

Directors Expense Policy	
<b>Policy Statement</b>	<p>Under the RSL LifeCare Limited (RSLLC) Constitution Directors are entitled to be paid all travelling and other expenses incurred, or to be incurred, in connection with attending meetings of the RSLLC and otherwise in connection with the business of the RSLLC. It is acknowledged by Directors that this right is wide in scope and needs to be constrained, considering the Directors’ duties, RSLLC’s charitable status and purpose, and policies that apply across RSLLC.</p> <p>Directors may, on occasion, incur expenses in connection with their role and responsibilities as Directors of RSLLC. This policy sets out the expense reimbursement protocol which applies to Directors.</p> <p>This policy must be read in conjunction with the relevant management policies and procedures stated to apply to Directors, including the Travel Policy FIN003 (<b>Appendix 1</b>), Expenses Policy FIN005 (<b>Appendix 2</b>) and Expense Guideline FINF005 (<b>Appendix 3</b>)(<b>Management Policies</b>) attached to this policy (as amended from time to time). Where there is any conflict between this policy and those Management Policies, this policy prevails to the extent of the inconsistency.</p>
<b>Purpose</b>	<p>The purpose of this policy is to outline:</p> <ol style="list-style-type: none"> <li>1. when the reimbursement by RSLLC of Director’s expenses will occur;</li> <li>2. the circumstances in which the RSLLC may provide other financial support to directors in connection with the fulfilment of their responsibilities to the RSLLC; and</li> <li>3. the accompanying process.</li> </ol> <p>It is the responsibility of Directors to familiarise themselves with this policy, the Management Policies and to ensure that any reimbursement request complies with those.</p>
<b>Scope</b>	<p>This policy applies to all Directors of RSLLC</p>
<b>Principles</b>	<p><u>Reasonable travel, meeting and other expenses</u></p> <p>The Board typically meets at RSLLC’s corporate headquarters. It is the intention that Directors self-fund travel expenses for routine Board or committee meetings at those headquarters, except for those Directors who reside outside Metropolitan Sydney. Directors are otherwise entitled to have their “out of pocket” expenses reimbursed by RSLLC provided these are:</p> <ol style="list-style-type: none"> <li>1. consistent with the Management Policies;</li> <li>2. reasonable; and</li> <li>3. incurred in connection with:             <ol style="list-style-type: none"> <li>a. the Directors’ attendance at meetings of directors (including Board committee meetings) or general meetings; or</li> <li>b. otherwise in connection with the business of the RSLLC where those expenses have been approved by the Chair (or, in the case of expenses of the Chair, approved by the Chair of the Audit &amp; Risk Committee).</li> </ol> </li> </ol> <p><u>Reimbursement process</u></p> <p>The reimbursement process is as set out in the Management Policies. In relation to the approval function, where the Management Policy refers to approval by a particular manager, in the case of Directors, this reference is to the Chair (or if approval is of Chair’s expenses, to the Chair of the Audit &amp; Risk Committee). An annual report will be provided</p>

**Policy GP14 Director Expense Policy**

Approval Date	18 June 2020	Next Review:	June 2021
Approved by	RSL LifeCare Board	Version:	2
Policy Owner	RSL LifeCare Board	Page:	Page 1 of 2

	by management to the Nominations Committee regarding Director expenses paid so that the Nominations Committee can consider and provide recommendations to the Board regarding the effective operation of this policy.
<b>Other Support</b>	<p><u>Technological Support</u></p> <p>Directors will be provided with access to the IT Help Desk and Diligent help desk to support and guide Directors through any issues they may have using the RSLLC materials made available, at RSLLC's expense. Directors are otherwise expected to attend to and pay for their own technology needs.</p> <p><u>Professional Development and Training</u></p> <p>RSLLC recognises the importance of continuous professional development for its Board (refer to Directors' Professional Development Policy (GP 10)) to ensure its Board maintains and develops the relevant skills and capabilities to discharge their duties and responsibilities to RSLLC and its customers.</p> <p>Directors will be expected to self-fund development and membership fees for training and development external to RSLLC. However, in the case of aged care, retirement living, or veteran services industry-specific development to assist Directors to discharge their functions in connection with the business of the RSLLC, RSLLC will pay reimbursement of reasonable attendance fees and travelling fees for attending seminars or conferences within Australia applicable specifically to the duties as a Director of RSLLC, providing this is limited to 1 conference per year (subject otherwise to compliance with the Management Policies). Directors are requested to consult with the Chair regarding the suitability of training courses, seminars and conferences before incurring relevant fees, where it is practicable to do so.</p> <p>Directors are trusted to apply a "common sense" approach to the reimbursement of these expenses, particularly where they are sitting on more than one Board and their expenses may be reasonably apportioned across more than one entity.</p>
<b>Related Documents and References (internal &amp; external)</b>	<ol style="list-style-type: none"> <li>1. Directors Professional Development Policy (GP 10)</li> <li>2. RSLLC Travel Policy (FIN003)</li> <li>3. RSLLC Expenses Policy (FIN005)</li> <li>4. RSLLC Expense Guideline (FINF005)</li> <li>5. ACNC Guidance Paper: Remunerating charity board members - Information for charities about paying responsible persons for their duties (Released: July 2017)</li> <li>6. ACNC Guidance Paper: Charities and Administration Costs</li> <li>7. RSLLC Constitution, including cl 12 (director remuneration)</li> </ol>

**Appendix 1** Travel Policy FIN003

**Appendix 2** Expenses Policy FIN005

**Appendix 3** Expense Guideline FINF005

<b>Policy</b>	<b>GP14 Director Expense Policy</b>		
Approval Date	18 June 2020	Next Review:	June 2021
Approved by	RSL LifeCare Board	Version:	1
Policy Owner	RSL LifeCare Board	Page:	Page 2 of 2