



Optimising Compliance and Risk Management for Member-Owned ADIs

July 2025

Built on trust. Exposed on risk

Trust is the sector's strength, but also its greatest exposure. Member-owned ADIs are consistently ranked as Australia's most trusted banking institutions. That trust is built on ethical conduct, member alignment, and community purpose. But it is also fragile. When failures occur, the consequences hit harder and last longer than for shareholder-owned banks.

Margins are tight. With high cost-to-income ratios and flat operating profits across much of the sector, every investment must be strategic. Risk and compliance functions must deliver efficiency and assurance, not just meet obligations.

Regulatory expectations have shifted. CPS 230 places new demands on operational resilience, third-party oversight, and governance. AUSTRAC requires programs to demonstrate real-world effectiveness. Boards and senior management are directly accountable for the design and monitoring of control environments.

Technology reliance is increasing. Member demands for seamless digital experiences are growing, yet many member-owned ADIs still operate on core systems built for a different era. Patchwork upgrades can create risk blind spots, slow incident response, and make it harder to prove control effectiveness.

Facing regulatory pressure and industry consolidation, member-owned ADIs must strengthen risk governance without the scale of major banks. While their member-first model fosters trust, it also heightens exposure if things go wrong. Strengthening governance across areas like cyber risk, financial crime, and third-party oversight is critical. Some smaller ADIs have cited the growing burden of risk and compliance as a factor in strategic decisions to merge. This highlights the challenge of meeting complex obligations with limited resources.

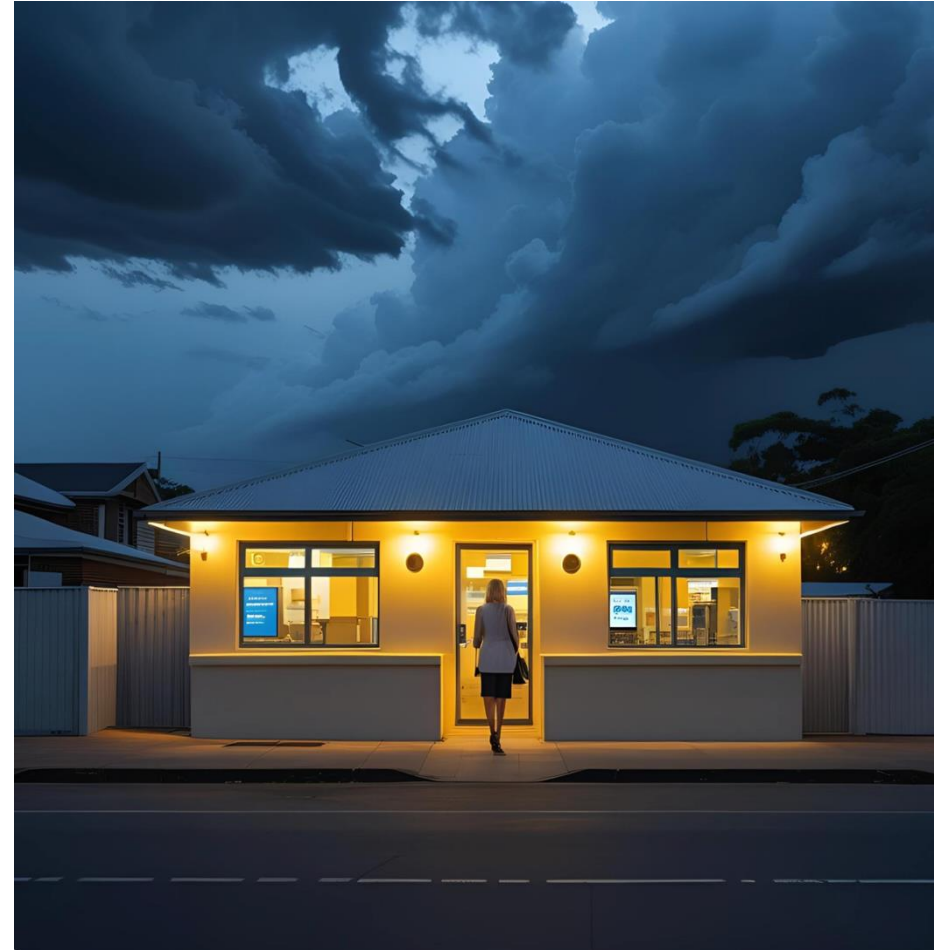


Image: Canva

ICG provides advice that is commercially grounded, tailored to your size, aligned with your strategy, and practical to implement

Governance, risk and compliance are no longer back-office functions. Done well, they protect trust, enable innovation and preserve the member-first ethos that sets customer-owned ADIs apart.

1. **Position GRC as a business enabler** - Elevate GRC from a control function to a strategic asset by aligning risk management with organizational strategy, culture, and operational rhythms—enhancing both effectiveness and efficiency in decision-making and execution.
2. **Lift board capability and accountability** - Refresh board composition to address gaps in digital, regulatory, and operational expertise. Ensure directors actively challenge and guide GRC priorities.
3. **Embed mutual values into risk culture** - Reinforce ethical behaviour and transparency at all levels. Align internal practices with the trust-based, member-first promise.
4. **Strengthen AML/CTF capability and oversight** - Move beyond compliance-by-design. AUSTAC expects active governance, effective controls across digital and partner channels, and timely, risk-based reporting.
5. **Design for operational continuity** - CPS 230 raises the bar on resilience. Focus on critical operations, third-party dependencies, and well-defined impact tolerances.
6. **Leverage data protection and cybersecurity as differentiators** - Treat CPS 234 and privacy obligations not as overheads—but as trust signals and competitive strengths.
7. **Clarify roles and accountabilities through the Three Lines Model** - Ensure clear separation, active collaboration, and effective challenge between frontline, risk and compliance oversight, and independent audit functions.
8. **Right-size regulatory response** - Engage proactively on reforms like CDR to manage cost impacts and ensure implementation reflects mutual sector realities.
9. **Modernise through GRC technology** - Use automation and integrated systems to streamline controls, reduce manual effort, and enhance real-time insight.
10. **Focus measurement on what matters** - track risk and compliance indicators linked to customer outcomes. Use data to assess effectiveness, support oversight, and strengthen accountability.

AUSTAC expects AML/CTF programs to demonstrate practical effectiveness. Boards must oversee program assurance, ensure risk-based customer due diligence is working in practice, and confirm suspicious matter reporting is timely and defensible. Regular independent reviews and dynamic risk assessments are baseline expectations for ADIs, including monitoring risks from outsourcing, shared service models, and digital onboarding.

Luke Wajsbrem - ICG GRC Practice Leader



Senior ICG consultants have deep experience working with Member-Owned ADIs and their industry bodies



In 2025, ICG reviewed a client's compliance risk management capability. The approach offers insights for member-owned ADIs

Client: ASX-listed fintech lender with \$3B+ in originations. Operates a capital-efficient funding model and proprietary tech stack, delivering strong credit performance and scalable growth through digital, broker, and partner channels.

Engagement: Compliance Management System (CMS) Review

Sector: Financial Services and Fintech

Licences: AFSL and ACL

Region: Australia

Engagement Duration: 4 weeks

Framework: ISO 37301 – Compliance Management Systems

ICG Role: Sole consultant-led review, leveraging ICG's proprietary methodology and ISO standards

ICG Practice Leader: Luke Wajsbrem

Phase 1 Budget: < USD 50K (ex GST)

Why the Client Engaged ICG

Operating in a complex and evolving regulatory environment, the client recognised the need to move beyond manual, reactive processes to a structured compliance model that supports scale, complexity, and institutional confidence. This was a proactive, forward-looking engagement — not triggered by non-compliance, but by a commitment to:

- Strengthen assurance frameworks across lending and other products
- Support partnerships with banks, platforms, and investors
- Embed compliance into the operating rhythm of a fast-moving, digital-first business
- Prepare for future regulatory and stakeholder scrutiny, including AI governance, privacy, and third-party oversight

◆ Engagement Objectives

- Assess the maturity of the Compliance Management System (CMS) against AS ISO 37301:2021
- Identify practical, scalable recommendations to support responsible growth
- Enable the transition from reactive compliance to structured, embedded capability
- Integrate compliance across business functions
- Enhance preparedness for regulatory enquiry, third-party due diligence, and certification readiness
- Address emerging challenges including AI governance, privacy, and third-party oversight

◆ Our Approach

- Four-week structured review led by a senior GRC consultant
- Assessment against ISO 37301 and industry practice in financial services
- Interviews across Legal, Compliance, Risk, Product, and Operations functions
- Review of policy, training, obligations management, breach processes, and supporting systems
- Maturity mapping across ISO domains: leadership, planning, support, operation, performance evaluation, and improvement
- Deliverables included a phased roadmap, maturity diagnostic, and implementation options

ICG's 2025 review reveals how to build risk and compliance capability, embed obligations into operations, and reduce reliance on informal controls

Compliance works best when embedded across the business

The most effective models integrate compliance into day-to-day operations — including product development, customer processes, and change initiatives. Structured checkpoints, not informal discretion, support consistent outcomes and scalable growth.

