



UniSuper

FY2022 COMPLIANCE REPORT: AIST Governance Code

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UniSuper

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FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

Requirement	Compliance level Please select one:	Explanation & evidence (pls copy in links and/or supply documents)	List changes made in FY2022	Planned improvement activities
<p>1.1 A profit-to-member superannuation Board must:</p> <ul style="list-style-type: none"> conduct all appropriate enquiries to ensure that nominees have the appropriate skills and experience before appointing a person as a trustee director; for the appointment of representative directors in particular, this includes engagement with sponsoring organisations. 	<p><input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply</p>	<p>In accordance with the APRA Fit and Proper Prudential Standard SPS 520 in undertaking an assessment of the fitness and propriety of a new Director, consideration is given to their skills and experience. If it is identified that, in order to meet the skill component of the assessment, some training is required, this training must be undertaken within 90 days of their appointment to the Board.</p> <p>Each year, prior to the commencement of the election cycle, a whole of Board assessment is undertaken to identify any skill gaps or any other criteria or attributes the Board may consider desirable in a nominated representative Director. A recommendation to the nominating bodies may be made by the Board to address any identified gaps. These requirements are outlined in the Board policy Director Appointment and Remuneration Policy.</p> <p>A Board approved Director Capability Statement and Director Position Description is provided to all nominating bodies prior to elections/nominations taking place. The Capability Statement and Position Description set out the minimum attributes and the personal attributes regarded as essential for each Director personally in addition to the corporate and industry specific attributes essential for the Board collectively.</p> <p>This information is outlined in the Statement of Governance Practice and is publicly available on the UniSuper website.</p>		

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

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<p>1.2 A profit-to-member superannuation fund must have a written agreement with each trustee director and senior executive setting out the terms of their appointment.</p>	<input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply	<p>Prior to completion of the formal appointment process at the Annual General Meeting of the Trustee company, the Chair of the Board writes to the incoming Trustee Director setting out the terms of appointment. Acceptance of the appointment is evidenced by the provision of a signed 'Consent to Act' document which meets the requirements of the Corporations Act and provides confirmation that the candidate director is not a disqualified person.</p> <p>A letter of offer detailing the position, remuneration and employment conditions is provided to senior executives who are required to sign a duplicate copy of the letter acknowledging their acceptance of the role and the terms of their appointment.</p> <p>This information is outlined in the Statement of Governance Practice and is publicly available on the UniSuper website.</p>		
<p>1.3 The fund's company secretary is accountable directly to the Board, through the Chair, on all matters concerning effective Board operations and must provide every assistance to the Board to fulfil their obligations in acting in the best interests of members. The Chief Executive Officer must not be the company secretary.</p>	<input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply	<p>The Company Secretary is accountable directly to the Board through the Chair. Responsibilities of the role are detailed in section 6 of the Board Charter and section 3.1.8 of the publicly available document, Statement of Governance Practice, available on the UniSuper website.</p> <p>The Chief Executive Officer is not the Company Secretary.</p> <p>This information is outlined in 'Our People' on the UniSuper website.</p>		

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

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<p>1.4 Profit-to-member superannuation funds must have a written diversity policy, appropriate to the circumstances of the fund, which sets out clear and measurable objectives and provides for annual reporting to the Board and members. This policy must establish objectives concerning gender balance as a minimum, with other forms of diversity considered by the fund as appropriate. Objectives must relate to processes, which may, but do not necessarily, include targets for participation at Board and management levels, to ensure that the fund taps the broadest talent pool and is responsive to the needs of all its members.</p>	<p><input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply</p>	<p>The updated Diversity & Inclusion Policy was approved by the People and Remuneration Committee (“PRCo”) during 2021 and internally UniSuper is implementing various initiatives.</p> <p>With a new CEO joining during FY22, he has chosen to be the Executive Sponsor of this work and has also been elected to the Diversity Council Australia as a Board Member as well as joining the Male Champions of Change initiative.</p> <p>A Diversity & Inclusion Champions Committee was set up nationally and by end of December 2022 will have finalised the DE&I strategy and prioritised initiatives to introduce. This will align with the refreshed People Strategy that has the goal to become the Best Place to Work in Superannuation within 3 years.</p> <p>Information provided to the Workplace Gender Equality Agency is also publicly available on the UniSuper website under the title ‘Public Report 2021-22’.</p>	<p>CEO sponsorship and involvement in related external associations.</p> <p>DE&I Champions Committee established nationally.</p> <p>People vision, strategy and initiatives developed for the FY23, FY24 and FY25 years which is inclusive of DE&I initiatives.</p>	<p>Implementation of strategy and FY23 initiatives.</p> <p>Partner with the newly created ESG (CSR) Manager to ensure alignment on areas of focus</p>

