

INSTITUTE OF QUARRYING AUSTRALIA - CONSTITUTION

APPENDIX A

SCHEDULE OF BRANCHES and SUB-BRANCHES ESTABLISHED IN AUSTRALIA

<u>Branch / Sub-Branch</u>	<u>District in Respect of Which the Branch is Established.</u>
New South Wales	All regions of the State of New South Wales excluding the post code areas represented in the Central West, Hunter, Illawara, Northern NSW Region Sub-Branched and the ACT branch.
Central West (sb)	All regions of the Central West area in New South Wales represented by post code areas 27-- to 28--.
Hunter (sb)	All regions of the Hunter area in New South Wales represented by post code areas 22-- and 23--.
Illawara (sb)	All regions of the Illawara area in New South Wales represented by post code areas 25--.
Northern NSW Region (sb)	All regions of the Northern NSW area in New South Wales represented by post code areas 24--.
Victoria	All regions of Melbourne and the Melbourne metropolitan area of the State of Victoria.
Victorian (sb)	All regions in the country area of Victoria.
Queensland	That region of the State of Queensland represented by the post code areas 40-- to 45--.
Central QLD (sb)	All regions of the Gladstone area in Queensland represented by post code areas 46—to 47--.
North Queensland (sb)	All regions of the State of Queensland represented by post code areas 485_ to 487_.
Cairns (sb)	All regions of the Cairns area in Queensland.
Western Australia	All regions of the State of Western Australia.
South Australia	All regions of the State of South Australia.
Tasmania	All regions of the State of Tasmania.
A.C.T.	All regions of the Australian Capital Territory and those areas of New South Wales whose quarries are within close proximity to the Australian Capital Territory boarder.
N.T.	All regions of the Northern Territory.

APPENDIX B

MEMBERSHIP REVIEW COMMITTEE CHARTER & MEMBERSHIP GUIDELINES

1.0 COMPOSITION OF THE COMMITTEE

The Membership Review Committee (MRC) comprises a chairperson who is the Chief Executive Officer and three or more IQA directors. An alternate Chairperson will be agreed to at the start of any meeting that the Chairperson is unable to attend. Positions on the Committee will be held for terms of two years with a maximum three terms to be served. New members join the committee singularly and are nominated by the IQA Board of Directors (the Board) and the Membership Review Committee determine which member ceases from the Committee. The Board may from time to time co-opt non-Board directors to serve on this committee in order to bring additional skills, experience or networks as required.

The Chief Executive Officer is responsible for ensuring committee meetings are minuted and appropriate records maintained. The Chief Executive Officer can delegate record keeping to a member of staff.

2.0 COMMITTEE'S ROLE

The MRC's role will be to:

- i) Determine applications for member status, where applicants do not have a formal or exempting qualification;
- ii) Determine applications for membership that are referred to it by the National Office staff or Chair of the Committee;
- iii) Determine applications for membership that are referred to it by applicants that are not happy with the decision of National Office staff or Chair of the Committee;
- iv) Review and provide recommendations to the Board via the Chief Executive Officer on all nominations for Honorary Fellow;
- v) Review and provide advice to the Chief Executive Officer on all membership matters;
- vi) Review and provide advice to the Chief Executive Officer on strategies to sustain and grow membership; and
- vii) Refer matters of Committee composition, membership guideline amendments, membership grades and annual membership fees to the Board via the Chief Executive Officer.

3.0 MEMBERSHIP GRADES & REQUIREMENTS

Membership of the IQA is about supporting networking, professional development and career progression in the extractives and associated industries. The IQA's membership structure recognises the contribution of all roles in the industry and aligns the various levels of leadership, experience and technical skills associated with each role to a grade of membership. While the grades reflect varying levels of experience in the industry, the IQA treats all members as equal.

3.1 Honorary Fellow (HFIQ)

Definition – Honorary Fellow

Honorary Fellow is the pinnacle membership grade of the IQA. Being awarded Honorary Fellow is recognition of outstanding contribution to the industry and the IQA. The IQA Board may elect as an Honorary Fellow a person who, in its opinion, has rendered such service to the Institute and the industry generally as warrants honorary fellowship. The person will have contributed to industry for over 20 years, and the IQA for over 10 years. An Honorary Fellow can be recognised from within a quarrying business or a supplier to the extractive industry.

Postnominals – Honorary Fellow

Honorary Fellows may use the post nominals HFIQ.

Job Role	Requirements of the Grade - Honorary Fellow
Any person from any role or IQA Grade of membership (excluding a student) can be nominated as an Honorary Fellow	Been a Member of the IQA for a minimum of 10 years and contributed significantly to the Institute for a sustained period of 10 years through positions held - Board, AIQEF, WIQ / YMN coordinators, Branch and other committees which merits such recognition.
	Contributed significantly to the industry for a sustained period of 20 years and been involved in progressing and supporting the industry during this time.

Required Evidence

Entry to the grade of Honorary Fellow will require:

- Submission to the MRC via the IQA's CEO outlining in detail how the applicant meets the criteria for engagement with the Institute and contribution to the industry for the required length of time.
- CV (or equivalent) detailing work history or a detailed work summary.
- Nomination by two current IQA Members.
- Decision by the IQA Board to elect the individual as an Honorary Fellow.
- An Honorary Fellow may be awarded posthumously.

3.2 Fellow (FIQ)

Definition – Fellow

Fellows are the leaders and senior managers of our industry, recognised for their contributions, expertise and achievements. IQA Fellows are an exclusive group of seasoned professionals with significant industry acumen and experience. IQA Fellows uphold industry standards and demonstrate leadership by supporting the IQA and industry networks and espousing professional development and lifelong learning. A Fellow can be recognised from within a quarrying business or a supplier to the extractive industry.

Postnominals – Fellow

Fellows may use the post nominals FIQ.

