

## **Terms of Reference - Executive Committee**

### **1. Establishment**

Under the Statement of Operating Principles and Schedule of Delegations approved at its meeting on 18 July 2007, the Board of the Pension Protection Fund has delegated to the Chief Executive a general power to do anything which, in his/her opinion, is calculated to facilitate the exercise of the executive functions of the Board of the PPF or is incidental or conducive to their exercise, except in so far as the Board of the PPF has reserved such functions to itself or has specifically delegated them to a Committee or a Sub-Committee.

### **2. Purpose**

The Executive Committee is established by the Chief Executive to assist the Chief Executive in performance of his/her duties, including:

- Development and implementation of strategy, operational plans, policies and budgets
- Monitoring of operating and financial performance
- Assessment and control of risk
- Prioritisation and allocation of resources

### **3. Membership**

The Committee shall consist of the following:  
The Chief Executive, Chief Operating Officer, Director of Delivery (Deputy Chief Executive), Director of Legal Services, Director of Financial Risk, Finance Director, Strategy & Policy Director and Director of Corporate Affairs

Others may be invited by the Chief Executive (or in his/her absence, his / her nominated representative) to attend all or any part of any meeting.

#### **4. Chair**

The Chief Executive shall act as Chair of the Committee. In his / her absence another Executive Director shall act as Chair as nominated by the Chief Executive.

#### **5. Secretary**

The Deputy Board Secretary or his/her nominee shall act as the Secretary of the Committee.

#### **6. Quorum**

The quorum necessary for the transaction of business shall be three members, including two Executive Directors (Board Members)

A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in, or exercisable, by the Committee.

#### **7. Frequency of Meetings**

The Committee shall meet fortnightly on Mondays at 10.00am. The usual place of meetings shall be Rooms 9 A & B, Knollys House, 17 Addiscombe Road, Croydon. Extraordinary meetings may be convened at the request of the Chief Executive.

#### **8. Notice of Meetings**

Meetings of the Committee, other than those regularly scheduled as above, shall be summoned by the Secretary of the Committee at the request of the Chief Executive.

Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed and supporting papers shall be forwarded to each member of the Committee and any other person required to attend, no later than 2 working days before the date of the meeting. Papers to be considered at meetings shall be provided to the Secretary of the Committee no later than 1pm on the Thursday before each meeting is scheduled.

Papers sent to the Secretariat after the deadline may be removed from the agenda and may not be considered by the Committee.

## **9. Conduct of Meetings**

Except as outlined above, meetings of the Committee shall be conducted in accordance with the Pensions Act 2004 and the Statement of Operating Principles and Schedule of Delegations of the Board approved at the Board meeting on 18 July 2007.

## **10. Minutes of Meetings**

The Secretary shall minute the proceedings and resolutions of all meetings of the Committee, including recording the names of those present and in attendance.

Minutes of Committee meetings shall be circulated promptly, within 2 working days, to the Chief Executive, and once agreed to all members of the Committee.

## **11. Agenda**

Decisions regarding the content of the agenda for individual meetings of the Committee and concerning the presentation of agenda items should be taken by the Chief Executive in consultation with the Secretary to the Committee.

## **12. Duties**

The Committee shall have the following duties:

- Recommending objectives and strategy for the PPF in the development of its business, having regard to the interests of its customers, employees and other stakeholders;
- Agreeing policy guidelines
- Successful execution of strategy
- Recommending the PPF's budgets and financial plans to the Board, and following their adoption, the achievement of the budgets and plans.
- Developing and reviewing Directorate objectives and budgets to ensure that they fall within the agreed targets
- Ensuring appropriate levels of authority are delegated to senior management
- Reviewing the organisational structure of the PPF and making recommendations for change
- Ensuring the control, co-ordination and monitoring within the group of risk and internal controls
- Ensuring compliance with relevant legislation and regulations
- Safeguarding the integrity of management information and financial reporting systems

- Optimising the allocation and adequacy of the PPF's resources
- Ensuring the provision of adequate management, development, succession planning, and recommendation and implementation of appropriate remuneration structures within Directorates
- Ensuring the active liaison, co-ordination and co-operation between business decisions
- Developing and implementing appropriate policies.
- Review of Board papers before each meeting.

### **13. Reporting Responsibilities**

The Chief Executive reports formally to the Board, at each Board meeting, on operational, policy and strategic issues which shall include the key items considered by the Committee.

Updated: 18 June 2009

Effective from: 22 June 2009