

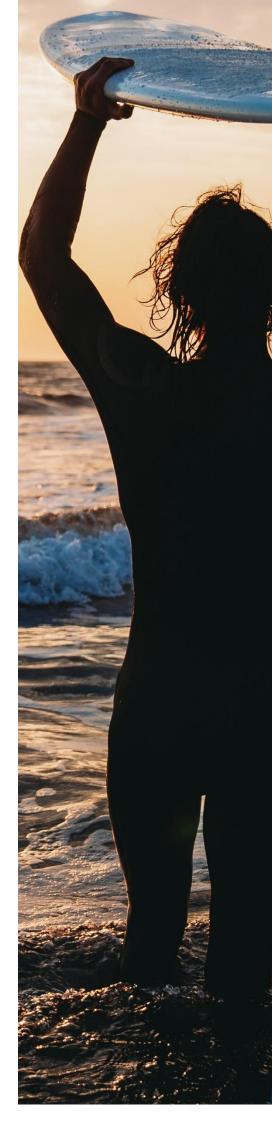
## WATERMARK SEARCH INTERNATIONAL CANDIDATE BRIEF

## **Board Directors Sydney Water Corporation**

September 2025



Presented by Watermark Search International. Trusted for over 40 years, focused on the future.



## **About Sydney Water**

Sydney Water's vision is to create a better life through world-class water services, bringing that to life through a focus on the needs of a growing population, a changing climate and the evolving needs and expectations of our communities. We pride ourselves on our customer service and commitment to the UN Global Compact and sustainable development goals and strive to sustain a positive return for our shareholders and the community.

As Australia's largest water utility, each day, Sydney Water delivers essential water services to 5,401,000 people, fostering vibrant and sustainable communities across Greater Sydney, the Blue Mountains and the Illawarra. For 136 years, we have provided water, wastewater, recycled water and some stormwater services, all vital for thriving cities and healthy waterways.

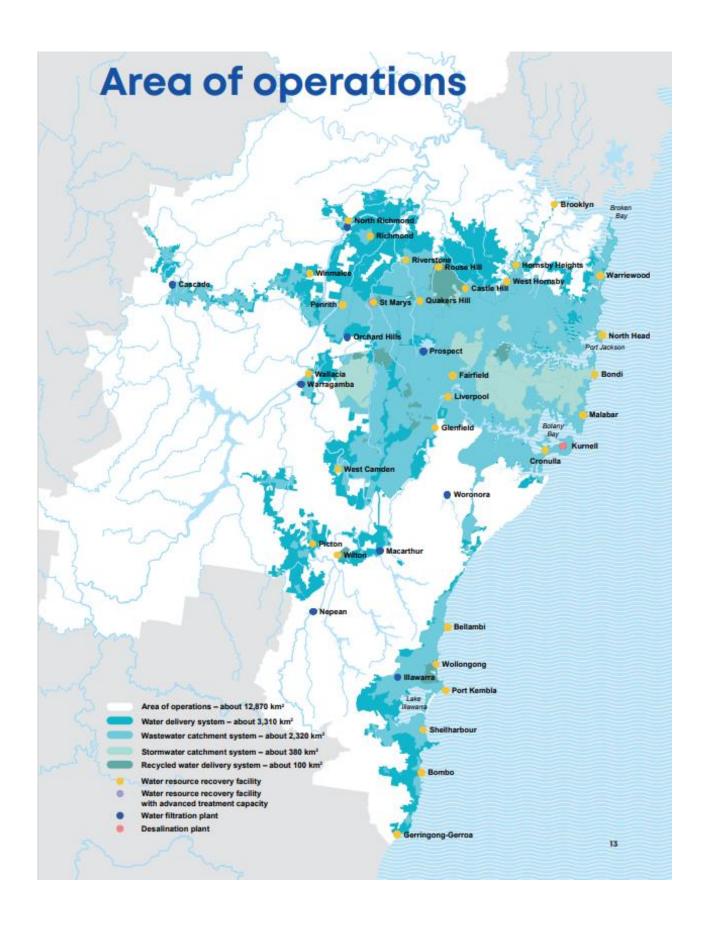
Our Operating Licence is regulated by the Independent Pricing and Regulatory Tribunal (IPART), which sets out prices and the standards and requirements we must meet, and we operate under the *Sydney Water Act 1994 (NSW)* and have three equal principal objectives:

- protect public health
- protect the environment
- be a successful business

We are committed to providing a supportive and inclusive workplace that allows our people to thrive and achieve their full potential. Our people are our driving force, and we aim to be as diverse as the communities we serve.

