



Health and Safety Committee

Terms of Reference

HEALTH and SAFETY COMMITTEE Terms of Reference –

Adopted pursuant to a resolution of the Board of Directors dated 18 October 20018.

Note: References to “the Committee” shall mean the Health, Safety Committee and references to “The Board” shall mean the full Board of Directors of Transport for Wales (“the Company”).

Duties

1. The Committee is a Committee of The Board established under the Articles of Association of the Company (“the Articles”).
2. Proceedings and meetings of the Committee will be governed by the provisions of the Articles for regulating the meetings and proceedings of The Board insofar as they are applicable and not inconsistent with these terms of reference.
3. The purpose of the Committee is to assist The Board to fulfil their overall responsibilities in relation to health, safety and matters arising out of the activities of the company and as they affect the general public (including passengers), employees and suppliers.
4. The Committee shall have the following functions:
 - to recommend to The Board Health and Safety policy (Appendix A) for adoption by them and, as the Committee deems necessary, recommend changes to that policy;
 - to monitor the Company’s compliance with the approved Health and Safety policy;
 - to assess compliance of processes by the Company with Health and Safety legislation;
 - to ensure that the company processes are continually improved to align with best practice;
 - to receive and review investigation reports regarding Health and Safety incidents within the Company;
 - to develop and deliver continuous improvements in Health and Safety performance; and
 - to consider Health and Safety issues that may have strategic, business and reputational implications for the Company, and to recommend appropriate measures and responses.

Membership

1. The Committee shall consist of at least one independent non-executive Director, the Director Safety and Sustainability, and such other members as the non-executive Director member of the Committee shall decide.

2. The Chair of the Committee, who shall be an independent non-executive Director member, shall be proposed by the Chair of The Board and approved by the Directors.

3. Membership of the Committee other than the non-executive Director membership shall be at the absolute discretion of the non-executive Director member who may appoint such other members on such terms and conditions as they in their absolute discretion think fit, including but not limited to:

- duration of appointment
- notice period for termination of appointment
- reason(s) for termination of appointment
- remuneration and reimbursement of reasonable expenses
- confidentiality

4. Employee Engagement

It is important that we ensure all employees are involved and engaged with our vision and aspirations for health and safety.

The Health and Safety (Consultation with Employees) Regulations 1996 sits alongside The Safety Representatives and Safety Committees Regulations 1977. We have a duty to consult with employees under both sets of regulations.

In business areas and functions that are not unionised, the appointment of non-trade union health and safety champions is an effective way of ensuring all areas are represented. These can sit alongside Trade Union appointed Safety Representatives and can work with them to ensure all employees are able to have a say.

There is a benefit to the Trade Union Safety Reps as it extends their network into other areas that they do not have the remit or resources to cover. Over time some of these champions may even chose to become Trade Union Safety Reps.

Meetings

1. The Committee shall meet formally at least quarterly or more often as required.
2. A meeting of the Committee may be called by any member of the Committee.
3. Notice of each meeting confirming the date, the venue and time together with an agenda of items to be discussed together with relevant papers shall be forwarded to each member of the Committee, where practical, not fewer than five working days prior to the date of the meeting.
4. The quorum for the Committee meetings shall be two of whom at least one must be independent of the management of the Company.
5. In the absence of the Committee Chair and/or an appointed deputy, the remaining members present shall elect one of their number to chair the meeting.
6. The Chair of The Board and the Company Chief Executive shall have the right to attend and speak at meetings of The Committee; others may be called upon or shall be able to speak by prior arrangement with the Chair of the Committee.
7. The Committee or its Chair shall report to The Board following each meeting.
8. Records shall be kept of all meetings of the Committee with minutes of the proceedings and resolutions.
9. After preliminary approval by the Chair, copies of the minutes of the meetings shall be circulated to all members of the Committee and to the Chair of The Board. Any director may upon request to the Director Of Safety and Sustainability, as long as there is no conflict of interests, obtain copies of the Committee's agenda with relevant papers and minutes.
10. The Committee shall have access to professional advice from employees within the Company and, where necessary, from appropriate external advisers.

Annex A: TfW Health and Safety Policy

Our customers, users, employees and suppliers have an expectation that when using or delivering our services or assets they will remain harm free. Our passion is “A safe happy and healthy experience for all”. The Directors are committed to our passion and these expectations.

We want to ensure that

- every journey is a safe journey for our customers and users
- the security of our customers and employees is assured
- our employees, agency staff and contractors go home safe and healthy every day
- we maintain our assets and deliver projects safely
- we fulfil our commitments to prevent pollution and nuisance; protect biodiversity; improve air quality; and reduce waste and carbon emissions
- we are inclusive and accessible to all customers and users, including those with disabilities.

How we go about this

We will put in place health, safety and sustainability rules and procedures, including emergency procedures that are regularly updated. These are for you to use. If you do not know where to find them ask your line manager or the Health, Safety and Sustainability Director.

We work with you to understand the risks and introduce HSS measures to ensure risks remain as low as reasonably practicable. We will comply with legislation. There is regular review of safety, health and environment statistics to identify positive and adverse trends and their root causes, so necessary action can be taken. We also assure ourselves that our suppliers maintain a good health, safety and environment record.

Each year we develop detailed HSE improvement plans to enhance what we do. These plans are regularly reviewed by the Directors in your part of the business.

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Each year we develop detailed HSS improvement plans to enhance what we do. These plans are regularly reviewed by the Directors in your part of the business.

When working for TfW you will receive the necessary training and equipment to ensure that you can undertake your job safely, ensure the safety of customers and protection of the environment.

As an employee, your physical and mental health and wellbeing is also important and we provide occupational health services to help you stay healthy and in work and provide suitable welfare facilities at your work place.

We want to maintain a fair culture and employees or their representatives are consulted on health and safety matters as they arise, in a meaningful way through scheduled health and safety meetings or more regularly where needed.

What we can all do

We all need to look out for each other and speak up if anything is unsafe or damaging to health or the environment.

We all have a duty to follow our HSS rules and procedures. Do not take shortcuts. If you think rules or procedures are unhelpful let your manager know. Where necessary rules and procedures can be changed.

We can learn from the past, so always report accidents, incidents and near misses/close calls.

Demonstrate the TFW behaviours in everything we do.

In this way we can work together so that our vision for a safe and healthy environment is achieved.

Annex B: TfW Health and Safety Meeting Template Agenda

- Apologies
- Previous Minutes and Matters Arising
- Board Update – Key Health and Safety Messages
- Health and Safety Strategy and Risk Management
 - Top ten Health and Safety Risks
 - Progress against procedural introduction programme
 - Update on Regulatory and Industry matters
- Health and Safety Performance Reports
 - Lead and Lagging Indicators
 - Contractual and Operational Performance (e.g. SPAD's)
 - Training Compliance
 - Significant Incidents
 - Audit Results and Action Plan Progress
- Key Legislation Changes and Health and Safety Policy Updates
- Updates from Employee (and Trade Union) Engagement
- Occupational Health and Wellbeing
 - Monitoring Procedures and Policies
 - Performance
- Health and Safety Communications
 - Employees and Suppliers
 - Third Party Interfaces (other TOC's, NR)
 - Public