Dear Chief Minister

Dear Minister

Thank you for your correspondence received on 24 January 2023, regarding the 10<sup>th</sup> Legislative Assembly Parliamentary and Governing Agreement commitment no.90 “*require employee and consumer representation on the Board of major ACT territory owned corporations or Government businesses*”.

We appreciated the opportunity to discuss this further with you at the quarterly meeting on 17 March 2023. As discussed, the Icon Water Board shares the values underpinning this commitment and acknowledges the significant benefits that can be realised by businesses that effectively understand and incorporate the perspectives and views of their employees and consumers.

As acknowledged in your correspondence, and at the recent meeting, including specifically nominated employee and consumer representatives on the board raises some issues which (in the ACT) are unique to the Icon Water Board with obligations under both the *Territory-owned Corporations Act 1990 (ACT)* and the *Corporations Act 2001 (Cwth)*. Complying with the obligations to consider the overall best interests of the company and avoiding conflicts of interest may put nominated representatives in a difficult situation, at odds with their constituency’s expectations.

Icon Water currently undertakes a range of initiatives that enable employee and consumer perspectives to be heard at the board level. These include:

- Standing papers on the customer and community engagement strategic objective and the workforce strategic objective including performance against the customer and workforce related key performance indicators, at all Board meetings
- Community engagement activities which include customer surveys, community consultative forums, customer advocacy groups and deep-dive deliberative forums, particularly to support and inform activities such as price review and large capital projects
- Guest speakers at Board meetings or strategy sessions providing insights on customer and community engagement activities
- Regular site visits which provide the Board with valuable opportunities to engage with onsite staff and hear directly from them on work matters and experiences.

The following additional initiatives have been identified and are being implemented to make further progress in this respect:

- Following the recent public recruitment activity two new proposed directors have been identified to commence in July 2023 and November 2023 (subject to Voting Shareholder and Public Accounts Committee approval) who are both residents of the ACT and will bring a wealth of knowledge and experience with them to the Icon Water Board. One of the proposed new directors, in particular, has extensive experience representing consumer and community interests, which will complement and strengthen the skills and experience of the current Board
- The Board at its meeting on 11 April 2023 approved an amendment to its Charter to strengthen community input by identifying that at least one position must be held by a director with skills and experience in customer and community consultation and inclusion
- We have improved communication of Board decisions to employees through an item in Icon Water's 'Daily News' linking to a dedicated Board intranet page detailing recent decisions and discussion items at Board meetings
- The terms of reference for the Icon Water Joint Consultative Committee (JCC), comprising employee, union and management representatives, have been revised to provide for an employee Deputy Chair who may be given the opportunity to present outcomes from each quarterly JCC meeting to the Board, with the first report proposed for June 2023.

In addition to the above initiatives, we will continue to look for every opportunity for employee and consumer voice to be heard directly by the Board through activities such as staff attendance at Board meetings, Board involvement in community engagement programs and education tours and providing greater opportunities for Board participation in staff engagement activities.

Thank you again for our recent discussion on this matter. Please do not hesitate to contact me if you have any queries regarding these initiatives or would like to discuss further.

Yours sincerely



Wendy Caird  
Chair  
Icon Water Limited Board

**Attachment B****PAGA Agreement No 90 – Board Representation – Final Update**

The requirement for employee and consumer board representation will be implemented for any major future new government type businesses that are established. There are a number of Government businesses where this requirement is already in place.

The measure will not be mandated for Territory-owned corporations, as these entities are subject to the *Commonwealth Corporations Act 2001* and the *Territory-owned Corporations Act 1990*. Under this legislative framework, Directors are obligated to act in the best interests of the company and there are a range of complexities and potential conflicts of interest associated with prescribing appointments of consumer and employee representatives.

Icon Water Limited, the only current Territory-owned Corporation, has undertaken to meet the objectives of this commitment through the following actions:

**a. Consumer Representation**

- Board Charter amended to strengthen community input by identifying that at least one position must be held by a director with skills and experience in customer and community consultation and inclusion.
- Invite guest speakers or community representatives to present to the Board at strategy days or other board meetings to provide insights on customer and community engagement activities.
- Standing papers on the customer and community engagement strategic objective and the workforce strategic objective, including performance against key indicators related to customer and workforce measures, at Board meetings.
- Community engagement activities which include customer surveys, community consultative forums, customer advocacy groups and deep-dive deliberative forums, particularly to support and inform activities such as price review and large capital projects.

**b. Employee Representation**

- Regular site visits which provide the Board with valuable opportunities to engage with onsite staff and hear directly from them on work matters and experience.
- Improved communication of Board decisions to employees through an item in Icon Water's 'Daily News' linking to a dedicated Board intranet page detailing recent decisions and discussion items at Board meetings.
- The terms of reference for the Joint Consultative Committee (JCC), comprising employee, union and management representatives, have been revised to provide for an employee Deputy Chair who may be given the opportunity to present outcomes from each quarterly JCC meeting to the Board.

- Icon Water will continue to look for every opportunity for employee voice to be heard directly by the Board through activities such as staff attendance at Board meetings.

