



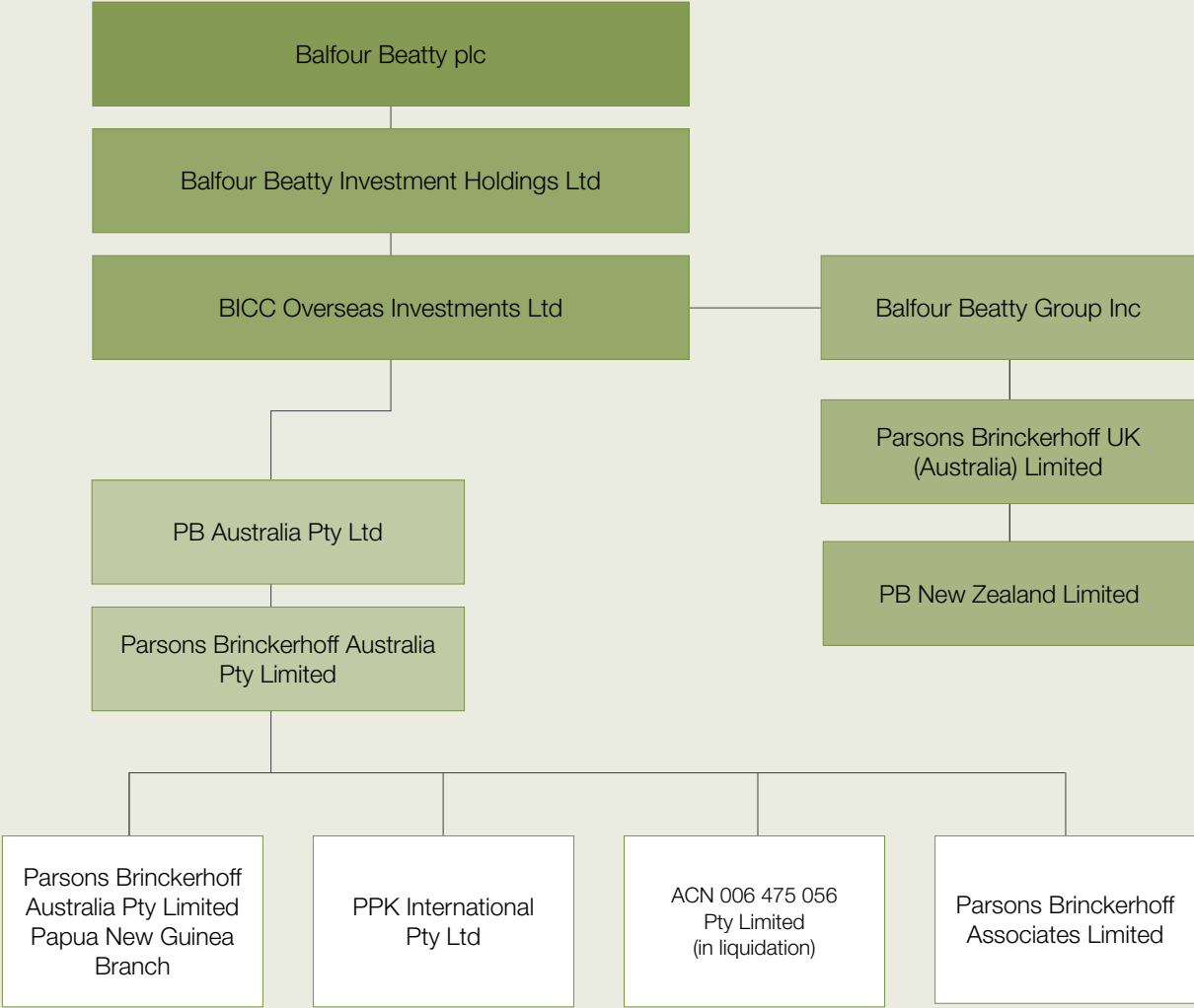
# Governance



Heritage image: PB Partners, 1956. William H. Bruce Jr, John Bickel, Rush F. Ziegenfelder, Maurice N. Quade, Walter S. Douglas and Alfred Hedefine.  
Future image: Underpinning our corporate governance is our strong connection to our values and ethics. We believe that operating to this ethos has been the basis for PB's growth which has endured to this day. (L) Aaron Yuan, Structural Engineer and Nandor Kaity, Senior Structural Drafter (R) from PB.

PB A–P is a subsidiary of the New York-based global company Parsons Brinckerhoff Inc. This report is concerned only with the A–P operations and therefore discussion of governance is limited to this jurisdiction.

