

Modern Slavery Statement

Cross Yarra Partnership
(ABN 57 956 065 885)

Financial Year
2022



Cross
Yarra
Partnership

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Identifying the entity

This Modern Slavery Statement (**Statement**) is made by Cross Yarra Partnership (ABN 57 956 065 885) (**CYP**) and relates to the financial year 1 July 2021 to 30 June 2022 (**Reporting Period**).

CYP is a Reporting Entity for the purposes of the Modern Slavery Act 2018 (Cth).

CYP is committed to having a robust framework and processes in place to minimise the risk of modern slavery in its business operations and supply chains and to continuous improvement, as set out further in this Statement.

Structure, operations and supply chains

Structure

CYP is a special purpose vehicle, formed to enter into a Project Agreement with the Minister for Transport Infrastructure on behalf of the Crown in right of the State of Victoria (**the State**) to deliver the Metro Tunnel (Tunnel and Stations PPP) (**MTP PPP**) as part of the Metro Tunnel Project in Melbourne, Victoria (**Project Agreement**).

CYP is a partnership between 4 equity partners, with interests in CYP held as detailed below:

CYP does not own or control any other entities and does not have any employees.

CYP has engaged a Lendlease entity, Capella Management Services Pty Limited (ACN 127 727 842) (**CMS**) to provide various services to CYP including contract administration services and staff.

CYP's CEO and 9 staff are employed by CMS and seconded to CYP pursuant to secondment agreements (**Secondment Agreements**). CYP's CEO reports to the CYP Partnership Committee, which

is made up of partner representatives from each of the 4 equity partners. The CYP secondees in turn, report to the CYP CEO.

The Secondment Agreements require the CEO and CYP secondees to comply with various Lendlease and CYP procedures and policies.

This Statement therefore references the Lendlease Group Modern Slavery Statement FY22.

Operations and supply chains

The Project Agreement sets out CYP's obligations in delivering two 9-kilometre twin tunnels (**Tunnels**), five underground stations (**Stations**), Stations fit-out, mechanical and electrical systems (**Works**) and provision of maintenance services for a 25-year term for the completed Tunnels and Stations. It also includes obligations relating to the operation of commercial retail opportunities at the Stations.

