



Health Safety & Environment Management System

AGL-HSE-PRO-001

HSEMS Governance and Compliance Procedure

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1 Introduction

This procedure has been developed with reference to HSE Standard AGL-HSE-STD-001.

2 Scope

This procedure describes AGL's HSEMS (Health, Safety and Environment Management System) governance and compliance management process applicable to any works and activities undertaken by AGL employees and contractors.

3 HSEMS Governance

A HSEMS governance structure must be established, documented and reviewed on an annual basis (or as required).

HSEMS governance is provided by the AGL Board, relevant Board Committees and the HSE Leadership Team. These comprise representatives from the Board and Executive Team, Line Managers and HSE Leaders from AGL's Business Units.

3.1 AGL Board

The AGL Board is responsible for:

- Overseeing AGL's commitment to providing a healthy and safe workplace for its employees and contractors and the protection of the environment in which it operates;
- Ensuring risk management systems appropriate to AGL's HSE risk profile are established across the business;
- Reviewing the HSE performance of the business on a regular basis;
- Reviewing the effectiveness of AGL's HSE compliance systems and corporate governance principles; and
- Ensuring AGL's reputation is protected and enhanced.

The AGL Board has established two advisory committees to assist the Board to meet its legal obligations in relation to HSE matters. The two committees are the Audit and Risk Management Committee (ARMC) and the Safety, Sustainability and Corporate Responsibility Committee (SSCR).

3.2 Audit and Risk Management Committee

The Audit and Risk Management Committee (ARMC) is responsible for maintaining and overseeing a system of internal controls based on the adoption by the Board of a risk-based approach to the identification, assessment, monitoring and management of risks that are significant to the fulfilment of AGL's business objectives.

The ARMC also monitors compliance by the AGL Group with applicable laws, regulations and obligations that may materially impact the AGL Group's risk profile, which includes AGL's HSE compliance risks and obligations.

3.3 Safety, Sustainability and Corporate Responsibility Committee

The Safety, Sustainability and Corporate Responsibility Committee (SSCR) has been established to ensure AGL operates in a safe, ethical, socially responsible and sustainable manner.

The Committee has oversight of and review of:

- AGL's actions to meet its obligation to maintain the health and safety of its people;

- The social, environmental and ethical impact of AGL's activities and the systems for managing compliance with AGL's sustainability policies and practices;
- Integration of SSCR matters in the formulation of AGL's strategy, risk management framework, health, safety and environment (HSE) management systems and people and culture priorities; and
- AGL's compliance with all relevant legal and regulatory requirements governing the matters within the Committee's responsibilities.

3.4 Group Audit

Group Audit is an independent appraisal function established to provide assurance to the Board, the ARMC, the SSCR and the Executive Team about the adequacy and effectiveness of existing internal controls.

Group Audit is responsible for:

- Developing and implementing an annual audit plan having regard to AGL's compliance risk and internal controls;
- Reviewing the effectiveness of AGL's Compliance Framework by conducting ongoing audits of compliance performance and programs established throughout the business; and
- Notifying Group Risk and Compliance of new and emerging compliance risks identified in the course of implementing the audit plan and, where necessary, modifying the audit plan to take account of the impact of new risks.

3.5 Group Risk and Compliance

Group Risk and Compliance is responsible for:

- Identifying and reporting of AGL Significant Risks;
- Promoting and facilitating a standardised approach to effective enterprise risk and compliance management;
- Reporting to the ARMC no less frequently than quarterly on risk and compliance issues as appropriate;
- Supporting the business in identifying and implementing risk and compliance management improvement processes;
- Keeping abreast of factors in the internal and external environments that may affect the achievement by AGL of its strategic objectives and/or operating targets; and
- Maintaining and reviewing the AGL Risk Management and Compliance Frameworks (including relevant policies and processes).

3.6 HSE Leadership Team

The HSE Leadership Team (HSELT) comprises the Head of Safety / Head of Environment, Health, Audit and Training and direct reports.