Culture is the strongest control — when it's measured

A strong compliance culture depends on clear accountability, performance-linked KPIs, and engagement at all levels. Organisations are increasingly using behavioural expectations, team-based metrics, and structured assessments to drive maturity.

Technology must deliver insight — not just recordkeeping

Many organisations have compliance systems in place, but they are often underutilised. When configured effectively, these platforms automate workflows, track regulatory obligations, and provide real-time insights that support proactive risk management.

AI and data-driven decisioning require new governance standards

The adoption of AI in areas such as credit, marketing, and customer service introduces risks like algorithmic bias and opaque decision-making. Governance models now need to align with regulatory guidance and privacy-by-design principles.

Training that drives change is targeted, practical, and measurable

Training that supports real-world application goes beyond completion rates. High-impact programs are tiered by role, grounded in real scenarios, and include feedback mechanisms to assess comprehension and reinforce desired behaviours.

◆ **What We Delivered**

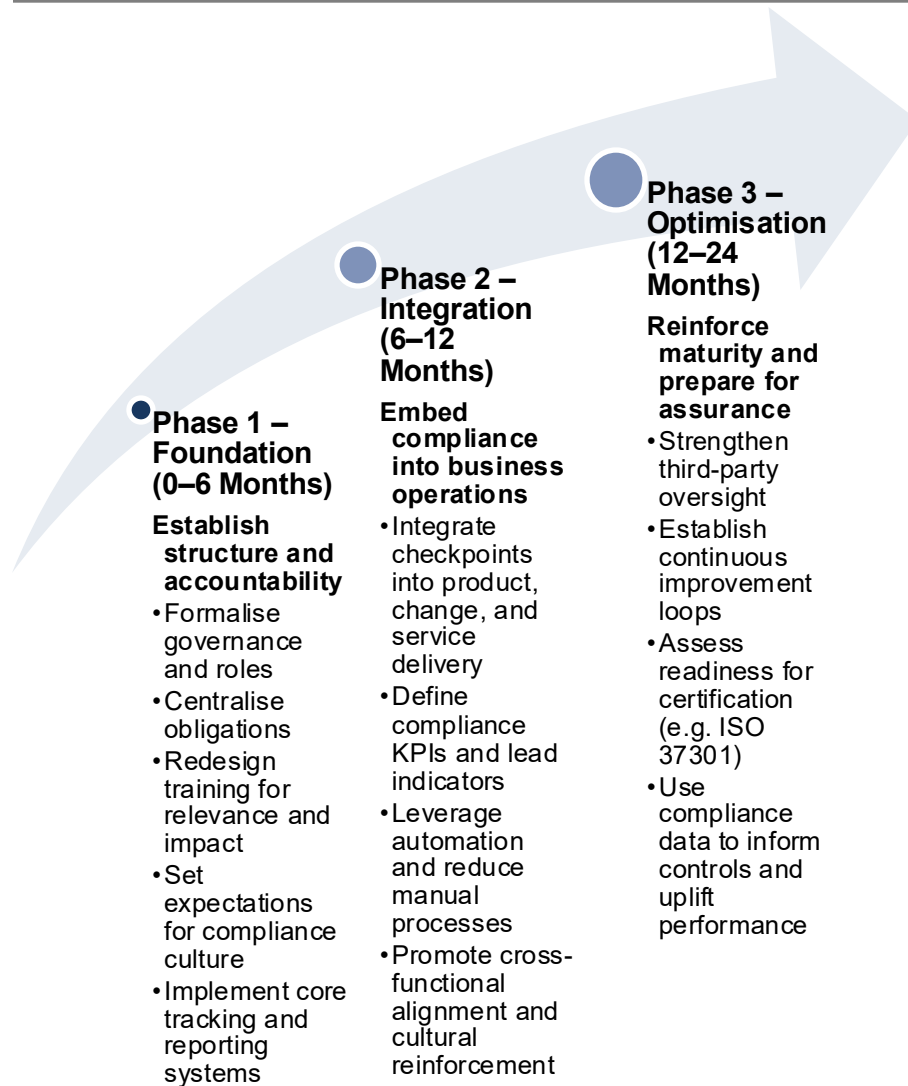
1. A phased roadmap aligned to AS ISO 37301, designed to support scalable, responsible growth
2. A practical uplift plan structured across governance, operations, training, culture, and systems
3. Tools and recommendations to improve visibility, accountability, and readiness for regulatory and stakeholder scrutiny
4. Guidance on integrating compliance into product development, change, and operational workflows
5. Support for emerging compliance domains including AI governance, privacy, and third-party oversight

