

Information Pack

MTC Australia Limited
Independent Audit, Investment
and Risk Committee Member

June 2024

PRIVATE & CONFIDENTIAL



Context

Established in 1989 in Sydney, MTC Australia (MTC) is a social enterprise focused on helping individuals overcome barriers to meaningful employment. Each year, MTC supports over 20,000 people across NSW and QLD through a variety of programs, including employment services, vocational training, and youth programs. Their services are designed to build skills, confidence, and resilience, ensuring that participants can achieve their career and personal goals. MTC also provides comprehensive support services, such as allied health and financial assistance, to address the overall wellbeing of their clients.

With over 30 years of experience, MTC Australia aims to create a society where everyone has the means and motivation to build a fulfilling life. They work closely with the community and referring partners to offer personalised support, whether it's through helping individuals find employment, learn new skills, or start their own business. MTC's commitment to social impact is reflected in their reinvestment of surplus funds into initiatives that align with their mission of empowering disadvantaged Australians.

MTC Australia's Board of Directors is currently comprised of five non-executive directors who bring impeccable business leadership, transformation, clinical governance, brand, digital and technology, and financial and commercial experience. The Board are now seeking to appoint an independent member to their Audit, Investment & Risk Committee.



MTC Australia - Context

History

MTC was established in 1989 in the Sydney suburb of Marrickville by a team of just three. The name MTC represented the original focus of the new social enterprise: Marrickville Community Training Centre. With a clear vision to shape a society where everyone has the means and motivation to create a life of their choosing, the initial purpose of the organisation, to assist the most disadvantaged, has grown to support people from all backgrounds who want to improve their employment skills and prospects.

Through the delivery of high impact federal and state government-funded employment, training and youth programs, around 20,000 people a year are supported to gain skills for employment and entrepreneurship, build self-worth, and enable possibilities for transformative change. With its head office still in Marrickville, today MTC Australia has grown to over 43 locations and more than 470 employees across NSW and Qld, and gives people the inspiration, capability and opportunity to create a fulfilling life. The organisation has had operations in Melbourne and Adelaide historically and aspires to become a national coverage provider again in the future.

MTC currently delivers several programs such as Skills for Education and Employment (SEE), Workforce Australia, Disability Employment Services (DES), Self-Employment Assistance (SEA), Career Transition Assistance (CTA), Smart, Skilled and Hired, nationally accredited VET training courses, youth programs Opportunity Hub, Student Wellbeing and NDIS services such as School Leaver Employment Supports (SLES).

Beliefs & approach

MTC Australia believes in empowering individuals to create fulfilling lives through education, employment, and community programs. The approach is centered on:

- Delivering high-impact federal and state government-funded programs.
- Supporting individuals from disadvantaged backgrounds.
- Providing skills development, self-worth building, and transformative opportunities.
- Maintaining a values-driven culture of empathy, innovation, collaboration, and achievement.

Vision & Mission

Vision: To shape a society where everyone has the means and motivation to create a life of their choosing.

Their Mission is to provide direct relief to long-term unemployed, marginalised or disadvantaged individuals by offering:

- Assistance and support in finding and maintaining employment.
- Pre-employment training and life skills education.
- Programs to reduce barriers to employment, such as improving school attendance, self-confidence, and social interactions.
- Support services for those unable to obtain or maintain employment, including self-employment opportunities, business development, and family support.

Values



- MTC Australia's core values are:
 - **Empathy:** Understanding and addressing the needs of the community.
 - **Innovation:** Continuously improving and finding new ways to support clients.
 - **Collaboration:** Working together with stakeholders to achieve common goals.
 - **Achievement:** Empowering individuals to achieve remarkable outcomes.

Strategic Overview

Current State 2023

- Reputable provider with high-quality services
- Expertise in education, training, employment, and social impact
- Strong track record of customer satisfaction
- Extensive stakeholder network
- Adaptive to emerging trends and social needs
- Focus on CALD community, disabilities, and mature age individuals

Strategic Environment

- Changing policies, funding, and economic conditions
- Shifting workforce dynamics, including future of work and talent scarcity
- Rapid technological advancements, including AI
- Generational expectations and demographic shifts
- Increasing importance of sustainability and environmental practices
- Market competition and funding landscape
- Government tender volatility
- Stakeholder expectations and technology-driven customer demands

Transition Strategy

Business Strategy Enablers

- People, Culture & EVP
- Technology, Data & Insights
- Brand & CVP
- Facilities & Finance

Strategic Focus Areas

1. Attain growth and excellence in our core services
2. Diversify our service offering to grow our impact
3. Evolve our service delivery to prepare people for the Jobs of the Future
4. Establish ourselves as a trusted provider in social impact and service innovation
5. Enhance our skilled and diverse workforce and foster a strong values-aligned culture
6. Leverage emerging technologies and data insights to improve our service delivery
7. Deliver financial performance that ensures our sustainability and investment into social impact initiatives and the business

Future State 2026

- Leading and innovative provider in education, training, employment services, disabilities services, and mentoring.
- Focus on preparing individuals for future jobs through essential skills, progressive placement strategies, and innovative technologies.
- Trusted provider driving positive social change, addressing community needs, and promoting inclusivity.
- Financially sustainable growth with strategic investments for expanded resources and enhanced services.
- Values-aligned workforce culture fostering collaboration, innovation, continuous learning, and growth opportunities.
- Attracting and retaining top talent dedicated to MTC's purpose.
- Making a lasting impact on individuals, communities, and society as a whole.