**Company organisation chart for the reporting year 2010**



## Advisory Council

### Advisory Council 2010

To provide direction and advice from outside the organisation, the managing director is counselled by an independent advisory panel. The A–P Advisory Council operates under a strict Code of Conduct to ensure it fulfils its duties in a lawful and professional manner and with the utmost integrity and objectivity. It meets approximately five times a year and has a strategic rather than an operational focus.

Each year the Advisory Council reviews its relevance to PB, its performance, and how it can contribute further to PB's strategic direction.

### Future Advisory Council

From 2011, the Advisory Council will transition to become the AAPSA Advisory Council, reporting to Stuart Glenn as chief operating officer and president of that region. David James, former managing director of Balfour Beatty Management, and Bruce Johninke were appointed to the Council. Dennis Brockenshire retired from the Council and was appointed to the emeritus program to continue his role as strategic adviser to PB, with a focus on the Victorian region.



**The Hon John Sharp**

Chair, Advisory Council,  
Parsons Brinckerhoff A–P

John is originally from a farming and business background. In 1984, he was elected to the federal House of Representatives, where he served for 14 years. For most of 1987–1997, he served on the federal coalition's front bench as Shadow Minister, and later as Minister for Transport and Regional Development. He was a member of Shadow Cabinet then the Cabinet from 1989 to 1997.

John is well known and respected for his role in promoting aviation safety and was responsible for numerous reforms within that sector, including a complete rewrite of the aviation regulations. Following his retirement from Parliament, John established his own transport consulting company, Thenford Consulting. John has served as a director of a number of companies and is involved in various voluntary organisations.



**Bronwyn Morris**

Advisory Council Member,  
Parsons Brinckerhoff A–P

Bronwyn is a professional non-executive director whose portfolio spans a broad range of industries. A chartered accountant, she was the first female partner of KPMG in Queensland and the first female appointed to the Queensland State Council of the Institute of Chartered Accountants in Australia. She later chaired that council and served on the National Council of the Institute.

From July 1999 to June 2006, Bronwyn was chair of Queensland Rail. She also served as a director of Colorado Group Limited from November 1999 to February 2007. She is a former director of Stanwell Corporation Limited, Brisbane Marketing Pty Ltd, the Office of Economic Development for the City of Brisbane Limited, and the Queensland Office of Financial Supervision. Bronwyn is also a former Councillor, Bond University.



**Paul Dowd**

Advisory Council Member,  
Parsons Brinckerhoff A–P

Paul, a mining engineer, was the Vice President of Newmont Australian & New Zealand Operations and Managing Director of Newmont Australia Ltd. He has extensive experience in the mining industry that spans more than four decades and includes executive director responsibilities over several years. He served as the head of the Victorian Mines and Petroleum departments in the Kennett government. He was formerly a Director of the Minerals Council of Australia and the Australian Gold Council.



**Don Horsell**

Advisory Council Member,  
Parsons Brinckerhoff A–P

Don joined PG Pak-Poy & Associates (now Parsons Brinckerhoff) in 1966 and retired from full-time employment in 2001 to continue as a consultant. He was appointed to the Advisory Council in 2007. He has over 40 years of management and technical experience, including as Associate Director and Operations Manager for Pak-Poy & Kneebone in Australia and overseas (1980–1986), Executive Director to the Board of Pak-Poy & Kneebone Pty Ltd and Group Operations Director (1986–1989) and, following a restructure, Regional Manager of South Australia, Northern Territory and Western Australia (1989–2001).