Job Role	Requirements of the Grade - Fellow
CEOs / Director / Managing Director / Quarry Manager / Senior Site Executive / Operations Manager, Multi-site Managers, General Manager, Regional General Manager, Executive General Manager	Been a Member of the IQA for a minimum of 3 full years with no break in membership.
	Holds a diploma or above (where the person does not have a diploma demonstrate engagement in the extractive industry for 10+ years, with 5+ years as a senior managerial charge position).
	Been engaged in the direct operations of quarries for more than 7 years.
	Has managed more than 20 employees for more than 4 years relevant to the direct operations of quarries And / or Has managed more than one site (areas / territory) for more than 4 years. And / or Held a senior managerial charge position (such as CEO / Principle / Director / State Manager / Regional Manager / General Manager / Operations Manager etc) for more than 4 years.
Chief Inspector of Mines or has the same experience in an equivalent position	Any person who holds the position of an Inspector of Mines and Quarries. OR Any person who has been a IQA Member for a minimum of 3 years, has the same experience in an equivalent position and has had at least 7 years in the Inspectorate
Senior Business Development Managers, State / Territory Sales Managers, State Operations Managers	Been a Member of the IQA for a minimum of 3 full years with no break in membership
	Holds a diploma or above (where the person does not have a diploma they must demonstrate engagement in the industry for 10 years, with 5+ years as a senior managerial charge position).
	Been engaged as a supplier to the extractive (or associated) industry for more than 7 years. Has held a senior managerial charge position (such as State Manager / Regional Manager / Territory Manager) for more than 5 years.

Required Evidence

Entry to the grade of Fellow will require:

- Electronic copy of formal qualifications (if applicable)
- Signed application form stating industry experience, qualifications and current role
- Name of employer and current job title + statement of duties
- Name of employer and current job title + statement of duties (covering the last 7 years)
- Name of employer and current job title + statement of duties (covering the last 10 years if there is no evidence of formal qualification being a diploma or tertiary qualification)
- Evidence of continual IQA membership (no breaks) for a period of 3 full years
- Nomination by a Member or a Fellow
- Ratification by the IQA Board following endorsement by the MRC that the individual meets all requirements of the Grade of Fellow
- Payment of membership fees.

3.3 Member (MIQ)

Definition – Member

Members are those people working in management, senior supervisory or specialist roles in the industry. They will have a high level of practical experience within the industry, including in a position of responsible charge. Ideally a member will hold a minimum of a Diploma (or the equivalent industry experience). A Member can be recognised from within a quarrying business or a supplier to the extractive industry. The IQA automatically recognises any Quarry Manager with the statutory right to practice in their state as a Member.

Postnominals – Member

Members may use the post nominals MIQ.

Job Role	Requirements of the Grade - Member
Quarry Manager with the statutory right to practice in their state or territory	Quarry Managers who hold the statutory right to practice in their state or territory are recognised as a IQA member.
Quarry Supervisor who holds a minimum of a Diploma	Quarry Supervisor who has held the title of Quarry Supervisor for a min of 4 years and who holds a minimum of a Diploma of Surface Operations (or equivalent Diploma level qualification).
	Quarry Supervisor who has been a Quarry Supervisor continuously for a min of 4 years and who also has been admitted as a CPQS and maintained CPQS for a minimum of 3 years.
CEO / General Manager / Regional Manager / Area / State / Territory / Operations manager overseeing quarry operations	Achieving senior status in industry with high level of responsibility. Assumes high degree of technical knowledge, leadership and the majority would hold formal tertiary qualifications
Director / Managing Director / Principle / CEO or senior executive/manager of consulting firm, supplier or other related industry	Achieving senior status in industry with high level of responsibility. Assumes high degree of technical knowledge, leadership and the majority would hold formal tertiary qualifications
Operations Manager / Maintenance Manager	Quarry Operations / Maintenance Manager who has responsibility over a single, or multiple sites. Achieving senior status in industry with high level of responsibility. Assumes high degree of technical knowledge. Assumes a level of formal qualifications or the equivalent industry experience to obtain the role.
Chief Inspector of Mines and Inspector of Mines	Achieving senior status in industry with high level of responsibility. Assumes high degree of technical knowledge, leadership and the majority would hold formal tertiary qualifications.
Engineer working in any technical area that directly supports the operations of the industry (ie Mechanical, Electrical etc)	An engineer who has been a member of the Institute for a min of 4 years and a practicing engineer directly supporting the extractive industry for a min of 4 years. Assumes degree qualified. (Note <4 years in the industry will be admitted as Technical Member).
Membership Upgrade	To be upgraded to Member any individual must meet the entry requirements of the grade as stated.

Required Evidence

- Signed application form stating industry experience, qualifications and current role
- Name of employer and current job title + statement of duties
- Name of previous employers and job titles + statement of duties
- No nominator or seconder
- Payment of membership fees

3.4 Technical Member (TMIQ)

Definition – Technical Member

Technical Members are those people working in a technical role that relates to the direct operation, or supporting operations, of the extractive industry. A Technical Member can be a direct employee in a quarry, a supplier or contractor. Ideally, a Technical Member will hold a minimum of a Certificate IV in a relevant field (or the equivalent industry experience).

Postnominals – Technical Member

Technical Members may use the post nominals TMIQ.

Job Role	Requirements of the Grade – Technical Member
Quarry Supervisor	Quarry Supervisor who hold the statutory right to practice in their state or territory are recognised as a Technical Member. A Quarry Supervisor will be admitted at the grade of Technical Member in recognition of their role in the quarry and the overall process. (Note: Quarry Supervisors with stated experience may be admitted as a member).
Maintenance Supervisor	Maintenance Supervisor assumes technical knowledge and tenure in the industry. Maintenance Supervisor admitted at the grade of Technical Member in recognition of their role in the quarry and the overall process.
Engineer working in any technical area that directly supports the operations of the industry (1-4 years direct industry experience)	1 – 4 years direct industry experience. Assumes degree qualified. (Note: >4 years directly supporting the operations of the industry admitted as a Member).
Weighbridge operator	Undertaking a technical role in the industry. Assumes a base level of knowledge required to do the job.
Laboratory technician, drone operator, automated driver	Undertaking a technical role in the industry. Assumes a base level of knowledge required to do the job. Many would have a minimum Certificate IV or above and hold various licenses to legally perform their role.
Safety, WH&S, risk or environmental consultants / staff / officers / coordinators / managers	Undertaking a technical role in the industry. Assumes many would have a minimum Diploma or Degree level.
Geotechnical surveyors	Undertaking a technical role in the industry. Assumes many would have a minimum Diploma or Degree level.
Shot firer (or other roles associated with drill and blast)	Undertaking a technical role in the industry. Assumes many would have a minimum Certificate IV level. Need to be licenced to undertake the role.
Mechanics, fitters, welders etc	Undertaking a technical role in the industry. Assumes many would have a minimum Certificate IV level to be licensed to perform the role.
Data technician (directly relating to operations and logistics)	Undertaking a technical role in the industry. Assumes many would have a minimum Certificate IV level and above.
Transport and logistics operators / managers	Undertaking a technical role in the industry. Assumes many would have a minimum Certificate IV level.
Membership Upgrade	To be upgraded to Technical Member any individual must meet the entry requirements of the grade as stated.