The HSELT is responsible for:

- Directing and managing the integration of HSE compliance obligations into business processes;
- Overseeing the implementation and effectiveness of the HSEMS; and
- Monitoring HSE compliance performance across the business.

4 Accountabilities and Responsibilities

AGL employees and contractors are expected to place HSE considerations above other priorities. This includes the right to stop work if it cannot be done safely.

AGL employees and contractors are responsible for carrying out their work in a manner that is consistent with their own training, competency and HSE systems.

At every level of the organisation, Line Managers are responsible for HSE compliance with ultimate responsibility resting with the Executive General Managers and Senior Management Teams.

HSE responsibilities and accountabilities must be documented and reviewed annually. This includes HSE responsibility and accountability statements being reflected in Position Descriptions.

4.1 CEO/Managing Director

The CEO/Managing Director is responsible for:

- Approving the AGL Health and Safety/Environment Policies;
- The effective implementation of the Health and Safety/Environment Policies and HSE Management System (HSEMS) to meet stakeholder commitments;
- Reviewing HSE performance and HSEMS implementation to drive continual improvement across AGL; and
- Ensuring the implementation of leadership requirements specified in the HSEMS.

4.2 Executive Team

The Executive Team is responsible for:

- Setting expectations and providing resources for successful implementation of the Health and Safety/Environment Policies and HSEMS within respective Business Units;
- Reviewing the HSE performance of respective Business Units to ensure they meet company objectives and expectations; and
- Communicate the importance of an effective HSEMS and conforming to the HSEMS requirements.

4.3 Executive General Manager

The Executive General Manager is responsible for:

- Delegating authority to ensure adequate implementation, monitoring and review of the HSEMS occurs;
- Ensuring adequate resources are available to implement, develop, maintain and improve HSE procedures and practices across the Business Unit; and
- Ensuring personnel under his/her leadership are aware of their role and responsibilities in accordance with this procedure.

4.4 Head of Function

The Head of Function is responsible for the HSE performance of the Business Unit function under his/her control. Key responsibilities include:

- Ensuring the implementation of this procedure throughout the Business Unit;
- Ensuring adequate resources are available for the implementation of the procedure;
- Ensuring personnel under his/her leadership are aware of their role and responsibilities in accordance with this procedure; and

- Ensuring that the commitment to HSE compliance is upheld and that failures and conduct that detracts from having a positive compliance culture are dealt with appropriately.

4.5 Leaders

Leaders are responsible for:

- Adhering to their respective HSE obligations;
- Performing their duties in an ethical, lawful and safe manner;
- Ensuring personnel under his/her leadership are aware of their role and responsibilities in accordance with this procedure and the HSEMS;
- Undertaking HSE compliance training as directed by their respective Leaders/Managers; and
- Reporting and escalating HSE compliance matters, incidents, breaches or complaints to relevant Leaders in accordance with established procedures.

4.6 Head of Safety / Head of Environment, Health, Audit and Training

The Head of Safety / Head of Environment, Health, Audit and Training is responsible for:

- Managing the development, implementation and maintenance of the HSEMS;
- Ensuring appropriate consultation in the development, review and approval of the HSEMS;
- Reviewing and updating AGL's Health and Safety/Environment Policies on a periodic basis;
- Ensuring that the Health and Safety/Environmental Policies and objectives are established and are compatible with the strategic direction and the context of AGL;
- Ensuring personnel under his/her leadership are aware of their role and responsibilities in accordance with this procedure;
- Maintaining a system for tracking and communicating the Health and Safety/Environment Policies and HSEMS performance relative to HSE Action Plans.

4.7 Manager HSE, Systems and Analytics

The Manager HSE, Systems and Analytics is responsible for:

- Developing and maintaining the HSEMS;
- Ensuring personnel under his/her leadership are aware of their role and responsibilities in accordance with this procedure;
- Developing and maintaining the tools necessary for the efficient and effective reporting of HSE and HSEMS performance; and
- Ensuring compliance risks and issues are reported to the Executive Team, SSCR and the Board in accordance with required timeframes.

