

## **Corporate Express Australia Limited**

### **Business Information Systems (BIS) Committee Charter**

#### **1.0 OVERALL OBJECTIVES OF THE COMMITTEE**

**1.1 The primary objective of the Committee is to ensure that Information Systems (“IS”) governance is addressed in a structured manner and that the Board has the information it needs to make informed Information Technology (“IT”) decisions that are essential to the Company achieving its overall IT objectives which are;**

- a. Ensuring the continued operation of IT systems and functions;**
- b. The delivery of IT Components of projects (including compliance with architectures, unit cost of delivery and the quality of the build)**
- c. Maintenance of quality of the current and future architectures**
- d. Ensuring alignment of IT and the Business**
- e. Effective and efficient sourcing and use of IT resources**
- f. The identification and mitigation of IT related risks**

**1.2 Specifically, the Committee’s role is to report to the Board and provide appropriate advice and recommendations on matters relevant to this charter in order to facilitate decision making by the Board.**

#### **2. MEMBERSHIP**

**2.1 The BIS Committee will comprise of no less than three members appointed by the Board, the majority of whom shall be independent non-executive Directors. The board will approve all changes to members.**

**2.2 Members will be IS literate, or become IS literate within a reasonable period of time after their appointment to the BIS Committee. At least one and preferably two members shall have a comprehensive IT background.**

**2.3 The Chairman of the Committee will be appointed by the Board from time to time. The chairperson of the Board of Directors should not be the chairperson of the BIS Committee.**

### **3. AUTHORITY**

**3.1 The Committee is authorised by the Board to consider any activity within its terms of reference and to seek any information it requires from management and to have access to both internal and external auditors regarding IT Audits.**

### **4. MEETINGS**

**4.1 The Committee meetings will be aligned with the annual business planning cycle as required and may call such additional meetings as the Chairman decides are necessary for the BIS Committee to fulfill its duties.**

**4.2 It is expected that the Chief Information Officer attend each meeting. The BIS Committee may invite such other persons to its meetings as it deems necessary.**

**4.3 The CIO shall be responsible, in conjunction with the Chair, for drawing up the agenda and circulating it, supported by explanatory documentation, to Committee members prior to each meeting. The committee will appoint a secretary who will be responsible for keeping and circulating minutes. The minutes of meetings will be approved by the committee and signed by the Chair.**

### **5. RESPONSIBILITIES**

**The BIS Committee will monitor the key aspects of the IS Planning, Systems Delivery and Operations, including the following:**

#### **5.1 Overall IT Management**

- a. Annual Business BIS Plans and investments**
- b. Risks associated with current and future IS delivery**

- c. **Business and IS governance arrangements, including policies, processes and internal controls to ensure efficient and effective management and delivering of business requirements.**
- d. **People and skills**
- e. **Sourcing and contracts**
- f. **Financial management**

## **5.2 Planning work**

- a. **Business IT Strategic Plan**
- b. **Project approval, prioritisation and delivery**
- c. **Architecture maintenance and governance**
- d. **Asset replacement**

## **5.3 Operating**

- a. **End to end Service Management, including capacity planning and service level management**
- b. **Configuration Management**
- c. **Service Level Delivery**
- d. **IT Disaster recovery- recovery of all technology environments**

## **5.4 Changing and Maintaining**

- a. **Release Management**
- b. **IT Project Management and Project delivery Methods (management of IT Projects within IT)**

# **6. REPORTING**

## **6.1 BIS Committee Reporting**

**The BIS Committee will receive reports and scorecards to monitor service performance, asset management, risk management, funding and project delivery against the Business BIS Strategic Plan.**

## **6.2 Board Reporting**

**Regularly update the Board about Committee activities and make appropriate recommendations**

**Ensure the Board is aware of IT matters which may significantly impact the condition or affairs of the business**

**Consider any other matters referred to it by the Board**

#### **7. SELF ASSESSMENT**

**The BIS Committee will institute a process to review annually the content of this Charter and performance against it.**

#### **8. ACCESS TO CHARTER**

**The BIS Committee charter will be available on the website.**

**Last Reviewed: August 2007**