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

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<p>1.5 In accordance with SPS510, profit-to-member superannuation funds must have:</p> <ul style="list-style-type: none"> annual procedures to evaluate the performance of the Board; annual procedures to evaluate individual trustee directors. <p>The fund must:</p> <ul style="list-style-type: none"> disclose a summary of those procedures and; confirm annually that the performance evaluations were undertaken during the reporting period. 	<p><input checked="" type="checkbox"/> Full</p> <p><input type="checkbox"/> Partial</p> <p><input type="checkbox"/> Does not/cannot comply</p>	<p>To evaluate performance and ensure, on an ongoing basis, the necessary diversity of skills, experience and expertise to meet the Fund’s needs are available to the Board and its Committees, a Board policy and supporting procedures have been developed and implemented.</p> <p>It is the responsibility of the Chair to facilitate an annual review of the performance of the Board, Board Committees and individual directors and Committee members. The Board and Board Committees are assessed, relative to the objectives of the relevant Charters, both collectively and individually. The performance of the Chair and each Committee Chair is also assessed, and individual assessments are facilitated by a one-on-one interview between the Director and/or Board Committee member and the Board Chair or Committee Chair as applicable.</p> <p>Every three years an independent assessment is undertaken by a specialist external provider. Any issues or weaknesses identified through the performance assessment are managed having regard to the Fit and Proper Policy which requires the immediate steps to be taken to remove a director if they are no longer fit and proper. Failure relating only to the fitness test, if the issue can be rectified through training, may not necessitate removal however.</p> <p>This information is outlined in the Statement of Governance Practice and is publicly available on the UniSuper website.</p> <p>All required performance assessments for the reporting period have been undertaken.</p>	<p>An internal review is being undertaken by the Board and Committee Chairs in the first quarter of the financial year.</p>	

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

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<p>1.6 The Board of a profit-to-member superannuation fund must have a documented process for evaluating the performance of the senior management. The fund should disclose whether such a performance evaluation was undertaken during the reporting period.</p>	<p><input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply</p>	<p>Board and People and Remuneration Committee all govern Executive and Chief Executive Officer performance and remuneration outcomes. An extraordinary meeting was held during FY22 as a new CEO was appointed.</p> <p>All employees throughout the Fund have set KRAs and their manager assesses performance, behaviours and risk twice each year. All required performance assessments for the reporting period have been undertaken.</p> <p>This information is outlined in the Annual Report and is publicly available on the UniSuper website.</p>	<p>Work progressed on FAR accountability statements and responsible steps for Executive roles.</p> <p>Implications for remuneration and various scenarios were discussed with the People & Remuneration Committee throughout FY22</p>	<p>Continued planning for the introduction of FAR and CPS511 will occur.</p> <p>Final PRCo and Board approval will be sought in relation to remuneration implications for Executive members.</p>

