



Industry Skills
Australia

ANNUAL CORPORATE GOVERNANCE STATEMENT

JUNE 2024



**Jobs and
Skills
Councils**

An Australian Government Initiative

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Foreword

Industry Skills Australia (ISA) is the Jobs and Skills Council for the nation's aviation, maritime, rail, transport and logistics sectors, and the emerging sectors of space transport and logistics, and omnichannel distribution and logistics.

Underpinning this ambitious skills reform agenda is a strong governance focus that will demonstrate integrity and ensure accountability to the industry sectors within ISA's area of responsibility.

This Annual Corporate Governance Statement comes at the conclusion of the first full year of operations of the *Jobs and Skills Councils – Strengthening Australia's National Vocational Education and Training System Program*, where we have seen a large amount of activity undertaken to set our program model in motion.

The role of the ISA Board has been paramount in ensuring that the aims of the Program are adequately supported and delivered within the conditions of the Agreement.

The governance requirements extend to the committees, sub-committees and other industry engagement activities that will direct and provide support for the work required to build a world-class supply chain workforce in Australia.

Industry-led committees are central to our model. They bridge the crucial gap between workforce planning and skills development needs of industry and workers and ensure that the strategic directions and projects conducted are relevant to current industry needs and trends. This alignment ensures that our outputs are practical and can be directly applied to real-world industry challenges

Maintaining the confidence of the industries within our remit is paramount to the ongoing success of or work as a Jobs and Skills Council, and the following Annual Corporate Governance Statement is the mechanism by which ongoing trust will be built.

This publicly facing report will be regularly updated to ensure the organisation's governance processes, the JSC Code of Conduct and ethical guidelines remain at the forefront of everything we do.



Tony Wilks

Board Chair

Industry Skills Australia

Board

Roles and Responsibilities

Industry Skills Australia Ltd (ISA) was established as a company under the requirements of the *Corporations Act 2001* (Cth) in 2022, and its Constitution ratified on 4 April 2023. A copy of the ISA's Constitution can be accessed on our [website](#).

ISA's Constitution (Section 5) enables the Board to:

- have power to manage the business of the Company
- have input to the determination of remuneration and entitlements of the employees of the Company
- exercise every right, power or capacity of the Company to the exclusion of the Company in general meeting and the members.

The Board has accountability to ensure the aims of the [Jobs and Skills Councils – Strengthening Australia's National Vocational Education and Training System Program](#) (JSC Program) are supported and delivered, in accordance with the conditions of the Grant Agreement (JSC Grant), the JSC Code of Conduct, JSC Program Guidelines, JSC Performance Framework and Training Package Organising Framework.

Board Directors

As at 30 June 2024, our Board of Directors are as follows:

NAME AND POSITION	INDEPENDENT/REPRESENTATIVE	MEMBER SINCE
Tony Wilks, Chair	Independent	Director since March 2023 Chair since March 2023
Ron Devitt, Deputy Chair	Independent	Director since March 2023 Deputy Chair since March 2023
Laurie d'Apice, Director	Independent	Director since March 2023
Jon Northorpe, Director	Independent	Director since March 2023
Jamie Newlyn, Director	Representative, nominated by the Maritime Union of Australia employee organisation	Director since March 2023
Alex Claassens, Director	Representative, nominated by the Rail, Tram and Bus Union employee organisation	Director since June 2024
Emily McMillan, Director	Representative, nominated by the Transport Workers' Union employee organisation	Director since June 2024
Anita Kauffmann, Director	Independent	Director since November 2023
Catherine Baxter, Director	Independent	Director since November 2023

To view information about our current Board of Directors on our website, please click [here](#).

Officeholders' Responsibilities

Board Chair

The role of the Chair is to ensure that the Board fulfills its functions and works effectively with the CEO. The Chair ensures that the Board fulfills its functions as set out in the Constitution and Board Charter. The Chair is accountable to the Board.

Specifically, the Chair is responsible for:

- **Board Operations:** including chairing Board and Members meetings, providing guidance to and oversight of Directors to ensure the compliance and effectiveness of the Board, ensuring Directors have the necessary support and information to perform their duties and working with the CEO to define an annual calendar of priorities and activities.
- **Board Decision-Making:** including leading communication with Board members, leading strategic planning and leading succession planning activities.
- **Board Supervision:** including having awareness of delegations made by the Board, being the principal liaison with the CEO in matters of fulfilling delegations, performance and furthering of relations of the Board and management.

