

# Scheme Advisory Board

## Hybrid Meeting – 24 November 2025

### Item 12 – Paper G

#### Board and Committee Membership

##### Board Membership

1. George Graham will be stepping down from his position as a non-voting, practitioner member on the Board ahead of his retirement in December 2025. The Board thanks him for his significant contribution to the work of the Board over the course of his tenure. The Secretariat put an article in the LGPC bulletin seeking volunteers for his replacement and have received only one expression of interest: from Neil Mason, Director of Pensions at Surrey Pension Fund.

**The Secretariat recommend that the Board approve him as a replacement for George Graham as the Board's non-voting practitioner representative.**

2. Cllr Andrew Thornton's first term on the Board came to end in July 2025 and the Labour Group office have confirmed his renomination for a second term. That nomination was passed to MHCLG on 30 September, and they are seeking ministerial approval for his reappointment to the Board.
3. Jon Richards and Chris Tansley stepped down from the Board as vice-Chair and UNISON's officer scheme member, and UNISON's lay member scheme member representative respectively in March 2025. In replacement, Unison have nominated; Ben Thomas, Senior National Officer as the officer scheme member and Debi Potter as the lay member. MHCLG have been contacted to seek ministerial approval for both of their nominations.
4. In line with the Board's previous discussion of the merits of having the Vice-Chair coming from the member representative cohort of Board members, it is also recommended that the Board appoint George Georgiou of the GMB Union as Vice-Chair. George has been the GMB's full-time officer representative on the Board since December 2017 and is also chair of the Cost Management, Benefit Design and Administration Committee.
5. As reported at the last meeting, we are still awaiting ministerial approval from MHCLG for the nominations of Charity Main as a scheme employer representative from the education sector and Les Timbey as GMB's lay member scheme member representative on the Board..

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## Committee Membership

6. As reported at the last Board meeting, a replacement practitioner representative was being sought to replace Rachel Brothwood who stepped down from the Compliance and Reporting Committee in June 2025. Gillian Taberner, Director of South Yorkshire Pension Fund expressed an interest in this role, and her nomination was approved by the Chair via correspondence on 15 August 2025.
7. Cllr Robert Chapman was renominated by LAPFF for a second term on the Investment Committee on 14 October 2025. The Secretariat informed the Chair via correspondence, and this was approved by the Chair on 30 October 2025.
8. At the last meeting, it was reported that there was an open vacancy to replace George Graham who stepped down from the Responsible Investment Advisory Group (RIAG) earlier this year. The Secretariat advertised this role in the LGPC bulletin and received an expression of interest from Andrew Boutflower, Head of Investments and Borrowing at Hampshire Pension Fund.

**Recommendation: the Board is asked to note/approve these changes.**

## Conflicts of Interest Register

9. At its previous meeting, it was reported that the Secretariat were in the process of contacting Board and Committee members to request outstanding Conflict of Interest forms. The majority of these forms have been collected and all received forms have been processed ready to be hosted on the new Board website.
10. Some concerns have been expressed over the proportionality of collecting this information for committee members given that the committees are just advisory and decisions are ultimately made by voting board members. This also been reflected in queries about how the data received from committee members will be published and the security implications of this. The Secretariat would therefore suggest that the Board reconsider the scope of the Board's conflict of interest register.
11. Should the scope be reduced to voting members only, the Secretariat will need to delete the data collected from all other respondents in accordance with General Data Protection regulations. The Secretariat also proposes that a short guide be developed to assist with the accurate completion of the forms.

**Does the Board have a view on whether the conflicts of interests register should be contained to voting Board members going forward?**

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## **Changes to the Terms of Reference**

12. At the last Board meeting, revisions to the Board's Terms of Reference (ToR) in relation to the process for seeking nominations and the agreement of a Vice Chair were agreed. It was also acknowledged that a wider review of the Terms of Reference would be needed.
13. The Secretariat have conducted this review over the Summer and have circulated the proposed revisions confidentially to members at Annex A. The Board is asked to review the proposed revisions and consider their approval for publication on the Board website.

**Recommendation: That the Board approves the recommendations in this paper and consider the changes to the Terms of Reference at Annex A for approval.**

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# Scheme Advisory Board

**Hybrid Meeting – 24 November 2025**

**Item 12 – Paper G – Annex A**

## **Local Government Pension Scheme Advisory Board (The Board)**

### **Terms of Reference for the Board**

#### **Constitution**

1. The Board is constituted under Section 7 of the Public Service Pensions Act 2013 and regulations 110 to 113 of the Local Government Pension Scheme Regulations 2013.