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

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<p>2.1 The Board of a profit-to-member superannuation fund must:</p> <ul style="list-style-type: none"> • Have a committee responsible for Board renewal that has at least three members; • The committee must have a charter that is publicly disclosed and; • It should meet at least annually. <p>For each reporting period the fund must:</p> <ul style="list-style-type: none"> • disclose the members of the Board renewal committee and; • attendance records for any meetings during that period. 	<p><input type="checkbox"/> Full</p> <p><input checked="" type="checkbox"/> Partial</p> <p><input type="checkbox"/> Does not/cannot comply</p>	<p>Matters concerning Board renewal are managed through a sub-committee comprising the Chair and at least two other directors which is formed and convened whenever there is a vacancy concerning one of the non-representative (independent) directors.</p> <p>Rule 34 of the USL Constitution which is publicly available on the UniSuper website prescribes that 8 representative directors to be nominated with equal numbers representing employers and members as follows:</p> <ul style="list-style-type: none"> • Two Directors nominated by universities • Two Directors nominated by Consultative Committee employer representatives • One Director nominated by Consultative Committee academic staff representatives • One Director nominated by Consultative Committee professional staff representatives • Two Directors nominated by the national unions who represent a significant number of members of the UniSuper Fund. <p>Further details analogous to what would be included in a Charter are contained in the Board policy Director Appointment and Remuneration Policy and the Board Committees and Adviser Policy.</p> <p>Board and Committee attendance is fully disclosed in the Annual Report published on the public website.</p>	<p>The Director Appointment and Remuneration Policy and the Board Committees and Adviser Policy was reviewed, and the revisions approved by the Board in June 2022.</p>	

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

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<p>2.2 A profit-to-member superannuation fund must:</p> <ul style="list-style-type: none"> Maintain a matrix showing the skills, relevant experience and diversity the Board currently has and acknowledge gaps it is looking to fill in order to effectively fulfil its strategic plan. It must disclose annually a representation of the existing collective skills, experience and diversity of the Board. 	<input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply	<p>A matrix showing the skills, relevant experiences and diversity of the Board is maintained. Currently no gaps have been identified which may impact the Fund's ability to effectively fulfil its strategic plan.</p> <p>A representation of the existing, collective knowledge, skills, experience and diversity of the Board is disclosed on the UniSuper website at UniSuper Board knowledge, skills and experience</p> <p>In considering whether any skills gaps exist on the Board, or whether there are any other criteria or attributes desired in a representative director, directors consider:</p> <ul style="list-style-type: none"> The current Board skills matrix The most recent triennial Board performance review The annual, Board performance review (self-assessment) 	<p>A full review of the skills matrix was undertaken in the second quarter of the 2022 Financial Year.</p>	
<p>2.3 In disclosing the names of its directors, a profit-to-member superannuation fund must identify for each director whether they are a member representative, an employer representative or a non-representative member. In each instance, the name of the nominating body must also be publicly disclosed.</p>	<input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply	<p>Information relating to each director and whether they are a member or employer representative or a non representative member of the Board is provided in the 'Our people - Board' section of the UniSuper website.</p> <p>This information is also included in the UniSuper in Review publication also available on the UniSuper website.</p>		

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

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<p>2.4 The voting rights of all trustee directors on the Board must:</p> <ul style="list-style-type: none"> • Be equal, regardless of their status as a member or employer representative director, or non-representative director. • The voting majority for any Board decision should be no less than two-thirds of all trustee directors. 	<input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply	<p>Although it is the practice of the Board to generally make decisions by consensus, as detailed in section 7 of the USL Board Charter - Decisions of the Board, all directors are entitled to vote and each vote is of equal weight.</p> <p>If voting on an item does take place, decisions of the Board are made in accordance with the USL Constitution and the Superannuation (Industry) Supervision Act 1993 that decisions are made with a two thirds majority of the total number of directors. Refer Rule 51 of the USL Constitution which reflects this requirement and stipulates that questions arising at any meeting shall be decided in accordance with the requirements of the Superannuation (Industry) Supervision Act 1993.</p>		
<p>2.5 The Chair of a profit-to-member superannuation fund Board must:</p> <ul style="list-style-type: none"> • Be appointed by the Board, and • Must satisfy all the requirements of skill and experience identified in the fund's skills matrix for the role of Chair. 	<input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply	<p>The Chair is appointed by the Board and satisfies the Fund's skills and experience requirements. As outlined in section 3.1.7 of Statement of Governance Practice and in accordance with Clause 52 of the USL Constitution, the Chair is elected by and from the full Board of Directors.</p> <p>The Board, or a selection panel convened at the Board's discretion in accordance with clause 3.3 of the Director Appointment and Remuneration Policy, determines the selection criteria which includes a preferred skills profile and details of relevant experience requirements.</p>	<p>As detailed above at section 2.2. incorporated in the revised skill matrix is the addition of the specific, additional skills it is expected a Chair would possess as well as a high level in the skills attributed to Directors.</p>	

