

## SUMMARY OF THE NOMINATION, APPOINTMENT AND REMOVAL OF DIRECTORS

### Nomination and Appointment

- The Trustee adopts the equal representation model.
- Four directors are appointed by the Registered Clubs Association Holdings Pty Ltd (ClubsNSW) and four by the United Workers Union.
- A candidate must meet the requirements of the Trustee's Fit and Proper Policy and not be:
  - employed by, or have previously been employed by, in an executive capacity, the Trustee and there has not been a period of at least three years between ceasing such employment and serving on the Board;
  - an executive officer of, or otherwise associated directly or indirectly with, a material supplier to the Trustee's business operations, or otherwise in a material contractual relationship with the Trustee;
  - a director of a direct competitor in the marketplace;
  - under the age of 18 years; or
  - an individual who has completed in aggregate, including through different periods, twelve or more years as a Director of the Fund and/or as a Director of a former Australian superannuation fund which had merged with the Fund.
- A candidate is duly appointed as a director after the Board notes that the nominee meets all the eligibility requirements.
- A Director is appointed for a term of four years with a maximum tenure of three terms of office, being 12 years in total.

### Vacation of, and Removal from, Office

- The office of Director becomes vacant if the Director:
  - dies;
  - becomes bankrupt or insolvent;
  - becomes a disqualified person for the purposes of Superannuation Law or is prohibited by the Corporations Act 2001 from continuing as a Director;
  - becomes of unsound mind;
  - resigns in writing;
  - is removed or replaced by the relevant nominating body that appointed him or her;
  - experiences a change in circumstances during their term of office so that they now fail to meet the propriety and/or competency requirements, as outlined in the Trustee's Fit and Proper Policy or now meet one or more of the ineligibility criteria; or
  - reaches his or her maximum term of office.