**Chief Minister, Treasury and Economic Development Directorate**

<b>To:</b>	Treasurer Minister for Water, Energy and Emissions Reduction	Tracking No.: CMTEDD2023/2158
<b>Date:</b>	26/05/2023	
<b>CC:</b>	Under Treasurer	
<b>From:</b>	Executive Branch Manager, Economic and Financial Analysis	
<b>Subject:</b>	Parliamentary and Governing Agreement (PaGA) Commitment 90 - Board Representation – Final advice to Icon Water	
<b>Critical Date:</b>	30/06/2023	
<b>Critical Reason:</b>	Provide timely advice to Icon Water	

- DUT 06/06/23

**Recommendations**

That you:

1. Sign the response to Attachment A, at Attachment B, advising Icon Water of the final policy position.

**Signed / Not Signed / Please Discuss**

  
Andrew Barr MLA ...../6/23

**Signed / Not Signed / Please Discuss**

  
Shane Rattenbury MLA ...../6/23

Minister's Office Feedback

## OFFICIAL

**Background**

1. Following Icon Water’s briefing at the Quarterly Shareholders meeting on 17 March 2023 and its subsequent letter to you on 17 April 2023 (Attachment A) the Chief Minister approved the final wording for PaGA Commitment no 90 – “Require employee and consumer representation on the Board of major ACT Territory owned corporations or Government Businesses” on 12 May 2023.

**Issues**

2. A letter formally responding to Icon Water and noting their requirements in relation to this commitment is at Attachment B for your signature.
3. Treasury will also advise directorates of requirements in relation to this commitment when creating a major Government business, and incorporate the commitment into relevant internal policy documents.

**Financial Implications**

4. Nil.

**Consultation**Internal

5. Nil.

Cross Directorate

6. Nil.

External

7. Icon water

**Work Health and Safety**

8. Nil.

**Benefits/Sensitivities**

9. Icon Water’s commitments are expected to improve Board’s interaction with the community and its employees.

**Communications, media and engagement implications**

10. Nil.

Signatory Name: Nathan Brown Phone: x73531  
 Action Officer: Margaret Lee Phone: X54967

**Attachments**

Attachment	Title
Attachment A	Letter from Icon Water dated 17 April 2023
Attachment B	Letter to Icon Water



17 April 2023

Mr Andrew Barr MLA  
 Chief Minister  
 ACT Legislative Assembly  
 London Circuit  
 CANBERRA ACT 2600

Mr Shane Rattenbury MLA  
 Minister for Water, Energy and Emissions Reduction  
 ACT Legislative Assembly  
 London Circuit  
 CANBERRA ACT 2600

Dear Chief Minister

Dear Minister

Thank you for your correspondence received on 24 January 2023, regarding the 10<sup>th</sup> Legislative Assembly Parliamentary and Governing Agreement commitment no.90 “*require employee and consumer representation on the Board of major ACT territory owned corporations or Government businesses*”.

We appreciated the opportunity to discuss this further with you at the quarterly meeting on 17 March 2023. As discussed, the Icon Water Board shares the values underpinning this commitment and acknowledges the significant benefits that can be realised by businesses that effectively understand and incorporate the perspectives and views of their employees and consumers.

As acknowledged in your correspondence, and at the recent meeting, including specifically nominated employee and consumer representatives on the board raises some issues which (in the ACT) are unique to the Icon Water Board with obligations under both the *Territory-owned Corporations Act 1990 (ACT)* and the *Corporations Act 2001 (Cwth)*. Complying with the obligations to consider the overall best interests of the company and avoiding conflicts of interest may put nominated representatives in a difficult situation, at odds with their constituency’s expectations.

Icon Water currently undertakes a range of initiatives that enable employee and consumer perspectives to be heard at the board level. These include:

- Standing papers on the customer and community engagement strategic objective and the workforce strategic objective including performance against the customer and workforce related key performance indicators, at all Board meetings
- Community engagement activities which include customer surveys, community consultative forums, customer advocacy groups and deep-dive deliberative forums, particularly to support and inform activities such as price review and large capital projects
- Guest speakers at Board meetings or strategy sessions providing insights on customer and community engagement activities
- Regular site visits which provide the Board with valuable opportunities to engage with onsite staff and hear directly from them on work matters and experiences.

The following additional initiatives have been identified and are being implemented to make further progress in this respect:

- Following the recent public recruitment activity two new proposed directors have been identified to commence in July 2023 and November 2023 (subject to Voting Shareholder and Public Accounts Committee approval) who are both residents of the ACT and will bring a wealth of knowledge and experience with them to the Icon Water Board. One of the proposed new directors, in particular, has extensive experience representing consumer and community interests, which will complement and strengthen the skills and experience of the current Board
- The Board at its meeting on 11 April 2023 approved an amendment to its Charter to strengthen community input by identifying that at least one position must be held by a director with skills and experience in customer and community consultation and inclusion
- We have improved communication of Board decisions to employees through an item in Icon Water's 'Daily News' linking to a dedicated Board intranet page detailing recent decisions and discussion items at Board meetings
- The terms of reference for the Icon Water Joint Consultative Committee (JCC), comprising employee, union and management representatives, have been revised to provide for an employee Deputy Chair who may be given the opportunity to present outcomes from each quarterly JCC meeting to the Board, with the first report proposed for June 2023.

In addition to the above initiatives, we will continue to look for every opportunity for employee and consumer voice to be heard directly by the Board through activities such as staff attendance at Board meetings, Board involvement in community engagement programs and education tours and providing greater opportunities for Board participation in staff engagement activities.