#### **Functions of the Board**

2. Under Regulation 110 the functions of the Board are as follows:
  - 2.1. Regulation 110 (2) states that 'The function of the Local Government Pension Scheme Advisory Board is to provide advice to the Secretary of State on the desirability of making changes to the Scheme.'
  - 2.2. Regulation 110 (3) continues 'The Local Government Pension Scheme Advisory Board also has the function of providing advice to administering authorities and local pension boards in relation to the effective and efficient administration and management of the Scheme and any connected scheme and their pension funds.'
  - 2.3. Regulation 110(4) provides that the Board 'may determine its own procedures including as to voting rights, the establishment of sub-committees, formation of joint committees and the payment of remuneration and expenses.'
  - 2.4. In support of the above functions Regulation 110(5) provides that the Board 'shall have the power to do anything which is calculated to facilitate, or is conducive or incidental to, the discharge of any of its functions'

#### **Operation of the functions**

3. In fulfilling its functions, the Board is to be both reactive and proactive in approach and will:
  - 3.1. Seek to encourage best practice, increase transparency and coordinate technical and standards issues.

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3.2. Consider items passed to it from the Ministry of Housing, Communities and Local Government (MHCLG), the Board's committees and other stakeholders as well as items formulated within the Board.

3.3. Consider making recommendations to MHCLG and/or other bodies on the desirability of making changes to the scheme, or which could increase the effective and efficient administration or management of the Scheme.  
~~Liaise with The Pensions Regulator via the Chair's attendance at the Public Service Pensions Scheme Consultative Group.~~

3.4. Formulate and publish guidance and standards for local scheme managers and pension boards.

3.5. Consider the work plans of the sub-committees for approval on an annual basis

## Links with other bodies and engagement

4. As part of its operation, the Board will develop and maintain links with other bodies within the sector in order to identify opportunities for cross-working and continuous improvement of standards within the Scheme.

5. The Board will also develop a strategy for how it will communicate and engage with other stakeholders in the furtherance of its objectives.

## Membership

4.6. Regulation 111 (1) provides that 'The Local Government Pension Scheme Advisory Board shall consist of a Chairman and at least 2, and no more than 12, members appointed by the Secretary of State.'

5.7. Regulation 111(2) provides that the Secretary of State should consider the 'desirability of there being equal representation of persons representing the interests of Scheme employers and persons representing the interests of members' when making appointments.

6.8. Regulation 111 (3) provides for a Board member 'to hold and vacate office in accordance with the terms of that member's appointment'.

**Chair** – appointed by the Secretary of State

**Vice-Chair** – one of the twelve voting members. To be appointed by unanimous agreement of the remaining eleven voting members and the Chair.

7.9. At any point the Chair and/or Vice Chair may stand down from that position or in the case of the Vice Chair may be removed by a vote of the Board. The Board may recommend the removal of the Chair by the Secretary of State on the

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passing of a no confidence motion. The Vice-Chair will chair the meeting during consideration of, and voting on, such a motion.

**8.10.** Person(s) in the role of Chair and/or Vice-Chair may retain those roles for a period of no longer than five years and may be nominated on no more than two occasions

**11.** Where the Chair is not in attendance at a Board, the Vice-Chair shall preside. If both are absent, the members of the Board shall appoint an acting Chair from the present members for the meeting in question.

**9.12.** At all Board meetings, it shall be the duty of the Chair to ensure that all Board members show respect to the process and are provided with equal access to the floor. The Chair shall also determine when consensus has been reached.

## Nominations for members

**10.13.** Nominations for the appointment of Board members shall be as follows:

Seat	Representative	Nomination Process	When liaising with the nominating body, the Secretariat will ask that body to provide evidence of the following principles:
<b>Scheme Employers</b>			1. Nominee's knowledge of the LGPS
Employer (LA – Fund)	Pension Committee elected member	Nominations from political group leaders at LGA who will spread the four seats across the parties, fund types and England and Wales	2. Nominee's relevant experience and how that relates to the LGPS and the Board's work
Employer (LA – Fund)	Pension Committee elected member		3. Nominee's involvement and links into other relevant groups
Employer (LA – Fund)	Pension Committee elected member		4. Where the nominee
Employer (LA – Fund)	Pension Committee elected member		

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Employer (LA – non Fund)	LGPC member	Nominated by LGA
Employer (non LA)	Education sector	Nominated by a panel of Education Sector Employers which must include at least 2 of the following - University and Colleges Employers Association (UCEA), Association of Colleges (AOC) and Academy Finance Directors
<b>Scheme Members</b>		
TU	UNISON officer	Nominated by the trade unions with a duty to represent all scheme members not just union members
TU	UNISON lay member	
TU	GMB officer	
TU	GMB lay member	
TU	Unite officer	
TU	Unite lay member	

is an elected member, they should ideally be from an alternative fund to the preceding outgoing member on the Board

5. How the nomination process was conducted and how the decision on the specific nomination was taken by the nominating body

6. Due consideration of PSED requirements by the nominating body

## Non-voting members

11.14. Regulation 111(4) provides for the Chair, with the agreement of the Board, to appoint a maximum of 3 persons to be non-voting advisory members of the Board.