Current Board



Rob Campbell - Chair

With over 30 years' experience, Rob has specialised in business consolidation, growth, and transformational change across the public, private, and not-for-profit sectors. Rob has led and consulted in organisations such as Australia Post, AlcatelLucent, Macquarie Bank, Mission Australia and Uniting. Within the not-for-profit sector, Rob has significant experience providing strategic direction in workforce participation, social and community housing, and community services for marginalised Australians.



Michael Broadhead – Non-Executive Director

Michael has more than 20 years' experience in brand, digital strategy, design, and communications. He is a trustee of CEDA (Committee for the Economic Development of Australia) and a member of the Australian Institute of Company Directors (AICD). Michael has global and regional experience with large multinationals and start-ups in Australia, the US, Singapore and China, and has also worked with Federal, NSW and Queensland Government agencies including the Dept of Prime Minister and Cabinet.



Nick Spooner - Non-Executive Director

With two decades of experience, Nick is a preeminent authority on leading and operating digital and technology businesses. Nick has sat at the forefront of managing digital transformational change and has led several companies in this space. Nick is a proven executive with a career spanning global consulting firms, PwC (SE Asia & Aus) and Accenture (UK & Aus), and senior industry positions at SingTel, Optus, ninemsn, Network Ten and Salmat Digital. He's also experienced as a board member, having served as Chair of Youth Off The Streets and the Interactive Advertising Bureau (IAB)



Linda Justin – Non-Executive Director

Linda has extensive senior management experience across the health and human services sectors, achieving operational excellence through collaboration, innovative thinking and a focus on customer-centricity. She has worked with boards, executives and front-line staff on transformation projects across a range of national and international organisations, such as KPMG, Uniting and Aruma. Linda is also a member of the HammondCare Board and an external member of St Vincent's Health Australia.



Robyn Milner– Non-Executive Director

Robyn is a senior executive with 30 years of experience in financial and commercial management. Specialising in interim CFO roles, financial management consulting, and leading business transformation initiatives, Robyn has a proven record of achieving substantial profit growth for businesses in a range of diverse industries across Australia and Asia. Robyn is a Fellow of Chartered Accountants (Australia and New Zealand) and a trusted adviser to Boards, CEOs, and Senior Management with experience participating in Board and Finance, Audit and Risk Committee meetings for various ASX listed companies and large NFPs.

MTC Australia - CEO

Rob Marshall



- Rob has more than 18 years' experience leading teams in the delivery of business technology solutions, transformation programs, and architectural strategies across a range of industries.
- Before starting with MTC Australia, Rob worked with multinational retail companies on large-scale transformation programs across ERP, logistics, supply chain, eCommerce, CRM and digital marketing. While working within the global supply chain industry, Rob headed up the development of logistics technology solutions for major clients Apple, Samsung, Dell, Microsoft and HP.
- Rob joined MTC 2018 as the Chief Information Officer. In June 2022, Rob was promoted into the role of Chief Operating Officer, and then CEO in August 2022. Rob has brought new energy into MTC, as well as investment into marketing, brand and communications. Changes have been made to the organisation's culture with the creation of a feedback system used to action change and to continuously further improve culture.
- Rob is a member of the Australian Institute of Company Directors (AICD) and holds a Bachelor of E-Commerce Engineering from The University of Sydney.



Governance

Structure

MTC is a Social Enterprise. As a not-for-profit organisation with PBI status, MTC Australia has a values-driven culture that employees can align with. MTC has delivered surpluses for the last few years which has generated a positive cash balance to invest responsibly by growing the business in key strategic areas such as continuing to upgrade technology, expand its geographical footprint and build capacity to deliver new programmes consistent with its purpose. The company's income is around \$55-\$60 million per annum.

MTC Recruitment Ltd provides specialist recruitment services and is a wholly owned subsidiary of MTC Australia Ltd with its own Board, and annual revenues around \$10 million. The AIRC has oversight of MTC Australia Ltd and MTC Recruitment Ltd.

MTC is in the process of changing its Board Committee structure (and subsequently the Board Charter is being updated to accommodate these changes). Recently, the Audit and Risk Committee combined with the Investment Committee, and the Board is currently forming a Culture and Customer Committee. In time, it is likely that Finance will be added to the Audit, Investment and Risk Committee.

Composition

The Board consists of up to nine members (with a minimum of four Directors) with diverse skills in employment placement, financial management, marketing, governance and strategy.

The Audit, Investment and Risk Committee (AIRC) will comprise of at least two (2) non-executive directors of the MTCAL Board and these members are currently Robyn Milner, AIRC Chair, and Nick Spooner. AIRC membership can be supplemented with one or more ex-officio members who are not otherwise associated with and are independent of MTC.

