Terms of Reference: Health, Safety, Environment and Marine (HSEM) Version 2

1. Purpose

Appointed by the Board, the purpose of the HSEM Committee is to provide independent assurance to the Board on HSEM matters and to support WHA's Executive & Management team in achieving and maintaining and progressing appropriate standards in HSEM performance consistent with stated ambitions.
The HSEM Committee is an advisory committee that can make recommendations to the Board that requires approval by the Board. In the case of dispute, the Board's decision will override that of this Committee.

2. Main Responsibilities

Whilst the Board, Executive Team, Responsible Persons and Management are accountable for Health, Safety Environment & Marine (HSEM), every colleague and visitor to the Port is equally responsible for their own HSEM impacts and those of their colleagues and visitors.
HSEM will additionally:

- Review performance and relevant audits and associated materials (not limited to for example policies, risk assessments, standard operating procedures and training records) as required in satisfying itself that appropriate standards are being achieved whilst suitably resourced
- Review and recommend to the Board as required and constructively inform relevant strategic documents not limited to for example the Marine Safety Management System (MSMS), A Vision for a Cleaner Greener Future, and the Annual Health and Safety Policy.
- Review extraordinary HSEM issues or incidents for example and not limited to potential RIDDOR events and constructively inform investigation findings
- Make recommendations to the Board on steps to be taken where the Committee considers action or improvements are necessary; as well as considering Responsible Persons' reports on legislative or regulatory changes, assessing those potential impacts on WHA, and briefing the Board appropriately.

3. Membership

The Committee shall comprise the following:
A non-executive Board Member who shall be Chair of the Committee and a further three non-executive Board Members.
The CEO (or a designated deputy) and a minute taker (as required) will be asked to be in attendance.
The Committee may invite Responsible Persons (RPs) to be in attendance for elements of the meetings and provide relevant input and comment. Responsible Persons include The Designated Person, and for example relevant Auditors.
The Committee may invite relevant Managers to be in attendance for relevant input not limited to for example: the Health, Safety & Environment Manager, the Engineering Manager, the Harbour Master, the Deputy Harbour Master, the Port Manager, the Operations Manager, and the Environment Officer.

4. Quorum

The Committee shall be deemed quorate when 3 Non-Executive Board Members are present.

5. Frequency

The Committee will meet as required, which will not be fewer than three times per annum. Additional meetings may be convened following any major incidents that require review, or at the request of committee members, or at the request of the Board.

Where decisions are required urgently

Where urgent decisions are required, consideration may be given by the HSEM Chair to reviewing a topic by correspondence for onward Board recommendation.

6. Duration of Meetings

Typically 1.5 to 2 hours contingent on the agenda with the agenda being determined by the sub-committee Chair.

7. Information Provision

Except in the case of an 'emergency', all papers will be provided at least 3 working days in advance of meetings.
Major incidents will be reported to the HSEM Chair at the earliest practicable opportunity by the CEO.
All members of staff may at any time, in confidence, raise concerns about possible improprieties or breaches in HSEM matters with the HSEM Committee Chair.

8. Communication of Outcomes

A verbal update will be made by the Committee Chair, or their appointed Deputy, at the next Board meeting along with any relevant recommendations to the Board. Approved minutes will be available for consideration by all Board members. Draft Minutes pre-approved by the Committee Chair will also be available at the next full Board meeting.
Private or sensitive commercial matters may be noted and detail may be withheld from written minutes as per HSEM Chair direction.
An annual 'tracker' will reflect actioned activities and be shared at each Committee meeting along with previous minutes and relevant papers.

Version Control

This Policy was approved as stated below and is issued on a version-controlled basis.

Version	Date	Approved by
1	October 2021	WHA Board
2	December 2025 / January 2026	HSEM Committee approved December 2025 followed by full Board in January 2026

Document control: The HSEM Chair is the owner of these Terms of Reference and is responsible for ensuring that these are reviewed in line with the relevant review requirements.