◆ **Why It Matters**

- Demonstrates maturity and readiness to regulators, partners, and internal stakeholders
- Embeds ethical decision-making across operations
- Enables innovation without compromising control
- Equips leadership to monitor culture, manage risk, and drive accountability
- Reduces reliance on informal judgment through structured systems

A well-designed CMS does more than manage risk — it enables confident innovation, strengthens organisational integrity, and reinforces long-term sustainability.

ICG's tested 2025 roadmap strengthens risk and compliance and supports scalable growth — tailored to your operating model



Benefits of a Structured Compliance Roadmap

- **Enables scalable, embedded compliance** that supports growth and regulatory confidence
- **Strengthens governance and accountability** through clearly defined roles and oversight
- **Integrates compliance into operations** to reduce reliance on discretion and improve consistency
- **Drives cultural and behavioural uplift** through targeted training and performance-linked KPIs
- **Supports automation and continuous improvement**, positioning compliance as a strategic advantage

ICG helps member-owned ADIs embed CPS 230, strengthen resilience, and meet the 1 July 2026 deadline

CPS 230 Milestones - applicable to member-owned ADIs

June 2024

Identification of critical operations and material service providers completed

Initial mapping of dependencies and controls underway

September 2024

Impact tolerances defined for all critical operations

Gap analysis initiated to assess current state against CPS 230 requirements

December 2024

Material Service Provider Register submitted to APRA

Incident management and escalation procedures documented and tested

By 30 June 2025

Finalise Operational Risk Management Framework and updated Business Continuity Plan

Obtain Board endorsement for revised policies and risk appetite

Conduct scenario testing (tabletop or live simulation) to validate continuity plans

Remediate gaps in material service provider agreements (e.g. audit rights, APRA access)

CPS 230 becomes effective – baseline compliance expected

Critical operations and tolerances embedded

Incident response and third-party oversight operational

Governance structures in place and Board-engaged

By 1 July 2026 (extended deadline for non-SFIs)

Fully implement business continuity and scenario testing

Complete the shift from CPS 232 to CPS 230

Test and meet Board-approved impact tolerances

Maintain a register of key service providers with CPS 230-aligned terms

Embed operational risk into governance and assurance processes

ICG's Credentials

Framework and Policy Development

ICG's consultants have supported the uplift of operational risk and business continuity frameworks — drawing on strong policy development, written communication, and strategic thinking skills to update risk appetite statements, escalation protocols, and governance structures.

Mapping and Risk Analysis

Engagements have involved mapping critical operations, internal dependencies, and third-party relationships — applying analytical thinking, data interpretation, and process analysis to inform continuity planning and operational risk identification.

Scenario Design and Facilitation

Our consultants have facilitated scenario-based exercises — leveraging verbal communication, facilitation, and crisis management experience to test response plans and decision-making under pressure.

