



National Safeguarding Panel Board:

Terms of Reference

Background

The National Safeguarding Panel (NSP) Board oversees all matters relating to the operation and financing of the NSP, including compliance with applicable company law. It does not have an active role in the administration of dispute resolution procedures or investigations but maintains an interest in the conduct of the NSP's administrative functions. The NSP Board was established in September 2018.

Purpose & Role

The purpose of the NSP Board is to:

- Oversee all matters relating to the operation and financing of the NSP
- Review and monitor the NSP's administrative function

Objectives

The objectives of the NSP Board are to:

- Appoint an individual to act as President of the NSP and enter into a retainer agreement with the President if required
- Develop a set of criteria for the selection of members of the NSP and support the President in recruiting members
- On the recommendation of the President appoint and enter into retainer agreements with legal and lay members of the NSP
- On the recommendation of the President adopt and thereafter modify or ratify any proposed changes to the NSP Rules
- Ensure that the President, the secretariat and members of the NSP carry out effectively their responsibilities as defined in the NSP services contract

Membership, Composition and Meetings

The NSP Board will comprise of a minimum of four Independent Non-Executive Directors of the Company. The Chair of the Company, and in his/her absence the Senior Independent Director of the Company, shall Chair NSP Board meetings.

NSP Board members will provide expert advice and insight into:

- Financial operation of the NSP
- Selection and performance of panel members
- Administrative support of tribunal services and investigations
- Procurement strategy

The NSP Board will meet at least once in each calendar year, usually in conjunction with Management Board meetings. When appropriate, non-members of the NSP Board may be asked to leave the room for NSP Board business. The President of the NSP will be asked to provide an update to the NSP Board at least once per annum.

A majority of NSP Board members must approve any decision of the NSP Board and the Chair of the NSP Board shall have the casting vote in case of deadlock.

Remuneration

Membership of the NSP Board is voluntary and without remuneration other than for reasonable travel expenses to attend meetings. Members may, however, be reimbursed for expenses incurred as a result of carrying out duties of the NSP Board provided that such expenditures have been pre-approved by the Chair.

Experts and Invited Guests

The NSP Board may from time to time require experts or other representatives to attend meetings as presenters, advisors or observers. The Chair will approve such invitations in advance.

Last review (date)	September 2020
Reviewed by (name)	Audit & Risk Committee
Next review and approval due (date)	September 2022