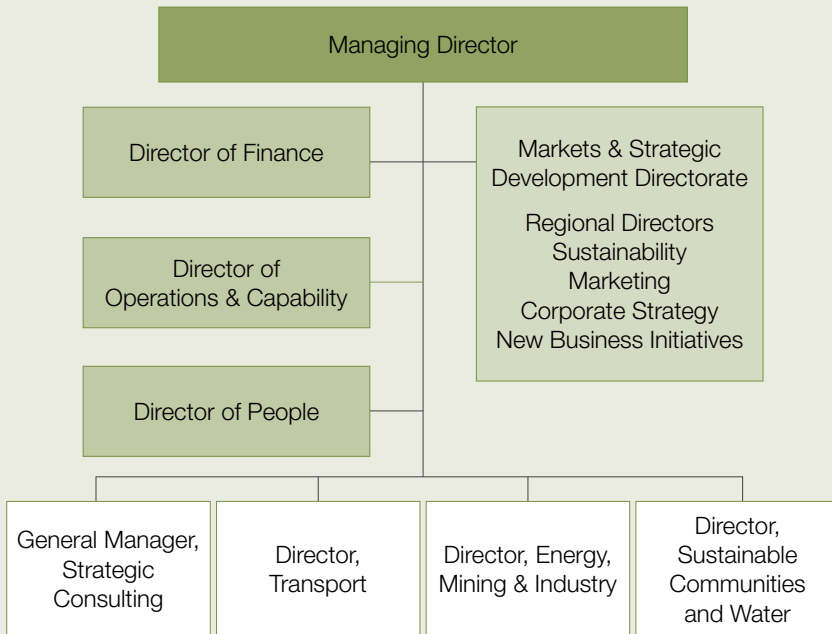


**Dr Dennis Brockenshire**

Advisory Council Member,  
Parsons Brinckerhoff A–P

Dennis has extensive experience with directorships, governance, executive management, professional engineering and academia. His experience includes 13 years as Managing Director and CEO of Barwon Water, a \$110 million turnover Statutory Authority providing water services through \$1 billion in assets to a region of 8,100 km<sup>2</sup>. He also has 15 years Senior Management experience in the energy sector and 15 years as a professional engineer in the electricity supply industry, including the construction, operation and maintenance of high voltage power grids; sub transmission and distribution energy supply; system development and control; system protection; new customer connections; industrial customer supply; cogeneration; and public lighting.

# Directorate



The highest governance body within the PB A–P region is the directorate, consisting of directors from each of the three business groups, the director of people, the director of finance, the director of operations and capability, the director of sustainability, the regional directors and the A–P managing director who chairs the directorate.

Informing the directorate are committees for:

- people and culture
- clients and delivery
- financial and operational performance.

These committees link directly with the PB A–P strategic plan.

Across our corporate governance structure, we abide by our values and ethics.

Subcommittees operate providing specific areas of expertise, such as the remuneration committee which sits under the financial and operational performance committee.

Employees have the opportunity to raise issues with the directorate through contact with their directors or managers.

There is regular communication with all staff through:

- a weekly e-newsletter
- articles posted on our intranet site
- a corporate-wide monthly PowerPoint presentation delivered by the regional director or, in smaller offices, the local office manager
- PB Notes via email and hard copy.

In October 2010, to coincide with PB celebrating 125 years of operation, the managing director made a presentation to staff on the history of PB. This presentation included information regarding the company’s earliest beginnings in New York led by Parsons, and the many entities and merges that make up PB in Australia and New Zealand. In December 2010, the regional directors delivered presentations in their local offices on the year in review and the strategy for 2011. The presentations provided the opportunity for staff to ask questions of the leaders in PB.

# Managing Director



**Dr Jim Mantle**  
Managing Director

Jim’s focus is to deliver value to our clients and develop staff to their full potential.

Jim has over 20 years of project delivery and leadership experience. He has assisted in delivering exceptional results for government and industry clients across a broad range of infrastructure and environmental engineering projects, including Airport Link, Tullamarine-Calder Interchange Alliance and the M1 West Gate Freeway Alliance.

Previously at PB, Jim was director of operations and led the Victorian arm for over 15 years, growing the practice from a project ‘start-up’ operation to more than 250 staff.

Jim is Chair of the Board of Engineering Aid Australia, a registered charity that aims to grow the number of Indigenous engineers in our community.



## Business Group Directors



### **Mark Keogh**

Director  
Transport

Mark's key focus is on all operational and business development aspects of PB's transport group and the accelerated capability development of this business.

Mark's professional consulting specialities include project director and manager of multidisciplinary project development commissions, environmental impact assessments, strategic and statutory planning studies, strategic communications advice, policy development and environmental management reports.

Mark has previously fulfilled the roles of PB's NSW Environment and Planning Executive, PB's NSW Infrastructure Executive, Director of National Delivery and Director of National Services.



### **Roger Pattison**

Director  
Energy, Mining and Industry

Roger brings 15 years of hands-on engineering experience in mining, transport, water and urban development to his position, and a further 10 years experience managing complex multidisciplinary studies and projects. He has been at the forefront of some of Queensland's most notable engineering projects, including the Rolleston Coal Project, Dawson Valley Project, Tugun Bypass Planning Alliance, Port of Brisbane Motorway, Future Port Expansion Seawall Alliance, Tarong Alliance, North-South Bypass Tunnel, Lake Lindsay, Airport Link and the Coal Stream Alliance — Jilalan.