Required Evidence

- Signed application form stating industry experience, qualifications and current role
- Name of employer and current job title + statement of duties
- Name of previous employers and job titles + statement of duties

- No nominator or seconder
- Payment of membership fees.

3.5 Associate (AIQ)

Definition – Associate Member

Associate Members are generally those people working in support services roles such as sales, business development, human resources, finance or marketing. Associate Members will may also include individuals who are new to the industry and just starting their careers in technical roles (less than 1 year's experience). Associate Members will be from suppliers or contractors supporting the extractive industry as well as those employed by quarry operators.

Postnominals – Associate Member

Associate Members may use the post nominals AIQ.

Job Role	Requirements of the Grade - Associate Member
Sales staff / sales representatives	Undertaking a support role in supplying goods or services to the quarry or associated industries. OR Generating sales and commercial growth directly for the quarry business
Business Development staff	Undertaking a support role in supplying goods or services to the quarry or associated industries. OR Generating sales and commercial growth directly for the quarry business
Administration support	Undertaking a support role for a quarry, supplier, contractor in the industry.
HR, Finance or Marketing officers, coordinators, managers	Undertaking a support services role for a quarry, supplier, contractor in the industry.

Required Evidence

- Signed application form stating industry experience, qualifications and current role
- Name of employer and current job title
- No nominator or seconder
- Payment of membership fees.

3.5 Student Member (SIQ)

Definition – Student

Student Members are those members who are engaged in studying certificate, diploma or degree directly related to the extractive industry and are generally not yet working in the industry. A person working part-time in the industry while studying may be considered a Student Member. Any trainee or apprentice who is working full or part time while completing their study will be recognised as Student Member.

Job Role	Requirements of the Grade - Student
Currently studying	Recognition of a person engaged in studying a traineeship, certificate, diploma or degree and not yet working in the industry.

Required Evidence

- Signed application form stating course currently studying
- No nominator or seconder
- Payment of membership fees.

3.6 Operator (OMIQ)

Definition – Operator

Operators are those people directly responsible for the operation of plant and equipment within the quarry. For the purposes of IQA membership operator does not refer to an owner of a quarry, a person leasing a quarry or the person(s) responsible for the day to day operations at a quarry.

Job Role	Requirements of the Grade - Student
Operator of plant / equipment	Recognition of a person's role as an operator.

Required Evidence

- Signed application form stating name of employer and current job title
- No nominator or seconder
- Payment of membership fees.

4.0 MEMBERSHIP GRADE ENTRY GUIDELINES

The IQA has clearly defined grades of membership. Grades are determined by the role performed in the industry, level of formal qualification(s) held, experience in the industry and engagement with the IQA as outlined above. Table 1 provides an overview of grade requirements but should be used in conjunction with the full definition provided in this document.

Table 1: IQA Membership Grade Requirements Summary

Requirements for IQA Membership Grades*	Student	Associate	Technical Member	Member	Fellow
Are you currently engaged in studying certificate, diploma or degree directly related to the industry and not yet working full time in the industry?					
Are you currently engaged in studying a traineeship or apprenticeship directly related to the industry (you may be working full or part time as part of your study)?					
Are you engaged in the industry in a support services role? You may be employed by a quarry, supplier, contractor or other.					
Have you been engaged in the industry in a technical role for under a year?					
Are you a Quarry Supervisor who hold the statutory right to practice in your state or territory?					
Do you perform a technical role in supporting quarry operations (directly or as a supplier) and hold a Certificate IV or equivalent industry experience?					
Are you a Quarry Manager who hold the statutory right to practice in your state or territory?					
Do you perform a senior management / leadership role in supporting quarry operations (directly or as a supplier) and hold a Diploma or equivalent industry experience?					
Have you been a Member of the IQA for a minimum of 3 full years with no break in membership?					
AND					

Requirements for IQA Membership Grades*	Student	Associate	Technical Member	Member	Fellow
Been engaged in the direct operations of quarries for more than 7 years with a diploma or above (if you do not have a diploma or above have you been engaged in the extractive industry for 10+ years, with 5+ years as a senior managerial charge position)? AND / OR Have you managed more than 20 employees for more than 4 years relevant to the direct operations of quarries? AND / OR Have you managed more than one site (areas / territory) for more than 4 years? AND / OR Have you held a senior managerial charge position (such as CEO / Principle / Director / State Manager / Regional Manager / General Manager / Operations Manager etc) for more than 4 years?					

*Grade requirements may differ depending on the individual's specific job role and the duties performed in that role.

5.0 REDUCED SUBSCRIPTION RATES

Existing members of the Institute who have retired from fulltime employment, or are unemployed, may apply for a reduced rate of subscription. Members of the Institute on reduced subscription rates retain their current grade and all of the privileges of membership afforded at the time.

Retired members

Members wishing to apply for the reduced subscription rate on the grounds of retirement should:

- be permanently retired from full time employment or paid work;
- be aged 55 years or above and have completed at least 10 years membership of the Institute; and
- apply to transfer to retired member reduced subscription rate on the prescribed form.

Where it is clear that an applicant has retired, the National Office staff may transfer the applicant's status to Retired Member.

Where it is not clear that an applicant has retired, the National Office staff is to refer that application to the Membership Review Committee for determination.

Unemployed members

Members wishing to apply for the reduced subscription rate due to unemployment should:

- be wholly unemployed;
- be actively seeking work within the industry; and
- sign a declaration to this effect on the prescribed form.