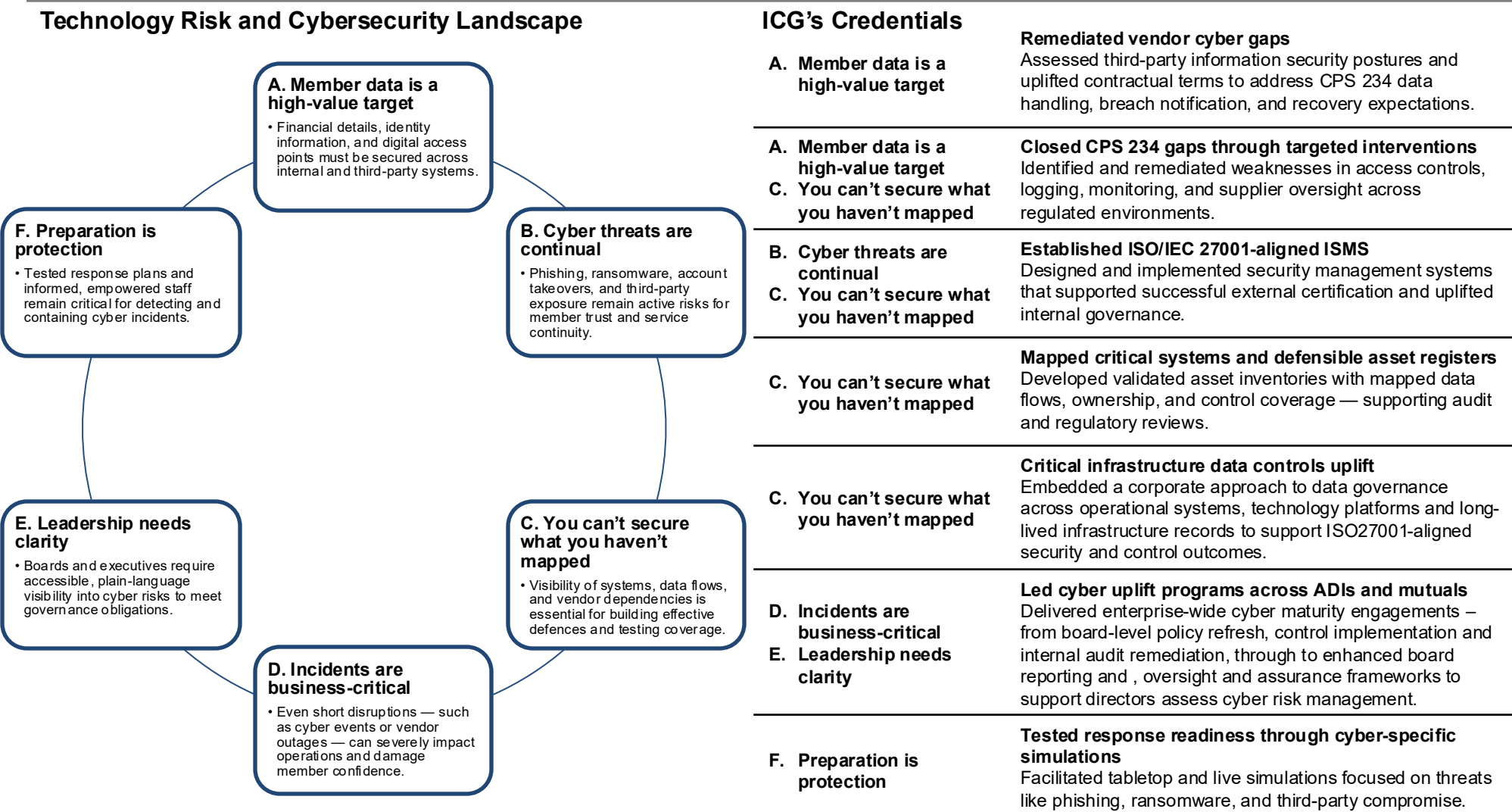
Third-Party Review and Contract Uplift

Reviews of material service provider arrangements have focused on identifying practical improvements — using vendor management, attention to detail, and a sound understanding of contractual obligations to strengthen oversight.

Governance Support and Regulatory Awareness

Consultants of ICG have worked with Boards and senior leaders to improve operational risk visibility and reporting — combining governance advisory, interpersonal skills, and knowledge of regulatory expectations to support assurance and alignment.

ICG helps member-owned ADIs protect data, manage technology risk, and strengthen resilience and readiness to respond



ICG brings practical expertise to help member-owned ADIs meet evolving regulatory expectations, working within existing delivery models to achieve full compliance efficiently and cost-effectively.

Embedding Compliance into Organisational DNA

Leading practices advocate for the integration of compliance into the core of business operations. This involves developing robust governance frameworks, fostering a culture of accountability, and ensuring that compliance considerations inform decision-making at all levels. By embedding compliance into the organisational fabric, member-owned ADIs can proactively manage risks and adapt to regulatory changes with agility.

Leveraging Technology for Enhanced Compliance

The adoption of advanced technologies, such as artificial intelligence and data analytics, is revolutionising compliance management. These tools enable real-time monitoring, predictive risk assessment, and streamlined reporting processes. By harnessing technology, member-owned ADIs can achieve greater efficiency, accuracy, and responsiveness in their compliance functions.