Thank you again for our recent discussion on this matter. Please do not hesitate to contact me if you have any queries regarding these initiatives or would like to discuss further.

Yours sincerely



Wendy Caird  
Chair  
Icon Water Limited Board



**Andrew Barr MLA**  
 Chief Minister  
 Treasurer  
 Minister for Climate Action  
 Minister for Economic Development  
 Minister for Tourism

Member for Kurrajong

**Shane Rattenbury MLA**  
 Attorney-General  
 Minister for Consumer Affairs  
 Minister for Water, Energy and Emissions Reduction  
 Minister for Gaming

Member for Kurrajong

CMTEDD2023/2158

Wendy Caird  
 Chair  
 Icon Water Limited  
[wendy.caird@iconwater.com.au](mailto:wendy.caird@iconwater.com.au)

Dear Ms Caird 

Thank you for your letter of 17 April 2023 advising how Icon Water would seek to implement the Government's commitment requiring employee and consumer representation on the Board of major ACT territory-owned corporations and Government businesses.

This requirement will be implemented for any major future new government type businesses that are established. There are several Government businesses where this requirement is already in place.

The measure will not be mandated for Territory-owned corporations, as these entities are subject to the *Commonwealth Corporations Act 2001* and the *Territory-owned Corporations Act 1990*. Under this legislative framework, Directors are obligated to act in the best interests of the company and there are a range of complexities and potential conflicts of interest associated with prescribing appointments of consumer and employee representatives.

We note that Icon Water Limited, the only current Territory-owned Corporation, has undertaken to meet the objectives of this commitment through the following actions:

a. Consumer Representation

- Board Charter amended to strengthen community input by identifying that at least one position must be held by a director with skills and experience in customer and community consultation and inclusion.

- Invite guest speakers or community representatives to present to the Board at strategy days or other board meetings to provide insights on customer and community engagement activities.
- Standing papers on the customer and community engagement strategic objective and the workforce strategic objective, including performance against key indicators related to customer and workforce measures, at Board meetings.
- Community engagement activities which include customer surveys, community consultative forums, customer advocacy groups and deep-dive deliberative forums, particularly to support and inform activities such as price review and large capital projects.

b. Employee Representation

- Regular site visits which provide the Board with valuable opportunities to engage with onsite staff and hear directly from them on work matters and experience.
- Improved communication of Board decisions to employees through an item in Icon Water's 'Daily News' linking to a dedicated Board intranet page detailing recent decisions and discussion items at Board meetings.
- The terms of reference for the Joint Consultative Committee (JCC), comprising employee, union and management representatives, have been revised to provide for an employee Deputy Chair who may be given the opportunity to present outcomes from each quarterly JCC meeting to the Board.
- Icon Water will continue to look for every opportunity for employee voice to be heard directly by the Board through activities such as staff attendance at Board meetings."

We appreciate Icon Water's commitment to undertake these actions and ensure that they are enduring and not diminished over time.

Thank you for your assistance in determining a way forward to implement the objectives of this important Government commitment.

Yours sincerely



Andrew Barr MLA  
Chief Minister

Shane Rattenbury MLA  
Minister for Water, Energy and Emissions Reduction

Copy to: Ray Hezkial  
Managing Director, Icon Water Limited  
[ray.hezkial@iconwater.com.au](mailto:ray.hezkial@iconwater.com.au)

Choose an item.


**ACT**  
Government

 Chief Minister, Treasury and  
Economic Development

**CMTEDD INTERNAL MINUTE**

Date 21 June 2023 TRIM No: CMTEDD2023/2250

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To Under Treasurer

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From Executive Branch Manager, Economic and Financial

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Subject PaGA No 90 – Board Representation – New Policy Requirements

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Approver	Date	Comments
DUT	.../.../2023	
EGM	.../.../2023	

**Critical date and reason**

- 15 June 2023. To advise Directors-General of this new policy.

**Recommendations**

- That you:
  - Sign the letter at Attachment A to Directors-General and to the Parliamentary Counsel at Attachment B advising of the new Board Representation requirements arising from PaGA no 90.

*Stuart Hocking*..... / /  
**AGREED/NOT AGREED/NOTED/PLEASE DISCUSS**

**Background**

- The Chief Minister approved the final wording for the PaGA Commitment No 90 – “Require employee and Consumer representation on the Board of major ACT Territory owned corporations or Government Businesses” on 12 May 2023 and he and Minister Rattenbury have signed a letter to Icon Water advising of the new requirements as it relates to them.

## Issues

4. In addition to advising Icon Water it is considered necessary to advise Directors-General of these new requirements so they can take them into account when contemplating creating new boards.
5. In addition the Parliamentary Counsel should also be made aware of these new requirements to take into account when drafting legislation that establishes any new Government Boards.
6. In this regard letters are at Attachment A and Attachment B for your signature.
7. In addition to these actions we will also consult with WCaG with a view to having these new requirements referenced in the Board appointment guidelines – “Governance Principles-Appointments, Boards and Committees in the ACT”.
8. These actions should assist to ensure that these new requirements will be taken into consideration when new Boards are being contemplated by ACT Government Directorates.