Where it is clear that an applicant is unemployed, the National Office staff may grant approval of the applicants transfer to the reduced subscription rate.

Where it is not clear that an applicant is unemployed, the National Office staff is to refer that application to the Membership Review Committee for determination.

6.0 QUALIFICATIONS

The qualifications currently acceptable to the Institute comprise approved qualifications in the discipline appropriate to the person's managerial or technical responsibilities, for example:

Quarrying Qualifications

For Members and Fellows the approved qualifications are Level 5 or higher Australian Qualification Framework (AQF) qualification in a related discipline, which includes for example:

- Advanced Diploma of Extractive Industries Management
- Diploma of Surface Operations Management
- Diploma of Leadership and Management
- Relevant mining or engineering qualifications

For Technical Members the approved qualifications are Level 4 or higher Australian Qualification Framework (AQF), which includes for example:

- Certificate IV in Extractive Industries Operations (now superseded)
- Certificate IV in Surface Extractive Operations
- Certificate IV in Work Health Safety
- Relevant mining or engineering qualifications

Other Qualifications

Australian Qualifications Framework (AQF) recognised qualifications level 4 or 5 or higher including, but not limited to:-

Building	Environmental sciences	Surveying
Business	Law	Town planning/urban studies
Earth sciences	Metallurgy	Transport
Engineering	Occupational health & safety	

7.0 MANAGERIAL POSITIONS

The following guidelines shall be used in assessing candidates' experience;

Responsible Charge

Positions of Responsible Charge comprise either:

- team leader positions such as leading hands, foreman and site supervisors or managers of small sites (typically up to 20 persons including contractors) operating within the quarrying industry; or
- professional positions such as Project Engineers, Geologists, Health and Safety Managers, Environmental Scientists responsible for the conduct and management of projects and investigations and provision of advice to organisations within the quarrying industry.

Senior Management Charge

Positions of Senior Managerial charge comprise either:

- managers who have supervision of other managers or who have sole responsibility for the operation of a medium to large site or organisation (typically employing in excess of 20 persons including contractors) operating within the quarrying industry; or
- experienced professional positions such as Senior Engineers, Health and Safety Managers, Senior Geologists, Senior Environmental Scientists responsible for the management of projects and investigations and provision of advice to organisations within the quarrying industry

8.0 ENGAGED IN THE INDUSTRY

For the purpose of these guidelines the quarry industry comprises individuals and organisations engaged in either:

- the supply of construction materials, including: hard rock, sand and gravel, sand pits;
- mining and recycling operations; or
- in the provision of:
 - engineering, drilling, blasting, health and safety, contracting, geological, environmental, planning, legal and materials testing services, or
 - in the provision of goods or services associated with the quarrying or related industries.

9.0 MEETINGS OF THE COMMITTEE

The Membership Review Committee will convene at least twice per year and then as needed to review membership applications. The convening of the meeting may be a verbal agreement. The committee can approve or reject membership applications if a consensus is reached via email.

10.0 REPORTING RESPONSIBILITIES

The Membership Review Committee will report as necessary to the Chief Executive Officer on the outcome of any planned or ad hoc findings. The Membership Review Committee shall review their terms of reference annually, including their membership and the results of their work and report the outcomes to the Board.

11.0 MEMBERSHIP FEES

All membership fees will be set by the Board from time to time.

12.0 UPGRADE MEMBERSHIP FEES

Any member upgrading to a new category of membership

- i. Must have his / her application for membership upgrade processed as per the guidelines required for an upgrade
- ii. No Entrance Fee is payable for a current member who is upgrading
- iii. The difference in fees (if applicable) will be charged at the pro rata amount
- iv. Member will be charged the amount relevant to the grade in the following renewal cycle.

13.0 MEMBERSHIP RENEWAL FOLLOWING FORFEITURE OF MEMBERSHIP

Any member who fails to renew within the renewal cycle deadline of 30 September has until the 30 June in the following year to renew their membership without needing to reapply as a member or incur the Entrance Fee. National Office staff may reinstate the member to the grade as provided for in the renewal cycle once 100% of the membership fee (as applicable to the person's grade) has been paid.

Upgrade of membership following forfeiture:

- v. If the member wishes to upgrade his / her membership, National Office staff may process the upgrade as per the guidelines required for an upgrade.
- vi. The membership fee due to the IQA will be 100% of the fee as stated in the membership renewal invoice for that year.
- vii. Pro rata apportionment of membership fee will not be applied regardless of when the member opts to reinstate their membership, unless the member chooses option iv.
- viii. If the member wishes to have the pro rata rate applied, they must forfeit their previous membership grade and reapply to the new grade:
 - Application form will be required
 - Entrance Fee must be paid
 - Fees applied on the same basis as any new membership
 - Length of IQA membership will not be shown as continuous.

14.0 MEMBERSHIP HARDSHIP

Any member experiencing hardship can apply to pay their membership fees via a payment plan. The CEO will review each case and agree a suitable solution for each individual member.

14.0 TRANSFER OF MEMBERSHIP FROM ANOTHER INTERNATIONAL INSTITUTE

By being a member of any Institute of Quarrying globally will provide reciprocal membership rights to the IQA. To transfer membership from an international Institute (UK, Hong Kong, South Africa, Malaysia, New Zealand) to Australia, the IQA requires:

- Signed Application form.
- No proper or seconder is required
- Copy of the current IQ Membership certificate or other evidence showing financial currency of membership.

A once off administration fee is payable to the IQA to cover administration costs of the transfer. No membership subscription fees are payable if the member is transferring outside of a renewal cycle however the full membership subscription fee aligned to the Member's grade, will be payable by the Member on the next renewal cycle.

15.0 MATERNITY/PATERNITY LEAVE

If a member leaves the industry temporarily on maternity or paternity leave their membership can be placed on hold for the time, up to 12 months, that they're on leave. On return from leave their membership will be reinstated on receipt of that years' membership renewal fee.