Committee Chair

For each of the Committees of the Board, the nominated Chairs are responsible for the operations of the committee, which may include ensuring the Committee works to its Terms of Reference, calling and recording meetings, ensuring there is sufficient skill in its membership and is supported adequately.

Committee Chairs are accountable to the Board for fulfilling their responsibilities.

Company Secretary

The Board must appoint one or more individuals as Company Secretary to support the operations of the Board and its Committees. Responsibilities of the Company Secretary includes preparation of papers, minutes and reports, ensuring audit compliance and filing of documentation and correspondence.

Structure and Composition

The structure and composition of the ISA Board ensures a diverse and comprehensive range of skills, experiences, and perspectives are represented, thereby fostering effective governance and strategic oversight. As discussed above, the Board is composed of individuals with extensive expertise in areas that align with our Industries under the JSC Grant.

Succession planning is a critical component of the Board's governance, involving systematic processes for the election of new directors. This process ensures that the board remains dynamic and capable of addressing emerging challenges and opportunities. New directors are typically elected through a nomination process, which includes evaluating candidates against the Board's skills matrix to ensure that their expertise aligns with the strategic needs of the organisation and its JSC Grant.

Our Board has been established with a group of Initial Directors with experience in the preceding Skills Services Organisation. To ensure the Board is reflective of our industries and supports the aims of the JSC Program, the Industry Skills Australia Board will follow a renewal cycle, to deliver a Board that is embedded and reflective of the needs of our industries.

From the date our Constitution became effective, and:

- after the first Annual General Meeting, half of the Initial Directors must retire.
- after the second Annual General Meeting, half of the Initial Directors must retire, which will include the current Chair.

As the Board transitions from the Initial Directors group to subsequent elected Directors, elected Directors will have terms for two Annual General Meetings after their election.

At the end of a Directors' term, they may seek re-election for another two terms (a total of six Annual General Meetings), after which they must retire and may not seek further re-election until one year has lapsed from the Annual General meeting at which they ceased to be a Director.

To support the renewal process, the Remuneration and Nominations Committee develops Director succession plans, identifying suitable and interested candidates with the requisite skills and addressing diversity considerations in line with our Diversity and Inclusion Policy.

Board Members may elect any nominated person at an Annual General Meeting. To ensure the decision-making process embodies the principles of fairness and transparency, a skills matrix has been developed to define the desired skills and experience, as well as for use as a comparison tool to support attaining the appropriate mix of Directors.

The skills matrix for our current Directors can be found at [Appendix 1](#).

Board Sub-Committees

Our Board has three sub-committees, as at 30 June 2024:

- Audit and Risk
- Remuneration and Nominations
- Dispute Resolution

Audit and Risk Committee

The Audit and Risk Committee has the purpose to advise the Board on risks which may affect the achievement of the objects of the Company, as well as contributing to financial year auditing and reporting. The Committee meets on a quarterly basis.

This Committee is to be constituted by at least three Independent Directors. These positions are currently held by:

- Jon Northorpe (Chair)
- Anita Kauffmann
- Vacant

Remuneration and Nominations Committee

The Remuneration and Nominations Committee has the purpose to advise the Board on Director remuneration and performance, Director nominations and succession planning and Industry Skills Australia's staff remuneration. The Committee meets at least twice annually.

This Committee is to be constituted by three Directors and the Chief Executive Officer. These positions are currently held by:

- Ron Devitt, (Chair)
- Laurie D'Apice
- Catherine Baxter
- Paul Walsh, Chief Executive Officer

Dispute Resolution Committee

The Dispute Resolution Committee is a sub-committee of the Audit and Risk Committee, established with the purpose of assisting the Board to resolve disputes between stakeholders, including any alleged contraventions of the Code of Conduct. The Disputes Resolution Committee shall be established as required to resolve disputes as they arise and shall stand only for the duration of a dispute.

The Committee is to be constituted by the Chair, one Independent Chair and one Senior Executive Manager of Industry Skills Australia.