## Consultation

9. Chief Minister and Minister Rattenbury who have approved the new policy.

## Work Health and Safety

10. Nil.

## Financial

11. Nil impact.

## Risks/ Sensitivities

12. Risk of non-implementation if Directors-General not aware of these new policy requirements when creating new Boards.

## Media

13. Nil.

Name of sender: Nathan Brown

Action Officer: Margaret Lee

Phone: 54967

<b>Attachment</b>	<b>Title</b>
Attachment A	Letter to Directors-General
Attachment B	Letter to Parliamentary Counsel

To: all Directors-General

Dear Colleagues

## Establishment of New Boards

1. The 10<sup>th</sup> Legislative Assembly Parliamentary and Governing Agreement contains the following commitment under Agreed Executive Reforms:
  - a. “Require employee and consumer representation on the Board of major ACT territory owned corporations or Government businesses.”
2. Following extensive review the Government has agreed to a modified policy for implementing this commitment which in summary includes:
  - a. This will be mandatory for any large future new government type businesses that are established;

# Sch 1 1.2

  - c. However, Icon Water Limited, as the one remaining Territory-owned corporation has agreed to undertake a number of measures that will meet the objectives of these requirements in other ways; and
  - d. The full policy is shown in Attachment A.
3. There are now a number of Boards that do have these requirements included in their board makeup such as Canberra Institute of Technology and the University of Canberra.
4. This is brought to your attention for any consideration to include in the make up of any new board that is being contemplated and when seeking approval to establish a new Board these matters are covered in the brief to relevant Ministers and Cabinet where applicable.

5. As to what constitutes a "major Government business", that is a matter of judgement that needs to be made in relation to the size of a proposed new entity in terms of physical and resourcing attributes and its financial resourcing. Consultation could be made with Treasury if assistance is required in making this determination.
6. If Directors-General consider that existing entities with Boards would meet this criteria then action should be taken to comply with these new requirements.
7. When establishing new boards the enabling legislation should also specifically identify these criteria in the make up of the board representation.
8. It would be appreciated if you could make your relevant areas aware of these new requirements.

Yours sincerely

Stuart Hocking  
Under Treasurer

Date

**Attachment A****PAGA Agreement No 90 – Board Representation – Approved Policy**

The requirement for employee and consumer board representation will be implemented for any major future new government type businesses that are established. There are a number of Government businesses where this requirement is already in place.

The measure will not be mandated for Territory-owned corporations, as these entities are subject to the *Commonwealth Corporations Act 2001* and the *Territory-owned Corporations Act 1990*. Under this legislative framework, Directors are obligated to act in the best interests of the company and there are a range of complexities and potential conflicts of interest associated with prescribing appointments of consumer and employee representatives.

Icon Water Limited, the only current Territory-owned Corporation, has undertaken to meet the objectives of this commitment through the following actions:

**a. Consumer Representation**

- Board Charter amended to strengthen community input by identifying that at least one position must be held by a director with skills and experience in customer and community consultation and inclusion.
- Invite guest speakers or community representatives to present to the Board at strategy days or other board meetings to provide insights on customer and community engagement activities.
- Standing papers on the customer and community engagement strategic objective and the workforce strategic objective, including performance against key indicators related to customer and workforce measures, at Board meetings.
- Community engagement activities which include customer surveys, community consultative forums, customer advocacy groups and deep-dive deliberative forums, particularly to support and inform activities such as price review and large capital projects.

**b. Employee Representation**

- Regular site visits which provide the Board with valuable opportunities to engage with onsite staff and hear directly from them on work matters and experience.
- Improved communication of Board decisions to employees through an item in Icon Water's 'Daily News' linking to a dedicated Board intranet page detailing recent decisions and discussion items at Board meetings.
- The terms of reference for the Joint Consultative Committee (JCC), comprising employee, union and management representatives, have been revised to provide for an employee Deputy Chair who may be given the opportunity to present outcomes from each quarterly JCC meeting to the Board.

- Icon Water will continue to look for every opportunity for employee voice to be heard directly by the Board through activities such as staff attendance at Board meetings.

June 2023

Ms Bianca Kimber  
Parliamentary Counsel  
ACT Parliamentary Counsel's Office  
Justice and Community Safety Directorate  
GPO Box 158  
Canberra ACT 2601

Dear Ms Kimber

## Establishment of New Boards

1. The 10<sup>th</sup> Legislative Assembly Parliamentary and Governing Agreement contains the following commitment under Agreed Executive Reforms:
  - a. "Require employee and consumer representation on the Board of major ACT territory owned corporations or Government businesses."
2. Following extensive review the Government has agreed to a modified policy for implementing this commitment which in summary includes:
  - a. This will be mandatory for any large future new government type businesses that are established;

# Sch 1 1.2

- c. However, Icon Water Limited, as the one remaining Territory-owned corporation has agreed to undertake a number of measures that will meet the objectives of these requirements in other ways; and
    - d. The full policy is shown in Attachment A.
3. There are now a number of Boards that do have these requirements included in the legislation that established the boards for such entities as the Canberra Institute of Technology and the University of Canberra.

4. This is brought to your attention to take into account these requirements when the Parliamentary Counsel is in the process of drafting legislation for any new Board that is being established for a major Government Business and ensuring that the sponsoring agency is fully aware of these requirements and has taken them into consideration.
  
5. It would be appreciated if you could make your relevant areas aware of these new requirements.

Yours sincerely

Stuart Hocking  
Under Treasurer

Date

**Attachment A****PAGA Agreement No 90 – Board Representation – Approved Policy**

The requirement for employee and consumer board representation will be implemented for any major future new government type businesses that are established. There are a number of Government businesses where this requirement is already in place.