APPENDIX C

AUDIT COMMITTEE CHARTER

1. Composition of the committee

The committee is chaired by a Director and consists of two or more Directors, Chief Executive Officer ('CEO') and Company Secretary ('CS'). An alternate Chair will be agreed to at the start of any meeting that the Chair is unable to attend. The alternate Chair must be a member of the IQA Board. The Finance Officer & CEO's Administration Officer and the IQA's Accountant will be invited to attend the Committee meetings as required. A quorum for a meeting of the committee is two members.

The Audit Committee may from time to time co-opt non-Board members to serve on a committee in order to bring additional skills, experience or networks.

The CS will attend and minute the committee meetings.

2. Responsibilities of the Audit Committee

The responsibilities of the Audit Committee shall be:-

Audit

- Ensure the external financial audit is completed and audit concerns are responded to and reported through to the Board;
- Review risk management, reporting and compliance procedures;
- Review the financial risk assessment register on an annual basis and report the findings to the Board;
- Receive internal audit reports, testing the integrity of financial and information systems and report to the Board if necessary;
- Confirm and determine fees for external audit and recommend where appropriate the re-appointment of the audit firm;
- Setting the organisation's annual budget and recommending same to the Board for adoption; and
- Establish reporting formats.

The responsibility for the day-to-day operation and administration of the Institute has been delegated to the CEO and his/her team. The Board have delegated a number of its powers to the CEO and CS. (Refer to the Board Policy Framework Policy P23 and Matters Reserved for the Board Policy P24)

3. Empowerment of the committee

The committee will refer any significant matters or issues to the Board for consideration, with recommendations on appropriate remedy. The Board has the discretion to override a recommendation of the committee.

The committee may approve contracts within their area of responsibility after appropriate vetting by the CS.

The Board or President of the Board may refer a matter that falls within the scope of this charter for the committee to consider and report back to the Board.

4. Meetings of the committee

The committee will convene at least three times per year to consider the draft annual budget of the Institute, the Annual Financial Statements and the Financial Risk Assessment Register. The convening of additional meetings may be a verbal arrangement or at the request of the committee Chairperson. The committee will report to the board on such meetings.

5. Reporting to the Board

The committee will report as necessary to the Board on the outcome of any planned or ad hoc findings.

All committees shall review their terms of reference annually, including their membership and the results of their work and so report to the Board.

APPENDIX D
CORPORATE GOVERNANCE COMMITTEE CHARTER

1. Composition of the committee

The committee is chaired by a Vice President and consists of two or more Vice Presidents. An alternate Chair will be agreed to at the start of any meeting that the Chair is unable to attend. The alternate Chair must be a member of the Board. A quorum for a meeting of the committee is two members.

The Committee may from time to time co-opt non-Board members to serve on the committee in order to bring additional skills, experience or networks as and when needed.

The Company Secretary ('CS') and the Chief Executive Officer ('CEO') will attend the meetings and the CS will minute the committee meetings.

2. Responsibilities of the Corporate Governance Committee

The responsibilities of the Corporate Governance Committee shall be:

- Board Governance Policies;
- Legal & Regulatory Framework; and
- Constitution amendments.

The responsibility for the day-to-day operation and administration of the Institute has been delegated to the CEO and his/her team. The Board have delegated a number of its powers to the CEO and CS in accordance with the Board Policy Framework Section 16-23 policy and the Matters Reserved for the Board Policy Section 16-24 policy.

a) Board Governance Policies

The Corporate Governance Committee shall focus on the following Board Governance policy areas and provide the Board with reports to address any areas of improvement that is deemed necessary.

- Maintain the Board terms of reference and membership for sub committees;
- Ensure the Board has a Code of Ethical Conduct in place and relevant policies to govern the activities of The Institute;
- Ensure that Board members are aware of their rights and obligations as Directors;
- Develop a Board Induction package to include corporate documents of The Institute;
- Monitor the composition of the Board and expertise required collectively to remain effective;
- Monitor the adequacy of the Board's size and structure, focusing on Board vacancies and recruitment;
- Ensure adherence to the Board schedule of meeting times;
- Maintain accuracy and timeliness of Board Minutes; and
- Establish report formats.

b) Legal & Regulatory Framework

The corporate Governance Committee is to focus on the following legal and regulatory framework areas and is to advise the Board of Directors on proposed legislation that may affect the operation of the Institute, and any other legal area requested by the Board of Directors.

- Maintain awareness of current regulatory legislation and how it applies to the Board;
- Understand the obligations that The Institute must meet as part of its contract with funding agencies; and

- Develop performance expectations and indicators to include regular reporting to the Board.

c) Constitution amendments

The Corporate Government Committee shall review the IQA's constitution on an annual basis and review any proposed amendments prior to recommending any potential alteration to the Board.

3. Empowerment of the committee

The committee will refer any significant matters or issues to the Board for consideration, with recommendations on appropriate remedy. The Board has the discretion to override a recommendation of the committee.

The committee may approve contracts, confirm and determine fees payable to outside contractors within their area of responsibility after appropriate vetting by the CS.

The Board or President of the Board may refer a matter that falls within the scope of this charter for the committee to consider and report back to the Board.

4. Meetings of the committee

The committee will convene at least once every four months. The convening of meetings may be via verbal arrangement. The committee will report to the board on each meeting at the next board meeting.

5. Reporting to the Board

The committee will report as necessary to the Board on the outcome of any planned or ad hoc findings.

6. Review

All committees shall review their terms of reference annually, including their membership and the results of their work and so report to the Board.

APPENDIX E

SUPPLY INDUSTRY GROUP CHARTER

Objectives of the Supply Industry Group

The Supply Industry Group ('SIG') comprises the Chief Executive Officer and the Chairperson of the event Organising Committee who are responsible for liaising with all suppliers at the annual conference to obtain appropriate feedback to assist with the planning of future conferences.

Key responsibilities of the SIG include the following:

- To review the annual exhibition procedures;
- To ensure that Board and Advisory Council members are aware of the issues affecting Supply Industry members;
- To informally observe the management of the Conference Exhibition booths; and
- Act as contact / support co-ordinator at the conferences, between event organisers, hire companies and conference venue;
- To undertake a formal feedback survey of all exhibitors at the Annual Conference and provide suggestions for improvements;
- To encourage active participation at the joint venture conferences by industry suppliers;
- To encourage active Supply Industry representatives at the IQA branch level;
- To work in co-operation with Quarry Magazine in maintaining a comprehensive Supply Industry data base;

Empowerment of the SIG

The SIG will refer any significant matters or issues to the Board for consideration, with recommendations on appropriate remedy. The IQA Board has the discretion to override a recommendation of the SIG.