Company Membership

Our Constitution allows for individuals or organisations to become members of the Company, subject to eligibility criteria, also in accordance with the requirements of the Jobs and Skills Council Program.

The eligibility criteria for membership was updated at the November 2023 Annual General Meeting. It reads as follows:

- a) *An individual or organisation is not eligible to be a Member if they are, or are an Officer of, any of the following and the Company has not received prior consent of the Department of Employment and Workplace Relations (whatever its name may be from time to time) for that individual or organisation to be a Member:*
 - i. *Commonwealth, State, Territory or local government agency or body (including government business enterprises)*
 - ii. *Registered Training Organisation*
 - iii. *Group Training Organisation* iv. *an Employment Service Provider; or*
 - iv. *an ASSN provider.*

Membership is drawn from across the coverage of the Jobs and Skills Council, with equal voting rights assigned to all members and no membership classes.

The membership is relatively small which is consistent with our design principles that industry is formally embedded right throughout our model and has the determinative power to identify, design and prioritise activities. It also reflects conversations with our key stakeholders who understand the limited powers that come with company membership, as distinct from our operational model where their skill needs will be met in earnest.

Industry Skills Australia's Company membership currently comprises of:

- Linfox Australia Pty Ltd
- Maritime Union of Australia
- Rail, Tram and Bus Union
- Sydney Trains
- The Thought Group Pty Ltd
- Toll Group
- Tony Wilks & Associates Pty Ltd
- Transport Workers' Union of Australia

Advisory Committees

Industry-led committees are crucial to bridging the gap between workforce training and skills development needs and broader industry/employer requirement.

ISA has established several committees to ensure that the strategic directions and projects conducted are relevant to current industry needs and trends. This alignment ensures that the JSCs outputs are practical and can be directly applied to real-world industry challenges.

These committees also bring together industry professionals who have hands-on experience and deep knowledge of their fields. Their insights help shape research agendas and training curricula to address the most pressing issues and opportunities in the industry.

Industry Skills Australia currently has three advisory committee structures in place:

- Industry Advisory Council
- Strategic Workforce Planning Committees
- Technical Committees.

As the JSC Program matures and strategic needs are developed, additional committees will be established, which is planned to include the Supply Chain Leaders' Summit, State and Territory Industry Roundtables and the establishment of a Technology Futures Taskforce.

Industry Advisory Council

Established in June 2024, the Industry Advisory Council ('the Council') comprises senior supply chain executives and industry leaders from industries where supply chains are critical to productivity and growing sovereign capability. These industries may include but are not limited to:

- Agrifood
- Construction
- Manufacturing
- Mining
- Retail and Wholesale
- Transport and Logistics

The Council collaboratively to provide advice on:

- Cutting-edge trends in technology adoption and automation set to transform how Australia's supply chains operate, and the likely changes to business models, jobs and skills.
- Immediate and emerging skills and workforce development priorities of Australia's supply chain workforce.
- Opportunities for cross-industry collaboration and solutions to address supply chain workforce planning and skills needs and build critical supply chain resilience.
- Responses required by the national skills system, industry, and governments.

From time to time, the Council may also be involved in initiatives commissioned by the Commonwealth or other agencies where such work aligns with the functions of the Council.

Council Membership

The Council comprises up to 15 Members (including the Chair) with many Members being senior industry leaders or senior industry representatives (employer and employee). Consistent with the tripartite model for Jobs and Skills Councils, the Council may include senior government representatives and senior representatives from the national skills system.

Relevant persons may also be invited to attend meetings to provide presentations, expert technical information, or for other purposes as agreed by the Council.

Council Members are identified and appointed based on a skills matrix that ensures a balanced representation of senior level expertise and experience, aligning with the strategic needs of the Council and identified gaps in representation. Membership of the Council will also seek to recognise and advance gender balance, diversity, equity, and inclusion. Nominations to the Council and appointment of the Chair are considered and approved by the Board.

The details of the Council's membership and Terms of Reference are available on our [website](#).

Council Meetings

The Council meets two to three times a year. The inaugural meeting of the Council was held on Monday, 17 June 2024 in Melbourne, with the second meeting scheduled for early October 2024.