The measure will not be mandated for Territory-owned corporations, as these entities are subject to the *Commonwealth Corporations Act 2001* and the *Territory-owned Corporations Act 1990*. Under this legislative framework, Directors are obligated to act in the best interests of the company and there are a range of complexities and potential conflicts of interest associated with prescribing appointments of consumer and employee representatives.

Icon Water Limited, the only current Territory-owned Corporation, has undertaken to meet the objectives of this commitment through the following actions:

**a. Consumer Representation**

- Board Charter amended to strengthen community input by identifying that at least one position must be held by a director with skills and experience in customer and community consultation and inclusion.
- Invite guest speakers or community representatives to present to the Board at strategy days or other board meetings to provide insights on customer and community engagement activities.
- Standing papers on the customer and community engagement strategic objective and the workforce strategic objective, including performance against key indicators related to customer and workforce measures, at Board meetings.
- Community engagement activities which include customer surveys, community consultative forums, customer advocacy groups and deep-dive deliberative forums, particularly to support and inform activities such as price review and large capital projects.

**b. Employee Representation**

- Regular site visits which provide the Board with valuable opportunities to engage with onsite staff and hear directly from them on work matters and experience.
- Improved communication of Board decisions to employees through an item in Icon Water's 'Daily News' linking to a dedicated Board intranet page detailing recent decisions and discussion items at Board meetings.
- The terms of reference for the Joint Consultative Committee (JCC), comprising employee, union and management representatives, have been revised to provide for an employee Deputy Chair who may be given the opportunity to present outcomes from each quarterly JCC meeting to the Board.

- Icon Water will continue to look for every opportunity for employee voice to be heard directly by the Board through activities such as staff attendance at Board meetings.

June 2023

**From:** "Brown, NathanL" <NathanL.Brown@act.gov.au>  
**Sent:** 11/07/2024 10:58 AM  
**To:** "Matthews, EmmaC" <EmmaC.Matthews@act.gov.au>  
**Cc:** "Liddicoat, Phil" <Phil.Liddicoat@act.gov.au>; "Osborne, Chris" <Chris.Osborne@act.gov.au>  
**Subject:** PAGA commitment re: board representation  
**Attachments:** PAGA Agreement No 90 Board Representation-Approved Policy.DOCX

## OFFICIAL

Hi Emma

As briefly discussed via Teams, my team progressed a PAGA commitment relating to employee and consumer representation on boards of government business enterprises (GBEs). Completing this commitment included the Government agreeing to a policy that would make employer and consumer representation on boards of future GBEs mandatory.

As we look after GBE policy we would hopefully be aware of any new future new boards being created for GBEs. However, as flagged, we're keen to utilise available channels to spread awareness of the policy to relevant people. OIRWS' better practice toolkit (<https://www.cmtedd.act.gov.au/policystrategic/cabinet/governance>) looks like an excellent place to reflect the policy, given it would be utilised by officials looking to establish new boards.

Future detail about the policy is below and attached. We'd be grateful to work with your team to incorporate this as appropriate into the next update of the toolkit. I'd also appreciate your advice on any further opportunities or channels you may have to spread awareness of the policy to the right people.

The 10<sup>th</sup> Legislative Assembly Parliamentary and Governing Agreement contains the following commitment under Agreed Executive Reforms:

- a. "Require employee and consumer representation on the Board of major ACT territory owned corporations or Government businesses."

Following extensive consideration, the Government has agreed to a modified policy for implementing this commitment which includes:

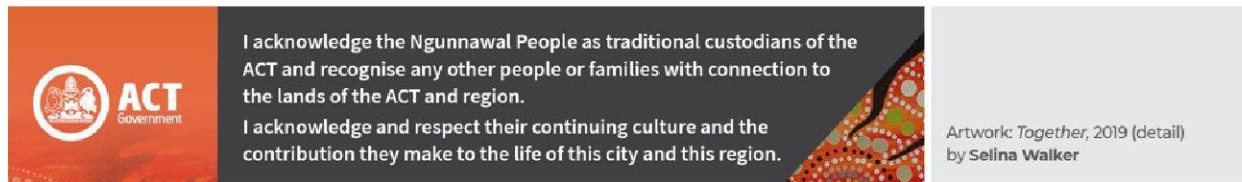
- b. Employee and consumer representation will be mandatory for any large future new government type businesses that are established;
- c. The policy will not be mandated for Territory-owned corporations as these entities are subject to a Commonwealth and Territory company law framework which is inconsistent with adoption of the policy;
- d. However, Icon Water Limited, as the one remaining Territory-owned corporation has agreed to undertake a number of measures that will meet the objectives of these requirements in other ways; and
- e. The full policy is shown in Attachment A.

Judgement will need to be exercised in determining whether an existing or proposed board relates to a "major Government business", taking into account its physical and resourcing attributes and its financial resourcing.

Phil Liddicoat (cc'd) is the action officer if someone in your team would like to reach out to further discuss or for more information.