12.15. Such appointments shall be made following nominations from one or more of organisations representing scheme stakeholders, organisations representing the wider pensions industry or LGPS administering authorities.

## Term of appointment of Board members

13.16. The term of appointment for all Board members including non-voting advisory members is a period of no longer than 5 years (subject to the practicalities of appointment processes). Board members may be re-nominated at the end of their term no more than once.

## Secretariat

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~~14.17.~~ The Board shall provide for a secretariat function, including a Board Secretary, funded from within the Board budget on such terms as it shall agree with the Local Government Association. The Board may at any time choose to change the provider of the secretariat function subject to the terms of the agreement with the LGA and the procurement section of these terms of reference.

## Budget

~~15.18.~~ Under regulation 113 the Board should each year provide a work plan and a budget for agreement by the Secretary of State. Such a budget shall be funded by a proportional levy on administering authorities based on active membership collected by the secretariat and held in a ring-fenced account.

~~16.19.~~ Use of the budget shall be at the discretion of the Board and may be delegated in full or part to the Chair and/or the Board Secretary in order to fulfil the requirements of the work plan.

~~17.20.~~ The Board Secretary shall provide to the Board each year a statement of income and expenditure against the budget agreed for that year. The statement shall be published on the Board website.

## Sub-Committees and Working Groups

~~18.21.~~ Regulation 110 (4) provides that the Board may establish sub-committees and working groups as and when required, whether short-term or otherwise. [This is to enable more detailed investigation of issues and the inclusion of a wider range of stakeholders in those discussions.](#)

~~19.22.~~ The Board will be responsible for developing and agreeing the terms of reference of any sub-committees. Sub-committees should limit their considerations to their remit and provide, as requested, information and options to the Board which shall reserve to itself the ability to make recommendations and/or release such information or options to any third party.

~~20.23.~~ ~~The nominations for the~~ Chairs of sub-committees shall be ~~nominated from agreed and approved and agreed~~ by the members of the Board.

~~21.24.~~ Nominations for membership of sub-committees may come from the Chair of the Board, the members of the Board or the secretariat. In accordance with Regulation 111 (6) appointments to sub-committees shall be made by the Chair with the agreement of the Board members.

~~22.25.~~ The Chair of the Board together with the Chair of the relevant sub-committee shall seek to achieve a balance in the membership of the sub-committee between the various scheme stakeholders.



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~~1. Subject to the needs of the sub-committee, membership shall be limited to 20 members in total.~~

23-26. Sub-committee Chairs and members shall serve for no longer than five years and may be reappointed on no more than one occasion.

24-27. The Board shall be responsible for setting the remit of any working group, agreeing its membership and detailing when and in what form that working group should report back to the Board.

~~2. Working groups shall normally be chaired by the Board Secretary unless otherwise directed by the Board.~~

28. The outcome of working groups is to be reported solely to the Board which shall determine the extent and scope of any resulting actions.

25-29. ~~The functions set out in Paragraphs 27 and 28 may also be delegated to the Board's sub-committees.~~

## Transparency and Communication

26-30. The membership, appointment processes, meeting dates, agendas, minutes and recommendations of the Board shall be published regularly by the secretariat on an appropriate website. The Board may however choose to redact commercially sensitive or confidential information where Freedom of Information legislation so allows.

## Agreement of recommendations

27-31. Agreement of recommendations or motions at Board meetings shall be by consensus of the Board which shall be determined by the Chair (or, in the case of a no confidence motion in the Chair, then by the Vice-Chair in the chair). However, where consensus cannot be reached or where the view of the Chair is challenged, the question may be put to the employer and member groups of the Board. Each group will formally agree or not agree the recommendation.

## Attendance

28-32. All Board members are expected to regularly attend meetings. Where a member of the Board fails to attend regularly, the Chair may seek for that person to be replaced by another representative in accordance with the nomination process detailed in the membership table above.

## Quorum

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~~29-33.~~ The Board will have formal quorum of 50% of the membership, rounded up where the membership is an odd number. Where the Board has failed to meet its quorum over two consecutive meetings, an agenda item will be placed on the following Board agenda to allow it to reconsider the terms of reference and/or membership of the Board if it is considered appropriate.

## Frequency of Meetings

~~30-34.~~ The Board will meet a minimum of three times a year. The Chair may call meetings more frequently if deemed necessary or on the joint request of two or more Board members. Except in situations to consider matters of urgency, all meeting dates will be communicated at least one month in advance. The Board will strive to agree dates of meetings on a calendar year basis by the preceding 30<sup>th</sup> November.

## Declaration of interests

~~31-35.~~ Each member of the Board will be expected to declare, on appointment and at each meeting any interests which may lead to conflicts in the subject area or specific agenda of that Board.