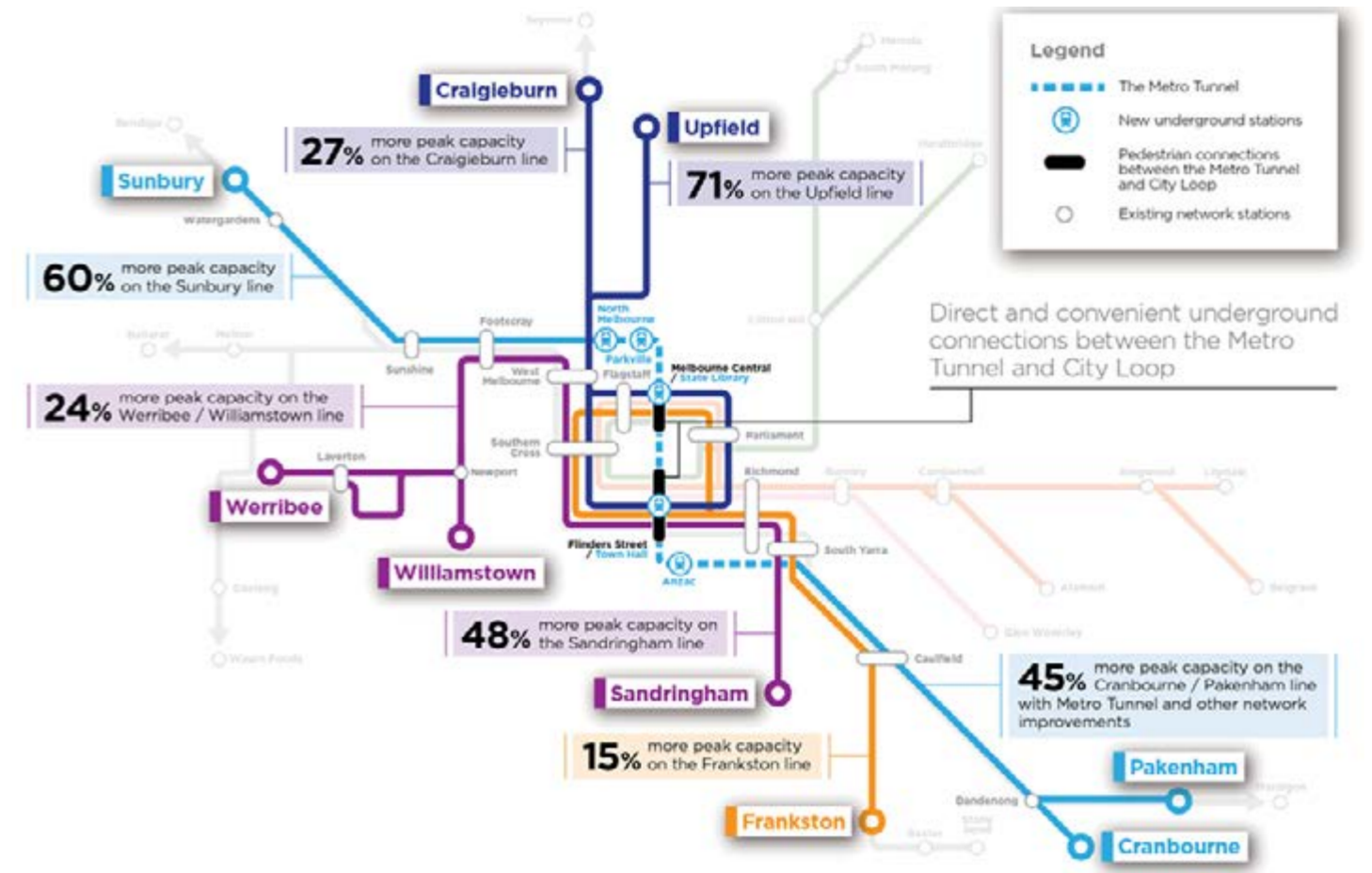
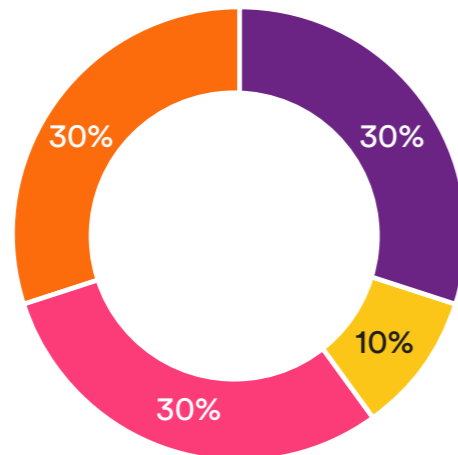
More information regarding the Metro Tunnel Project and the MTP PPP can be found at <https://metrotunnel.vic.gov.au/>

CYP is party to the following key agreements (**Key Agreements**), with parties who are based in Australia, which are the main source of CYP's operations and supply chains:

- **D&C Subcontract** with the unincorporated joint venture comprising Lendlease Melbourne Metro Pty Limited (ABN 24 639 377 030), John Holland Pty Limited (ABN 11 004 282 268) and Bouygues Construction Australia Pty Ltd (ABN 37 144 013 801) (together the **D&C Subcontractor**) to design, supply, construct, install, commission and complete the Works which CYP is required to perform under the Project Agreement.
- **Maintenance Subcontract** with John Holland Pty Ltd (ABN 11 004 282 268) (the **Maintenance Subcontractor**), to carry out certain maintenance services, which include the maintenance and repair of the Tunnels and Stations over a 25-year term (anticipated to commence in 2025) (**Maintenance Services**), which CYP is required to perform under the Project Agreement.
- **Management Services Agreement** with CMS, under which CMS provides services to CYP and Stella MMTS Finance Pty Ltd (ACN 612 094 078) which include:
 - procurement of CYP staff and secondment to CYP;
 - financial reporting, including preparation of monthly reporting, annual financial reports and tax return preparation;
 - facilitating recruitment, establishment of business systems, IT systems and bank accounts, and arranging office space; and
 - executive and compliance support.