Strengthening Third-Party Risk Management

As member-owned ADIs increasingly rely on third-party vendors and partners, managing associated risks becomes paramount. Implementing comprehensive third-party risk management programs ensures that external entities adhere to the same compliance standards

Fostering a Culture of Continuous Improvement

Compliance is not a static endeavour; it requires ongoing evaluation and enhancement. Establishing mechanisms for regular audits, feedback loops, and training programs fosters a culture of continuous improvement. This proactive approach enables member-owned ADIs to stay ahead of regulatory developments and industry best practices.

Aligning Compliance with Strategic Objectives

By aligning compliance initiatives with broader strategic goals, member-owned ADIs can unlock new value streams. This alignment ensures that compliance efforts support organisational objectives, such as customer satisfaction, operational efficiency, and market competitiveness. When compliance is viewed as a strategic asset, it contributes to the institution's overall success.

“In today’s dynamic regulatory landscape, compliance is no longer just an obligation—it’s a catalyst for strategic transformation. For member-owned ADIs, this shift presents a powerful opportunity to reinforce trust, build resilience, and fuel sustainable growth.

At ICG, we partner with these institutions to turn compliance into a source of value—aligning risk, governance, and culture to meet obligations and drive long-term performance.”

**Peter Lock – ICG Senior Advisor,
Mutual & Co-operative Sectors**



Professional Profiles

Luke Wajsbrem: Practice Leader – Governance, Risk & Compliance



Current Work

- **Leading ICG's Governance, Risk & Compliance practice**, Luke advises financial services organisations on strengthening governance, enhancing risk management, and embedding compliance into strategic transformation. His work spans banking, fintech, and superannuation, supporting organisations to uplift operational resilience, meet APRA, ASIC, and AUSTRAC expectations, and build scalable, future-ready operating models. With a focus on embedding accountability, culture, and capability, he helps clients navigate complexity while driving sustainable growth.
- **As Honorary Treasurer and board member** of a major not-for-profit, he brings hands-on experience in financial governance, overseeing budgeting, reporting, and assurance while contributing to board-level strategy and risk oversight.
- **Luke recently led a Compliance Management System review** for an ASX-listed financial services provider operating in a complex, regulated environment. The review assessed the client's maturity against ISO 37301, with a focus on transitioning from reactive compliance to a structured, embedded model. The engagement addressed AI governance, privacy, third-party oversight, and integration of compliance across business functions. Deliverables included a phased roadmap and uplift plan structured across governance, operations, training, culture, and systems—equipping the client for regulatory scrutiny and scalable growth.

Relevant Expertise

- **Regulatory Frameworks** – Deep expertise in shaping compliance programs that meet complex financial services obligations, including AFSL, credit licensing, disclosure, and consumer protection—critical for superannuation, investment, and advice providers.
- **Compliance Uplift** – Designs future-ready compliance frameworks and leads strategic uplift initiatives across governance, operations, training, culture, and systems—enabling sustainable growth and regulatory alignment.
- **Risk Management** – Skilled in diagnosing and mitigating regulatory and operational risks across end-to-end product lifecycles, strengthening resilience and enabling risk-informed decision-making.
- **Third-Party Risk and Governance** – Provides strategic guidance on CPS 230 third-party risk requirements, including supplier criticality assessments and financial oversight, with broader experience spanning payments, lending, and fintech ecosystems.
- **Technology-Enabled Oversight** – Integrates compliance into operational platforms and leverages RegTech tools to deliver real-time risk insights, automate reporting, and accelerate control remediation.
- **Privacy and AI Governance** – Applies privacy-by-design and AI governance aligned with ASIC and OAIC expectations, enabling safe, ethical data use and transparent decision-making in digital customer environments.