Reporting to the Board

The SIG will report as necessary to the Board on the outcome of any planned or ad hoc findings.

The SIG shall review their terms of reference annually, including their membership and the results of their work and so report to the Board.

APPENDIX F

PRESIDENTS' COMMITTEE CHARTER

i.) Composition

- a) President of the Institute of Quarrying (UK).
- b) Presidents of all the Affiliated National Institutes.
- c) At the discretion of the Presidents' Committee, the Chairman (or nominee) of an Overseas branch of the Institute can also be invited to attend a meeting.
- d) Other senior Members can also be co-opted if it is considered they have a specific contribution to make.

ii.) Terms of Reference

- a) To consider all matters which affect the Institute at international level in order that individual representatives can subsequently advise their own Boards on the course of action considered appropriate by the Committee. Such matters would include (but not exclusively):
 - i) proposed constitutional amendment,
 - ii) the maintenance of membership standards,
 - iii) arrangements for the monitoring and control of the affiliation system,
 - iv) the promotion of the Institute as an international body,
 - v) the co-ordination of international speakers at seminars and conferences,
 - vi) consideration of ways of generating technical material (in print, video and other media) which could be used to further educational development throughout the Institute,
 - vii) consideration of international honours and awards,
 - viii) consideration of the funding for all international activities.
- b) The Committee shall meet once a year in conjunction with an annual conference hosted by one of the Member bodies (normally in rotation), and also at other times and places considered appropriate.
- c) The date and place of each annual meeting shall be agreed at the preceding meeting.
- d) Special meetings of the Committee shall be called with the support of a simple majority of those entitled to attend.
- e) The agenda and papers for annual meetings shall be circulated at least three Months in advance to give time for national presidents to consult their respective boards. The arrangements for the circulation of paperwork for special meetings shall be by arrangement.

- f) Each national president will be entitled to ask for specific items to be included on the agenda and will be required to submit a paper on the subject.
- g) The president of the host body will take the chair at each meeting and the secretariat will be provided by the local Institute.
- h) The Committee can make recommendations to the national boards with the support of a simple majority, except for constitutional matters, which will require a unanimous decision.

APPENDIX G

Remuneration & Nomination Committee Charter

Composition of the Committee

The committee is chaired by the IQA President and consists of the President, deputy president and a director or directors appointed by the Board. An alternate Chair will be agreed to at the start of any meeting that the Chair is unable to attend. The alternate Chair must be a member of the IQA Board. A quorum for a meeting of the Committee is two members. A decision is made by the Committee if it is supported by a majority of members present at the meeting, or otherwise in the event of a tied decision, the Chair will have the presiding vote. The Chief Executive Officer ('CEO') may attend Committee meetings by invitation.

Boards may from time to time co-opt non-Board members to serve on a committee in order to bring additional skills, experience or expertise. The Committee, after notifying the President, may seek advice from the Company's legal advisers or other independent advisers or consultants as deemed appropriate by the Committee.

The Company Secretary ('CS') will attend and minute the committee meetings.

Objective of the Committee

The objectives of the Committee are as follows:

1. To review and make recommendations to the Board on remuneration and, performance frameworks and retention, succession and termination processes for the CEO and CS; and
2. To review and make recommendations to the Board on the appointment and removal of directors, on the criteria for Board membership and the current and anticipated Board membership requirements.
3. Items of critical strategic importance that require the committees consideration and if deemed necessary the committee then can request a special meeting of the Board to consider the matter, otherwise the committee will report such matters considered at the next Board meeting.
4. To review and make recommendations to the International Presidents' Committee on the Australian IQA member nomination for the annual Caernarfon Award.

Charter of the Remuneration & Nomination Committee

The responsibilities of the Remuneration Committee shall be:-

a) Remuneration and Performance Evaluation

The role of the Committee in relation to remuneration is to advise the Board on matters relating to the remuneration of the CEO and CS.

The Committee will be responsible for:

- i) reviewing, determining and recommending to the Board remuneration arrangements for the CEO and CS. In fulfilling this role, the Committee will ensure that the structure of the recommended remuneration package:
 - (1) is market related and appropriate for the responsibilities of the role,
 - (2) creates a strong retention mechanism,
 - (3) recognises and rewards performance, and

- (4) provides incentive and motivation for that person, as part of management, to pursue the long term growth and success of the Institute within an appropriate control framework.
- ii) reviewing and recommending to the Board the operation of the Institute's incentive or performance plans, and
- iii) reviewing and recommending to the Board the Institute's recruitment, retention, succession and termination policies and procedures for the CEO and CS.

The responsibility for the day-to-day operation and administration of the Institute has been delegated to the CEO and his/her team. The Board have delegated a number of its powers to the CEO and CS.

The role of the Committee in relation to performance evaluation is to advise the Board on matters relating to the performance evaluation of the CEO and CS.

The CEO is the key employee and the CS is the key contractor of the Institute. As such a special relationship exists between the CEO, the CS and the Board.

The detailed CEO and CS performance evaluation is assigned to the Committee, with the process co-ordinated by the Chairman of the Committee being the President. The Committee will prepare a brief report for the full Board after discussion with the CEO and CS. However, the performance of the CEO and CS is a matter for full Board deliberation and is a separate agenda item at the relevant Board meeting. The CEO and CS performance evaluation will utilise both quantitative and qualitative measures. Evaluation will be judged against the approved strategic and operational plan and performance objectives.

The CEO and CS performance evaluation will occur annually, shortly before the end of the financial year results are finalised and the results will be tabled for approval at the next Board meeting. At this time, the Committee the CEO and CS will discuss and agree on goals and objectives (both quantitative and qualitative) for the new financial year and report these to the Board for approval. The Committee is responsible for approving the CEO's and CS's scope statement.

b) Nomination & Board director requirements

The role of the Committee in relation to nomination is to advise the Board on matters relating to potential Board appointees, removal of directors and maintain Board membership requirements.