Thanks  
Nathan

**Nathan Brown** | Executive Branch Manager, Economic Policy and Commercial  
Chief Minister, Treasury and Economic Development Directorate | ACT Government  
Phone: +61 2 6207 3531 | Email: [NathanL.Brown@act.gov.au](mailto:NathanL.Brown@act.gov.au)  
220 London Circuit | GPO Box 158, Canberra ACT 2601 | [act.gov.au](http://act.gov.au)



**Attachment A****PAGA Agreement No 90 – Board Representation – Approved Policy**

The requirement for employee and consumer board representation will be implemented for any major future new government type businesses that are established. There are a number of Government businesses where this requirement is already in place.

The measure will not be mandated for Territory-owned corporations, as these entities are subject to the *Commonwealth Corporations Act 2001* and the *Territory-owned Corporations Act 1990*. Under this legislative framework, Directors are obligated to act in the best interests of the company and there are a range of complexities and potential conflicts of interest associated with prescribing appointments of consumer and employee representatives.

Icon Water Limited, the only current Territory-owned Corporation, has undertaken to meet the objectives of this commitment through the following actions:

**a. Consumer Representation**

- Board Charter amended to strengthen community input by identifying that at least one position must be held by a director with skills and experience in customer and community consultation and inclusion.
- Invite guest speakers or community representatives to present to the Board at strategy days or other board meetings to provide insights on customer and community engagement activities.
- Standing papers on the customer and community engagement strategic objective and the workforce strategic objective, including performance against key indicators related to customer and workforce measures, at Board meetings.
- Community engagement activities which include customer surveys, community consultative forums, customer advocacy groups and deep-dive deliberative forums, particularly to support and inform activities such as price review and large capital projects.

**b. Employee Representation**

- Regular site visits which provide the Board with valuable opportunities to engage with onsite staff and hear directly from them on work matters and experience.
- Improved communication of Board decisions to employees through an item in Icon Water's 'Daily News' linking to a dedicated Board intranet page detailing recent decisions and discussion items at Board meetings.
- The terms of reference for the Joint Consultative Committee (JCC), comprising employee, union and management representatives, have been revised to provide for an employee Deputy Chair who may be given the opportunity to present outcomes from each quarterly JCC meeting to the Board.

- Icon Water will continue to look for every opportunity for employee voice to be heard directly by the Board through activities such as staff attendance at Board meetings.

June 2023

## ACT Government Boards -Impacted by Greens Proposed Legislation

Name of Board	No of Directors	No of Staff	Remuneration per member	Comment
Icon Water	8	400	\$40,000 pa	Territory owned corporations Act.No Director responsible for workforce/consumer.Icon does engage with community through forums/surveys.
CIT	11	700	\$615 per day	There is a staff member on the Board and a Student member. Stipulated in the CIT Act.
UC(has a council and a board)	15	??	??	The University of Canberra Act stipulates that 4 Board members to be from university community and one from academic and professional staff and one from student bodies.
CRA	7	27	\$40,000 pa	Small number of staff.Does this warrant a Board member. By its nature CRA engages with the community and groups interested in its projects.
SLA	5	120	\$40,000 pa	
Govt Procurement Board	9(4 external/5 Public Servants)	2480	\$27,000pa	Is this a "business"
Light Rail Board	7(2 external/5 Public Servants)		??	
Public Cemeteries Board	9	17	\$510 per day	Small number of staff. Does this warrant a dedicated Board member?. Board has two community groups represented. Cemeteries Act Stipulates this.
Arboretum Advisory Board	16		??	Representing all sorts of Tree interests.
Cultural Facilities corporation	9	91	\$10,000 pa	Has good board representation from community stakeholder areas.

Some Acts already stipulate representation from workforce ((CIT/UC) and consumer (CIT/UC/Cemeteries)

Do we want a dedicated board member for workforce matters where there is only a small workforce eg CRA/Cemeteries. Perhaps a threshold of say 100.

Minimal impact on D&O insurance premiums.

Other Government businesses such as Capital Linen and Yarralumla Nursery don't have Boards.

Any of these new appointments would need to understand their responsibilities as Board members.

**Table: Major Government Business Boards**

<b>Name of Board</b>	<b>No of board members</b>	<b>Relevant Specific Act</b>	<b>Notes</b>
Icon Water (Territory Owned Corporation)	8	<i>Territory-owned Corporations Act 1990</i>	No Director role currently has a specific workforce/consumer focus. However, Icon Water does engage significantly with the community through forums/surveys.
CIT	11	<i>Canberra Institute of Technology Act 1987</i>	Section 10 of the Act explicitly outlines that the CIT board must include a member of the staff of the CIT and 1 student at the CIT.
UC	15	<i>University of Canberra Act 1989</i>	Section 20 of the Act outlines that 4 Board members are to be from university community, one from academic and professional staff, and one from student bodies.
CRA	7	Sections 21 and 48 of the <i>City Renewal Authority and Suburban Land Agency Act 2017</i>	CRA engages with the community and groups interested in its projects.
SLA	5		
Light Rail Board	7	N/A	The Board includes 2 external members and 5 public servants.
Public Cemeteries Board	9	<i>Cemeteries and Crematoria Act 2020</i>	Section 118(2)(b) of the Act outlines the board must include at least two members who represent general community and religious denominations.
Arboretum Advisory Board	16		
Cultural Facilities corporation	9	<i>Cultural Facilities Corporation Act 1997</i>	The board includes representatives from community stakeholder areas.