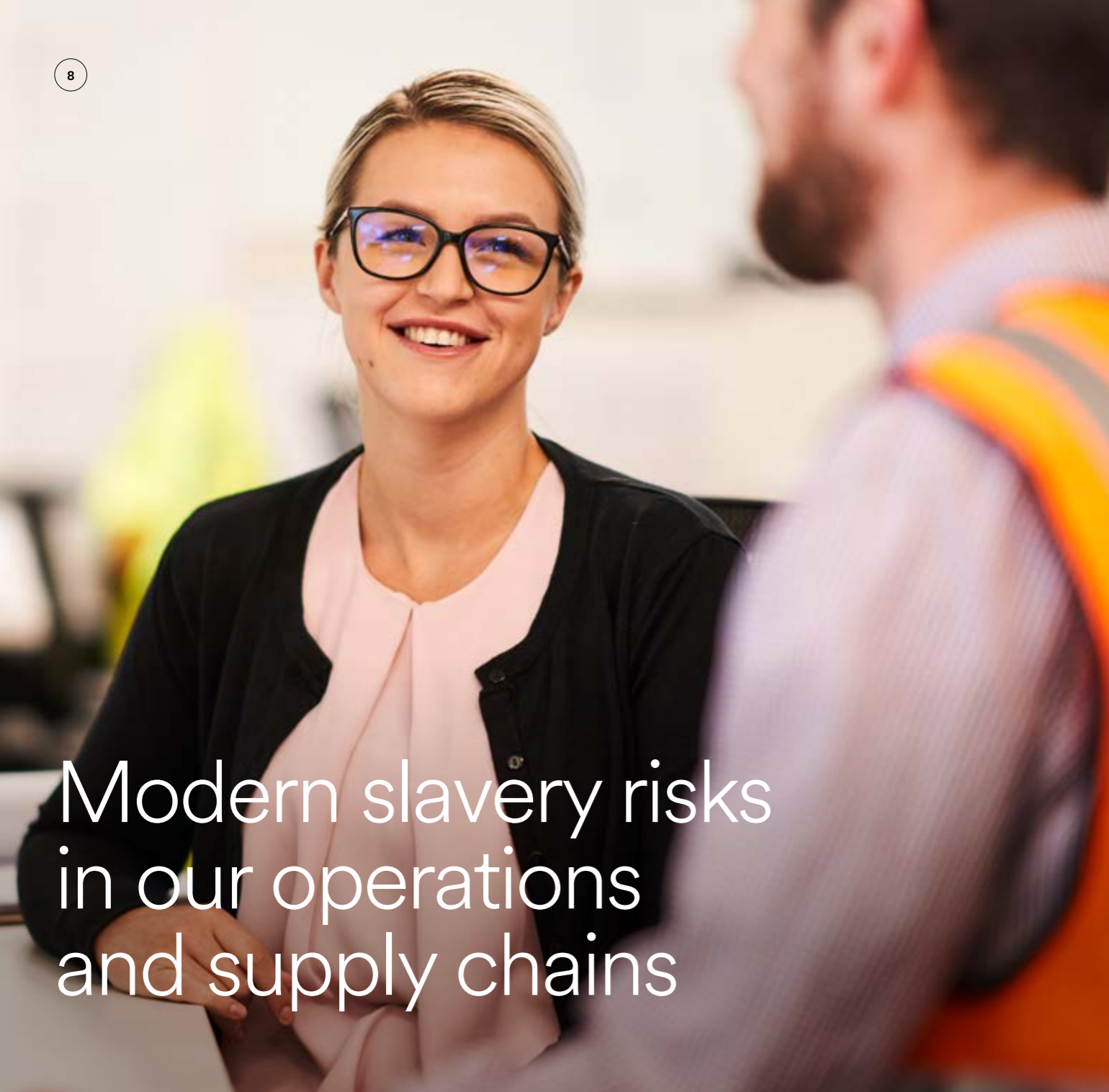
CYP Equity Partners FY22

- **Lendlease**
30% (held via Cross Yarra 1 Pty Ltd in the capacity as trustee of Cross Yarra Trust 1)
- **Bouygues**
10% (held via Cross Yarra 2 Pty Ltd in the capacity as trustee of Cross Yarra Trust 2)
- **John Laing**
30% (held via Cross Yarra 3 Pty Ltd in the capacity as trustee of Cross Yarra Trust 3)
- **John Holland**
30% (held via John Holland (CY) Custodian Pty Ltd in the capacity as trustee of John Holland (CY) Trust)



*Novated from Lendlease Engineering Pty Ltd (ACN 000 201 516) on 28 August 2020.

Images courtesy of Rail Projects Victoria.



Modern slavery risks in our operations and supply chains

In its operations, CYP has adopted various processes of the Lendlease Group including access to the systems and processes of Lendlease Group's modern slavery risk supplier assessment and mitigation measures.

Refer to the [Lendlease Group Modern Slavery Statement FY22](#) for further details.

