

## **TERMS OF REFERENCE OF THE WITH-PROFITS ADVISORY ARRANGEMENT (the “Advisory Arrangement”)**

### **General**

The Advisory Arrangement has responsibility for with-profits governance in accordance with COBS 20.5.

The ultimate responsibility for managing the with-profits fund rests with the Committee of Management.

The Advisory Arrangement will be made up of the Society’s two Trustees supported by the With-Profits Actuary, providing the Committee of Management considers that they are adequately able to provide independent judgement.

The Committee of Management will ensure that any person carrying out the Advisory Arrangement has the appropriate knowledge, skills and experience to perform, or contribute to, as appropriate, the role set out.

### **Objectives and Strategy**

The role of the Advisory Arrangement is to act in an advisory capacity to inform the decision making of the Committee of Management. The Advisory Arrangement also acts to protect the interests of with-profits policyholders as a whole.

### **Terms of Reference**

1. To decide on the specific matters it will consider in order to enable it to carry out its role as appropriate to the circumstances of the with-profits fund
2. To assess whether the fund is managed in accordance with the Principles & Practices of Financial Management (“PPFM”)
3. To assess whether the Society is complying with the principles and practices set out in the PPFM
4. To assess whether the Society is addressing the rights and interests of with-profits policyholders compared with other stakeholders in a way that is consistent with treating customers fairly
5. To provide advice and guidance on any other issues that with-profits policyholders might reasonably expect the advisory arrangement to be involved in

6. To identify surplus and excess surplus and the merits of distribution / retention
7. To consider how bonus rates, smoothing and, if relevant, market value reductions have been calculated and applied
8. To consider the relative interests of policyholders with and without valuable guarantees
9. To consider with-profits customer communications, such as bonus statements, product literature and reports to with-profits policyholders, and whether the Advisory Arrangement wishes to make a statement to with-profits policyholders in addition to those made by the Society
10. To consider and assess any significant changes to the risk / investment profile of the fund
11. To assess future sales targets and its impact on the assets and surplus of the fund
12. To assess the impact of any planned or implemented management actions
13. To assess relevant management information, including any policyholder complaints
14. To assess and consider the appropriateness of the costs and expenses incurred in running the fund
15. To consider the drafting, review, updating of and compliance with run-off plans, court schemes and similar matters
16. To advise the Committee of Management on the suitability of candidates for the proposed appointment of the with-profits actuary
17. To assess the performance of the with-profits actuary at least annually and report to the Committee of Management

### **Meeting Frequency**

The Advisory Arrangement will meet as required, but no less than twice per annum, with additional telephone conference calls held as required.

**Other Matters**

The Advisory Arrangement will receive guidance, input and advice from the Society's With-Profits Actuary as required and any reasonable requests for additional support and / or external resource in order to perform its role effectively will be authorised by the Committee of Management.

The Society will keep full records of all requests of, and material produced by, the Advisory Arrangement, and of all decisions and reasons of the Committee of Management.

**Tony Burdin**  
**Chief Executive & Secretary**

**December 2012**