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

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2.6 The CEO must not be a director of the fund.	<input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply	<p>As detailed in the Statement of Governance Practice at clause 3.1.6 - Structure of the Boards, all directors are non-executive and independent of management.</p> <p>The CEO is not a director of UniSuper Limited, the Trustee of the Fund.</p> <p>Refer website 'Our People' and Annual Report</p>		

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

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<p>2.7 A profit-to-member fund must:</p> <ul style="list-style-type: none"> • Have an induction program for new trustee directors and • Provide appropriate ongoing professional development and training opportunities to continuously enhance their skills and knowledge. 	<p><input checked="" type="checkbox"/> Full</p> <p><input type="checkbox"/> Partial</p> <p><input type="checkbox"/> Does not/cannot comply</p>	<p>Induction and ongoing training is provided to enable directors to properly meet their responsibilities. The induction program is structured to provide the new director with information on their responsibilities, corporate governance and Fund and Board policies and to reinforce their responsibilities and fiduciary duties as a trustee director. Induction also includes the new director meeting with each member of the Executive Leadership Team who provide a synopsis of each area of the business. Briefing sessions with the Board Chair, CEO, external and internal auditors and the Fund actuary also form part of induction training, providing an insight into the Fund’s structure and philosophy. All Directors are provided with access to information, current policies, licences and documents relevant to the Fund and their role on the Boards. Where warranted, new directors also attend a trustee director course specially designed for newly appointed directors run by an industry body</p> <p>The Board is also committed to continuous education thereby ensuring that directors’ skills and knowledge remain current and relevant. Ongoing training is provided, including briefings on legislative and regulatory change and its impact, investment updates and periodic Trustee/RSE Licensee training. Directors are encouraged to attend industry forums, briefings and external training sessions as relevant. (Section 3.2.4 Induction and training - Statement of Governance Practice publicly available on the UniSuper website).</p>	<p>Review of the Directors Training Policy will be undertaken in the 2022-23 financial year.</p>	

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

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<p>3.1 A profit-to-member superannuation fund must:</p> <ul style="list-style-type: none"> Have a code of conduct for its Board, senior management and employees. This code, or a summary of it, must be publicly disclosed. 	<input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply	<p>The Code of Conduct, developed to promote professional, fair and ethical standards of behaviour for Directors, Officers, Committee Consultants and employees is available on the UniSuper website.</p> <p>The Code details the ethics and minimum standard of behaviour appropriate in any dealing with members, suppliers, fellow employees, directors or committee members.</p> <p>The Code of Conduct is publicly available on the UniSuper website.</p>		
<p>4.1 The Board of a profit-to-member superannuation fund must ensure the financial integrity of both the fund and the trustee entity.</p>	<input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply	<p>Based on the financial statements for the most recent completed financial year, the Board is satisfied with the financial integrity of the Fund and the Trustee.</p> <p>Responsibilities of the Board are outlined in UniSuper's Statement of Governance practice document which is publicly available on the UniSuper website. Reference may also be made to the Financial Statements which include the independent auditor's report as well as information on assets, income and liabilities and the report of the Fund Actuary.</p>	<p>Separate review of all balance sheet reconciliations by the Financial Governance Team.</p>	<ul style="list-style-type: none"> - Further automation planned across statutory reporting. - New General Ledger system to be implemented. - Implementation of External Reporting Governance Accountability Framework.