View the Annual Report 2023-2024 here.

The Strategic Plan 2025-2035 can be viewed here.



## 2023-24 Performance at a Glance



548,807 ML

drinking water produced for 5,401,000 people (+103,000 ML)



35,216 ML

drinking water produced from desalination



5,289,000

people received wastewater services (+76,000)



13,000

customers in the OWOV customer engagement program



137,777

followers on social media



49,270

conversations with customers at our Community Education events



\$2.169 billion

invested in capital works



13,021 ML

of drinking water saved through water recycling



4.3

Total Recordable Injury Frequency Rate (excluding contractors)

## **Values**



### About the Board

#### The Role of the Board

The Board sets the overall policy, strategy and direction of Sydney Water.

Under section 20L of the State-Owned Corporations Act (1989), all decisions relating to the operation of Sydney Water "are to be made by or under the authority of the board"; and the Managing Director is responsible for the day-to-day management of the operation of Sydney Water "in accordance with the general policies and specific directions of the board".

The Directors, acting as a Board, have the ultimate power and authority for the management of Sydney Water, subject to the power of the State to direct the Board.

A graphical representation of Sydney Water's governance structure is set out below.

#### NSW Government **Shareholding Ministers Portfolio Ministers** Treasurer Minister for Water, Housing, Homelessness, Mental Health, Minister for Finance and Natural Resources Youth and the North Coast Delegation Managing **Corporate Secretary** Board Accountability Director Oversight through reporting Delegation Planning & Safety, Culture **Economic** Audit & Risk **Nominations** Infrastructure and Remuneration Regulation Delegation **Executive**

Accountability

The Board of Directors sets the overall strategy, policy and direction. The **Board Charter** describes:

- the Board's powers and functions
- the Board's responsibilities to staff, customers and the community, shareholding Ministers, portfolio Minister and regulators
- how Board meetings are run
- membership requirements of the Board and its committees.

#### Functions of the Board

The Board approves the overall strategy, direction and policy of Sydney Water, and oversees management's implementation. It has delegated to the Chief Executive Officer, and through the Chief Executive Officer to other senior executives and management, responsibility for day-to-day management of Sydney Water.

The functions and responsibilities of the Board include:

- overseeing Sydney Water's operational and financial performance and ensuring that Sydney Water maintains any operating licence granted under section 12 of the Sydney Water Act
- approving Sydney Water's overall strategic direction including adopting objectives, goals, high-level policies and management plans
- monitoring strategy implementation
- overseeing compliance with legislative, regulatory and common law requirements
- approving Sydney Waters statement of values, behaviours and code of conduct to underpin the culture
- providing leadership and overseeing management in its instilling of Sydney Water's values and behaviours
- approving the Statement of Corporate Intent and the Corporate Plan
- monitoring the obligations within the Statement of Expectations
- approving price review submissions to the Independent Pricing and Regulatory Tribunal of New South Wales
- overseeing Sydney Water's environmental and public health strategy and performance
- approving major decisions, major capital expenditure, significant financial matters (including dividend policy) and, where appropriate, making recommendations to the Shareholder Ministers
- adopting budgets, regularly monitoring financial performance, and reporting to the Shareholder Ministers, except where delegated to the Chief Executive Officer under the Conferral of Powers Instrument
- reviewing the policy, procedures and processes for meeting Sydney Water's obligations for continuous disclosure
- in accordance with section 20K of the SOC Act, selecting and recommending to the Portfolio Minister a candidate for the position of Chief Executive Officer. As set out in section 20K of the SOC Act, on the recommendation of the Portfolio Minister the Chief Executive Officer will be appointed to this role by the NSW Governor. In accordance with section 20J (5) of the SOC Act, the Chief Executive Officer may be appointed to the Board, as the Managing Director
- formulating employment and performance agreements with the Chief Executive Officer, and reviewing the Chief Executive Officer's performance
- supporting the Chief Executive Officer and ensuring the Chief Executive Officer has the appropriate delegations of authority and access to resources relevant to the role
- approving the recruitment, and monitoring and periodically evaluating the performance, of senior executives directly reporting to the Chief Executive Officer
- approving and ensuring periodic reviews of the systems of risk management (for both financial and non-financial risks), internal compliance and control and corporate governance, to ensure appropriate frameworks, controls, and an appropriate culture of risk management, are in place
- setting the risk appetite within which the Board expects management to operate
- ensuring appropriate frameworks are in place for management to report relevant information to the Board
- whenever required, challenging management and holding it to account.