~~32-36.~~ Under Regulation 112 (1) and (2) the Secretary of State must be satisfied that a person nominated as a member of the Board does not have a conflict of interest, and from time to time that none of the members of the Board has a conflict of interest.

~~33-37.~~ Each member of the Board, or a person nominated to the Board must under Regulation 112 (3) and (4) provide the Secretary of State with such information as he or she reasonably requires for the purposes of demonstrating that there is no conflict of interest.

~~34-38.~~ It shall be the responsibility of the Chair of the Board for ensuring that the Secretary of State is made aware of and provided with the necessary information in relation to any conflict of interest which the Chair deems to be material to the work of the Board.

~~35-39.~~ The Vice Chair of the Board will adopt the role of ensuring that the Chair of the Board does not have a conflict of interest in the same way as the Chair does in relation to all other Board members.

~~36-40.~~ Where two or more Board members disagree with the judgement in relation to a potential conflict of interest made by the Chair (or Vice Chair as the case may be) the matter will be considered by the Board as an item of urgent business and agreed by consensus. The member in question may be asked to leave the meeting for part or all of the time whilst the matter is being considered.

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~~37.41.~~ “Conflict of interest” means a financial or other interest which is likely to prejudice the person’s exercise of functions as a member of the Board (but does not include a financial or other interest arising merely by virtue of membership of the LGPS or any connected scheme).

## Administration

~~38.42.~~ The Board Secretary will agree an agenda with the Chair prior to each Board meeting. The agenda and any papers for the Board will be issued at least 5 working days (where practicable) in advance of the meeting except in the case of matters of urgency.

~~39.43.~~ The Board Secretary will record high level minutes of each meeting including all actions and agreements which will be circulated to all Board members within a reasonable period ~~10 working days~~ after the meeting. These minutes will be subject to formal agreement at the following Board meeting.

## Remuneration of Board members

~~40.44.~~ Members of the Board or other attendees of Board meetings shall not be paid remuneration or expenses for attending notwithstanding that the Board may have commissioned a piece of paid work from an adviser which may include attendance at a Board meeting.

~~41.45.~~ Remuneration of the Chair will be reviewed on a regular basis, to be commensurate with both level of activity, benchmarked against the sector, where possible and agreed by the Secretary of State as part of the annual review of the Board budget.

~~42.46.~~ Members may claim travel expenses for in person attendances at Board meetings and SAB events at the discretion of the Chair. Claims will only be considered with evidence that the member has attempted to claim from their host fund in the first instance and will only be extended to standard class travel expenses booked as early as possible.

## Personal Liability of Board members

~~43.47.~~ Following advice from legal advisers, as Scheme Advisory Board members only make decisions to make recommendations to the Secretary of State, the Board has taken the view that there is no personal liability on Board members.

## Appointment of advisors to the Board

~~44.48.~~ Under the provisions of Regulation 110 (5) the Board may appoint advisors to attend Board meetings and support its work plan. The appointment of advisors shall be subject to the terms agreed between the Board and such advisors from time to time.

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~~45-49.~~ Advisors shall not normally be paid to attend Board meetings but may be paid to produce such written work as the Board may formally request either in writing or as an agreed action in the published minutes.

~~46-50.~~ The names and terms of appointment of Board advisors shall be published on the Board website within two weeks of their appointment.

## **Observers to the Board**

~~51.~~ With the permission of the Chair, observers may be invited to meetings from time to time.

## **Procurement of work by third parties**

~~47-52.~~ Under the provisions of Regulation 110 (5) the Board may commission work by third parties in support of its work plan and in line with its budget provisions.

~~48-53.~~ The appointment of third parties shall be on the terms agreed between the Board and such third parties from time to time.

~~49-54.~~ Appointment of third parties to produce work for the Board shall be subject to a selection process which shall at a minimum be in compliance with the relevant public sector procurement regulations and the internal processes of the Board's host organisation. Where this is consistent with these procurement restrictions, the Board may opt for the publication of the requirements for work and instructions to bidders on the Board website for a period of no less than three weeks, the receipt of bids in accordance with instructions set out in the published requirements and the consideration of those bids by a panel of no less than three Board members including the Chair.

~~50-55.~~ In making the selection, the panel should be able to demonstrate that their decision is based solely on the criteria set out in the instructions to bidders and that those criteria conform to the principles of non-discrimination, equal treatment and transparency.

~~51-56.~~ Notification of the third party appointed for the work shall be published on the Board website within two weeks of the appointment.

## **Term of Board**

~~52-57.~~ The Statutory Board will remain in place while Regulations so require.

~~53-58.~~ On the termination of the Board any assets including the balance of any levy monies shall be disbursed in accordance with those Regulations which set out the terms of the Board's demise.

# Scheme Advisory Board

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