The Committee will be responsible for:

- a. reviewing and making recommendations to the Board regarding the appointment of new Directors, including:
 - i. identifying and nominating candidates for directorship; and
 - ii. establishing a transparent and formal procedure for the identification of suitable candidates for appointment to the Board;
- b. establishing criteria for Board membership, including desired qualifications, skills, experience and competencies;
- c. reviewing current and anticipated Board membership requirements, including;
 - i. establishing and overseeing processes for the review of the performance of individual Directors and the Board as a whole, if requested by the Board to do so;
 - ii. from time to time, assessing the extent to which the required skills are represented on the Board and the necessary and desirable competencies of Board members, if requested by the Board to do so; and
 - iii. from time to time, assessing the time commitments of Directors and whether candidates (having regard to other commitments) can meet these commitments, if requested by the Board to do so; and

- d. recommending the removal of directors, only if the Board has requested a review of Board membership requirements as per c) above.

Empowerment of the committee

The committee will refer any significant matters or issues to the Board for consideration, with recommendations on appropriate remedy. The Board has the discretion to override a recommendation of the committee. The committee can consider any matter that it considers is of strategic critical importance to the IQA. The committee, if it considers it necessary may request that a special meeting of the Board be held to consider the matter of strategic critical importance.

The committee is to recommend to the Board for approval, any variations in the remuneration levels, any bonuses or incentive payments of the CEO or CS.

The Board or President of the Board may refer a matter that falls within the scope of this charter for the committee to consider and report back to the Board.

The committee on the recommendation of the CEO can review and recommend to the International Presidents' committee the Australian IQA member nomination for the annual Caernarfon Award.

Meetings of the committee

The committee will convene at least twice per year to consider the performance appraisal of and setting of performance objectives for the CEO and CS, to consider the current Board membership and establishing the criteria for potential new Board members and to consider this charter and to report to the Board. The convening of the meeting may be a verbal arrangement. The committee will report to the board on such meetings.

Reporting to the Board

The committee will report as necessary to the Board on the outcome of any planned or ad hoc findings.

All committees shall review their terms of reference annually, including their membership and the results of their work and so report to the Board.

APPENDIX H

AUSTRALIAN INSTITUTE OF QUARRYING EDUCATION FOUNDATION COMMITTEE CHARTER

1. Composition of the Committee

The Australian Institute of Quarrying Education Foundation Committee ('Committee') consists of the current President and Deputy President of the IQA and five of the most recent past Presidents of the IQA willing to serve on the Committee. If for any reason the Chairperson is unable to attend a meeting, the Deputy Chairperson will act as the Chairperson and shall have the powers of a Chairperson. If the Chairperson and Deputy Chairperson are unable to attend a meeting, an alternate Chairperson will be agreed to at the start of the meeting to preside at that meeting. A quorum for a meeting of the Committee is four members.

The members of the Committee shall appoint one of their members who is not a current member of the IQA Board to be Chairperson of the Committee and one to be Deputy Chairperson thereof for a two year period at the first meeting held after the IQA's annual general meeting.

The Committee may, from time to time, appoint suitably qualified persons to be members of the Committee, subject to the total numbers on the Committee as per this clause. Any such appointment by the Committee shall expire on the date of the second Annual General Meeting of the IQA following the appointment. The Committee must consist of not less than four, nor more than eight, members of the IQA.

The term of each Committee member will be the greater of the term of the Committee member when they served as the IQA President or two years.

The IQA's Company Secretary ('CS') will attend the meetings as the Secretary of the Committee and the CS will minute the Committee meetings.

2 Purpose and Objectives of the Committee

The purpose of the AIQEF Committee is to provide a secure source of sustainable funding for the advancement of national training and technical education for people working in the quarrying, construction materials and small surface mining industries.

The objectives of the Committee are to:

- Support the development and implementation of training tools and educational programs in quarrying, surface mining and construction materials; and
- Ensure the AIQEF Committee investments and fund-raising initiatives are sustainable and sufficient to satisfy ongoing demands for funding grants.

3 Responsibilities and Powers of the Committee

The responsibilities of the Committee shall be:

- To raise and manage funds to provide grants for quarrying and related industries training and education;
- To be responsible for the management of the Australian Institute of Quarrying Education Foundation ('AIQEF') assets that were transferred to the IQA - AIQEF Committee in 2019; and
- To assess all applications for funding and make the determination of allocation of grants.

The Committee shall have the power to do the following:

- (a) the acquisition, construction or maintenance of a building or buildings;
- (b) the establishment and maintenance of a library for promoting the study and general knowledge of the quarrying and surface mining industries, and all matters relating to the progress and development to those industries;
- (c) the establishment of a separate public fund under the control of the Committee for the acquisition, construction, and maintenance of any building or buildings for use by the Committee;
- (d) the establishment and maintenance of lecture and seminar facilities;
- (e) the invitation of persons to give lectures, seminars and advice to, or for, the Committee and payment of those persons' expenses;
- (f) the taking of any gift of property, whether or not subject to any special trust for any one or more of the objectives of the Committee;
- (g) the taking of such steps by personal or written appeals, public meetings or otherwise for the purpose of procuring contributions to the Committee or to any specific fund or funds established by and under the control of the Committee in the form of donations, annual subscriptions or otherwise;
- (h) the printing and publishing of newspapers, periodicals, books, or leaflets that the Committee may think desirable for the promotion of its objectives;
- (i) the sale, management, lease, mortgage, disposition, or other dealing with all or any part of the property of the Committee;
- (j) the borrowing and raising of money;
- (k) the investing of any monies of the Committee not immediately required for any of its objectives;
- (l) the establishment of a fund, or the making of any other arrangement, to secure to any employees of the Committee payment of retirement benefits;
- (m) the making of donations to recognised educational institutions that the Committee may think desirable for the promotion of its objectives;
- (n) the establishment of scholarships for students pursuing courses in quarrying and surface mining;
- (o) the establishment of seats of learning at recognised tertiary institutions that the Committee may think desirable for the promotion of its objectives;
- (p) the granting of awards to encourage writing and publication of technical papers relating to the extractive industries.

