Funding and Markets Committee Charter

Title:	Funding and Markets Committee Charter
Approved by:	QTC Capital Markets Board
Responsible lead:	Executive Director – Company Secretary
Reviewer:	Director – Governance and Performance
Audience:	Public
Brief description:	Sets out the responsibilities, authorities, composition, structure and operation of the Funding and Markets Committee, a committee of the QTC Capital Markets Board
Periodicity of reviews:	Annual
Date of last review:	10 December 2025 (updated 10 June 2026)

1. Overview and purpose

Queensland Treasury Corporation (QTC) is the Queensland Government's central financing authority. Its mandate is to enhance the financial position of the State by providing borrowing, lending, investment, advisory and consulting services, and entering into other financial arrangements. Established under the *Queensland Treasury Corporation Act 1988* (QTC Act), QTC is a corporation sole, reporting through the Under Treasurer to the Treasurer and Queensland Parliament.

QTC's governance framework is incorporated in the QTC Act, the Capital Markets Board Delegation dated 18 March 2026, the annual Capital Markets Board Mandate, the *Financial Accountability Act 2009*, the *Public Sector Ethics Act 1994* and Government standards.

The Capital Markets Board (the Board) is committed to sustaining the high standards of governance, transparency and accountability expected in the public sector and has established and delegated certain authorities and responsibilities to several Board committees to assist in fulfilling its corporate governance responsibilities effectively and efficiently.

This charter sets out the responsibilities, authorities, composition, structure and operation of the Board's Funding and Markets Committee (FMC).

The purpose of the FMC is to assist the Board to fulfill its corporate governance responsibilities relating to borrowing, liquidity, onlending and non-debt financial services for clients.

The FMC was initially formed as the Transaction and Limit Review Committee by the QTC Capital Markets Board on 9 March 2011. It was renamed the Funding and Markets Committee on 14 December 2011.

2. Authority

The Board authorises the FMC, within the scope of its responsibilities, to:

- examine any matter as it sees fit or as requested by the Board
- make decisions in relation to certain responsibilities without requiring subsequent Board approval
- engage external resources if necessary to obtain independent advice in relation to FMC matters, and
- have access to, and seek information from, any QTC staff member to carry out the FMC's responsibilities.

3. Responsibilities

The FMC has the following responsibilities.

Leadership

- Assist the Board to fulfill its corporate governance responsibilities relating to borrowing, liquidity, onlending and non-debt financial services for clients

Strategy

- Make recommendations to the Board on:
  - strategies to access suitable funding markets to meet the State's borrowing requirements and the appropriateness of the cost of funding the borrowing program
  - strategies to maintain appropriate levels of liquidity
  - strategies related to markets and credit, and
  - strategies related to client onlending processes and associated credit margins
- Approve membership of QTC's Fixed Income Distribution Group
- Monitor and report to the Board on implementation of borrowing, liquidity, markets, credit and onlending related strategies

Culture

- Monitor and report to the Board on QTC's culture around borrowing, liquidity, markets, credit and onlending

Risk

- Provide input to the Risk and Audit Committee (RAC) on QTC's risk appetite and key risk indicators for funding, market, credit and liquidity related risks
- Monitor and report to RAC on the management of funding, market, credit and liquidity related risks

Performance

- Endorse the following year's corporate performance measures relating to borrowing, liquidity, markets, credit, onlending and non-debt financial services for clients for the Board's approval
- Monitor and report to the Board on corporate performance against agreed borrowing, liquidity, markets, credit, onlending and non-debt financial services related outcomes
- Make recommendations to the Board on the annual assessment of corporate performance against agreed borrowing, liquidity, markets, credit, onlending and non-debt financial services related outcomes
- Report to the Board on FMC performance

Policy

- Approve FMC-owned policies:
  - Financial Markets Risk Policy
  - Funding Policy
- Endorse the FMC Charter

Compliance

- Ensure QTC's borrowing, liquidity, markets, credit and onlending related policies and frameworks reflect legal and regulatory obligations
- Monitor and report to RAC on the management of borrowing, liquidity, markets, credit and onlending related legal/regulatory compliance breaches

General

- Undertake any task assigned to the committee by the Board.

4. Structure and composition

4.1 Composition

The FMC is comprised of at least three Board members. FMC members are appointed by the Board.

4.2 Role of the Chair

The Chair of the FMC is appointed by the Board Chair.

The primary role of the FMC Chair is to:

- chair FMC meetings
- lead the FMC and facilitate constructive and professional contributions by all members, and
- ensure the FMC functions effectively and efficiently as a whole in discharging its responsibilities.