4.8 Manager HSE, Audit, Compliance and Training

The Manager HSE, Audit, Compliance and Training is responsible for:

- Developing and implementing an annual Audit Plan;
- Ensuring personnel under his/her leadership are aware of their role and responsibilities in accordance with this procedure and the HSEMS;
- Promoting and facilitating a standardised approach to HSE compliance management across AGL; and
- Notifying Group Audit of new and/or emerging HSE compliance risks identified in the course of implementing the Audit Plan and, where necessary, modifying the program to assess the effectiveness of controls in place to mitigate HSE risks.

4.9 Environment Manager (Business Unit)

The Environment Manager is responsible for supporting the relevant Business Unit Leaders maintain the environmental performance of the Business Unit.

Key responsibilities include:

- Identifying relevant HSEMS obligations and translating them into Business Unit specific environmental policies and procedures and the HSEMS;
- Integrating relevant environmental compliance obligations into Business Unit specific processes;
- Ensuring personnel under his/her leadership are aware of their role and responsibilities in accordance with this procedure;
- Establishing environmental performance indicators and leading the development of strategies to improve the environmental performance of the Business Unit; and
- Analysing environmental performance to identify the need for improvement actions across the Business Unit, if deemed necessary.

4.10 Health and Safety Business Partner

The Health and Safety Business Partner is responsible for supporting the management and ongoing improvement of health and safety performance of the asset or site to which he/she has been assigned to.

Key responsibilities include:

- Managing and maintaining the implementation of Business Unit specific health and safety policies and procedures at the asset or site level;
- Ensuring personnel under his/her leadership are aware of their role and responsibilities in accordance with this procedure and the HSEMS;
- Reporting on asset or site-specific health and safety performance indicators and assist in the development of strategies to improve health and safety performance; and
- Analysing the health and safety performance of the asset or site and identify improvement actions, if required.

4.11 Environment Business Partners

The Environment Business Partner is responsible for supporting the management and ongoing improvement of environmental performance of the asset or site to which he/she has been assigned to.

Key responsibilities include:

- Managing and maintaining the implementation of Business Unit specific environmental procedures at the asset or site level;
- Ensuring personnel under his/her leadership are aware of their role and responsibilities in accordance with this procedure and the HSEMS;
- Ensuring site-specific environmental obligations are met;
- Ensuring all necessary environmental legal requirements are met to enable sites to operate;
- Identifying and maintaining a risk-based environmental register for the site;
- Reporting on asset or site-specific environmental performance indicators and assist in the development of business strategies to improve environmental performance; and
- Analysing the environmental performance of the asset or site and identify improvement actions (if required).

4.12 Employees and Contractors

Employees and Contractors are responsible for:

- Adhering to their respective HSE obligations;
- Adhering to the minimum controls set out in the HSEMS;
- Performing their duties in an ethical, lawful and safe manner;
- Undertaking HSE training as directed by their respective Leaders; and

- Reporting and escalating HSE compliance matters, incidents, breaches or complaints to their Leaders in accordance with established procedures.

5 HSE Management Systems

5.1 Centrally Managed HSEMS Elements

AGL HSEMS Team will maintain a Corporate HSEMS consisting of Standards and Methodologies. HSEMS Standards apply across all of AGL and represent minimum compliance criteria based on risk. HSEMS Methodologies are designed to guide business units to achieve local HSEMS compliance with relevant legislation, however compliance with these Methodologies is not mandatory if a Business Unit chooses to comply in a different way.