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

4.2 A profit-to-member superannuation fund must ensure due process in all transactions and ensure that any related party transactions are conducted under market conditions with full transparency and disclosure.

- Full
- Partial
- Does not/cannot comply

The Fund has entered into an administration agreement and an investment management agreement with UniSuper Management Pty Ltd (USM), which is wholly owned by the Fund.

Apart from USM, UniSuper does not invest in, or deal with, any related bodies and, because USM is an asset of the Fund, any profits which it generates benefit UniSuper members through dividends paid to the Fund or an increase in the value of the Fund's shareholding in USM.

Written agreements are in place to govern the relationship between the Fund and USM. Steps are taken to ensure that those agreements reflect arms' length terms or that they are even better than arms' length terms from the Fund's point of view.

With regard to the administration agreement, the services provided have been benchmarked against peer administrators and the overall fees paid by UniSuper members are objectively confirmed as being highly competitive. The Trustee is represented by legal advisers who prepare the terms on which USM are appointed to ensure that those terms are arms' length (or better) from the Fund's point of view.

With regard to the investment management agreement, the legal terms reflect comparable terms to those on which external investment managers are appointed. Staff who are independent of the investment team review the terms of any new portfolio mandate to ensure that they are arms' length terms. A sub-committee of the Board personally reviews the investment performance of USM to avoid any conflict of interest which would otherwise exist if the management team were to be solely responsible for managing its own performance.

The Annual Report is publicly available on the UniSuper website.

- Implementation of a Financial Governance function across regulatory and statutory reporting. Including specialist expertise in relation to inputs from investments and the custodian.

- Implementation and operationalisation of a Regulatory Reporting Governance and Accountability Framework

- Continued refinement of the governance function including additional scope included in the External Reporting Governance Accountability Framework in relation to clarity of accountabilities between Investments and Finance

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

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<p>4.3 The Board of a profit-to-member superannuation fund must:</p> <ul style="list-style-type: none"> Receive an attestation from the fund's CEO* and CFO* that the fund's accounts are a true and accurate reflection of the fund's financial position and that the financial records have been properly maintained, before approving the financial statements. In accordance with SPS510 an independent auditor must be appointed. The auditor must be fit and proper pursuant to SPS520 and must issue their opinion on the financial statements to the trustee and members of the fund. 	<input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply	<p>In accordance with statutory and regulatory requirements and to assist in the verification of the compliance of the financial statements, a Letter of Representation signed by the CEO and Chief Financial Officer is provided initially to the Audit, Risk and Compliance Committee (Item 4.2.2 of the August 16th meeting) and subsequently to the Board. The Letter of Representation confirms that appropriate inquiries in relation to the preparation of the financial statements have been made and that these inquiries have enabled Management to make representations resulting in a certification of the system of risk management and internal compliance and control underpinning the preparation of the financial statements.</p> <p>Ernst & Young (EY) is the current external auditor and the relevant partner assigned to the Fund has been assessed as being fit and proper under the requirements of the Fit and Proper Policy. As part of the process undertaken to produce the annual financial statements, EY's lead auditor provides the Auditor's Independence Declaration to the Directors of UniSuper Limited. This confirms that there has been no contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit and no contraventions of any applicable code of professional conduct in relation to the audit. Each year, the Auditor's Independence Declaration forms part of the Fund's Annual Financial Report.</p> <p>The Annual Report is publicly available on the UniSuper website.</p>	<ul style="list-style-type: none"> Automation of Financial Statements production using specialist software. Onboarding of Special Purpose Vehicles (SPVs) to specialist software. 	<ul style="list-style-type: none"> Inclusion of reserves balances within General Ledger System Onboarding of Special Purpose Vehicle to General Ledger System

* Titles may differ – please indicate the title of relevant manager/s undertaking attestation.

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

5.1 A profit-to-member superannuation fund must develop and implement a stakeholder engagement program, for effective disclosure of relevant and material issues. The program must provide opportunities for directors and senior management to communicate directly with stakeholders and for stakeholders to ask questions of them.