#### **Board of Directors**



The Hon. Niall Blair – Non-Executive Director and Chair MOHS, BAppsSc (Hort), GAICD and Adjunct Professor at Charles Sturt University

Director

14 August 2024 – 30 September 2024

Chair

1 October 2024 – current

Chair of Nominations and Economic Regulation Committee

Niall is an Environmental, Social and Governance (ESG) specialist with more than twenty-five years' experience across government and the private sector, specialising in risk management, food and fibre production systems, circular economy solutions and sustainability.

He is an accomplished Chair and non-executive director with demonstrated financial accountability and corporate governance experience and a strong background in workplace safety, quality and environmental management systems development and auditing.

Niall also served the people of NSW for nine years as a senior member of the NSW Parliament. During his tenure he was appointed NSW Minister for Primary Industries, Water, Forestry, Lands, Trade and Industry and Deputy Leader of the Government in the Legislative Council.

Niall is Chair of the NSW Biodiversity Conservation Trust; and a non-executive director of the Cotton Regional Development Corporation, Murrumbidgee Irrigation and the Australian Rural Leadership Foundation.

Niall previously held the position of Professor of Food Sustainability at Charles Sturt University.



**Greg Couttas – Non-Executive Director** BComm, FCA, MAICD

Director

17 November 2016 – current

Chair of the Audit and Risk Committee

Member of the Safety, Culture and Remuneration, Economic Regulation and Nominations Committees

Greg brings to the Board significant finance and risk management expertise, having served as a senior audit partner at Deloitte for 28 years until his retirement in November 2016. He held several senior management roles at Deloitte including Managing Partner for NSW from 2005 to 2008. Greg served as a member of the Deloitte Australia Board from 2005 to 2016 and was Chair of the firm's Audit and Risk Committee for 11 years.

Greg is Chair of Hireup Holdings Pty Ltd and a member of the Audit Committee of the Reserve Bank of Australia and on the governance board of The Salvation Army Australian Territory. Formerly, he was a non-executive Director of Virtus Health Limited, and on the Board of Victoria Power Networks Pty Ltd and SA Power Networks Pty Ltd, which were joint ventures between Cheung Kong Infrastructure and Sparke Infrastructure.



Craig Roy – Non-Executive Director MSc, MBA, FAICD

**Director**1 January 2019 – current
Chair of the Planning and Infrastructure

Member of the Economic Regulation, Safety, Culture and Remuneration and Audit and Risk Committees

Craig brings to the Board extensive experience in research and commercialisation strategy, innovation and entrepreneurship across a wide range of global projects and industry sectors. He is skilled in business sustainability in complex social, stakeholder and environmental settings. As a meteorologist and oceanographer, he understands the environment and climate change and its impacts on business. Craig was Deputy Chief Executive Officer of the CSIRO from 2010 to 2018. His career includes two decades as an officer of the Royal Australian Navy.

Craig is Chair of Australian Research Data Commons and Silex Systems Limited, and a Non-executive Director of Global Laser Enrichment LLC (a joint venture between Silex and Cameco) and Australian Composites Manufacturing CRC. Craig was formerly the Chair of Data61, Non-executive Director of the Australian National Commission of UNESCO and on the Vice Chancellor's Industry Board member for the University of Technology Sydney.



**Dr Alex Fisher - Non-Executive Director**BE (Civil) — Hons 1, MBA, PhD, GAICD, MIEAust

Director

1 November 2022 – current

Member of the Planning and Infrastructure, and Safety, Culture and Remuneration

Committees

Alex is an experienced organisational leader, senior executive and director with more than 30 years' experience in diverse environments including the military, academia, utilities, government and consulting.