**Andrew Barr MLA**  
 Chief Minister  
 Treasurer  
 Minister for Climate Action  
 Minister for Economic Development  
 Minister for Tourism  
  
 Member for Kurrajong

Ms Wendy Caird  
 Chair  
 Icon Water Limited  
 GPO Box 366  
 CANBERRA ACT 2601

Reference TRIM CMTEDD 2021/6024

Email: [wendy.caird@iconwater.com.au](mailto:wendy.caird@iconwater.com.au).

Dear Ms Caird

I write to you regarding the 10<sup>th</sup> Legislative Assembly Parliamentary and Governing Agreement which contains the following commitment under Agreed Executive Reforms:

- a. "Require employee and consumer representation on the Board of major ACT territory owned corporations or Government businesses."

Icon Water limited and its subsidiary companies as Territory-owned corporations are specifically included in this commitment.

I appreciate that Icon Water has a very robust process for selecting well qualified candidates to recommend for appointment and that the Government is well served by the quality of the directors. I also acknowledge that the board requires a range of expertise and skills to manage this large complex business and its investment in the ActewAGL Joint Venture.

However, I consider that businesses can be better run when they are informed by diverse perspectives and views, and that it isn't just directors or shareholders that have an interest in the operations and direction of a business such as Icon Water. The Government considers that representatives from employee and customer groups should also have a direct voice in the governance of a business.

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I am aware that Icon Water has in place processes for interacting with the community of water users and their employees, however we consider that being able to take into account the views of these two groups on matters considered by the Board will lead to better decision making in the long run.

This is particularly so given that the majority of the Icon Board directors, selected because of their skills and background are from interstate and the presence of locally based consumer and employee representatives will provide the Board more generally with a local perspective and a voice for their concerns.

Within Government we have a number of entities that have these types of representatives on their boards such as the University of Canberra, the Canberra Institute of Technology and the ACT Cemeteries and Crematoria Authority.

Initial discussions at official's level with Icon Water indicate that there may be some impracticalities in implementing the recommendation as specified for the Icon board. I recognise that selecting individuals to represent the range of customer and employee groups could be challenging. With that in mind, I would be interested in the views of Icon Water on how the objectives of this commitment could be achieved in an alternative process.

Yours sincerely

Andrew Barr MLA  
Chief Minister

Copy to: Mr Ray Hezkial  
Managing Director Icon Water Limited  
Email: [Ray.hezkial@iconwater.com.au](mailto:Ray.hezkial@iconwater.com.au)

## Chief Minister Talking Points – Board Representation

### Appendix 2: Parliamentary and Governing Agreement:

#### **Require employee and consumer representation on the board of major ACT territory owned corporations or Government businesses .**

- Work will commence work on this after the 2021-22 budget.
- The first step would be advice to the Treasurer outlining current levels of representation, key issues, proposed approaches and timeframes.
- Based on current resources and priorities, we envisage that this advice would be ready in October/ November.
- From initial investigation there are some nine major governing boards which includes only one Territory-owned corporation and several significant Government businesses.
- For many of these boards there are already existing some requirements that deliver broadly on the desired outcome, without the need for explicit consumer or work representation on the board. For example, the CIT Board, UC Board and Public Cemeteries Board already have obligations to have board members from the workforce and/or the equivalent of their consumer.
- For some entities (such as Icon Water and the SLA and CRA) that do not have specific legislation provisions of constitution of their boards, there are other mechanisms in place for them to actively engage with stakeholders and the community as part of their broader decision-making process, such as undertaking community forums, surveys, and formal consultation processes.
- There are also government businesses that are run as business units within ACT directorates and therefore do not have governing boards, such as Capital Linen, Yarralumla Nursery, Transport Canberra and ACT Property Group.
- All this will be taken into consideration when progressing this issue.

Kim Talking Points– Board Representation

Appendix 2: Parliamentary and Governing Agreement:

**Require employee and consumer representation on the board of major ACT territory owned corporations or Government businesses .**

- EFG is starting to progress this with the aim of having a paper to Ministers later this year. There is no timeframe on its implementation.
- We will have a definitional problem in deciding what is in this and what is not.
- From initial investigation there are some nine major ACT Government governing boards which includes only one Territory-owned corporation and several significant Government businesses.
- For many of these boards there are already existing some requirements that deliver broadly on the desired outcome, without the need for explicit consumer or work representation on the board. For example, the CIT Board, UC Board and Public Cemeteries Board already have obligations to have board members from the workforce and/or the equivalent of their consumer.
- For some entities (such as Icon Water and the SLA and CRA) that do not have specific legislation provisions of constitution of their boards, there are other mechanisms in place for them to actively engage with stakeholders and the community as part of their broader decision-making process, such as undertaking community forums, surveys, and formal consultation processes.
- There are also government businesses that are run as business units within ACT directorates and therefore do not have governing boards, such as Capital Linen, Yarralumla Nursery, Transport Canberra and ACT Property Group. Apart from Transport Canberra these are not major.
- Icon Water is our only remaining Corporations Act Government owned company.
- Peter Williams has serious concerns about placing people on Corporations Act companies that represent the interests of others. The Corporations Act requires Directors to act in the best interests of the company, not others. Consumer and employee representatives could have potential conflicts of interest.
- He is currently doing some work for WCAG on putting ACT Government representatives on outside corporations Act company boards to represent the interests of the ACT Government and he will give us a copy of his advice when completed. The same issue arises.