5.2 Site Based HSEMS

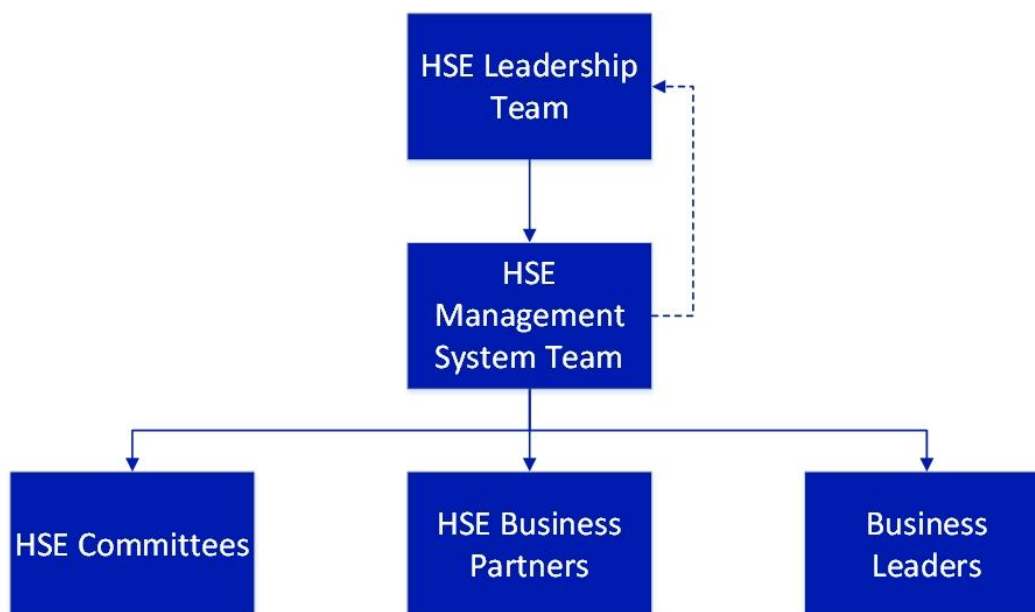
Sites and Business Units must develop an HSEMS that meets the minimum compliance requirements and provides a consistent HSE risk management framework across AGL. A HSEMS must be implemented and embedded in business processes across the organisation. A HSEMS must be documented and available to AGL employees and contractors.

5.3 Governance Structure

The Governance structure of the HSEMS comprises of:

- HSE Leadership Team; and
- HSEMS Team.

See below for Governance Structure Flowchart.



5.3.1 HSE Leadership Team

The HSE Leadership Team (HSELT) is responsible for assisting with the ongoing development, review and implementation of the HSEMS.

The objectives of the HSELT are to ensure:

- HSEMS is suitable and relevant for AGL Business Units;
- The HSEMS addresses the needs of the varied Business Units; and
- The developed HSEMS documents are implemented with their respective Business Unit.

The responsibilities of the HSELT are to:

- Act as a decision maker for matters arising within the HSEMS program;
- Allocate appropriate resources throughout the duration of the HSEMS implementation;
- Disseminate HSEMS documentation to relevant personnel within each Business Unit for consultation;
- Approve any HSEMS documents;
- Review HSEMS documentation to ensure suitability for the respective Business Unit;
- Provide feedback during review of HSEMS documents within the specified HSEMS project time-frames; and
- Monitor HSEMS implementation progress within the respective Business Unit, including providing support to the HSE Business Partners or delegate(s).

For any escalations required for the HSEMS will be taken to the General Manager, Group HSE and Security.

5.3.2 HSEMS Team

The HSEMS Team members consult with the relevant AGL personnel to ensure the HSEMS is simplified, converged and implemented with the appropriate input from the Business Units.

The objectives of the HSEMS Team are to:

- Develop and simplify the HSEMS;
- Ensure the HSEMS is appropriate to AGL's operating risk profile; and
- Assist Business Units in the implementation of the HSEMS.

The responsibilities of the HSEMS Team are to:

- Develop any new documentation (as required);
- Complete document reviews;
- Develop supporting tools;
- Maintain and update the HSEMS Risk and Control Matrix;
- Carry out Business Unit Assurance Processes;
- Develop and adhere to set HSEMS project time frames;
- Disseminate HSEMS documentation;
- Initiate consultation with relevant stakeholders during ongoing review and implementation of the HSEMS;
- Assist with development and close out of improvement actions;
- Monitor improvement actions; and
- Monthly reporting on implementation progress.

The HSEMS Team is responsible for reporting to the HSE Leadership Team.

5.4 HSE Management System Overview

The HSEMS establishes the standards and procedures that apply to AGL Business Units to ensure HSE compliance requirements and obligations are integrated into business processes across the organisation.

