

Profile of member of the Accountability Council (AC) – SPF

Stichting Pensioenfonds SABIC

Introduction

The Accountability Council (AC) is tasked with producing an annual evaluation of the Board's performance, the Board's policy, and the Board's future policy proposals. It does this on the basis of the annual report, the annual financial statements, the findings of the Supervisory Board, and other relevant information.

The Accountability Council also has several rights to be consulted that are laid down in the Administrative Framework Regulations and the fund's articles of association.

The AC itself determines the frequency of meetings but meets at least four times a calendar year. The AC and the Executive Board meet together every quarter.

In view of the Accountability Council's tasks, the Board believes it is essential that the Accountability Council has certain qualities and that its members are also qualified to carry out their role. As a result, the Board imposes requirements on the Accountability Council and on individual members in particular.

Requirements for the Accountability Council as a whole

As far as "expertise" is concerned, a distinction is made between the following fields:

- managing an organization
- relevant pension regulations and pension law
- pension schemes and types of pensions
- asset management
- actuarial aspects and reporting
- administrative organization and internal audits
- communication
- outsourcing
- risk management.

The starting point is that each member of the AC has basic knowledge at level A or will obtain this knowledge within a reasonable period. Additionally, each member is able to prepare an evaluation of one or more topics that are relevant to the fund. This means that such a member must be familiar with:

- the main relevant concepts in the field
- the meaning of these concepts
- where further information can be found
- whether, and to what extent, the concepts apply to the fund.

Although a good member of the Accountability Council must have the required knowledge, they must also be able to use it. A member of the Accountability Council must be capable of analyzing and evaluating the Board's policy, and particularly whether the Board has struck a balance between the interests of all stakeholders when defining policy and making decisions. If required, a member of the Accountability Council can develop his or her skills further to suitability level B in close consultation with the Chairman of the Council.

The composition of the AC should be such that it collectively possesses sufficient knowledge and experience to be able to perform its task. Additionally, the AC emphasizes the diversity policy of the fund.

Requirements for Council Members

Members of the Accountability Council must have the following competences:

- a. affinity with pensions and related subjects;
- b. ability to adopt a multidisciplinary approach and consider the relations between various topics
- c. the ability to reflect and look critically both at the actions of the Board and at his or her own actions
- d. act with integrity
- e. ability to work with other members of the Accountability Council and with the Board
- f. display energy, drive, and commitment
- g. ability to think and act independently in the interests of all stakeholders in the pension fund
- h. to think critically.
- i. ability to examine the policy conducted from all angles, form his or her own opinion of it, and understand the consequences of it, partly in consideration of the need to strike a balance between the interests of the various stakeholders.

Members of the Accountability Council must conduct themselves as follows:

- a. act according with laws and regulations and abide by the fund's code of conduct
- b. be prepared to follow pension training courses
- c. abide by the code of conduct for members of the Accountability Council
- d. follow current developments in the world of pensions that are relevant to the Accountability Council and consider what consequences this has for the fund
- e. attend Accountability Council meetings and meetings between the Accountability Council and the Board
- f. be tuned in to the concerns of stakeholders
- g. make a constructive contribution to meetings
- h. ensure he or she has sufficient time to perform his or her role, of which it is estimated that around one to two hours a week on average is required.

At the start of their membership of the AC, each member must have a knowledge and understanding of the subject areas relevant to the fund and must meet the criteria for suitability level A. In this case, "knowledge" is the factual knowledge required for a member to understand what he or she is discussing and also to understand fellow members of the Accountability Council and the Board. "Understanding" relates to the ability of a member to apply his or her knowledge to the pension fund's policies.

The Board helps members of the Accountability Council to achieve a higher level of suitability.

The Chairman and the Vice Chairman are required to have the following additional competencies:

- a. the ability to supervise and the ability to maintain an overview.
Monitoring that affairs are conducted – as agreed or in accordance with certain agreed upon or other norms – in a timely manner in order to achieve the goal of the pension fund. The willingness to intervene when the circumstances require it.
- b. networks of relationships and sociableness.
Is able to maintain contact with the most important stakeholders of the fund. A part of this includes: identifying important information in announcements and recognizing the feelings and needs of others.

Assessment Against the Job Profile

The Accountability Council assesses candidates for membership of the Accountability Council against this profile. If a member of the Accountability Council nominated by the employer does not sufficiently meet the requirements of this profile, the employer will be asked to nominate another candidate. If a candidate wishes to become a representative on behalf of Pensioners and does not meet the profile requirements, he or she will not be added to the list of candidates in principle.

The Accountability Council can, however, decide to put forward another candidate for nomination, if they do not meet the job profile in its entirety upon assessment. The condition for this is that it is expected that the candidate will meet the job profile within a reasonable and agreed term, or that there are other reasons for the nomination.