4 Financial Management, Accounts and Audit

- The IQA will be responsible for the safe keeping of all Committee monies received and expended by the Committee, and the manner in respect of which such receipt and expenditure takes place and of the property credits and liabilities of the Committee.
- The IQA will ensure that the Committee operates within its Charter and the governance requirements of the IQA.
- The AIQEF funds will be transferred to the IQA in 2019 to accounts titled IQA – AIQEF Committee. Any assets of the AIQEF held by third parties will be advised of the change of

ownership of the funds from the AIQEF to the IQA – AIQEF Committee. The interest on AIQEF Committee bank accounts and term deposits will be re-invested on an accumulative basis with the AIQEF Committee bank accounts and term deposits. The annual funding grant to the IQA is a separate matter for consideration by the AIQEF Committee than the interest received on funds held by the IQA for the AIQEF Committee.

- These funds and assets will be utilised in accordance to this charter and will not be utilised by the IQA for any alternate purposes.
- The authorised signatories on the IQA – AIQEF Committee accounts will be the Chairperson, two Committee members of the Committee who are not current members of the IQA Board and the IQA's Finance Officer. The IQA's Finance Officer is not permitted to authorise any accounts payable transactions, however the authorisation is required to allow account reconciliation and management purposes only. It is a requirement that a minimum of two authorised signatories (excluding the IQA's Finance Officer) are necessary to process any payments.
- The IQA's Chief Executive Officer ('CEO') will be responsible for providing quarterly reports on the IQA – AIQEF Committee accounts and any funds held with third parties to the Committee.
- The Committee is responsible for the investment management strategies of the Committee funds and assets.
- The Committee accounts and funds held with third parties will be subject to an annual external audit by the IQA's auditors and a report of the audit will be provided to the Committee and the IQA's Audit Committee.

5 Empowerment of the committee

The Committee will refer any critical matters or issues to the Board for consideration, with recommendations on appropriate remedy.

The Committee may approve contracts, confirm and determine fees payable to outside contractors within their area of responsibility after appropriate advice from the CS.

The Board or President of the Board may refer a matter that falls within the scope of this charter for the committee to consider and report back to the Board.

6 Meetings of the committee

The Committee will convene at least once every three months. The convening of meetings may be via verbal arrangement. The committee will report to the Board on each meeting at the next Board meeting.

The Committee will fulfill its responsibilities as per clause 3 at each meeting to ensure that the Committee objectives are met.

The Chairperson may, at any time and upon the request of any two members of the Committee, summon a meeting of the Committee. A meeting of the Committee may be conducted by telephone link, video conference or other electronic method. At least one meeting per year of the Committee will be a face to face meeting.

Questions arising at any meeting of the Committee shall be decided by a majority of votes of those members of Committee in attendance (in person and in accordance with this Clause) and a determination by a majority of the members of the Committee in attendance (in person and in accordance with this Clause) shall, for all purposes, be a determination of the Committee. In case of any equality of votes, the Chairperson of the meeting shall have a second or casting vote.

The continuing members of the Committee may act notwithstanding any vacancy in the Committee but if, and so long as, their number is reduced below the number fixed as the necessary quorum as per clause 1, the continuing member or members may act only for the purpose of increasing the number of members of the Committee.

7 Vacation of Office

The office of a member of the Committee shall become vacant -

- (a) upon them deceasing;
- (b) if they becomes bankrupt, or makes any arrangement of composition with their creditors generally;
- (c) if they becomes mentally ill, or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
- (d) if they resign their office by notice in writing to the Committee;
- (e) if they are absent for more than 12 months without leave of the Committee from meetings of the Committee held during that period;
- (f) upon a resolution being passed by a two-thirds majority of members of the Committee present at a properly constituted meeting specially called for the purpose to remove them from office;
- (g) if they hold any office of profit under the Committee.

8 No Profit by Members of the Committee

The income and property of the Committee however derived shall be applied solely towards the promotion of the objects of the Committee as set forth herein and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus, or otherwise howsoever by way of profit, to the members of the Committee.

9 Alteration to Committee Charter

This Charter shall not be recommended to the IQA's Annual General Meeting for amendment, alteration, or addition to, except upon the vote of a three-fourths majority of all members of the Committee at a special meeting convened to consider such question, and also subject to clause 29 of the IQA's constitution. The IQA's constitution will only allow amendment, alteration or addition to this Committee charter, if 75% of the members of the IQA vote in favour of the changes at an IQA Annual General Meeting.

10 Dissolution

- (a) The Committee shall not be recommended to be dissolved, except upon the vote of a three-fourths majority of all members of the Committee at a special meeting convened to consider such question, and also subject to clause 29 of the IQA's constitution. The IQA's constitution will only allow the dissolution of this Committee, if 75% of the members of the IQA vote in favour of the dissolution at an IQA Annual General Meeting.
- (b) Upon a resolution being passed, in accordance with paragraph (a) of this clause, all assets and surplus moneys of the Committee and of any fund or funds established by the Committee, after the payment of all expenses and liabilities, shall be dealt with as follows:-

- (1) in the case of any fund or funds established by the Committee, gifts to which have been approved by the Commissioner of Taxation as allowable deductions under Section 78(1)(a) of the Income Tax Assessment Act 1936-1969 of the Commonwealth of Australia, any surplus moneys, assets, or amounts which, at the date of dissolution, have not been transferred to the Committee, shall be transferred to some other fund, authority or institution to which a gift is also an allowable deduction under that Section of that Act; and
- (2) In the case of the Committee and funds established by the Committee, any surplus monies or assets remaining after the satisfaction of debts and liabilities of the Committee and funds established by the Committee shall not be distributed amongst or between members of the Committee or members of the IQA, but shall be given to some other charitable organisation or organisations having educational objects similar to the objects in Clause 2 above and whose constitutions prohibit the distribution of their assets or income to or amongst their members.

11 Reporting to the Board

The Committee will report as necessary to the Board on the outcome of any planned or ad hoc findings.

12 Review

All Board committees shall review their terms of reference annually, including their membership and the results of their work and so report to the Board.