- Full
- Partial
- Does not/cannot comply

UniSuper has in place what we believe to be a robust stakeholder engagement plan. Stakeholders include:

1. Consultative Committee members
2. Shareholders
3. Universities
4. Unions
5. Regulators
6. Industry Bodies
7. Policy makers and parliamentarians
8. Members including the holding of an Annual Member Meeting

1. Consultative Committee Members

The Consultative Committee, established in 1983 under the provisions of UniSuper Trust Deed and the UniSuper Ltd Constitution, provides a forum for members and employers to discuss important issues and to make key decisions associated with the governance and operation of the UniSuper Fund. It is also responsible for approving changes to the Trust Deed and nominating four directors to the Board.

The Consultative Committee consists of 148 members who are nominated, appointed or elected from the 37 shareholder universities. Each university has four representatives, two appointed by the employer university, one elected by and from academic staff and one elected by and from professional staff.

During the year Consultative Committee members engage with UniSuper through a dedicated email address or alternatively through the main communication channel, a secure website devoted to Consultative Committee members. The website provides specialised information and

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

a forum for members to discuss matters with other members. Notably, UniSuper surveyed Consultative Committee members seeking their feedback about the Committee and what improvements could be made. In direct response to their feedback for more Fund information and communication, a specially designed newsletter Super Connected was sent in June and is planned to be emailed each quarter.

The Consultative Committee meets once a year in November. This meeting, primarily held to vote on proposed Trust Deed changes, also provides an opportunity for Directors and senior management to meet with Consultative Committee members. At the meeting, the CEO and the Chairman of the UniSuper Limited Board brief Committee members on the previous financial year. Members of the Executive Leadership Team also present on topics such as investment performance and strategies, the financial position of the Fund, and new business initiatives.

In July this year, several directors, the CEO, selected members of the Executive Leadership team and senior staff embarked on a national in-person Consultative Committee roadshow. The roadshow, convened in capital cities at UniSuper state offices, provides a forum for Consultative Committee members to ask questions of management and be updated on the Fund's performance and key operational, regulatory and legislative matters. It was wonderful to be able to reconnect in-person with our Consultative Committee Members.

2. Shareholders

Once a year, the Chairman and the CEO provide an update on the Fund's performance and present the financial accounts of UniSuper Limited at the Annual General Meeting, typically held in quarter three of the calendar year.

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

It is an opportunity for the shareholders to ask questions and formally approve the appointment of directors nominated by the universities and academic or professional staff representatives of the Consultative Committee.

3. Universities

The CEO regularly meets with university Vice Chancellors and the Chief Marketing & Growth Officer periodically meets with Human Resource Directors to keep them abreast of developments in the Fund and external environmental changes that may impact Fund performance or operations.

The Employer Relationship team engages daily with university staff responsible for the administration of superannuation within the university assisting them to remain up to date as well as acting on feedback they give on the service offering being provided. University stakeholders are also kept informed via email updates and the periodical news magazine, Super Matters and a survey to gauge satisfaction with the service being provided is also undertaken annually.

UniSuper also engages with Universities Australia – the peak body representing Universities in Australia. All the above initiatives ensure a strong partnership is in place to facilitate the delivery of great retirement outcomes for Fund members

4. Unions

The CEO and Chief Marketing & Growth Officer have regular interactions with key Unions to keep them informed of important developments relating to the Fund. Focus in this area has increased and during June the CEO, CIO and Chief Marketing & Growth Officer presented at the National Tertiary & Education Union Standing Super Committee meeting providing updates about the Fund, investment performance and marketing campaigns.

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

5. Regulators

Interaction with Regulators occurs regularly ensuring they are kept well informed on key developments and Fund updates.

6. Industry bodies

As a member of several industry bodies UniSuper also makes a considered effort to work with relevant sub-committees to ensure contributions are made to the formation of industry policy. As a leading fund UniSuper has an important role to play in the strategic direction of superannuation in Australia.