The HSE Management System (HSEMS) is hierarchical i.e. requirements at any level must meet and support the requirements at higher levels. Refer to for a diagrammatical interpretation of the HSEMS.

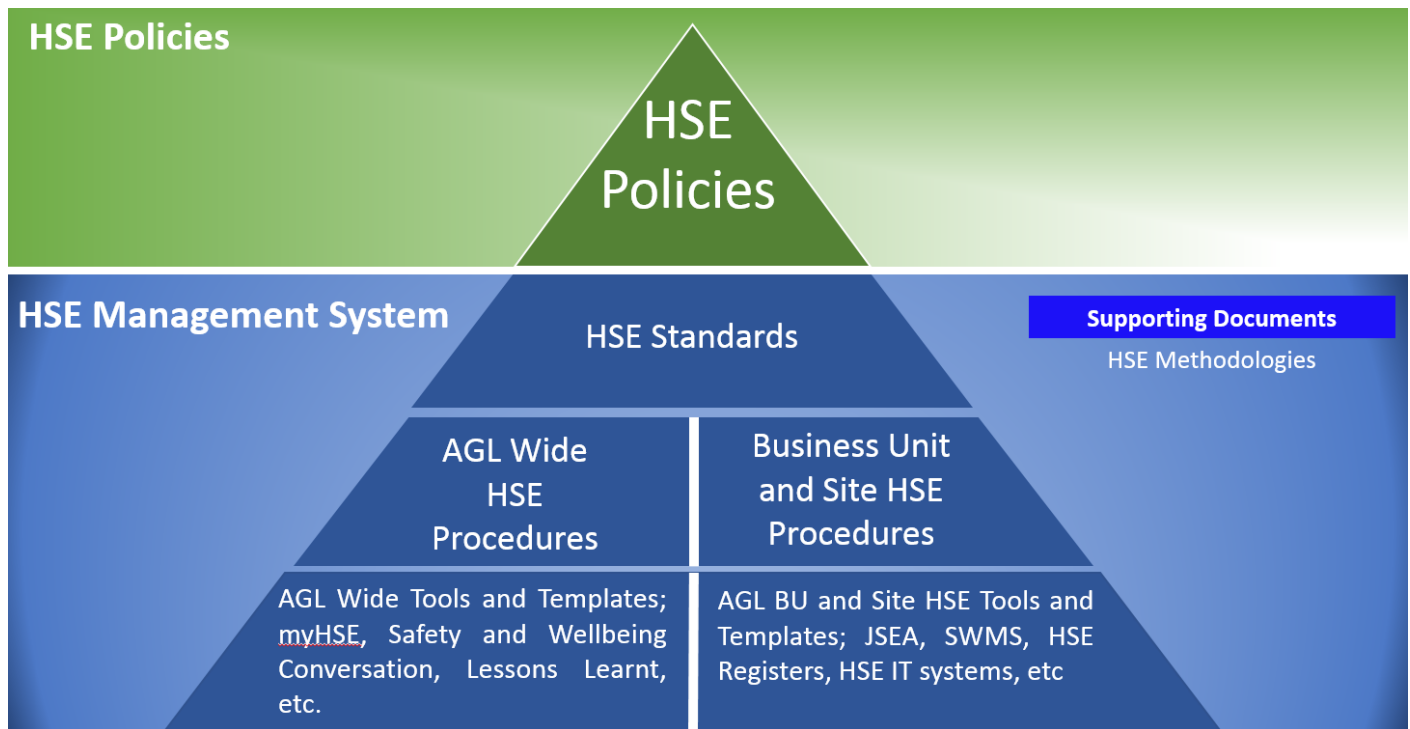


Figure 1 HSEMS Hierarchy

5.4.1 HSE Policies

AGL’s Health and Safety, and Environment Policies have been approved by the AGL Board and signed by the CEO. These policies establish the strategy and vision of AGL’s HSE culture and performance expectations.

The Head of Safety / Head of Environment, Health, Audit and Training is responsible for reviewing and updating AGL’s Health and Safety, and Environment policy every 3 years.