Activities of the Council and Future Plans

The Council will provide advice and inform deliberations of the Board, the four Strategic Workforce Planning Committees, and the Supply Chain Leaders' Summit. Prior to June 2027, the Council will deliver the following:

- An externally-focussed paper on ground-breaking technologies that are transforming how supply chains operate, the likely changes to business models, jobs and skills, and the time-critical responses needed from across industry, government and the national skills system.
- An industry-focussed paper on opportunities for cross-industry collaboration and solutions to address supply chain workforce planning and skills needs, and build critical supply chain resilience, which sets out the objectives and scope of the proposed work.
- An internal paper that sets out one or more innovative approaches to skills formation that could be trialled within industry and in partnership with the national skills system.

Strategic Workforce Planning Committees

Strategic Workforce Planning Committees were established in 2023 for each of the Transport and Logistics, Maritime, Aviation and Rail industries.

The individual Committees have been established as the central mechanism through which industry is empowered to identify its immediate and emerging skill needs and the responses that are needed by the national skills system, industry and governments.

Comprising senior industry leaders, these Committees work on behalf of industry to shape and oversee development of the National Workforce Plan based on intelligence and consultation with key stakeholders from across Australia.

Each Committee works in collaboration with, and will consider advice from, other elements of ISA's Jobs and Skills Council model including:

- Supply Chain Leaders' Summit and State/Territory based Industry Roundtables
- Industry Advisory Council
- Technology Futures Taskforce
- Training Product and Implementation Working Groups

Each Committee is responsible for:

1. Shaping and overseeing development of a detailed National Workforce Plan for the industry with a three-five year rolling forecast that is reviewed annually to respond to emerging priorities. It involves:
 - Identifying skill needs (current, new and emerging) as a result of factors such as technology change, automation, changed work practices, new and existing regulation and evolving consumer demands.
 - Drawing on:
 - cross-industry intelligence from the Industry Advisory Council
 - cutting-edge analysis of the Technology Futures Taskforce

- grassroots feedback from the Training Product and Implementation Working Groups
 - labour market analysis and other evidence developed by Jobs and Skills Australia
 - Industry-specific research, analysis and data analytics by Industry Skills Australia
 - Identifying and prioritising the responses needed from industry, governments and the training system to address the identified workforce development needs of industry (including, but not limited to, policy-based responses).
2. Directing a program of work to be undertaken by Industry Skills Australia which may include:
- collaborating with other Strategic Workforce Planning Committees or Jobs and Skills Councils on joint priorities.
 - promoting the Workforce Plan and agreed priorities to key stakeholders.
 - continually gathering industry intelligence on workforce development and skills needs to inform and update the Workforce Plan as required.

From time to time, the Committees may also be involved in projects commissioned by the Commonwealth or other agencies where such projects align with the functions of the Committees.

The Committees may also choose to provide advice to the Commonwealth on critical workforce planning issues, VET system policy or quality issues as deemed appropriate and as relevant to its roles.

Committee membership and selection

The Committee may comprise up to 15 Members, including the Chair. Its total Membership must be broadly representative of the sectors covered by the Committee.

Committee Members must be recognised as senior industry leaders, hold senior positions in their organisation and be drawn from across:

- Large, medium and small business
- Industry organisations
- Unions.

Committee members are identified and appointed based on a skills matrix that ensures a balanced representation of relevant industry expertise and experience, aligning with the strategic needs of the Committee and identified gaps in representation. Membership of each Committee will also seek to recognise and advance gender balance, diversity, equity, and inclusion.

The details of each Committee's membership are available on our website:

- [Aviation Strategic Workforce Planning Committee](#)
- [Maritime Strategic Workforce Planning Committee](#)
- [Rail Strategic Workforce Planning Committee](#)
- [Transport and Logistics Workforce Planning Committee](#)

Committee Activities

As at 30 June 2024, each Strategic Workforce Planning Committee has met for a total of three times since inception in November 2023.

The focus of the Committees is to oversee the development of a detailed national Workforce Plan for each of their industries. Each Committee has delivered a Workforce Plan for their industry for 2024, and are available on our website:

- Aviation 2024 Workforce Plan
- Maritime 2024 Workforce Plan
- Rail 2024 Workforce Plan
- Transport and Logistics 2024 Workforce Plan

Each Committee will promote their Workforce Plan priorities across our stakeholder network.

