

Arrow Surat Community Reference Group

Terms of Reference

1. TITLE

The name of the Committee shall be the *Arrow Surat Community Reference Group (ASCRG)*.

2. PURPOSE

To provide a consultative forum that, with regard to Arrow Energy's development of a coal seam gas resource within its tenements in the Surat Basin, can:

- (1) Effectively identify issues
- (2) Provide feedback
- (3) Consider improvement opportunities and initiatives

3. MEMBERSHIP

3.1 Representatives will be appointed by Arrow Energy. The composition of Committee representation shall be:

- Michelle Zaunbrecher Vice President, External Relations and Tenure Management - Acting, Arrow Energy (Chair)
- Simon Gossmann Groundwater Manager, Arrow Energy
- Liz Edwards Communications and Social Impact Manager, Arrow Energy
- Rita Hassan Community Specialist, Arrow Energy (Secretariat)
- Mayor Paul McVeigh Western Downs Regional Council (WDRC)
- Virginia Wacker Toowoomba Regional Council (TRC)
- John Hughes Department of Resources (DoR)
- Matthew Paull Australian Petroleum Production and Exploration Association (APPEA)
- Jane Walker GasFields Commission Queensland (GFCQ)
- Lee McNicholl Basin Sustainability Alliance (BSA)
- Ian Hayllor AgForce
- Nic Clapham Central Downs Irrigators Limited (CDIL)
- Scott Braund Australian Lot Feeders Association (ALFA)
- Todd Williams Dalby Chamber of Commerce & Industry (DCCI)
- Pat Weir MP Member for Condamine
- Ann Leahy MP Member for Warrego
- Colin Boyce MP Member for Callide

3.2 A quorum of members must be present before a meeting can proceed. At least three (3) Arrow Energy representatives and three (3) other Committee representatives must be present for the meeting to proceed.

3.3 Committee members may nominate a delegate to attend a particular meeting in their absence. The Committee member must nominate the delegate in writing a week in advance of the meeting for the Chairperson's endorsement. The Chairperson will advise the members of the decision prior to the meeting.

3.4 Internal (Arrow) or external subject matter experts may be invited to attend the meetings as required, at the request of the Chairperson on behalf of the committee to provide

advice and assistance where necessary. They have no decision making rights and may be requested to leave the meeting at any time by the Chairperson.

- 3.5 The ASCRG is an advisory group to Arrow Energy, and as such does not hold the authority to make financial decisions without the consent of the Arrow Executive Leadership Team (ELT) and internal processes by which those employees are bound.

While ASCRG decisions will be made by consensus of 75% of members present, Arrow is represented by at least four ELT members, signaling the company's intent that the Committee be used as a primary vehicle to involve, educate and recommend initiatives and opportunities for the improvement in matters which impact relevant communities.

- 3.6 Committee members may be appointed for a period of 12 months. At each year's inaugural meeting, nominations will be called for membership.
- 3.7 Committee members will cease to be a member if they:
- resign from the Committee
 - fail to attend 3 consecutive meetings without providing apologies to the Chairperson
 - resign from their employment, or from the group they represent
 - breach confidentiality
- 3.8 Joint Arrow Surat Community Reference Group and Arrow Intensively Farmed Land meetings may be required where appropriate.

4. VACANT POSITIONS

Any vacant positions will be filled on a casual basis until the term of office has expired.

5. CHAIRPERSON

The Chairperson shall be an Arrow Energy employee, namely Michelle Zaunbrecher, Vice President of External Relations and Tenure Management - Acting. Their responsibilities include:

- scheduling meetings and notifying committee members
- inviting subject matter experts to attend meetings when required by the Committee
- guiding the meeting according to the agenda and time available
- ensuring all discussion items, where relevant, end with a decision or action
- review and approve the draft minutes before distribution

6. SECRETARY

The role of the Secretary is to:

- prepare agendas and issue notices for meetings, and ensure all necessary documents requiring discussion or comment are attached to the agenda
- distribute the Agenda two weeks prior to the meeting
- take notes of proceedings and prepare minutes of meeting
- distribute the minutes to all committee members within four weeks after the meeting and be made available to all staff
- Complete any other administrative duties as directed by the Chairperson

The minutes shall be checked by the Chairperson and accepted by committee members as a true and accurate record at the start of the next meeting.

7. DURATION OF MEETINGS

Meetings shall be held on a Thursday, each quarter (unless otherwise determined by the Chair).

A special or extraordinary meeting may be called by Arrow Energy in consultation with other Committee members.

8. FUNCTIONS

- 8.1 Provide a forum for the open exchange of information between Arrow Energy, Local and State Government representatives, landholder and industry groups and broader community representatives.
- 8.2 Identify and provide regular feedback to Arrow Energy with regard to issues and opportunities relating to the general development of Arrow's coal seam gas resources over its tenements in the Surat Basin, including field and operational activities.
- 8.3 Provide advice to Arrow Energy on community development concerns and opportunities to work with landholders and broader communities in the development of a coal seam gas industry in the region.
- 8.4 Contribute to the development of indicators for monitoring and reporting on Arrow Energy's sustainability performance.

9. LIMITATIONS

The Committee is an advisory board to Arrow Energy. It does not hold decision making powers on behalf of the Company and cannot commit to activities requiring expenditure that must be approved by the Company.

10. AMENDMENTS

The Terms of Reference shall be reviewed annually from the date of approval. They may be altered to meet the current needs of all committee members, by agreement of the majority (75%) of Arrow and Community representatives.

11. PRIVACY

In the spirit of open communication, Members must be allowed the right to express their individual views on a particular matter. The Committee will protect the privacy of individual Member's views, by ensuring that no Member may represent or communicate another Member's opinions from these Committee meetings to an external party.

General updates for communication to other relevant parties, including those groups for which Members represent, will be encouraged as determined by the Committee as part of each meeting Agenda.