In this Reporting Period, CYP has undertaken a risk assessment of its Key Agreements and considered the following risk factors:

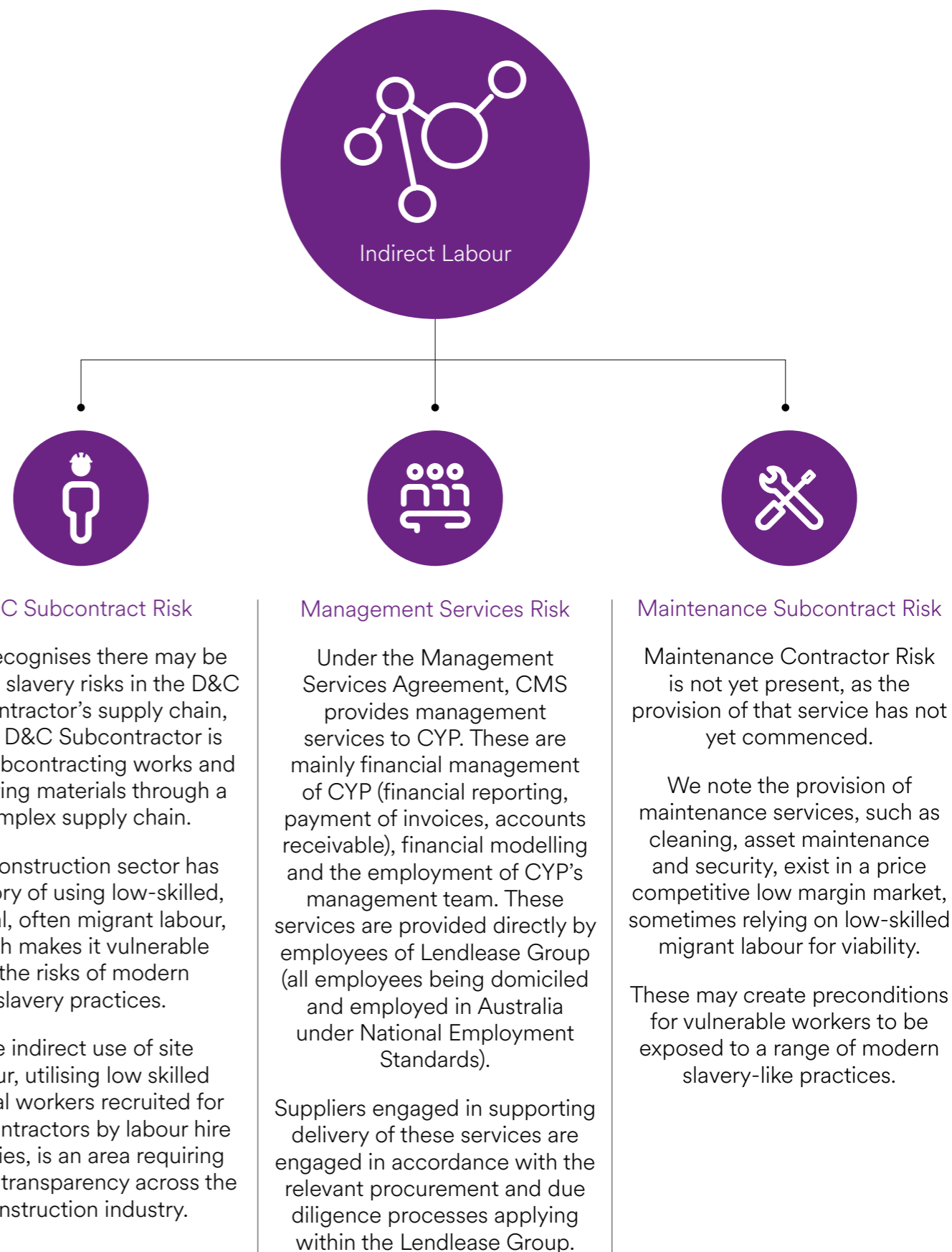
- the industry sector in which its supply chain operates;
- the types of products and services provided; and
- the business models of its key contractors.

The following diagram outlines the three key modern slavery risk areas for CYP:

1. D&C Subcontract Risk;
2. Maintenance Subcontract Risk; and
3. Management Services Agreement Risk.

The following diagram identifies key areas vulnerable to modern slavery risks.

Modern slavery risks – CYP





Mitigating the impacts of COVID-19

Image courtesy of Rail Projects Victoria.

The Metro Tunnel Project was declared 'critical and essential infrastructure' by the Victorian Government and works have continued throughout the COVID-19 pandemic during the Reporting Period.