Tenure

Board members serve a term of three years, renewable for up to three terms (nine years total). Committee Members serve an initial three-year term, with the maximum of two additional three-year terms allowed.

Committee Meetings

The AIRC meet at least four times in a calendar year as determined by the Chair of the AIRC. AIRC meetings are generally held at MTC Australia's Marrickville offices.

Meeting Dates

Dates of the AIRC meetings are usually held in February, May, August and October. The remaining dates for this year are as follows:

- Wednesday 14 August 2024: 10am to 1.30pm
- Wednesday 30 October 2024: 10am to 1.30pm



Remuneration

Remuneration for a member of the AIRC is \$10,000 per annum.

The opportunity – Independent Audit, Investment and Risk Committee Member

The primary aims of this position are to collectively govern with other Committee Members to:

- **External Audit:** Recommend the appointment, retention, and termination of the external auditor. Review and approve the external auditor's audit plan and approach. Monitor the external auditor's findings and management responses .
- **Internal Audit:** Approve the establishment and retention of the internal auditor. Review the internal auditor's annual audit plan and findings. Monitor management's actions and timelines in response to internal audit findings .
- **Financial Reporting:** Review proposed annual financial statements and management representations. Assess compliance with accounting standards and regulatory requirements. Monitor management's response to auditor management letters.
- **Risk Management:** Review and recommend the Risk Management Policy and Risk Appetite Statement. Assess the effectiveness of the Enterprise Risk Management (ERM) system. Oversee risk ownership and internal control environment. Monitor IT security, business continuity, and ethical standards. Review insurances and claims.
- **Compliance:** Review management's actions on legal, regulatory, and contractual compliance. Ensure maintenance of certifications and quality standards. Monitor compliance with the values, code of conduct, and handling of fraud and whistleblower allegations.
- **Investments:** Review and recommend the Investment Policy and Objectives. Assess external advisers for investment management. Monitor investment portfolio performance and compliance with policies . Assess proposals for investment in key projects.

Duties and expectations of Committee Members:

- **Meeting Attendance:** Attend every AIRC meeting and participate in discussions. Prepare for meetings by reviewing agendas and supporting papers distributed in advance. Respond to any circular resolutions or out-of-meeting approvals sought promptly.
- **Independence and Judgment:** Maintain independence and exercise unbiased judgment in all committee matters. Declare any conflicts of interest and excuse oneself from discussions where conflicts exist.
- **Confidentiality and Integrity:** Treat all AIRC meetings and discussions as confidential. Adhere to all MTC policies and act in good faith and in the best interests of MTC.
- **Ongoing Education:** Engage in continuous learning to stay informed about accounting principles, risk management, and compliance matters. Participate in induction programs and educational opportunities provided by MTC.
- **Reporting and Communication:** If requested, report to the Board on relevant matters and recommendations from AIRC meetings. Ensure significant issues of non-compliance or risk are promptly communicated to the Board Chair and AIRC Chair .



Key selection criteria – Independent Audit, Investment and Risk Committee Member

Attributes and experience:

- **Independence:** Must be free from any relationship that might interfere with independent judgment.
- **Commitment:** Strong commitment to the vision and purposes of MTC.
- **Confidentiality:** Ability to maintain the confidentiality of all AIRC meetings and discussions.
- **Ethical Standards:** Adherence to high ethical standards and the values of MTC
- **Financial Literacy:** Sufficient financial literacy and familiarity with risk and compliance matters.
- **Audit Experience:** Experience or expertise in accounting, auditing, and financial management.
- **Risk Management:** Familiarity with the activities of MTC and understanding of risk management frameworks and internal controls.
- **Governance Experience:** Experience in board governance and strategy.
- **Investment Experience:** Experience or expertise in investment products and investment management.
- **Industry Knowledge:** Knowledge of government networks, particularly government funding. Experience in the employment placement, disability or training sectors, especially with disadvantaged or long-term unemployed individuals highly regarded.



Plus exhibit:

- **Educational Background:** Continuous education on accounting principles, investment topics, and developments in risk and compliance matters.
- **Professional Development:** Engage in induction programs and ongoing educational opportunities provided by MTC

Qualifications:

- Relevant tertiary qualifications in Commerce/Finance
- Ideally CA/CPA qualified.
- Membership of Governance Institute of Australia or Australian Institute of Company Directors highly regarded.

Other requirements:

- Ability to obtain a Working with Children Check and Police Check

Further information

MTC Australia Website

<http://www.mtcaustralia.com.au>

MTC Recruitment Website

<http://www.mtcrecruitment.com.au>

ACNC (including annual audited financial statements)

<https://www.acnc.gov.au/charity/charities/8e0f7305-2caf-e811-a962-000d3ad24a0d/profile>

Annual Report

[MTCAL Annual Report 22-23.pdf](#)

MTC Australia Constitution

[MTC Australia Limited Constitution March 2021.pdf](#)

MTC Board Audit, Investment and Risk Committee
Charter

[AIRC Charter 2023.pdf](#)

MTC Board Charter

[MTCAL Board Charter April 2021.pdf](#)

MTC's Employee Value Proposition

<https://www.youtube.com/watch?v=zsWIWVrHH3k>



For more information



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