- I have emailed all the GBE sections in other jurisdictions to see what they do and generally none have consumer or employee reps on their GBE boards. A few specialist areas do such as the Irrigators in NSW on one Board and some Superannuation Boards. Up to 2011 NSW had an employee rep on every GBE board and their Act was amended to delete that.
- To progress this I am proposing that either the two Shareholder Ministers or the Treasurer, or the Under Treasurer write to Icon Water advising them of this action and seeking their views and how they might implement it.
- Being independent of Government Icon might not agree to do this, if they come to a similar view as GSO. We would then need to see if the Government wanted to pursue it and how they might do it.
- Could you canvass these issues at your catchup meeting with Sue and Stephen and in particular how we should do the letter to Icon Water and also decide on a way ahead.

Firstly, we acknowledge the benefits of having a diverse range of high-level executive experience, skills and knowledge represented across the Icon Water Board. Over recent years, the process for new Director appointments has involved a public recruitment process with a focus on any areas where a further depth of experience would benefit the Board. This has helped to ensure that a good balance is achieved. For example, we are proud that our Board's composition is reflective of our ongoing commitment to gender diversity.

In realising our vision of being a trusted partner in the community we also acknowledge the importance of understanding what is of value to the community we serve and of the individual values of our team members who contribute to our service delivery.

For this reason, we currently have a range of mechanisms in place to ensure that the Icon Water Board regularly receives representation of the views and values of both our customers and our employees. These include:

- Regular presentations and papers to the Board on both customer and staffing related matters.
- Strategic performance reporting to the Board on our Workplace strategic objective to build a safe, innovative and inclusive workplace. This includes information in relation to safety, code of conduct, culture and employee engagement.
- Strategic performance reporting to the Board on our Customer strategic objective to enhance the customer experience. This includes advice on customer survey outcomes, national performance reporting and customer complaints and compliments.

Additional mechanisms for sharing and receiving information on the experience and values of our staff include:

- Joint consultative committee, which meets regularly and includes worker and union representation and the involvement of two of Icon Water's Executive
- Staff engagement surveys
- Staff are also involved in working with the Executive on the development of strategic direction (through leadership forums, strategy planning workshops etc).

Additional mechanisms for sharing and receiving information on the experience and values of our customers and community include:

- Community engagement insights used to inform project planning and decision making
- General contact from the community including customer complaints, enquiries and compliments
- Customer satisfaction surveys
- Local directors are of course also Icon Water customers

However, we note that the ACT Government (via the Voting Shareholders) has responsibility for all Director appointments to the Icon Water Board and its subsidiaries and they may wish to explore other ways to increase worker and consumer representation including through director roles. If so, there are some specific matters that ought to be considered:

- The Icon Water Constitution notes that the number of Directors shall be determined by the Voting Shareholders but shall not be less than four nor more than eight. There are no current vacancies and so any change would need to either wait for the next vacancy or involve amending the constitution to increase the permitted number of directors.

- There would be financial implications if new Directors were appointed to meet the requirement to have worker and consumer representation on the Board (current remuneration is based on the ACT Remuneration Tribunal's Determinations for Part-time Office Holders).
- We note that unlike the range of Boards established by ACT Government agencies, with a predominant focus on advisory functions, Icon Water's Board has specific obligations and Director duties as outlined primarily in the *Corporations Act 2001* (Cwlth) and also in the *Territory-Owned Corporations Act 1990* (ACT), this means that there are some constraints not experienced across the broader ACT Government.

Icon Water's Board is responsible for overseeing Icon Water's performance and operations, including its control and accountability systems and compliance. This includes (but is not limited to): responsibility for appointing the CEO; approving succession plans for management; monitoring the performance and remuneration of the CEO; declaring dividends which are agreed with the Voting Shareholders; approving major contracts etc.

Icon Water's Board members also have responsibility for Icon Water's energy investment through the two subsidiary companies, Icon Distribution Investments Limited and Icon Retail Investments Limited.

Any new directors would need to have the skills and expertise to meet these obligations and fulfil the full range of Directors' duties under the Corporations Act.

- Whilst we are unsure of the specifics relating to the worker representation requirement, there may be some issues that could arise around the ability for this role to function independently, objectively and without bias, particularly if it is intended that they are a current employee or a union representative.

The government acknowledges the value in having boards of Territory organisations that reflect the breadth and diversity of our community.

It is appropriate to have members of our community with differing life experiences and skills represented on these boards.

It is also desirable to ensure that such boards mirror the different demographics of our community and have gender balance.

A relevant qualification for a board appointment is familiarity and experience with the operations of the organisation. It is often a person who has been an employee, adviser, consultant or who has advocated on behalf of customers of the organisation or similar types of organisation that are suitable board members.

These are matters that this government has always given consideration to in the various appointments it has made to boards of Territory entities.

Item 3 of Appendix 2 of the Parliamentary Agreement acknowledges the value that employees and consumer representation can make to the boards of Territory owned corporations and businesses.

There are a number of boards where there are existing requirements that delivering this outcome. For example, the CIT Board, UC Board and Public Cemeteries Board have obligations to have board members from the workforce and their consumers.

The government will undertake a thorough process to examine the existing arrangements for appointments to boards of Territory owned corporations and businesses in the context of Item 3.

As appropriate, the government will consider amendments to rules, regulations and if necessary legislation to implement the intent of Item 3, consistent with the type of entity, its purpose and legal structure.