She has an extensive background working in government owned corporations and statutory authorities in the water sector (across the full water cycle management), including deep experience and success in driving operations, asset management, program and project management, including for delivery of major infrastructure capital works projects and programs.

Alex has been involved in numerous industry organisations, committees and high-profile alliances in the past, including completed terms as the Deputy Chair of Dams Safety NSW, and Specialist External Director for Many Rivers Regional Housing Services (Aboriginal Corporation). She is currently operating as a Strategic Advisor for Birdon Group.

Alex is a member and graduate of the Australian Institute of Company Directors and member of the Australian Institute of Engineers. She is also an active community member on patrol with Port Macquarie Surf Life Saving Club and instructing classes at Your Life Fitness Centre.



Christine Covington – Non-Executive Director
Dip Law – SAB, FAICD

**Director**26 June 2025 – current

Member of Audit and Risk, Safety, Culture and Remuneration Committee

Christine brings 40 years' experience in environmental, planning and real property law, and extensive experience as a non-executive statutory board member. She has a strong skill set in risk and experience as an Audit & Risk Committee member. Her legal practice extends to environmental compliance and prosecutions, site contamination issues, biodiversity law, water law and ESG. She has advised extensively on urban renewal projects, broadacre development, infrastructure delivery, heritage issues, planning pathways, and appeals and compulsory acquisition. Christine's clients include government and the private sector in a wide range of sectors, including residential, industrial and commercial property development, electricity generation and transmission, transport, affordable housing, mining, local government, construction, education, aged care, and retail. She also brings experience in gender equality, and workplace diversity and inclusion.

Christine is a Director of Macquarie Point Development Corporation, Deputy Chair of the NSW Biodiversity Conservation Trust, Executive Committee member of the Committee for Sydney and a Board member of Corrs Chambers Westgarth. She is also Head of Gender Equality and a Consultant at Corrs Chambers Westgarth. Her previous board and statutory roles include as a Board member of the NSW Environment Protection Authority, Deputy Chair and Chair of the ACT City Renewal Authority, Board member of the Barangaroo Delivery Authority, Director and Chair of affordable housing provider City West Housing Pty Limited, State appointee to the Central Sydney Planning Committee, and Independent Chair of the Assessment Review Committee – Native Vegetation.



Professor Don Nutbeam AO - Non-Executive Director FAAHMS, FFPH (UK), PhD

**Director** 26 June 2025 – current

Member of Planning and Infrastructure, Safety, Culture and Remuneration Committee

Don Nutbeam is the Executive Director of Sydney Health Partners and a Professor of Public Health at the University of Sydney. His career has spanned senior leadership positions in universities, government, and health services. He has also made sustained contributions to international organisations including the World Health Organization and the World Bank. He was formerly President and Vice-Chancellor of the University of Southampton, UK, Provost of the University of Sydney, and Head of Public Health for the UK Government.

Don is currently a member of the Board of Western Sydney Local Health District and Suicide Prevention Australia. He is Chair of the Australian Health Research Alliance, a member of the Council of the Australian Academy of Health and Medical Sciences, and Chair of the World Health Organization ad-hoc Advisory Committee on health literacy.



Michael Schur - Non-Executive Director

BCom (Hons), MSc Economics, MAICD

Director

26 June 2025 – current

Member of Audit and Risk, Planning and Infrastructure Committee

Michael is an experienced board member and infrastructure advisor to private and public sector clients, both in Australia and internationally. He has conducted risk assessments, project structuring, financial due diligence and commercial negotiations on over 60 publicly and privately financed infrastructure projects with a combined value in excess of \$100 billion. He is a regular advisor to Australian and New Zealand governments, providing independent advice on multi-billion-dollar investment projects and programs in the water, rail, road, renewable energy, housing and health sectors. He has been involved in the structuring of numerous public-private partnership projects (PPPs), and was previously the chief executive of the new Royal Adelaide Hospital PPP. Internationally, he is an ongoing advisor to the International Monetary Fund (IMF) and the Asian Development Bank (ADB) on infrastructure transactions, policies and regulatory frameworks across Asia Pacific.