Promotion of the Workforce Plans will also provide opportunity to gather intelligence to identify future priorities for the 2025 Workforce Plans.

The actions proposed in the 2024 Workforce Plans are currently in the process of securing funding from the Department of Employment and Workplace Relations to commence as projects. As projects are approved, our stakeholders are notified and directed to our [website](#).

Technical Committees

Technical Committees are established as a temporary vehicle to support training product activities arising from the Workforce Plans, and additional activities identified by stakeholders and commissioned by DEWR.

Technical Committees are stood up for the life of a project and their remit is limited to the timeframe, objectives and scope of the project.

In respect of training package-related projects, all Technical Committees must work in accordance with the requirements of the Training Package Organising Framework (TPOF) and the specific committee Terms of Reference.

In performing their duties in relation to projects, Technical Committees will consider advice from other elements of Industry Skills Australia's Jobs and Skills Council model including:

- Other project related Technical Committees
- Strategic Workforce Planning Committees
- Supply Chain Leaders' Summit and State/Territory based Industry Roundtables

The Committee is responsible for:

- Providing advice on the development and/or review of training products

- Providing advice on the consultation and validation strategy, based on the scope and complexity of the training products, the urgency of the work, the breadth and geographic spread of the industry sectors to which the training product applies, the level of risk and industry support, and industry's timeline and requirements for access to new skills
- Considering advice from other elements of our Jobs and Skills Council model, including:
 - Training Product and Implementation Working Groups
 - Strategic Workforce Planning Committees
- Providing advice on critical implementation issues or system quality issues as deemed appropriate to the scope of work.

To date, there have been several Technical Committees in operation, supporting our project work:

- Transport and Logistics: Chain of Responsibility project – Training Products endorsed by the Skills Ministers
- Maritime: Marine Order 505 Regulatory update – currently with the Training Package Assurance Body
- Aviation: Transport Security – currently in operation
- Aviation: Aviation Rescue – currently in operation.

Details of our current projects, Technical Committee details and Terms of Reference are available on our [website](#).

As the proposed actions from the 2024 Workforce Plans are funded and approved to commence, Technical Committees will be established. More information regarding the upcoming schedule of activities can be found on our website.

Supporting the JSC Integrity Framework

Underpinning the Jobs and Skills Council Program is an Integrity Framework which comprises a suite of levers to establish clear expectations, guidance and good practice for the conduct and oversight of industry engagement, establishing relationships between the JSC, the Commonwealth and State Skills Ministers, and the Department of Employment and Workplace Relations. It ensures that our processes, decisions, and communications are clear and open to all of our key stakeholders.

Engagement and facilitation are at the core of our approach, fostering active collaboration and meaningful participation from all our key stakeholders. Ethical behaviour is ingrained in our organisation's culture, guiding our actions and decisions to uphold the highest standards of integrity.

"People first" is our guiding focus. Whether working with industry or through collaboration with industry, unions, government and our other stakeholders, our focus will be on increasing productivity, creating better jobs and building opportunities for individuals.

Openness and Transparency

Our Board is committed to the principles of openness and transparency, which is reflected in its governance policies and the Board's adherence to the Jobs and Skills Council governance arrangements.

Our internal governance policies have been developed in alignment with the Australian Institute of Company Directors (AICD) Not for Profit Governance Principles and the Australian Charities for Not-for-profits Commission guidance materials. The AICD documentation specifically captures accountability and transparency (Principle 7). ISAs Conflict of Interest policy (as it applies to Directors) requires Directors to act in a way that is transparent and accountable.

In addition, all Board Directors are profiled on our [website](#).

Our staff are also required to act in accordance with the organisation's code of conduct that incorporates principles of transparency, openness and accountability. In accordance with the JSC Code of Conduct, Industry Skills Australia's staff are also required to comply with internal conflict of interest policy requirements.

