

## **Statement of Responsibilities of the Senior Independent Director ("SID")**

It is the role of the Chair of the Board to run the Board and be responsible for its effectiveness in all aspects of its role.

The Chief Executive is responsible for running the Company's business and is accountable and reports to the Board.

Supporting these roles the SID has the following complementary responsibilities:

### **Members & stakeholders:**

- The SID should be available to members and key stakeholders if they have concerns which contact through the normal channels of Chair, Chief Executive or Group Finance Director has failed to resolve or for which such contact is inappropriate
- The SID should attend sufficient meetings with members to obtain a balanced understanding of the issues and concerns of such members

### **In relation to the Chair:**

- The SID should chair the Nominations and Corporate Governance Committee when it is considering succession to the role of Chair of the Board
- The SID should meet with the non-executive directors at least once a year to appraise the Chair's performance and on such other occasions as are deemed appropriate.

Updated: October 2014