5.4.2 HSE Standards

The HSE standards support and detail the requirements of AGL’s Health and Safety/Environment Policies and form the basis for the development and implementation of HSE Action Plans and HSE Procedures across AGL.

The key objectives of HSE Standards are to:

- Establish minimum controls and performance expectations for the development and implementation of specific Business Unit requirements;
- Provide auditable criteria against which AGL’s HSE performance with regard to legal compliance can be measured and reported; and
- Provide the basis for continual improvement in HSE performance across AGL.

HSE Standards define what must be achieved rather than how to achieve it. Business Units will have the flexibility to meet the requirements of the Standards in a way that best suits specific business requirements whilst maintaining consistency of approach across AGL.

5.4.3 AGL-wide HSE Procedures

AGL-wide HSE Procedures are developed to comply with respective HSE Standard(s) and prescribe the mandatory processes and/or work instructions to be implemented across AGL for specific HSE elements.

5.4.4 Business Unit HSE Procedures

Business Unit HSE procedures may be developed for those activities that are exclusive or unique to the operating asset or activity under the control of the Business Unit or where the method required to control/manage the activity is unique to the Business Unit or asset.

Business Unit HSE Procedures must be consistent with relevant HSE Standards.

5.4.5 Tools, Work, Instructions, and Training

A range of management tools, templates, guideline documents and training programs are in place to assist each Business Unit in the implementation of the HSEMS across all operating assets.

Business Units can utilise local tools, templates and guidelines provided they are consistent with relevant HSE Standards.

5.4.6 Supporting Documents

5.4.6.1 HSE Methodologies

HSE Methodologies contains HSE documentation which, when combined with the HSE Standards, provides a framework to meet the requirements AS4801, ISO 14001 and AS3806. HSE Methodologies represent the equivalent of model procedures by establishing 'what' each Business Unit may do to comply with each HSE Standard.

5 HSEMS Compliance Management

AGL must establish and maintain a centralised HSE legal register that describes AGL's legal requirements and communicates legislative changes to the business, as required.

Business Units must establish a compliance management process that identifies, monitors and verifies compliance with relevant HSE regulations, approvals and licenses.

The elements below detail how AGL will meet and manage legal obligations across the organisation:

- Identification of HSE compliance obligations;
- Management of HSE legislative changes; and
- Monitoring and reporting HSE compliance.

6.1 Identification of HSE Compliance Obligations

The implementation of an effective compliance management framework is required to ensure AGL complies with its legal and contractual obligations on a consistent basis.

AGL's HSE compliance obligations comprise two broad categories:

- AGL-wide requirements that apply across AGL's activities regardless of the jurisdiction and/or location of the activity or operating asset; and
- Business Unit requirements associated with asset-specific regulatory requirements such as development approvals, environmental licenses, authorisations, etc.

6.1.1 AGL's general compliance requirements

AGL's legal HSE obligations and compliance requirements are identified and maintained by the HSEMS Risk and Control Matrix (RCM). This forms the foundations of the minimum controls.

The HSE Systems Manager is responsible for developing and maintaining the HSEMS RCM.

The HSE Systems Team will be notified by the HSE Audit Compliance and Training Manager of any changes in HSE legislation that may impact on the HSEMS. Any changes to legislation that have an impact to the HSEMS RCM will trigger a review of relevant documents by the HSE Systems Manager.

6.1.2 Business Unit compliance requirements

Business Units must establish a compliance management process that identifies, monitors and verifies its compliance against relevant health and safety and environmental regulations, approvals and licenses, as stipulated by applicable Commonwealth and State laws and regulations.

These include, but are not limited to, the following:

- Environmental planning approvals;
- Environmental Licences, Authorisations or Permits;
- Licences, Leases, Deeds or Agreements associated with:
 - Major Hazard Facilities;
 - Exploration and/or production activities;
 - Pipelines;
 - Water extraction and transfer activities;
 - Securities;
 - Outcomes from external compliance audits; and
- Mining operations (major mining hazards).