Before & Outside ICG

- **Financial Services Platforms**: Managed risks and ensured compliance across key financial services platforms (e.g., SecurePay, Bank@Post, POLi Payments), aligning with AML/CTF and data governance requirements, demonstrating foundational experience relevant to investment operations. Oversaw enhancements to secure digital and in-person payment solutions, improving operational efficiency and customer trust in financial transactions. Conducted risk assessments and advised on compliance for financial transactions and contractual arrangements associated with these platforms.
- **ANZ**: Designed and implemented a risk framework for Institutional Lending Services, ensuring FATCA compliance and improving operational efficiency, demonstrating expertise in complex financial risk environments. Integrated compliance processes into the lending lifecycle to enhance oversight and mitigate risks.
- **ASIC**: Investigated corporate collapses and regulatory breaches, providing valuable insights into enforcement strategies and compliance best practices, directly informing robust governance frameworks.
- **IBM**: Provided consulting services to financial services organisations, delivering solutions focused on financial crimes, enhancing security and trust in financial operations. Implemented advanced risk management and compliance tools, such as Algorithmics and OpenPages, driving technology-enabled oversight and transformation.
- **Sportsbet**: Developed and implemented an enterprise-wide compliance framework tailored to a technology-driven organisation, showcasing ability to adapt governance to evolving business models. Embedded monitoring mechanisms into operational platforms to ensure real-time compliance monitoring and operational efficiency. Led the development of Sportsbet's Risk Appetite with all executive leaders.

Credentials

- Bachelor of Economics, and Bachelor of Commerce – Monash University
- Certified Compliance Professional – GRC Institute (Graduate of the Year)
- Internationally Certified Compliance Professional – International Federation of Compliance Associations
- Lean Practitioner – IBM
- Certificate IV in Project Management – Australian College of Project Management
- Finance for Non-Financial Managers – Melbourne Business School (University of Melbourne)

Peter Lock: Senior Advisor – Mutual and Co-operative Sectors



Current Work

35+ Years Senior C Suite Banker and CEO

A highly experienced CEO and Board Director excelling in strategic thinking, corporate governance, and people leadership. A career spanning over 35 years in banking and finance culminating as CEO of Australia's largest mutual bank, People First Bank, and includes senior executive positions in Australia's leading banking and financial institutions such as Commonwealth Bank, St George and Bank of Melbourne/Westpac. Roles span across Retail, Business Banking, Corporate and Specialist Banking Services.

Summary of Areas of Expertise:

- Successful leader of change and a major driver of growth at both corporate and operational levels across all retail banking services.
- Leader of Corporate, Business Banking, Retail Banking, Payments and Systems across all delivery channels.
- Led major Mergers and Acquisitions including Due Diligence on several transactions
- Responsible for large digital transformations, change management programs, major brand changes and governance programs.
- Experienced Director and Board operator at both ASX listed, private, controlled entities, associations and community and not for profit entities

Before & Outside ICG

Evidence of Expertise:

Peter Lock has over 35 years experience in banking and finance and brings a unique set of skills gained over an extensive and significant executive career at the highest levels and delivered across numerous geographies. He has worked in both private and public sectors as well as being self-employed and has significant director experience in private enterprise, community, education, member-based organisations and government-controlled or affiliated entities. His experience covers significant and well-known investment decisions through Australian corporate history and consequently he has strong and professional networks within the sector. He possesses strong Board governance and compliance skills, combined with excellent financial experience and commercial acumen. He is experienced in dealing with highly regulated industries and negotiating at the most senior levels, including managing complex remediation and regulatory interventions. Peter has extensive practical experience in mergers and acquisitions as well as managing major brand changes and transformation strategies, including digital transformation and major IT investment and implementation programs.

Employment History/Qualifications:

- Peter led and grew Heritage Bank since 2015. He created the merger with People's Choice CU creating Australia's largest Mutual Bank in 2023 and was the inaugural CEO until his retirement in September 2024. Prior roles include senior positions with Westpac, St George, CBA after a career with NAB.
- Peter holds an MBA, B.Bus and a GradDip in Applied Finance and is a Graduate Member of the AICD.

Mike Thornton: Strategic Adviser, Risk Management & Governance



Current Work

Non-executive director and adviser:

- Leveraging 35 years' experience in life insurance, wealth management and financial planning
- Energetic, enthusiastic, and passionate about leadership and constructive challenge, provides a pragmatic, commercial approach to governance and risk management
- Current board interests include Bank First, AIA Financial Wellbeing, a financial planning business, and Chippit, Australia's first social fintech platform
- Strategic alignment, culture, governance, risk management, leadership, regulatory interactions, regulatory change, conduct, customer centricity, remediation
- Wide ranging M&A, startup and leadership experience
- Board facilitation, c-suite coaching and mentoring, people and team development, capability building

Geographies:

- Australia, New Zealand, the UK, Europe and Asia
- Wide range of cultural and leadership settings