During the COVID-19 pandemic, CYP has focused on CYP's commitment to the health, safety and wellbeing of its direct workforce and subcontractors.

CYP implemented business continuity measures to respond to the impacts from COVID-19 and ensure there are specific systems and processes in place for remote working, in compliance with its corporate, contractual and legal obligations.

Key measures were taken by CYP and its D&C Subcontractor to continue to comply with the Victorian Government directives which involved implementing comprehensive COVID-19-safe procedures and guidelines including:

- best practice hygiene measures;
- personal screening response protocols for confirmed cases;
- social distancing;
- shutdown, hibernation and re-start protocols; and
- COVID-19 awareness training for CYP personnel including secondees.

The Victorian Government's declaration of the Metro Tunnel Project as a critical infrastructure project enabled the D&C Subcontractor to continue to perform construction and support activities to deliver on its commitments and provide a structure of support to workforce personnel that enabled the workforce to continue working over the pandemic.

Actions taken to assess and address modern slavery risks, including remediation

During the reporting period, CYP has worked with the D&C Subcontractor, Maintenance Subcontractor and CMS (**Key Contractors**) to assess their approaches to mitigating modern slavery risk.

During the reporting period, CYP has worked with the D&C Subcontractor, Maintenance Subcontractor and CMS (**Key Contractors**) to assess their approaches to mitigating modern slavery risk. In the discharge of CYP's obligations under the Project Agreement, the D&C Subcontractor has been engaged to design, supply, construct, install, commission and complete the Works and the Maintenance Subcontractor has been engaged to perform the Maintenance Services. CMS has been engaged to provide management services to CYP. For further details, refer to the heading above "Our Operations and Supply Chain".

CYP has undertaken the following modern slavery risk mitigation actions:

- engaging with Key Contractors to understand how they are addressing their modern slavery risks by requesting them to complete a Modern Slavery risk due diligence questionnaire. This has included understanding supplier verification procedures and internal policies and procedures regarding workers' labour conditions and workplace practices;

- using the modern slavery risk due diligence questionnaire responses to inform CYP's risk assessment to identify the requirement for additional risk screening; and
- conducting ongoing assessment of modern slavery risks in respect of CYP's D&C Subcontractor, by monitoring the monthly progress management reports related to the use of resources, industrial relations and workplace health and safety standards and COVID-19 impacts.

During the Reporting Period, responses to the modern slavery risk due diligence questionnaire (which are checked by the legal team) have not raised any issues requiring further verification or risk mitigation actions by CYP.

CYP is also taking the following actions to continue to raise awareness of, and mitigate, modern slavery and labour rights risks within its own supply chain:

- the inclusion of template modern slavery risk contract clauses, where appropriate, for agreements entered into by CYP including the inclusion of a modern slavery clause in the CYP standard Professional Services Agreement;
- encouraging CYP's Key Contractors to annually review their policies and procedures in relation to labour rights risks and modern slavery risk issues;
- updating the CYP Supplier Code of Conduct to include (amongst other things) updated provisions:
 - regarding CYP's expectations of suppliers in relation to Modern Slavery mitigation measures; and
 - encouraging suppliers to annually review their own policies and procedures in relation to Modern Slavery risks; and

- request CYP suppliers to acknowledge they have read and understood the CYP Supplier Code of Conduct. The CYP Supplier Code of Conduct is an internal document that is applied to the limited set of suppliers and contractors CYP engages.

CYP has also adopted the following Lendlease Group policies: Employee Code of Conduct (including associated policies), 'Health and Safety and Diversity and Inclusion' policies. Further details may be found on the [Governance page of the Lendlease website](#). As such, CYP acts ethically and observes fundamental aspects of human rights in its business relationships.

CYP has also completed the following during the course of the Reporting Period:

- staff attendance at various Modern Slavery seminars;
- an update on Modern Slavery risk to members of the Working Group Meeting by the Commercial and Legal Manager; and
- membership of a CYP representative at a monthly meeting, with the intent to ensure all Australian Lendlease entities that have an obligation under the Modern Slavery Act;
 - are kept informed of any changes to the legislation;
 - implement processes and practices to support the elimination of Modern Slavery within its Supply Chain;
 - share training materials and awareness collateral;
 - review targeted programs and areas of focus;
 - support review of Annual Modern Slavery Statements; and
 - discuss any other business relating to Modern Slavery obligations.

