

Joint Negotiating Committee (JNC): Transparency Agreement

1. Introduction

1.1 The JNC needs to be provided with all the information it requires, including contextual information, to inform the Committee's discussion and decision making. It is equally important that Scheme members are not denied access to this information thus enabling an understanding of how their Scheme is run and the factors that sit behind the decisions that are made by the JNC. In addition, transparency of decision making is part of good governance and, as a large predominantly DB pension scheme, the JNC's decisions are also of wider interest. In this context the information available to the JNC should also be available to scheme members, potential members and employers (and more widely) unless there is a good reason for withholding it.

1.2 The default position is that:

1.2.1 Information requests by the JNC or one of its stakeholders, UCU and UCEA, in relation to their JNC role, understood in the widest possible sense will be met in full and promptly (unless there are exceptional circumstances and USS can demonstrate that it is impracticable to meet a particular request). When the relevance of the information request to the JNC role may not be immediately obvious, the JNC or the stakeholder requesting the information will provide a succinct explanation to demonstrate the relevance of the requested information to the JNC role. In line with the 'culture of openness and mutual trust' USS would be expected to provide full details of any exceptional circumstances that would prevent the provision of the information requested. Further, in line with the 'culture of openness and mutual trust,' the JNC and the individual stakeholders, UCEA and UCU, will commit to only making information requests which they consider relevant to their role understood in the widest sense; and,

1.2.2 all information provided to the JNC or one of its stakeholders in relation to their JNC role, is non-confidential (subject to exceptional circumstances as set out at paragraph 6.2 below).

1.3 For transparency to be meaningful, Scheme members, employers and other interested parties need to be able to access relevant information without difficulty.

2. Commitment to Transparency

2.1 The JNC agrees to adhere to the following principles and commitments in respect of transparency:

- To conduct JNC deliberations in an open and transparent manner, reflecting a culture of openness and mutual trust.

- Transparency, as applied to the business of the JNC, is understood to mean an openness facilitating visibility to those outside the JNC of its workings and decision-making.
- Not withholding information to a wider audience should be viewed as the default position.
- It should be made clear to Scheme members, employers and other interested parties how they can access the non-confidential information provided to the JNC.

3. Making non-confidential information publicly available

3.1 All information and documents that are not marked as *confidential information* may become publicly available immediately after the JNC meeting to which they are submitted. To avoid errors, such documents should be marked *non-confidential*. UCU and UCEA are entitled to use whatever means they choose to make non-confidential information publicly available.

4. Summary notes of meetings – Enhanced Reports

4.1 The JNC will make available, on the USS website, a summary note of each meeting, referred to as an Enhanced Report; the content of such a note to be agreed by the JNC chair and the lead representatives of both UCEA and UCU (or their delegates). The summary note will not contain *confidential information*. The publication of an Enhanced Report by the JNC should not be dependent upon approval of the minutes of the meeting to which it relates.

4.2 The Enhanced Report will be published on the USS website and include a schedule detailing the matters discussed at the meeting together with links to non-confidential meeting papers (including the FMP report, final versions of deeds of amendment etc). Non-confidential information provided between meetings, and other non-confidential papers from JNC meetings, should also be published on the site if UCU or UCEA request it.

5. Confidential Information

5.1 It is anticipated that there may be occasions when some information, may, for good reason, be deemed as confidential and that some restriction is placed on it. Given the emphasis on transparency, the committee should avoid situations where the owner or holder of information is reluctant to make it available to the JNC for fear of inappropriate wider distribution.

5.2 Owners and holders of information should consider whether it is necessary to deem information confidential, and if so indicate the period over which it should remain confidential. (e.g. 3 months or until....., or permanently)

6. Information that may not be shared

6.1 Information that may not be shared refers to information that is restricted to those authorised to have access to it and will be deemed *confidential*

information. In such cases *confidential information* may only be further disclosed to UCEA and/or UCU internal structures and executive management on the proviso that such information is made available under obligations of confidence. Those internal structures include, in the case of UCEA, the Employers Pension Forum and, in the case of UCU, the SWG, secretariat, elected officials at its branches, officials and elected members of the NEC, members of the National Disputes Committee and expert advisers appointed by either party (who would be under obligation of confidence in relation to that information).

6.2 The following information will be classified *confidential information*, unless otherwise specified:

- Personal information relating to individuals will be protected by statutory and regulatory confidentiality requirements at all times;
- Information provided to the JNC by third parties (including the Trustee) who request confidentiality will be deemed *confidential information*. Such confidentiality requests should typically be accompanied by a justification.
- UCU and UCEA may each classify information, including their own negotiating proposals and related papers as *confidential information*;
- The minutes of JNC meetings (unless the Committee agrees that part the minutes of a particular meeting may be published).

6.3 Documents should only be marked confidential where absolutely necessary. JNC members may query the reason for confidentiality if they feel that a document has been labelled as *confidential information* unnecessarily. Information providers are encouraged to apply an end date to indicate a date after which *confidential information* may become *non-confidential*.

7 Information Supplied Between Meetings

7.1 Information supplied between meetings and not intended to form part of a meeting pack, should either be marked *confidential information* or *non-confidential* with the latter becoming immediately publicly available.

8. Commitments and undertakings

8.1 JNC members will adhere to the following:

- Unless expressly stated otherwise, unrestricted papers for JNC meetings (i.e. those which do not contain any confidential information) are to be treated as *confidential information* until after the conclusion of the meeting the papers have been submitted for.
- Support non-confidential information becoming publicly available.
- To consider whether information needs to be confidential and, if so, provide a brief justification and preferably a date when the confidentiality requirement will be removed.

8.2 Except as set out below or otherwise agreed by the JNC and any relevant third party (including UCEA, UCU and USS Board and executive and those of

any sub-entities of USSL) all reasonable efforts must be made to keep *confidential information* protected from improper disclosure.

9. Consequences of breach of commitment to transparency and confidentiality

9.1 Concerns may be brought to the attention of the JNC Chair in the following circumstances:

- Transparency breach: Where an item has been marked confidential is considered contrary to the principles of transparency that underpin them.
- Confidentiality breach: Where an item has incorrectly not been marked as *confidential information*, or has been so marked and disclosed contrary to the commitments to confidentiality.

9.2 Any concerns tabled with the Chair will be considered at the next available JNC meeting.

9.3 The Chair will have responsibility for determining whether there has been a breach of confidentiality or transparency under this agreement and will determine, in consultation with the representatives of UCU and the representatives of UCEA, what appropriate investigation and/or action should be taken.

10 Review

10.1 The operation of this policy shall be reviewed no later than 12 months from the date when it first becomes operational. The review will include consideration of how transparency and confidentiality are being applied in practice and whether there is a need for further measures to improve transparency.