The compliance management process must satisfy the following minimum requirements:

- Compliance obligations must be maintained up-to-date at all times;
- Accountabilities and responsibilities for the completion/follow-up must be assigned for each compliance obligation;
- Compliance obligations must be monitored and tracked for completion and escalated if an obligation is not completed within the required timeframe;
- Compliance performance reports must be developed and be available to business Leaders; and
- The process must be auditable and meet the requirements of internal/external auditors.

6.2 Management of HSE Legislative Changes

The HSE Audit, Compliance and Training Manager is responsible for identifying changes to HSE compliance obligations that are relevant to AGL's operations through the receipt of regular notifications from agreed legal service providers.

In the event of a change in legislation, the HSE Audit, Compliance and Training Manager must ensure that key stakeholders who may be impacted by the change are notified in a timely manner. Stakeholders may include members of the HSE Leadership Team, HSE Business Partners, the HSE Systems Team, and Business Unit stakeholders.

During the HSEMS RCM review, the HSE Systems Manager will identify any HSEMS documents that require review. If changes are required, the HSE Systems Manager will initiate the review process in accordance with the Document Management Standard (AGL-HSE-STD-005) and HSE Management of Change Standard (AGL-HSE-STD-011).

6.3 Monitoring and Reporting HSE Compliance

The HSE performance monitoring and reporting requirements stipulated by this procedure will satisfy the Group Risk and Compliance requirements stipulated by the following programs:

- Health and Safety Strand Compliance Program; and

- Environment Strand Compliance Program.

The requirements of these programs is met through the implementation of the following actions:

- The Head of Function at each Business Unit must establish an annual audit plan that verifies projects and assets are complying with the compliance obligations stipulated by the Business Unit Compliance Management System;
- The HSE Manager (Audit, Compliance and Training) must implement and maintain an audit plan to carry out periodic audits of HSEMS elements in accordance with a risk based methodology; and
- The HSE Manager (Audit, Compliance and Training) must collate HSE compliance reports that detail non-compliances noted across AGL during the reporting period and improvement action plans designed to rectify non-conformances and minimise the chance of recurrence.

7 HSEMS Improvement Actions

As identified through the HSEMS implementation process work activities or processes that cannot be carried out in accordance with applicable HSE Standards or Procedures must have an improvement action entered into the Action Tracking System. This involves:

- Assigning the HSEMS improvement action to a responsible person;
- Assigning a due date for completion of the HSEMS improvement action;
- Describing the HSE improvement action; and
- Risk ranking associated with the potential impact that the non-compliance will have on the business with the current controls in place.

A HSEMS improvement action can be applied against a minimum control, standard or procedure.

A HSE Standard or Minimum Control may not be applicable to a specific Business Unit for one of the following reasons:

- Business Unit does not undertake work relevant to the specific HSE Standard or Minimum Control; or
- Legislative obligations impact the ability for the Business Unit to comply with the requirements of the HSE Standard or Minimum Control.

If there is a change in Business Unit operations it is the expectation that the Business Unit Management of Change processes would initiate of review of relevant Standards within the HSEMS.