The FMC Chair may resign by signed notice given to the Board Chair.

4.3 Role of Committee members

Members of the FMC are individually responsible to ensure that the FMC fulfills its role as set out in this charter. Members are expected to perform their duties in accordance with the duties and obligations outlined in the QTC Capital Markets Board Charter and QTC's Code of Conduct.

FMC members should understand QTC's organisational structure, operations and industry, together with key developments relevant to the FMC and may receive periodic presentations to assist with achieving that understanding.

An FMC member may resign by signed notice given to the FMC Chair, who will advise the Board Chair.

4.4 Role of Company Secretary

The Company Secretary is primarily responsible for ensuring that FMC processes and procedures run efficiently and effectively, and in accordance with high standards of corporate governance and with accepted and mandated requirements.

The Company Secretary's responsibilities include:

- preparing and circulating meeting agendas
- timely distribution/tabling of all papers, reports and other information relevant to the FMC's activities and operations
- accurately recording and maintaining all minutes of the FMC meetings, and
- monitoring and recording completion of actions arising from FMC meetings.

5. Operation

5.1 Meetings

FMC meetings will be held at least four times per calendar year. Dates of meetings should be agreed before the beginning of each calendar year.

Additional meetings may be convened by any FMC member giving reasonable notice to every other member, together with an agenda for that meeting that has been approved by the Chair.

Board members who are not members of the FMC may attend meetings of the FMC, but may not vote on FMC matters or act as a proxy for an FMC member unless approved by the Board in writing.

The Chief Executive Officer and Company Secretary are standing attendees at all FMC meetings.

The FMC Chair may request that QTC staff or external parties attend a meeting of the FMC.

5.2 Quorum and decisions

Meetings shall only proceed when a quorum is reached. A majority of members must be present to provide a quorum.

If the Chair is not present at an FMC meeting and has not appointed an Acting Chair, the FMC members must elect a member who is present as Acting Chair for that meeting.

Decisions or recommendations of the FMC will be regarded as its collective decision or recommendation unless there is a material dissension, in which case a minority view will be recorded in the minutes of the meeting and placed before the Board.

At the discretion of the Chair, decisions may be made without an FMC meeting if a majority of members vote 'in favour of' or 'opposed to' an out-of-session recommendation. The outcome of an out-of-session recommendation must be recorded.

5.3 Agenda and papers

As far as practical, the FMC should agree an annual work plan before the beginning of each calendar year, noting that it may consider other or additional matters in response to changes in QTC's operations and environment. The annual meeting plan will cover all the responsibilities of the FMC outlined in this charter.

The agenda for each meeting will be determined by the Chair in consultation with the Company Secretary.

FMC agendas and papers are approved by the FMC Chair prior to circulation to members. Papers are to be distributed at least four business days before each Committee meeting. FMC papers will not be distributed on the day of the FMC meeting unless approved by the Chair.

5.4 Minutes

The FMC must keep minutes that record the proceedings, recommendations, decisions and actions arising from all meetings.

The draft minutes of meetings will be distributed to the Chair for review within a week of the meeting, and then to FMC members for review and comment. Draft minutes will then be presented for approval at the next committee meeting.

5.5 Records

All FMC records will be maintained by the Company Secretary.

All FMC papers and approved minutes will be stored in QTC's records management system, and distributed to members through the Board portal.

6. Reporting

The FMC reports to the Board. Recommendations of the FMC will be referred to the Board for approval. FMC decisions and relevant discussions will be presented to the Board for noting.

The FMC monitors risks relating to funding, markets, credit and liquidity, and provides input on these risks to the Risk and Audit Committee, which monitors and reports to the Board on QTC's holistic risk profile.

As soon as practicable after the end of each financial year, the FMC will provide the Board with a report that summarises the FMC's performance and achievements over the year.

6.1 Relationship with other committees

To the extent there is any overlap in the responsibilities of the FMC and the other Board committees, those committees will deal with the overlap in an appropriate manner and will refer any issues that relate more appropriately to another committee to that other committee. If unresolved, final determination will be made by the Board Chair.

7. Performance

In order to ensure that the FMC is fulfilling its duties, it will:

- undertake an annual self-assessment of its performance against the requirements of this charter, and
- provide any information in relation to FMC performance and membership to the Board.

The FMC will review this charter at least every year to ensure it remains current and consistent with good governance practice and with QTC requirements. Any proposed changes will be recommended to the Board for approval.