Assessing effectiveness of actions taken for Mitigating Modern Slavery Risks

CYP has considered modern slavery issues in its risk framework to ensure accountability and oversight of mitigation approaches by its leadership team and the CYP Partnership Committee.



CYP established a Modern Slavery Working Group consisting of the CYP's Chief Executive Officer and the Legal and Commercial team. The Modern Slavery Working Group meets on a quarterly basis, to review CYP's supply chain and procurement practices and to assess the effectiveness of actions taken to address modern slavery risk in CYP's operations and supply chains and to update the Modern Slavery Working Group on recent developments under Modern Slavery legislation.

CYP has created a supplier risk assessment checklist and conducted a Modern Slavery supplier risk assessment of all CYP's suppliers to determine those suppliers who would be required to complete a modern slavery due diligence questionnaire for the FY22 reporting period.

As part of its risk assessment, the CYP Commercial and Legal team has also reviewed the list of Suppliers for the Full Year who were paid over \$AU100,000 and has determined that each supplier is only providing services in Australia, and therefore their inherent modern slavery risk is likely to be lower.

Following the supplier risk assessment, CYP has required CYP's Key Contractors to complete the modern slavery due diligence questionnaire to improve CYP's understanding of their supply chains and to understand how they are addressing their modern slavery risks. The information provided informed a further risk assessment to identify if additional screening was required.

The risk assessments conducted in relation to CYP's suppliers as outlined above have not raised any issues requiring further monitoring of the supply chains, verification or mitigation actions by CYP for the Reporting Period.

CYP considers the above actions effective, as a pre-emptive monitoring measure. Nonetheless, CYP continues to build on its actions by ensuring relevant staff attend seminars and other educational sessions in relation to modern slavery risk.

The Modern Slavery Working Group continues to consider the effectiveness of its actions to assess and address modern slavery risks. In summary, the Modern Slavery Working Group performs an assessment to identify and assess any new risks that may emerge in the course of CYP's operations and supply chains using its Supplier Risk Assessment Checklist. The outcome of the assessment is then provided to the CYP Partnership Committee for response monitoring and corrective action. Whether or not corrective action is required is assessed by the Modern Slavery Working Group.

Since the last reporting period, CYP has focussed on Mandatory Criteria 5 – describe how the reporting entity assesses the effectiveness of actions being taken to assess and address modern slavery risk.

CYP notes the following:

- CYP does not own or control any other entities;
- CYP has established a process to regularly review actions taken by CYP pursuant to the Modern Slavery Working Group;
- CYP has checked its risk assessment processes and considers these to still be appropriate; and
- CYP is regularly engaging with other Lendlease entities to discuss and review the effectiveness of actions being taken.

No corrective action has been identified for the Reporting Period.



Consultation and engagement undertaking on managing modern slavery risks

The governance process implemented by CYP to provide the CYP Partnership Committee oversight of CYP's actions to manage its Modern Slavery risk is set out above under the paragraph "Assessing effectiveness of actions taken for Mitigating Modern Slavery Risks".



Other relevant information


Engagement with External Stakeholders

CYP recognises tackling systemic modern slavery practices in global supply chains requires strong collaboration not only with suppliers, but government, industry and civil society. CYP is in the early stages of its engagement journey, but greatly values the insights

and perspectives gained from the construction sector in the Victorian industry on the approach to this issue. Our team members have also attended industry seminars from time to time during the Reporting Period, in an effort to increase awareness, obtain insights into broader industry dialogues and build operational capacity on the issue.

This Statement is made pursuant to section 13 of the *Modern Slavery Act 2018 (Cth)* and constitutes the Modern Slavery Statement of CYP.

This Statement has been prepared by the CYP CEO and was approved by the principal governing body on 22 December 2022.

Signed: 

Director name: Dennis Cliche
Chair of the CYP Partnership Committee

Date: 22 December 2022

Looking ahead

CYP will continue to focus on the following areas for FY23:



COVID-Safe Operations

CYP will continue to operate responsibly, and to safeguard our workforce and subcontractors and remain mindful of supply chain impacts of COVID-19 on our Key Contractors and suppliers



Developing + Embedding

CYP will continue to develop and embed CYP's modern slavery risk due diligence and mitigation processes in its engagements with suppliers and contractors



Monitoring + Assessment

Targeted screening and assessment of key suppliers and supply chain categories



Engagement

Engage suppliers, property services providers, investors, tenants on education collaboration and awareness raising to jointly tackle modern slavery risks