Engagement and Facilitation

Our commitment to engaging with stakeholders is captured in the following engagement principles:

- Clear and purposeful: we will always be clear on our objectives for any engagement and be disciplined in our use of language, terminology and phrasing when communicating with stakeholders
- Collaborative: we will work in partnership with key stakeholders who share our objectives and have the networks to amplify our reach and impact
- Fresh and dynamic: we will continually renew and refresh our stakeholder networks to test our own thinking, evolve solutions and drive innovation
- Informative: we will always give stakeholders the information they need to successfully participate in any engagement activity
- Respectful and transparent: we will be open and honest in our engagement and respect the expertise, range of views and differing needs of stakeholders
- User-centred and inclusive: we will design our engagement activities to recognise the different categories of stakeholders and their varying levels of interest and influence
- Open and encouraging: we will build stakeholder capability and confidence to contribute to the VET system.

Examples of how we show we are committed to working with all stakeholders and ensuring that our approach to engagement enables individuals to have their voice heard and views considered are:

Project Work

ISA engage with stakeholders and manage views throughout the life of the project, considering all ideas, opinions, and feedback to revised training products to ensure they meet the needs of industry. Training products are drafted in consultation with a Technical Committee. Public Consultation provides the opportunity for feedback for all stakeholders. A consultation log containing a high-level summary of all feedback and our response is maintained and available on our website.

Workforce Planning

Consultation and engagement with different groups of stakeholders will inform ongoing development of our Workforce Plans, including deepening our understanding of key workforce drivers and challenges, expanding our breadth and depth of data sources, filling evidence gaps, validating and providing context to workforce data, and developing effective actions/strategies to address workforce drivers and challenges. Stakeholders have multiple opportunities during the workforce planning process to provide input at key points in the development of the Workforce Plan. Stakeholder survey summaries are made available in the Workforce Plans for visibility. Stakeholders are also welcome to contact us at any time to discuss key issues that are impacting them.

Focus on Learner Outcomes

We are committed to developing contemporary training products to solve industry's new and emerging skill needs to support labour market mobility and skills transferability. Through smart design, and by working with learners, training providers, schools, universities and related industries, these training products include upskilling and reskilling pathways for existing workers, and entry level pathways for career seekers.

A commitment to building capability on the ground, we bring together employers, communities, local stakeholders and training providers, to broker sustainable, high impact workforce development solutions. We also work closely with trainers and assessors to build their industry knowledge and grow communities of practice to drive innovation and collaboration.

We build understanding of what the future of work means for employers, workers and the training system using practical insights into the impact of technology and automation on skills, knowledge and job roles.

We also monitor how well the training system is meeting the needs of industry and the learner, and how well the national Workforce Plan is being implemented.

Ethical Behaviour and Responsibility

Our Board and staff are expected to demonstrate ethical and responsible behaviours at all times.

In addition to internal policy frameworks relating to Board and staff conduct, Principle 9 of the Australian Institute of Company Directors (AICD) Not for Profit Governance Principles, deals with conduct and compliance and requires the Board to show leadership by setting expectations of behaviour or the people involved in the organisation that are clear and understood. This is reflected in our organisational Code of Conduct.

Adherence to ethical standards as outlined reduces the level of organisational risk and increases organisation performance.

Accountability

Standards, policies and performance management tools play a vital role in guiding decision-making and conduct across our staff and the Board. Roles and responsibilities and how we operate are embedded into our systems. We remain focused on enhancing our policy framework to ensure our policies and supporting procedures are fit for purpose.

Gender Balance, Diversity, Equity and Inclusion

We apply our Diversity and Inclusion Policy across all levels of the organisation, when appointing new Directors, appointing Committee members, and recruiting for new staff.

Organisation

As an organisation focused on building the skills and productivity of Australia's workforce, Industry Skills Australia takes a people-first approach to what we do as an organisation and how we do it. Our Diversity and Inclusion policy aims to ensure our workplace is a safe, respectful, inclusive environment where people can fully contribute and realise their potential. This policy applies to the Board of Directors, the CEO, Executive Management Team and all employees. This policy commits all to:

- use fair and equitable processes to recruit, retain and promote from a diverse range of people, based on merit and without regard to personal attributes.
- ensure our operational policies, practices, systems and processes are free from bias.
- reduce the opportunity for behaviours such as discrimination, bullying, harassment, vilification, victimisation, and violence to arise in our working environment.
- provide training on the value of diversity within our team and communicating employees' roles and responsibilities under equal opportunity laws and this policy.
- provide processes and procedures to facilitate the resolution of grievances regarding disrespectful or harmful behaviours by employees and reviewing those processes no less than annually.
- provide flexible work options to achieve an effective work-life balance.
- provide training to educate employees about the value of diversity and the expectation that all employees always demonstrate respect and fairness towards each other.
- comply with all laws regarding equal employment opportunity, anti-discrimination and diversity.