7. Policy makers, Parliamentarians

UniSuper also believes it is important to engage policy makers directly. We do this to advocate with respect to issues that directly affect our membership. Typically, this involves making formal submissions to inquiries on issues that affect our members as well, at times, direct engagement with Parliamentarians on the impact proposed policies will have on the Fund to ensure that due consideration is given to particular issues facing our members.

8. Members

UniSuper engages with its members in multi-forms through several channels reactively and proactively. Proactive communication includes providing them an update on investment performance through videos as well as in person through retirement seminars in major cities across Australia.

UniSuper also holds a series of seminars in universities to educate and provide updates to members, this, in addition to having a physical “store” presence in several university campuses across Australia.

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

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		<p>Annual Member Meeting Meeting the requirements of the Superannuation (Industry) Supervision Act 1993, the Annual Members' Meeting was held the first half of calendar year 2022 providing members with an update on the Fund and its performance. The meeting was livestreamed as a webcast and the recording and minutes are available online to members and the public after the event.</p> <p>The Trust Deed is publicly available on the UniSuper website.</p>		

FY2022 COMPLIANCE REPORT: AIST GOVERNANCE CODE

6.1 A profit-to-member superannuation fund must:

- Have a strong risk culture with a Board that provides robust oversight of the fund’s material risks.
- The risk management framework must explicitly address factors that may erode the fund’s members-first culture.

- Full
- Partial
- Does not/cannot comply

UniSuper has a comprehensive set of Board approved policies that consist of a Risk Management Framework (RMF), Risk Management Strategy (RMS), Risk Appetite Statement (RAS) and Compliance Management Framework (CMF). They undergo an extensive annual review and are supported by detailed guidelines on things such as project risk assessment, controls, root cause analysis, incident management and a raft of compliance specific policies. APRA completed an RMF assessment, and their verbal feedback was that there were no adverse findings. We also completed a triennial review of the RMF and Conflicts Management policy with a compliant outcome.

During the year we undertook a comprehensive re-evaluation of the RMF and expanded the categories of material risks from six to ten introducing new distinct risk categories to take account of our new status as an open fund, such as i) Marketing, Product & Distribution, ii) Governance & Strategy, iii) Technology & Cyber and iv) Execution & Project Delivery. Each material risk is owned by a single ELT member, which will assist with FAR compliance in the future. The quarterly report from the Chief Risk Officer to the Board includes any new or emerging risks within each of the six risk categories.

UniSuper aims to manage risk to reduce any adverse impact on member’s interests, the fund, and the trustee. We introduced a detailed Best Financial Interests Duty (BFID) policy and processes during the year with small BFID additions to over 30+ other policies to ensure it is embedded. We implemented a monthly Executive Leadership Team (ELT) Risk & Strategy forum to enable discussion of major risk issues across the business and actions to be taken.

- a) Extensively reviewed and expanded categories of material risk appropriate to opening the fund to the public during the year was approved by the Board
- b) BFID policy approved by the Board and rolled out.
- c) A monthly Risk & Strategy meeting at the ELT level.
- d) Developed a set of Risk Management expectations at the ELT and Senior Management level.
- e) further modules added to our Risk tool, RADAR.
- f) Enhanced Governance Gateway report with further metrics added on ELT risk & compliance performance
- g) Appointed a single ELT member as responsible for administration and quality control of each board sub-committee.

- i) Flowing on from the new material risk categories the RMF, RMS, RAS and CMF will all be extensively updated. New RAS measures will be developed for the new material risks, risk and controls will be completely re-mapped to the new categories
- ii) Enhance our control capability across the business off the back of the GS007 work and key controls testing.
- iii) Review our extensive suite of board approved policies to re-consider and clarify ownership, approval authority, and review frequency

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Within the Risk Management Framework, UniSuper defines its Risk Culture across 6 key elements: Tone from the top; Ownership and accountability; Clear expectations; Speaking up, listening and taking action; Challenge and collaboration; Remuneration and Total Rewards. Each of these underpin the Board and Management's attitude towards risk taking, risk management and the level of risk-awareness in decision making, while considering UniSuper's member-first culture. We also participated in an APRA Risk Culture survey and are awaiting the results.

