

Estates Committee

Terms of Reference

1. Purpose

The purpose of the Committee is to oversee the development and progress of the NCG Estates and Environmental Strategies, as well as monitor and seek assurance on relevant Estates, H&S and Environmental matters.

2. Membership

2.1. The Committee shall comprise at least four members; at least three members of the Committee must be members of the Corporation. The Committee should include individuals with an appropriate mix of skills and experience to allow it to discharge its duties effectively. Collectively, members of the Committee should have recent, relevant experience in areas aligned to the Committee's purpose.

2.2. Appointment to the Committee is subject to approval by the Corporation.

2.3. The Corporation may modify the other membership of the Committee at any time. The term of a member will end if the individual ceases to be a member of the Corporation; the Corporation may then decide to appoint the individual as the co-opted member of the Committee.

2.4. The Chair of the Committee shall be appointed by the Search Committee.

3. Meetings

3.1. The Committee will normally meet four times each year. Additional meetings may be called as necessary in agreement with the Chair of the Committee.

3.2. Meetings of the Committee shall be quorate if at least three appointed members are present. If the number of members present for a meeting of the Committee does not constitute a quorum, the meeting shall not be held. If during a meeting

there ceases to be a quorum, it has been agreed by the Corporation Board that the meeting may continue, however no decisions are to be taken.

- 3.3. The Clerk to the Corporation will act as Clerk to the Committee.
- 3.4. Every question to be decided at a meeting of the Committee shall be decided by a majority of votes cast by the members present. In the event of a tied vote, the Chair shall have a second or casting vote.
- 3.5. Only members of the Committee and the Clerk have the right to attend meetings. However, other individuals such as members of senior management may be invited to attend for all or part of any meeting, particularly where their area of responsibility is under discussion. Where someone has been invited to attend, they shall be entitled to attend and speak at such meetings, but not to vote.
- 3.6. The Committee may invite the Corporation's advisers or other third parties to attend meetings of the Committee as appropriate (such persons shall not have a vote but shall be entitled to speak at the meeting).

4. Minutes and Papers

- 4.1. The Clerk to the Corporation will normally provide written notice of each meeting and an agenda at least seven days in advance.
- 4.2. Having regard to the criteria for confidentiality used by the Corporation, separate minutes will be prepared for the non-confidential and confidential items.
- 4.3. All minutes will remain confidential until they are reported to the Corporation. Any minute which provides personal information about an individual or meets other NCG's other criteria for confidentiality shall remain confidential.
- 4.4. At every Committee meeting the minutes of the last meeting shall be taken as an agenda item, and, if agreed to be accurate, shall be approved as a true record.
- 4.5. The Clerk to the Corporation shall present the draft Chair approved minutes at the next scheduled meeting of the Corporation.

5. Terms of Reference

5.1. Estates

- 5.1.1. To monitor the development and progress of the NCG Estates Strategy.
- 5.1.2. To receive reports, consider and challenge assurance on matters relating to the following:
 - Disposals / Acquisitions / Leases.
 - Major Projects.
 - Forward Investment Planning and ensuring the needs of the business will be met.
 - Condition Management Planning.
 - Ensuring value for money is achieved in relation to premises and estates developments.
- 5.1.3. To review and recommend to Corporation for approval, any management proposals regarding the disposal or acquisition of strategic assets.

5.2. H&S

- 5.2.1. To receive, consider, and challenge reports in relation to strategic H&S matters.
- 5.2.2. To receive, consider, challenge, and endorse the H&S Annual report, prior to its submission to the Corporation for approval.

5.3. Environment

- 5.3.1. To monitor the development and progress of the NCG Environmental Strategy.
- 5.3.2. To receive, consider, and challenge reports in relation to strategic Environmental matters.



- 5.4. To review and recommend to Corporation for approval, the Health, Safety & Wellbeing policy.
- 5.5. To arrange for periodic reviews of its own performance and, at least annually, review its terms of reference to ensure it is operating effectively and recommend any changes it considers necessary to the Board for approval.
- 5.6. To report to the Corporation Board on its proceedings after each meeting on all matters within its duties and responsibilities.
- 5.7. To make whatever recommendations / endorsements to the Corporation Board it deems appropriate on any area within its remit where action or improvement is needed.