Additionally, our organisation has appointed an internal Diversity and Inclusion Ambassador to champion inclusion across the organisation, by providing education and awareness initiatives and working with key staff and leaders to integrate diversity inclusion principles into both internal operations and external engagement.

Looking to the future, recruitment of new team members is key to building our capability, and an important aspect of that is diversity. To highlight our commitment to having a diverse workforce, we have added the below Diversity and Inclusion message to all positions advertised:

"Industry Skills Australia is an Equal Opportunity Employer and is committed to ensuring that our recruitment process is fair, inclusive, free from bias and accessible for all candidates. We strongly encourage applications from all candidates, regardless of age, gender and sexual orientation. We also welcome people from different backgrounds to apply, including Aboriginal and Torres Strait Islander peoples, people from culturally and linguistically diverse (CALD) backgrounds and people with disabilities."

Our recruitment has seen an increase in diversity across the organisation. Gender balance has risen to 47% female, our age diversity has increased in the 21 to 30, and 31 to 40 age brackets. Our staff work in five different Australian states or territories.

Board

In 2023-24, our Board imposed a mandate to improve gender diversity, which resulted in the appointment of two female independent Directors to vacant Board positions in November 2023. Following the resignation of a representative Director in June 2024, an additional female Director was appointed.

The Board also maintains responsibility for implementation of the Diversity and Inclusion Policy through its operations, decision-making and appointments. Potential Director candidates are identified through succession planning activities or via referrals. When vacancies arise, nominees are assessed against the Board Skills Matrix and in line with the Diversity and Inclusion Policy.

Our current Board Skills Matrix can be found at [Appendix 1](#).

As noted earlier, we have seen the appointment of three female Board Directors over the course of the last year, and the Board's commitment to diversity will continue to inform future appointments.

Advisory committees

Each of the advisory committees currently in operation are established through an open and transparent process, seeking membership via a range of means which includes advertisements in national news media and industry journals, use of our existing website and social media channels, e-mail via our existing stakeholder database and sharing through our wider networks.

Nomination for a committee is open to anyone, but to ensure the needs of the JSC Program are being supported, they are assessed against a skills matrix that includes criteria such as experience and skills, location, industry coverage, gender and diversity, and industry/employer association/employee association.

Once all nominations are considered, the potential makeup of the committee is reviewed to assess if there are any gaps present, and a way forward for filling those gaps is sought, which may extend to re-advertising or seeking assistance from our wider network.

As advisory committees are established, it is the responsibility of the available members, under guidance from our Board, to determine its skill gaps and work towards filling identified gaps. In assessing gaps, each committee will be encouraged to do so with consideration to diversity and inclusion principles.

Our committees have been established in accordance with our Diversity and Inclusion Policy and display a balance of diverse backgrounds, including gender, age, background and location. Future movements in Committee membership and the establishment of new Committees, will continue to so in light of our Diversity and Inclusion Policy.

Governance and Risk Management

Our Board is committed to operating in an open and transparent way to ensure the success of the JSC Program by having a suite of governance policies that reflect the structure and goals of the JSC Program, as well as the Company's statutory obligations. Additionally, internal operating policies have been established to enable our staff carry out their duties.

Our operations are supported by:

- **Constitution:** Our constitution meets the requirements of the Australian Securities and Investments Commission, the Australian Charities and Not-for-Profits Commission and is modelled on the template Constitution for Jobs and Skills Councils.
- **Organisational governance policies:** Policies aligned with the overall goals and strategy of the organisation, that are compliant with all applicable laws and regulations, are consistent with the Jobs and Skills Council *Code of Conduct* and the Australian Institute of Company Directors *Not-for-Profit Governance Principles*. This includes policies relating to:
 - the establishment and operations of our Board and its sub-committees.
 - risk identification and management.
 - management of conflict of interest in relation to our Board, Advisory Committees, employees and contractors.
 - statutory policies such as Privacy and Whistleblower.
 - Terms of Reference for our Board and its sub-committees and our established Advisory Committees.