In his previous role as Regional Director for PB Queensland, Roger led a values implementation program that encouraged and supported staff in achieving excellence in all aspects of their working life. Roger is a member of Griffith University's Industry Advisory Panel for Environmental Engineering, and is active in a range of professional associations.



### **Dr David Adams**

Director  
Sustainable Communities and Water

David was appointed to the role in June 2009, when PB moved to a markets-aligned business model. In his leadership role, David oversees water, buildings, civil, government services, environment and planning.

David has helped develop sustainable outcomes for complex projects for a wide range of our transport, energy, mining, industry, sustainable communities and water clients.

## Regional Directors



**Dr David Cruickshanks-Boyd**

Regional Director  
South Australia

David is responsible for developing and maintaining strategic client relationships for PB in South Australia. Since 2002, he has led PB through an aggressive growth phase to the point where the firm now delivers many of South Australia's most significant infrastructure projects. He is an advocate for alternative project delivery methods, and has an excellent understanding of the benefits of modern alliancing approaches and delivery models.

David is the former deputy chair of South Australia's Environment Protection Authority, and was actively involved with the State of the Environment Report in late 2003. A Fellow of Engineers Australia and a member of the Engineers Australia, South Australian Division Committee, he is also on the Board of Austraining International.



**Paul Reed**

Regional Director  
Western Australia

Paul has over 30 years experience as a consulting engineer, primarily in Western Australia but also in consulting firms with national and international operations. He is currently the President of Consult Australia, a Fellow of Engineers Australia and a Fellow of the Chartered Institute of Logistics and Transport.

During his career, Paul has worked within consulting organisations to set and lead the implementation of strategic directions for the business. He has prepared and administered contracts across the industry, including for consulting, design and construct, alliance, procurement and construction projects. His consultancy experience encompasses the design of major road and rail infrastructure, solid waste management and disposal, contaminated land assessments, development and implementation of clean-up strategies, planning for marine infrastructure and associated industrial sites, community consultation programs, and term consultancy contracts for government agencies.



**John Theodoulou**

Regional Director  
Victoria

John has more than 29 years experience in engineering, marketing and business management in consulting services firms and the construction sector. His skills include business unit management, business development, strategic planning, design management and financial analysis. His career spans project and design work in buildings, bridges, maritime structures, oil and gas, and the industrial sector.

John is responsible for optimising the total outcomes for PB in Victoria, ensuring collaboration across all areas of the business, providing strategic and long-term focus, and developing and delivering capabilities and processes that meet clients' needs.



**David Stuart-Watt**

Regional Director  
New South Wales and  
Australian Capital Territory

David was educated in Australia and France and holds Bachelors and Masters degrees in Engineering, and a Master of Business Administration. He is a Fellow of the Institute of Engineers Australia and a Member of the Australian Institute of Company Directors.

Before joining PB, David was the Director of Licensing, Registration and Freight with the NSW Roads and Traffic Authority (RTA), as well as a Director of ARRB Group, Transport Certification Australia and the former Tow Truck Authority of NSW.

For 25 years, David held a variety of positions with the Department of Main Roads and then the RTA before joining local government in London, England. In 1995, David returned to the RTA as a Director, and from 1999 was RTA's Director of Client Services. David has held senior executive roles for the past 15 years, and has over 30 years experience in infrastructure, regulation, traffic and transport.



**Denis Cook**

Regional Director  
Queensland

Denis applies more than 40 years experience in engineering and project management to lead a regional strategy based on high performance and a client-focused culture. He is responsible for engaging with our Brand clients in Queensland and working with the business groups to strengthen the organisational culture.

While Denis holds qualifications in civil engineering, specialising in estuarine and coastal processes, for the past 20 years his focus has been on strategic planning and the early stages of project development. Prior to working with PB, Denis was the Deputy Coordinator-General for the Queensland Government, providing strategic leadership to the State's economic development and infrastructure initiatives. He was awarded the Public Service Medal in the 2006 Queen's Birthday Honours for outstanding public service and leadership in the planning, development and delivery of major infrastructure throughout Queensland. Denis is a Fellow of Engineers Australia, and a Member of the Australian Institute of Company Directors.

Denis replaced Michael Kerry as the Regional Director, Queensland during 2010.



**Derek McCoy**

Regional Director  
New Zealand

Based in Auckland, Derek has 30 years experience in infrastructure engineering in the United Kingdom, South Africa and New Zealand. During his career he has developed special competence in commercial management, negotiation of infrastructure contracts, planning consents and associated legal agreements, management of transportation, development and multidiscipline engineering projects.

