

**Wessex Water Services Limited
Health and Safety Committee
Terms of Reference**

1. Purpose

- 1.1 The Health and Safety Committee (the **Committee**) is a Committee of the Board of Wessex Water Services Limited (the **Company**). The Committee assists the Board, Chief Executive and Executive Team in discharging health and safety responsibilities.
- 1.2 The Committee will, on behalf of the Board, oversee the Company's proactive health, safety and wellbeing culture, including providing visible leadership, and supporting the implementation and maintenance of effective systems to protect the health, safety and wellbeing of all who may be affected by company activities.
- 1.3 The Committee will, in performing its duties, provide independent governance taking account of colleagues, the public, supply chain and other stakeholder needs.

2. Composition and procedure

- 2.1 The Committee will comprise at least three Independent Non-Executive Directors, as appointed by the Board from time to time. Independent Non-Executive Directors will always make up the majority of Committee members.
- 2.2 The Chair of the Committee will be an Independent Non-Executive Director appointed by the Board. In the absence of the Committee Chair at a Committee meeting, the remaining members will elect an alternative Chair.
- 2.3 The Company Secretary or his or her nominee will act as the Secretary to the Committee.
- 2.4 Three members present, of whom at least two will be Independent Non-Executive Directors, will constitute a quorum.
- 2.5 Only members of the Committee have the right to attend Committee meetings. Others may attend meetings by invitation.
- 2.6 Meetings will take place not less than three times a year and at such other times as determined by the Chair of the Committee. The Secretary may convene a meeting of the Committee at the request of the Committee Chair.

3. Notice of Meetings

- 3.1 Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, will be forwarded to each member of the Committee, any other person required to attend and all other Independent Non-Executive Directors, no later than five working days before the date of the meeting. Supporting papers will be sent to the Committee members and to other attendees as appropriate, at the same time.
- 3.2 Members may participate in a meeting by means of telephone, video conferencing facility or other suitable communicating equipment.

4. Minutes

- 4.1 The Secretary (or delegate) will minute the proceedings and decisions of all meetings of the Committee, including recording the names of those present and in attendance.
- 4.2 Minutes of Committee meetings will be circulated to all members of the Committee unless in the opinion of the Committee Chair it would be inappropriate to do so.

5. Reporting

- 5.1 The Committee Chair will report orally to the Board after each meeting on all matters within its duties and responsibilities. Drafts of Committee minutes will be sent to the Committee Chair. Once approved, they will be circulated with papers for the next Board.
- 5.2 The Committee will make whatever recommendations to the Board it deems appropriate on any area within its remit where action or improvement is needed. Where appropriate or necessary, final decisions will be taken by the Board.
- 5.3 The Committee will advise the Audit and Risk Committee of any matters to be included in the Annual Report dealing with the activities of the Committee.

6. Duties of the Committee

The Committee will:

6.1 Overview

Support the Board, senior leaders, and managers to recognise and promote health and safety as integral to the Company's business, acknowledging that this will only successfully be achieved with the active involvement of directors, senior leaders, managers, colleagues, the supply chain and other stakeholders.

6.2 Leadership

Support the Board in promoting strong, visible, and active safety leadership that is embedded, monitored, and continuously improved.

Consider the health, safety, and wellbeing culture across the Company to determine the extent to which the desired 'just culture' is embedded and where appropriate approve and monitor improvements.

6.3 Strategy

Review and advise the Board on the suitability of the health, safety and wellbeing strategy and annual plan, to appropriately prioritise health, safety and wellbeing including adequate and competent resourcing.

Review the Health, Safety and Wellbeing Policy and make recommendations on its suitability and oversee the mechanisms in place to identify and implement existing, new and changed legal requirements, giving appropriate consideration to external stakeholders, developments and events.

Seek and receive expert advice on process safety matters from the Advisory Board.

6.4 *Risk*

Monitor and support arrangements to ensure hazards are identified and systems of work are suitably developed to mitigate risk appropriately.

Consider the short, medium, and long-term risks relating to health, safety and wellbeing and confirm these are appropriately reflected in the Company Risk Register, along with adequate mitigations to reduce risk as far as reasonably practicable and in line with the risk appetite set by the Board.

6.5 *Performance*

Receive regular updates on performance against the health, safety and wellbeing strategy that will include leading and lagging indicators, other relevant performance metrics and appropriate benchmarking information and will review actions taken to drive continuous improvement.

Receive and take an active part in reviewing incidents, accidents and significant near miss events to ensure lessons are learnt and actions are taken to prevent reoccurrence.

Monitor performance to ensure lessons learnt that the company are identifying are implemented.

6.6 *Assurance*

Review the adequacy of the health, safety and wellbeing strategy and measures, including compliance with relevant legislation and regulatory requirements, particularly with reference to hazard identification, safe systems of work, risk assessment and competency.

Provide assurance to the Board on matters relating to health and safety governance and assurance.

Monitor the outcomes of any audits both internal and external including reviewing the steps planned or implemented to deal with non-compliance.

Liaise the with Audit Committee in line with the assurance policy.

7. Resources and review

7.1 The Committee will have access to sufficient resources to carry out its duties.

7.2 The Chair of the Committee will have reasonable access to Executive Directors and other employees as required.

7.3 The Committee will periodically review its own performance and, at least annually, review its constitution and Terms of Reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board for approval.

8. Authority

8.1 The Committee is authorised by the Board to investigate any activity within these terms of reference and to seek any information it requires to perform its duties, including from employees or other communities, sub-committees, or groups.

8.2 The Committee may obtain outside legal or other professional advice on any matter within its terms of reference.

Change History Record

Issue	Description of Change	Approval	Date of Issue
1	Adopted by the Board Committee	Board	October 2021
2	Approved	Board	March 2023