To demonstrate our commitment to openness and transparency, key governance policies are available on our [website](#).

To ensure these key policies are current, they are scheduled for regular review to ensure they respond to any changes to Jobs and Skills Council policy or applicable laws or regulation.

Additionally, our Executive Management Team has responsibility to ensure our operational policies are current, and align with the JSC Program requirements, statutory obligations and reflect best-practice to meet our organisation's goals.

Internally, all policies are available to staff via a managed document library.

It is essential for Jobs and Skills Councils to be aware of the areas of risk that exist which may negatively impact the ability to meet the aims and purposes of the Program.

Each Jobs and Skills Council is in the best position to be actively identifying and responding to risks and can work collaboratively with stakeholders and the Department to manage and take action to mitigate such risks from potential detriment to the Program.


To support our responsibilities for risk management, Industry Skills Australia has a Risk Management Framework in place, which provides an approach to identifying, assessing and managing risk, based on the *Australian/New Zealand International Standard on Risk Management (AS/NZS ISO 31000:2018)*, and is applicable to all aspects of our operations.

The consistent application of the Risk Management Framework across our model and operations, allows for the same process of identifying and assessing risk, and establishes a workflow for determining appropriate management strategies and escalation pathways, ensuring visibility of our risk environment at the required level of management.

Declaration

The below signed Directors declare that Industry Skills Australia's performance as a Jobs and Skills Council, as appointed by the Department of Employment and Workplace Relations, is compliant with the requirements of the JSC Code of Conduct.

Signed: 
Name: Eric Anthony (Tony) Wilks
Position: Director
Date: 22/07/2024

Signed: 
Name: Jonathan Piers Northorpe
Position: Director
Date: 25/07/2024

Appendix 1: Board Skills Matrix

Name of Director	Skills and Knowledge											Independent or Representative (R/I)	State/Territory	Tenure			Industry or Sector Experience	Formal qualifications and professional memberships	Other professional Boards
	Corporate Governance	Leadership	Strategy	Finance and Accounting	Regulatory and Legal	People and Capability	Risk Management	Performance & Evaluation	Industry Knowledge	VET System Knowledge	Workforce Development			0-3yrs	4-9yrs	Over 10yrs			
Eric (Tony) Wilks	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	I	TAS						
Ron Devitt																			
Laurie D'Apice	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓		R	NSW			✓	T&L, Maritime, Aviation, Rail	Post Grad Labour Relations Sydney University	TWU Superannuation Fund, TEACHO
Jon Northorpe	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓		I	VIC			✓	T&L, Aviation	MBA, AICD, Qualified Advisory Board Chair	Chair Aspergers Victoria
Jamie Newlyn	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓		R	SA	✓			Maritime	GAICD, Diploma Business, Cert IV Training & Assessment	Formerly Maritime Superannuation (10 Years)
Anita Kauffmann	✓	✓	✓	✓			✓	✓	✓			I	NSW	✓			Aviation, Education, Finance, Risk Management, Primary Industries	Chartered Accountant - Chartered Accountants Australia & NZ, GAICD, Mediator - Resolution Institute, Bachelor of Commerce - Accounting, Bachelor of Science - Psychology	Hunter New England Local District Health Board (incl Chair Finance and Performance Committee, Office of the Australian Information Commissioner (Audit Committee))
Catherine Baxter	✓	✓	✓	✓		✓	✓	✓	✓			I	VIC	✓			Rail, T&L, Construction	BBus (Accounting), Grad Dip Management, Grad Dip Intermodel Freight Systems Management, MAICD, FCPA, Associate Fellow of ANZ Institute of Managers and Leaders	Rotary Club of Melbourne
Emily McMillan	✓	✓	✓		✓		✓	✓	✓		✓	R	NSW	✓			T&L, Aviation	BA/LLB/BCOM - TWU	
Alex Claassens	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓		R	NSW			✓	Rail	AICD	Australian Mutual Bank, State Super (SAS Trustee Corporation) Transport Heritage NSW



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