

# Diversity Policy for Boards

*(Australian Retirement Trust Board, Committees,  
ART Group Subsidiaries and Investment Entities)*

## Purpose

ART fund members comprise a wide range of backgrounds: different cultures, genders, ages, languages, socio-economic circumstances, life experiences, education, religious beliefs, as well as family and caring responsibilities – people with a broad array of personalities, values, perceptions and attitudes.

Embracing diversity within the ART Group Boards and Committees better reflects the Fund's membership and enables the Board to better understand, and meet, member needs. The ART Board believes in having Boards and Committees with diverse memberships because this is beneficial in bringing a range of perspectives and insights to support good decision making. Advocating diversity, the ART Board also considers that it should role model this practice in setting the tone from the top.

## What is Diversity?

Diversity refers to the differences among people, including but not limited to race, ethnicity, gender, age, sexual orientation, religion, ability, socioeconomic status, and more. A diverse group of people brings a wide range of perspectives, experiences, and ideas to the table, which can enhance creativity, innovation, and problem-solving.

## ART Board & Committees

All appointments to the ART Board are based on merit taking into account skills and experience (outlined in the ART Board Skills Matrix), to ensure that the Fund is overseen prudently and that the Board has the collective competencies to discharge its fiduciary duties in the best interest of members. The ART Board also advocates enhancing diversity without compromising on the calibre of its Directors.

With respect to its membership, the ART Board has adopted a 40:40:20 position for gender diversity (so a minimum of 40% of both men and women, and the remaining 20% of positions may be filled with any gender). Where there is more than one prospective nominee who meets the skills requirements for the Board, (i.e. these people are relevantly of equal merit in this respect), the nominating entity will be encouraged to nominate the person who could assist in meeting the Board's target and aspiration in relation to gender.

The ART Board also promotes the benefits of appointing new Directors:

- who diversify the age representation across the Board's membership;
- who may identify as being Aboriginal and/or Torres Strait Islander;
- whose cultural, language and/or race/ethnicity background is different from the majority of current Directors;
- who may have experienced a different socio-economic up-bringing or environment;
- who may identify as having disability and/or accessibility issues; and
- whose place of residence provides them with a different geographic perspective from the current Directors.

When considering potential director candidates, the Board will stress to its nominating entities, the importance of diversity, as well as any areas where the Board's membership could be enhanced through increased diversity. In the application of this Policy the Board must give primacy to:

- its legal and regulatory obligations; and
- the need to be satisfied that the Directors collectively, and each Director individually, has the appropriate skills, knowledge and experience to discharge their duties as a director of a superannuation trustee company.

In relation to the above items, it is acknowledged that it should be rare that the ART Board could not discharge its duties and be satisfied as to the appropriateness of the skills, knowledge and experience of the Directors while also generally satisfying the requirements of this Policy. The Board will:

- promote diversity as an important strategic and cultural asset to achieve business objectives at the Board level as well as support opportunities to remove barriers to diversity;
- take into account the demographics of the Board's current composition and actively explore opportunities to increase the Board's diversity when considering appointees to vacant Board or Committee positions; and
- engage with appointing stakeholders to encourage succession planning and the nomination of potential candidates that will further diversify the composition of the Board, and endeavours to ensure that there is no intended or unintended discrimination towards or against candidates of particular diversity dimensions.

ART Committees are comprised of ART Directors and therefore the diversity of these memberships will be reflective of the ART Board. In addition to the Committee membership, standing Committee attendees (including Advisors, Management and Consultants), should also be taken into account when considering the diversity aspects of the Committee.

## QInsure Board & Committees

All appointments to the QInsure Board are based on merit to ensure that the company is overseen prudently and that the Board has the collective competencies to properly discharge its duties. The QInsure Board also advocates enhancing diversity without compromising on the calibre of its Directors.

As a wholly owned subsidiary within ART, and with an independent, non-executive group of Directors, the QInsure Board also adopts a 40:40:20 position for gender diversity.

The QInsure Board also promotes the benefits of:

- who diversify the age representation across the Board's membership;
- who may identify as being Aboriginal and/or Torres Strait Islander;
- whose cultural, language and/or race/ethnicity background is different from the majority of current Directors;
- who may have experienced a different socio-economic up-bringing or environment;
- who may identify as having disability and/or accessibility issues; and
- whose place of residence provides them with a different geographic perspective from the current Directors.

When considering potential director candidates, the Board will stress to its nominating entities, the importance of diversity, as well as any areas where the Board's membership could be enhanced through increased diversity. In the application of this Policy the Board must give primacy to:

- its legal and regulatory obligations; and
- the need to be satisfied that the Directors collectively, and each Director individually, has the appropriate skills, knowledge and experience to discharge their duties as a director of a life insurance company.

QInsure Committees are comprised of QInsure Directors and therefore the diversity of these memberships will be reflective of the QInsure Board. In addition to the Committee membership, standing Committee attendees (including Management, the Appointed Actuary and Auditors), should also be taken into account when considering the diversity aspects of the Committee.

## ART Group Subsidiaries (excluding QInsure)

The Boards of ART group subsidiaries (other than QInsure) are comprised of ART Senior Management. Therefore, these Boards will also utilise a 40:40:20 position for gender diversity. Other aspects of diversity will largely be reflective of the ART Inclusion and Belonging Policy which promotes diversity within the business.

## ART Investment Entities

As an institutional investor, ART has, in some situations, the opportunity to appoint Directors to Boards of investment entities and/or asset holding companies. A range of factors may influence the candidate put forward by ART for these positions including, but not limited to, expert knowledge of the asset or industry, other board experience(s), and country of residence (usually with respect to the location of the asset). The circumstances of the particular investment may also need to be considered as ART may be one of many investors and/or investing as part of a consortium.

Appointments to ART's investment entities and/or asset holding companies are addressed in ART's Appointment of Directors to an Investee Company Board Policy. With the above factors in mind, ART will advocate for a 40:40:20 position for gender diversity wherever possible and promote the consideration of other diversification factors when appointments are being considered.

## Risk Management

The ART Board believes that diversity of Board and Committee memberships will be advantageous for risk management by increasing the range of perspectives and insights that support good decision making.

## Related Documents

- Appointment of Directors to an Investee Company Board Policy
- ART Board and Committee Charters
- ART Board Nomination, Appointment, Removal and Renewal Policy
- ART Group Code of Conduct
- ART Inclusion & Belonging Policy
- QInsure Board and Committee Charters
- QInsure Board Appointment, Renewal & Removal Policy

## Approval & Review

This Policy was approved by the Australian Retirement Trust Board on 28 June 2023, and will be reviewed prior to, or at the latest by, 1 December 2025.