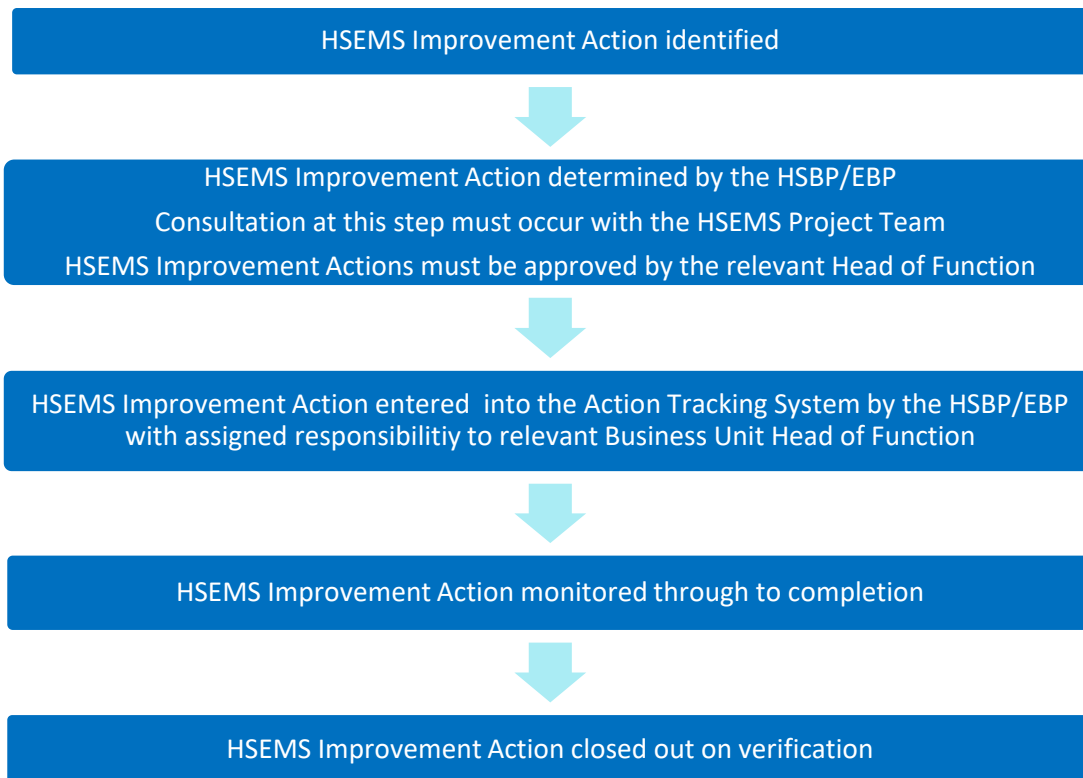
HSEMS improvement actions must be managed by the relevant Health and Safety Business Partner/Environment Business Partner/action owner in agreement with the Business Unit Head of Function.

Actions will be managed and tracked through the Action Tracking System. The action owner will be responsible for managing actions they have been assigned within the designated timeframe.

If an alteration to an action is required, authorisation must be obtained from the relevant Leader in accordance with the AGL Risk Level Approvals in FIRM (with consideration to the identified risk level of the action).

The Health and Safety Business Partner/Environment Business Partner is the responsible person for ensuring that all actions outstanding are closed out. Once the Business Unit has completed all actions the Business Unit will be deemed compliant with the HSEMS Standard.

The following flowchart represents the process for HSEMS Improvement Actions.



8 Definitions

Term	Definition
ARMC	Audit and Risk Management Committee.
Business Unit	<p>The term Business Unit refers to the business groups that comprise AGL which are as follows:</p> <ul style="list-style-type: none"> • Corporate Affairs • Corporate Support Services • Finance • ISG • People and Culture • Group Strategy • Merchant Energy • Retail Energy • Upstream Gas
Improvement Action	The specific work activity or process can be carried out without complying with the specific minimum control, standard or procedure for a specified period of time, on the proviso that the minimum controls are re-established at the end of the approval period.
HSE Management System	A HSE Management System is a documented approach to managing health, safety and environmental aspects for an organisation.
Hazard	A hazard is anything that has the potential to cause injury or ill health to a person, or damage to property, plant, equipment or the environment.
Compliance obligation	Consistent with the AS 3806 definition, a compliance obligation means laws, organisational policies and procedures, codes, licenses, planning approvals, permits and contractual obligations, including but not limited to being consistent with voluntary standards and industry guidance on best practice and principles of good governance.
Risk	Risk is the likelihood that a hazard will cause injury or ill health to a person or damage to property, plant or equipment and/or the environment and how severe the injury, ill health or damage is most likely to be.
SSCR	Safety, Sustainability, and Corporate Responsibility Committee.

9 Referenced Documents

Document Number	Document Title
AGL-HSE-STD-001	HSE Management Standard
AGL-HSE-STD-004	HSE Risk Management Standard
AGL-HSE-STD-005	Document Management Standard
AGL-HSE-STD-011	HSE Management of Change Standard
AGL-HSE-PRO-015.2	Improvement and Preventative Actions Procedure