The Board sets a strong tone from the top on protecting members interests and delves into detail on members claims, complaints, financial crimes, and social and governance issues. The Chief Risk Officer provides a formal risk report on a quarterly basis to the Audit Risk and Compliance Committee and to the Board and bi-annual reports to other special purpose Board committees. There is also extensive reporting on special risk and compliance issues at the board, board committee and executive level.. These reports are discussed in detail at the committee level, with directors' questions and comments clearly evidencing a strong member focused culture. The board oversight is bolstered by Line 1 risk management, Line 2 reviews and internal Line 3 audits of risks and controls, the results of which are all reported to the relevant committees and the board. We test at least a third of all key controls every year so that they are all tested at least once in a three-year cycle. We also completed the second year of a GS007, focussed on It controls, with an effective outcome in the report.

The Governance Gateway Program is a mechanism whereby remuneration outcomes are specifically impacted by the performance and attention of ELT members to key risk culture expectations including doing the right thing by our members, employees, and participating employers. Annually,

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Requirement	Compliance level Please select one:	Explanation & evidence (pls copy in links and/or supply documents)	List changes made in FY2022	Planned improvement activities
		<p>as part of the end of financial performance reviews, the Governance Gateway Activation review is conducted with a detailed report from the Chief Risk Officer, and input from the Chief People Officer, and the CEO.</p> <p>Mandatory annual training for all staff has been expanded to include nine modules including four with a direct member protection emphasis (conflicts, conduct, privacy and cyber). Failure to complete this training activates remuneration consequences under the Governance Gateway program.a) Extensively reviewed and expanded categories of material risk appropriate to opening the fund to the public during the year was approved by the Board b) BFID policy approved by the Board and rolled out. c) A monthly Risk & Strategy meeting at the ELT level. d) Developed a set or Risk Management expectations at the ELT and Senior Management level. e) further modules added to our Risk tool, RADAR. f) Enhanced Governance Gateway report with further metrics added on ELT risk & compliance performance g) Appointed a single ELT member as responsible for administration and quality control of each board sub-committee.</p>		

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Requirement	Compliance level Please select one:	Explanation & evidence (pls copy in links and/or supply documents)	List changes made in FY2022	Planned improvement activities
<p>7.1 A profit-to-member superannuation fund must have policies and practices in place to attract and retain highly competent people, assessed relative to the size, nature and complexity of the fund. These policies and practices must be consistent with its responsibilities for maximising members' retirement outcomes and encouraging and rewarding ethical practices and behaviour.</p>	<input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply	<p>Relevant policies were renewed throughout FY22 as well as progressing UniSuper's flexibility offering which led to external accreditation.</p> <p>This information is outlined in 'Remuneration at UniSuper' and is publicly available on the UniSuper website.</p>	<p>Implementation of a HCM platform has delivered more up to date, easy to access core employee and vendor data.</p> <p>The Employer Brand is now aligned with the new UniSuper branding.</p> <p>Various retention initiatives: including development, remuneration reviews, career opportunities and flexibility options were utilised to build employee engagement and retention.</p>	<p>The next two phases of HCM will be delivered in FY23 that will provide greater functionality, insights and reporting for the Fund.</p> <p>The refreshed Employer brand will be utilised externally to help attract candidates and build UniSuper's profile</p>
<p>8.1 A profit-to-member superannuation fund must design and manage appropriate investment strategies having regard to member demographics and circumstances during both the accumulation and decumulation phases.</p>	<input checked="" type="checkbox"/> Full <input type="checkbox"/> Partial <input type="checkbox"/> Does not/cannot comply	<p>Appropriate investment strategies have been developed suitable for members in both the accumulation and decumulation phases of their superannuation savings. Details of the investment strategies are available on the UniSuper website at "Our investment options" and "Holdings, returns and costs".</p> <p>This information is also included in the publicly available, annual publication, "UniSuper in Review".</p>		