Michael was previously Secretary to the NSW Treasury. He holds a master's degree in economics from the University of London and the University of Witwatersrand in South Africa. He also holds a bachelor's degree in economics, with Honours, from the University of Witwatersrand.

Michael is Principal and Director of MS Consult Pty Limited. He also recently completed a 4-year term as a board director of International Parking Group (IPG), Australia's largest private hospital parking provider, where he played a leadership role in the development of both the asset management strategy and the new acquisition strategy. He was actively involved in developing the company response to the COVID-19 pandemic. Between 2015 and 2019, Michael was also previously a non-executive board director of Housing New Zealand Corporation (HNZC), the \$40 billion NZ-Government-owned land development, social and affordable housing organisation. He also chaired the audit and risk subcommittee of the board, where he oversaw development of a robust enterprise risk management strategy, implementation of a substantial internal audit program, and development of the business's Long-term (40-year) Investment Strategy.



Michelle Tierney - Non-Executive Director

GAICD, BA, PgDip, MBA

Director

1 September 2025 – current

Member of Planning and Infrastructure, Safety, Culture and Remuneration Committee

Michelle is an accomplished Non-Executive Director and Chair, with over a decade of listed and unlisted board experience across ASX and NZX markets, and over 30 years' experience in the commercial property sector. She has deep expertise from her

previous role as Chief Operating Officer and senior executive across corporate real estate and financial services sectors. Michelle has a proven track record in governance oversight, strategic leadership and value creation, with deep expertise in property investment, funds management and ESG initiatives. She is a committed advocate for Indigenous leadership and First Nations governance excellence.

Michelle currently serves on the boards of Stride Property Group, Growthpoint Properties Australia, Peet Ltd and the Cotton Research and Development Corporation. She is a Non-Executive Director with Assemble, Australia's leading living platform and largest developer and manager of social and affordable housing projects backed by two of Australia's largest superannuation funds, Australian Super and HESTA; and a Board member of Uniting NSW ACT, Message Stick Foundation and is Chair of CareerTrackers Indigenous Internships.

Michelle actively contributes to social impact initiatives as a member of the NSW Domestic and Family and Sexual Violence Corporate Leadership Group, the Property Council of Australia's Indigenous Advisory Group, Australian Institute of Company Directors (AICD), Chief Executive Women (CEW), and Women On Boards (WOB).

#### The Vacancies

We are seeking new, experienced Directors to join the Sydney Water Board, who will bring skills that will complement the existing board in one or more of the following areas:

#### **Priority Areas of Expertise**

- Accounting, financial management, reporting and auditing
- Engineering, construction and safety

#### **Additional Preferred Skills**

- Cybersecurity and digital transformation
- Customer experience and stakeholder engagement

#### **General Criteria**

- o Business or executive leadership experience
- o Board governance experience or clear potential to develop
- o Cultural fit with board and business
- o Awareness of issues facing the business and sector
- o Awareness of government ownership context
- o Capacity to take on the role
- o No unmanageable conflicts of interest
- o Critical thinking, proven judgement and objectivity

Candidates should bring strong strategic thinking, sound judgement, and a commitment to public service. **Prior Board experience is essential**. Sydney Water is committed to diversity and encourages applications from individuals of all backgrounds.

Appointments are made by the NSW Government following a merit-based selection process.

#### **Remuneration and Expenses**

Board Member: \$80,000 per annum

#### **General Meeting Information**

All Board and Committee papers are published to Directors using the Diligent application and are published 7 calendar days before the meeting.

Board and Committee papers typically range from 150 to 250 pages per meeting, with Board packs tending towards the higher end.

## How to Apply

Applications for the position will need to include the following:

## Candidate Statement

A brief cover letter or statement addressing the key role criteria and outlining what the candidate feels they would bring to this position.

## Curriculum Vitae

Covering positions held, dates, key achievements and details of present position.

Details of education

Details of education, professional training and qualifications including dates of degree completion.

# Support for Your Application

Any further support documents.

Please send your Expression of Interest, quoting **Ref No A006107** to Watermark Search International via this <u>form</u>. We will reply to the email address used for your application.