Client sectors:

- Insurance (life, general, health), reinsurance, wealth and asset management, banking, pension / superannuation, financial planning
- Regulatory change and risk management maturity

Before and Outside ICG

Actuary:

- Group Chief Actuary for AXA Asia Pacific (ASX-listed)
- Led capital response during the global financial crisis
- Led actuarial and risk streams through \$14.5bn sale

Chief Risk Officer:

- AXA Asia Pacific's first CRO
- Led integration of Risk & Compliance teams for AXA and AMP merger
- Led risk streams for the startups of AIA Health and AIA Financial Wellbeing, remaining on its board
- Led AIAs activity and prepared to be witness for the Banking Royal Commission
- Led multiple streams for AIA M&A with CommInsure
- Transformation of risk and compliance teams, regulatory change and remediation capabilities

Credentials:

- Actuary, qualifying in the UK and Australia
- Certified Experienced Risk Actuary
- Graduate, AICD Company Directors Course

Community:

- Advocate for leadership on climate change, regular LinkedIn commentator, and an active member of Actuaries Institute Climate and Sustainability Practice Committee

Kevin Maloney: Senior Consultant – Technology and Cybersecurity



Current Work

15+ years global consultant in technology

- Consultant specialising in delivering business outcomes from effective use of technology through defining governance structures, developing policy, organisation design, vendor and product selection.
- Key topics: IT strategy and target operating models (TOM), digital transformation, PMO establishment, programme/project scoping and business case development, data and analytics, programme delivery, business continuity & disaster recovery planning, cyber security and technology assurance.
- Lifting client's internal technology teams through capability benchmarking, targeted training, and team member coaching.

Geographies:

- Australia and New Zealand.
- Delivered engagements remotely into USA, Canada, Asia, United Kingdom, Europe and the Middle East.

Client sectors:

- Central & Local Government, Transportation, Professional Services, Utilities, Telecommunications, Retailers, Primary Industry/Agribusiness, Technology Services, Banks and Insurance

Before and Outside ICG

IT Auditor: From graduate to manager within Big 4 and then leading IT audit function for Air New Zealand. Focus on conscious management of business and technology risk.

Consultant:

- Led the reestablishment of KPMG's IT Strategy & Performance practice within the New Zealand firm. Assignments included M&A, IT due diligence, roadmap development, disaster recover planning and SAP assurance.
- Freelancer working within local government, technology services, health, utilities and infrastructure organisations. Worked with New Zealand's leading PMO and project teams.

Credentials:

- Post Graduate DipBus (Ops Man), University of Auckland
- BCom/BSc, Accounting & Computer Science, Uni. of Auckland
- Chartered Director (CMinSD), IoD NZ
- Chartered Accountant (CA), CAANZ
- Certified Information Systems Auditor (CISA)
- Portfolio, Program & Project Governance Professional (P3GP)
- MSP, PRINCE2 and Lean Practitioner, Scrum Master.

Community:

- Director, Proprietor Board, Carmel College Auckland Limited
- Former Board Chair, Our Lady of Sacred Heart School

Confidentiality

Our clients' industries are extremely competitive. The confidentiality of companies' plans and data is obviously critical. ICG will protect the confidentiality of all such client information. Similarly, management consulting is a competitive business. We view our approaches and insights as proprietary and therefore look to our clients to protect ICG's interests in our proposals, presentations, methodologies and analytical techniques. Under no circumstances should this material be shared with any third party without the explicit written permission of ICG.

Disclaimer

ICG has made good faith efforts to ensure that this material is a high-quality publication. However, ICG does not warrant completeness or accuracy, and does not warrant that use of the material ICG's provisioning service will be uninterrupted or error-free, or that the results obtained will be useful or will satisfy the user's requirements. ICG does not endorse the reputations or opinions of any third party source represented in this material.

Copyright Notice

While third party materials have been referenced and analysed in this material, the content represents the original work of ICG's personnel. This work is subject to copyright. ICG is the legal copyright holder. No person may reproduce this material without the explicit written permission of ICG. Use of the copyright material in any other form, and in any medium whatsoever, requires the prior agreement in writing of the copyright holder. The user is allowed 'fair use' of the copyright material for non-commercial, educational, instructional, and scientific purposes by authorised users.



INTERNAL CONSULTING GROUP

Email enquiries@internalconsulting.com or
visit our website at www.internalconsulting.com

