

**SCOTT TECHNOLOGY LIMITED
HEALTH & SAFETY COMMITTEE
TERMS OF REFERENCE**

Constitution

The Health & Safety Committee shall be a Committee of the Board established by the Board.

Objectives

The role of the Committee is to assist the Board to provide leadership and policy in discharging its health and safety management responsibilities within the organisation.

Membership

Members of the Committee shall comprise all members of the Board.

A quorum of members of the Committee shall be two.

The Board shall appoint a Chairman from the non-executive members of the Committee.

Secretarial and Meetings

The secretary of the Committee shall be appointed by the Board.

The Committee may have in attendance such members of management, including the Chief Executive Officer (CEO), and such other persons as it considers necessary to provide appropriate information and explanations.

Reasonable notice of meetings and the business to be conducted shall be given to the members of the Committee, all other members of the Board and the CEO.

Meetings shall not be held fewer than four times a year. Further meetings will be arranged on an as-needed basis.

Minutes of all meetings shall be kept.

After each meeting the Chair will report the Committee's recommendations, key issues and findings to the Board.

Responsibilities

Review, monitor and make recommendations to the Board on the organisation's health and safety risk management, framework and policies to ensure that the organisation has clearly set out its commitments to manage health and safety matters effectively.

Review and make recommendations for Board approval on strategies for achieving health and safety objectives.

Review and recommend for Board approval targets for health and safety performance and assess performance against those targets.

Monitor the organisation's compliance with health and safety policies and relevant applicable law.

Ensure that the systems used to identify and manage health and safety risks are fit-for-purpose, being effectively implemented, regularly reviewed and continuously improved. This includes ensuring that the Board is properly and regularly informed and updated on matters relating to health and safety risks.

Seek assurance that the organisation is effectively structured to manage health and safety risks, including having competent workers, adequate communication procedures and proper documentation.

Review health and safety related incidents and consider appropriate actions to minimise the risk of recurrence.

Make recommendations to the Board regarding the appropriateness of resources available for operating the health and safety management systems and programmes.

Any other duties and responsibilities which have been assigned to it from time to time by the Board.

Authority

The Committee has complete access to the organisation's senior executive team through the Chairman, CEO, Company Secretary, or the Group Health & Safety Officer at any time.

The Committee has the authority of the Board to obtain any information and to investigate any matter within its terms of reference.

The Chairman of the Committee has the authority of the Board to obtain independent legal or other professional advice and research and generally to engage such advisors and involve such consultants (at the expense of the organisation) as the Committee considers necessary to carry out its responsibilities.

The Committee does not have the authority to make a decision in the Board's name or on its behalf. The Committee will make recommendations to the Board on all matters requiring a decision.

Review

The Committee shall:

Ensure that processes are in place to develop, implement, audit, regularly review and update the health and safety management framework to be consistent with accepted standards.

Formally review the health and safety performance of the organisation including review of audits (internal and external), system reviews, performance results, significant incidents and investigations, the impact of organisational changes and benchmark data. The CEO will be responsible for producing sufficient information for this review to occur, with input from the rest of the executive / senior management team.

Receive and consider independent reviews and / or audits of health and safety within the business.

Ownership and Review

The Committee may at any time initiate a review of the Committee and make appropriate recommendations for its alteration to the Board.

Approver:	Scott Technology Board
Reviewer:	Scott Technology Board
Ownership:	Chief Executive Officer
Adopted:	1 December 2016
Last Review:	February 2018