

COP417

HR AND COMPENSATION COMMITTEE

Terms of Reference

1. PURPOSE

By appointment of the Board, the HR and Compensation Committee (HRCC) shall ensure employee benefits (cash and non cash benefits) are fairly and appropriately applied and that the HR and compensation framework fully supports National Ambulance in core service delivery.

2. SCOPE

The HR and Compensation Committee (HRCC) may approve changes to individual and overall employee benefits and compensation up to Dhs 999,999. Changes to employee benefits and compensation over Dhs 999,999 require additional approval from National Ambulance Board.

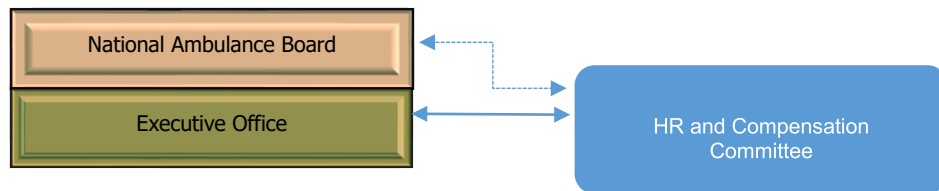
3. OBJECTIVES

- Develop and maintain HR and Compensation Committee charter to be approved by the Board of Directors
- Approve HR and recruitment policy, procedures and practices and their alignment to legislative and organizational requirements;
- Review delivery of HR related projects / initiatives
- Review and confirm forward staff resource plans
- Approve recommended future staffing requirements
- Talent Acquisition
 - Approve the HR and Recruitment strategy
 - Approve HR and Review and approve Emiratization Strategy and initiatives
 - Recruitment KPIs and the organizational performance against these KPIs
 - Review requests for new hire with job evaluations for new role and re-evaluations for current roles
Decide on employee cost management decisions including HR costs incurred by the company against overall budget and contractual budgets
 - Reviewing employee appointments and renewals
- Performance Management:
 - Confirm adequacy of employee performance reviews
 - Confirm adequacy of succession plans for key positions
- Compensation & Benefits:
 - provide all employee cash and non-cash benefits
 - Approve annual employee performance bonus scheme and implementation

- Approve the internal staff reward and recognition program and criteria
- Approve requests for promotion
- Approve position descriptions, bands and grades against local practices, UAE market values and against financial capabilities of the company
- Working Hours and Attendance:
 - Confirm time and attendance compliance and utilization of contract shifts.

4.ACCOUNTABILITY AND GOVERNANCE

The HRCC shall report and be accountable to National Ambulance Board through the Executive Office. The Committee shall report to the Board through its Chair.



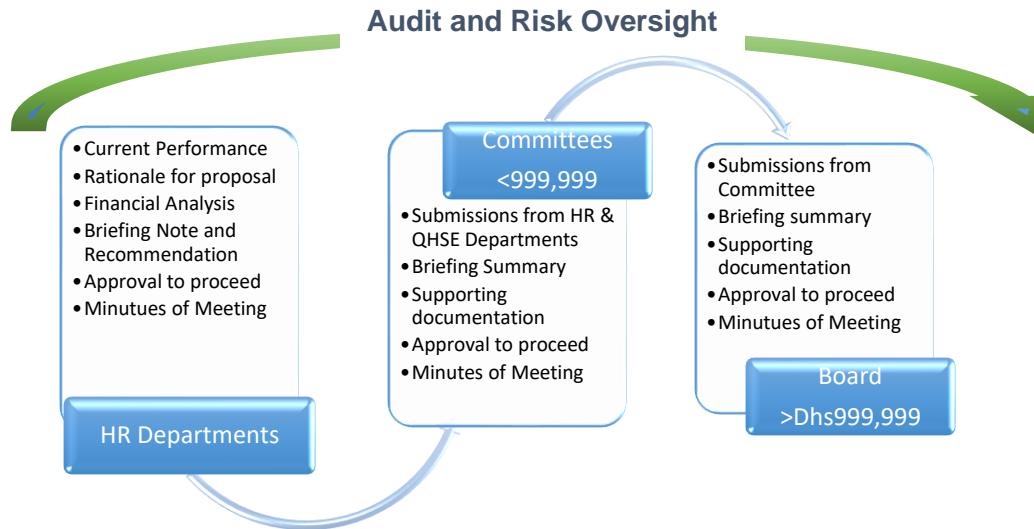
5.FUNCTIONAL MEMBERSHIP

The Chair will review the membership of the group and terms of reference, annually.

- HR & Compensation Committee Chair (Board Member)
- Chief Executive Officer
- Deputy Chief Executive Officer
- Chief Financial Officer
- Chief Operations Officer
- Chief Administration Officer
- HR & Corporate Services Manager
- Internal Auditor
- Secretary and determinant: HR & Corporate Services Manager

Where the Committee is of the view that a technical expert in a certain area, that person may be co-opted to the Committee for that specific task.

6.PROCESS FOR SUBMISSIONS



Where the submission involves a Corporate Change, the submission must follow COP414 Organizational Change Management Policy and Procedure

7.CONFLICTS OF INTEREST

For the duration of their membership, members will be required to declare any interests that could reasonably be anticipated to lead to a conflict of interest.

In the event of a submissions being presented by a department head, the member is required to abstain from voting on the proposal.

A Conflicts of Interest register will be maintained and updated at each meeting and reported to the Board, where declared.

8.QUORUM

In the event of the Chairperson unable to attend the meeting or where the Chair registers a Conflict of Interest then a Deputy will be appointed.

Where a member cannot attend, the meeting should be reconvened or a suitable representative approved by the Chair co-opted in for the meeting.

9. MEETINGS

The committee meets quarterly to review any submissions received.

Submissions to this group will be provided by the HR Recruitment Department. The Secretary shall check the submissions to ensure they are narrated, straight forward, well supported with relevant documents and summarised to assist the HRCC in making informed decisions.

All submissions will be provided in English and anything advancing to Board level in English and Arabic.

10. URGENT MEETINGS

If an urgent meeting is required and members are unavailable, or where an emergency is declared, members of the HRCC may convene a meeting through email outlining their request and call for action. Any actions must be reported at the next meeting, along with supporting documentation.

11. AGENDA

The minutes of the previous meeting and an agenda will be circulated seven days before any meeting.

Action points will be circulated directly after the meeting by the Secretary.

The agenda items must include at a minimum:

1. Declarations of Conflicts of Interest
2. Minutes of the previous meeting
3. Confirm/Approve/Escalate proposed HR/Compensation changes
4. Confirm HR & Compensation Strategy and Performance
5. Review progress of HR and Compensation related projects and actions
6. Any other Business

12. MINUTES

The secretary must circulate Minutes of Meetings within five working days and hold copies on a shared committee drive available to authorized members only. Minutes will be provided in both English and Arabic.

13. PROCEDURE AND FORMS

Form Number	Forms relevant to this procedure
	Nil

14. DOCUMENT CONTROL

The Chair will review and update this document annually.

Version No.	Date	Changes
1	January 2018	New document
2	April 2021	<p>Due to Review, changed the chair of the Committee the HR Manager Job tile. Deleted the performance and evaluation team Changes the chair of the committee the HR Manager title, Deleted the performance and evaluation team and the internal auditor support</p> <p>CEO comment</p> <p>Internal Auditor to be kept as member not a support.</p>

Review & Approval:

Chairman:

Board of Members: