

RISK MANAGEMENT PANEL TERMS OF REFERENCE

GENERAL RESPONSIBILITIES

The Risk Management Panel is accountable to the Audit Committee for the fulfilment of the responsibilities as set out in its terms of reference. All Risk Management Panel members share responsibility for its decisions and should act only in the interests of the organisation and not on behalf of any subsidiary, constituency or interest group, putting the interests of the organisation before their own interests.

The Risk Management Panel is charged with assisting the Audit Committee to fulfil its statutory obligations including advising the Board on the adequacy and effectiveness of the Company's Risk Management Framework (RMF). The Risk Management Panel should meet on a quarterly basis.

The Audit Committee will agree and review the responsibilities of the Risk Management Panel on a timely basis.

The Audit Committee will obtain assurance on the Panel's work via an annual report on Risk Management and the work of the Risk Management Panel by the Director of Finance, ICT and Governance.

AUTHORITY AND ACCESS

The Risk Panel is authorised by the Board to investigate any activity within its terms of reference.

The Committee may from time to time investigate, discuss or review matters outside its terms of reference if required to do so by the Audit Committee. The Panel's terms of reference may be amended at any time by the Audit Committee.

COMMITTEE MEMBERSHIP

The Panel will consist of the Company's Executive Management Team (EMT) with the addition of the Company Secretary who will Chair the meetings in his/her role as the Corporate Risk Officer.

DUTIES AND RESPONSIBILITIES

Risk Management

- To scrutinise all risk registers, including Service Area Risk Registers, to ensure they are robust and complete in advance of being presented to the Audit Committee or Board in line with the requirements of the RMF.

- To consider key triggers for significant changes to risk registers such as new regulations, high staff turnover, changes in the external environment or audit reviews as part of the Panel's quarterly review.
- To amend and update all risk registers on an ongoing basis to confirm the Panel's acceptance of the constituent risks and the actions in place to manage those risks.
- To consider what constitutes an acceptable level of risk for the Company on an ongoing basis, i.e. the Company's risk appetite, and monitor the impact of new risks to ensure risk levels remain within acceptable limits.
- To recommend risk targets, limits and controls for different types of risk, referring higher level decisions to the Audit Committee and Board.
- To identify examples of best practice and promulgate these across the Company's Service Areas.
- To annually review the Risk Management Framework in advance of Board approval to ensure that it remains up to date, fit for purpose and reflects what is happening across the organisation.
- To implement and monitor the introduction of formal risk management into project management, partnerships and large contracts, aligned to the principles adopted for business risk management.
- To consider the Director of Finance, ICT and Governance's quarterly Risk Management report.
- To produce an annual risk update for the Board (to be incorporated into the report of the Director of Finance, ICT and Governance).
- To liaise with the relevant service areas over insurance and health & safety issues.
- To provide an internal training resource on risk management.