

**TERMS OF REFERENCE FOR THE
FINANCE & POLICY COMMITTEE**

1 Introduction

The finance and policy committee will consider and report to the board on matters relating to policy, structure and management of USS Ltd as the corporate trustee of USS other than those which have been allocated to the investment, audit, rules and remuneration committees.

2 Constitution

The board has established a committee known as the finance and policy committee.

3 Membership

The chairman (normally the deputy chairman of the trustee company) and committee members will be appointed by the board. The committee shall consist of not less than nine and not more than 11 members, including at least five trustee directors. The membership of the committee will comprise at least one co-opted director, at least one UUK director, at least one UCU director, the chairman of the investment committee, chief executive, chief investment officer, pensions policy manager and the chief financial officer. A quorum shall be five members of whom not less than three shall be trustee directors.

4 Attendance at meetings

Meetings will usually be attended by the following officers of the trustee company:

Pensions operations manager
Head of IT
Communications manager
Chief administrative officer
Company secretary who is secretary to the committee

Legal and actuarial advisers will be invited to attend as appropriate.

5 Frequency of meetings

Meetings will be held quarterly, usually in February/March, May, July and November.

6 Reporting procedures

Minutes of meetings will be issued to all committee members and attendees and submitted to the next meeting of the board. The committee will prepare a report detailing the work of the committee for inclusion in the annual report and accounts.

7 **Duties**

The duties of the committee are:

- 7.1 Undertake detailed work on behalf of the board and to make recommendations to it on major policy issues.
- 7.2 Give preliminary consideration to major issues, which it is intended should be brought to the board.
- 7.3 Oversee the detail of revisions to the USS Ltd Risk Management Profile and Policy and submit annual reports to the board.
- 7.4 Give detailed consideration to:
 - (a) The quarterly operating performance report, and the annual report on corporate performance.
 - (b) Financial estimates and performance against estimates.
 - (c) Business and strategic plans and performance against plans.
- 7.5 Review annual cashflow forecasts.
- 7.6 Monitor communication with and levels and quality of service provided to member institutions and individual members.
- 7.7 Promote best practice of commercial management within the company.
- 7.8 Monitor compliance with the requirements of appropriate regulatory bodies.
- 7.9 Consider any other matters referred to it by the board.

IMS/JMR

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