Derek has developed strong working relationships within the New Zealand Government's transport delivery organisation, and within major New Zealand contracting organisations. Since his appointment in early 2010, Derek's local knowledge and experience has been a great asset as he focuses his efforts on guiding PB's strategic growth across all sectors.

He joined PB after a successful consulting career in New Zealand, as well as various UK-based consultancies.

## Shared Service Directors



**Shaun Nugent**  
Director of Operations  
and Capability

As Director for Operations and Capability, Shaun has been instrumental in the growth and continued prosperity of the business groups within Australia and New Zealand.

He brings to his position 21 years of hands-on engineering experience in civil infrastructure, structural, materials handling, coastal, ocean and systems engineering. He has extensive experience in the design and delivery of power and industrial sector projects that require multidisciplinary teams, and has taken a number of these projects from inception to full operation, guiding them through the feasibility study stage, permitting, design and construction.

Shaun has been involved in some of our most notable engineering projects as a member of alliance leadership teams and project boards. He has collaborated with clients and project members to determine strategy, stimulate innovation and ensure projects meet and exceed their key performance indicators. He has been a part of the senior management teams for the Rolleston Coal Project, Dawson Valley Project, Tarong Alliance, North-South Bypass Tunnel, Lake Lindsay, Airport Link and the Coal Stream Alliance — Jilalan.



**Deborah Burt**  
Director of People

Deborah is the steward of PB's people management strategy, which aims to ensure every staff member can realise their potential while helping to achieve the company's priorities and goals. In her role, she offers a wide range of business skills in change management, negotiation, and learning and development. These are further coupled with project management, financial acumen and leadership skills.

Deborah has over 30 years HR experience, most recently as a freelance HR consultant providing services in human resource management, mediation and corporate sustainability. Prior to this, she was with Zurich Financial Services Australia, where she worked for more than six years as Head of HR and for six months as Acting Chief Information Officer. She is a member of the Australian Institute of Company Directors, holds a Bachelor of Economics (Hons) and is currently studying for a Masters in Environmental Management.

Deborah replaced Sylvie Vanasse as the Director of People during 2010.



**Darren Bilborough**  
Director of Sustainability

Darren has been responsible for the development of policy and strategy to position PB as the leading consulting firm in the delivery of sustainable infrastructure solutions in the Australasia region. He has also been responsible for crafting PB's Sustainability Principles, Climate Change Policy and Corporate Social Responsibility program, and has developed a consulting, research and educational alliance with Curtin University's Sustainability Policy Unit headed by Professor Peter Newman.

Darren has been at the forefront of sustainable development issues in the built environment: as inaugural Chair of the Sustainable Development Committee for the SA Division of the Property Council of Australia; on the SA Premier's Round Table on Sustainability; and as Chair of both the Sustainable Settlements Subcommittee of the Round Table and the building sector working group for the SA Greenhouse Strategy 'Tackling Climate Change', released in May 2007.

Darren serves on the National Council of Directors of Environment Business Australia and as a specialist member on the SA Development Assessment Commission.



**Peter Hiley**

Director of Finance

Peter is a seasoned Financial Officer with over 30 years of experience. He has strong expertise in leading finance and IT functions, with specific experience in financial and risk management, project profitability, identifying profit drivers and cost reduction strategies.

Immediately before joining PB, Peter was a financial consultant, then manager for Grant Thornton, Gray Perkins and Blake Dawson Waldron. His experience includes roles as Chief Financial Officer (Asia-Pacific) for Deacons Lawyers, and as the National Business Director and Controller of Ernst & Young (Asia-Pacific). Peter initially trained as an auditor with Coopers & Lybrand.

**Remuneration**

Senior staff are eligible for an annual bonus, based on the financial performance of the company and in relation to identified key responsibility areas and performance indicators. These indicators range across the areas of values, people and culture, clients and delivery, and finance and operations, and are a means of assessing the performance of the directorate.

The three components to the scheme are:

- A–P key performance indicators (KPIs): A one-in-all-in notion of shared responsibility for our achievements against our company key result areas and strategy
- business unit function KPIs — evaluated against business unit or functional targets
- individual KPIs — tied to the annual performance review program, RYP.

The system is open and transparent and drives alignment between individual, team and corporate goals. Everyone in the scheme is given feedback on their individual performance and on the company as whole. The scheme also contains a discretionary bonus clause for staff who sit outside the bonus plan but are identified by management as deserving of recognition.