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Shadow ExCo Member





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Babcock Shadow Executive Committee (ExCo)

Terms of Reference

Purpose and Objectives

The Shadow ExCo is a group of non-executive employees that works with senior executives on strategic initiatives to provide a diverse and curious perspective on ExCo agenda items.

The purpose of the Shadow ExCo is to:

- Critically analyse ExCo topics, providing a diverse and fresh perspective on Babcock's most important and challenging business issues.
- Increase cross-sector engagement.
- Act as a sounding board and partner to ExCo, responsible for sharing a diverse perspective and workshopping solutions to a variety of business-critical items, as shared by the Group CEO and ExCo.
- Collaborate as a team to manage ongoing assignments and meetings, reporting back to the ExCo on a monthly basis (or when necessary).
- Support the development of enthusiastic and curious individuals, in turn driving engagement within the workforce

The key measure of success for the Shadow ExCo is that the ExCo encourages and receives a diverse, curious, and sometimes challenging view, on all business matters.

Overview

The Shadow ExCo will loosely reflect the ExCo in number of members and will be representative of the UK and all Direct Reporting Countries (DRC).

A seat on the Shadow ExCo will be fixed term, and typically held for a maximum of 2-3 years (with overlapping terms to allow continuity and aid handover between incoming and outgoing members).

Applications will be open to all permeant Babcock employees to apply via an application form. The first round of assessment will be conducted by an external review panel, who will shortlist applicants. Subject to the number of applications received, candidates may be invited to a second round of assessment. Candidates should discuss the role with their line manager before applying

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Members of the Shadow ExCo will be required to commit time and effort to the business of the Shadow ExCo, with agreement of line managers in advance. Shadow ExCo members will have the opportunity to explore and ask questions on company performance, objectives, and challenges as well as present ideas and solutions to the ExCo on a monthly basis (or as agreed with ExCo).

The Shadow ExCo will manage and arrange their meetings at a frequency that is manageable for all members, and that loosely reflects that of the ExCo meetings (e.g. once monthly). On occasion, it may be necessary for the Shadow ExCo to convene to support additional meetings, initiatives, and other efforts in partnership with the ExCo.

Sponsorship and Chair

The Shadow ExCo will be sponsored by a member of the ExCo. This responsibility will rotate within the ExCo, at similar intervals to Shadow ExCo membership rotation. This role and responsibility will be determined by and at the discretion of the Executive Committee.

The Shadow ExCo will self-appoint a chairperson. The Shadow ExCo member will hold the position of chairperson for 12 months. A chairperson may be re-elected, but cannot hold the position for any longer than 2 consecutive 12-month terms.

Recruitment

Shadow ExCo Member role eligibility and specifications:

- Members must be permanent Babcock employees, with a minimum of 6 months continuous service.
- Seats on the Shadow ExCo will be open for application to employees of all levels, at any stage in their career.
- A Shadow ExCo member is a voluntary role and will require employees to set aside time for contribution to the Shadow ExCo, on top of their regular job responsibilities.
- A seat on the Shadow ExCo will be fixed term, and typically held for a maximum of 2-3 years.
- Members will be required to have professional working proficiency in English.
- A minimum of one seat to each Direct Reporting Country will be allocated (UK, Australasia, Canada, South Africa and France) to ensure a fair representation of our international business.

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The first Shadow ExCo recruitment campaign will be led by the project team, with support from an external partner. The application process will be formed of 2 rounds: the first round will be open application through submission of an online form; the second round will be assessment through discussion groups. Candidates will be assessed in line with our Principles, and how they answer the assessment questions. The recruitment process will be subject to change at the discretion of the project team or Shadow ExCo sponsor.

Expectations

Expectations of the Shadow ExCo members are as follows:

- All members will respect the confidential and sensitive nature of any information they might have access to.
- All members will prepare in advance of Shadow ExCo meetings and will actively share insights and challenges with the group.
- The Shadow ExCo will agree and summarise key messages at the conclusion of each meeting, to be reported back to the Executive Committee.
- Representative(s) of the Shadow ExCo will attend the ExCo meetings as requested to present key messages on behalf of the collective as well as engage with the ExCo.
- Where required, members will engage with the ExCo to develop and support initiatives as required by the ExCo.

Code of Conduct

Both the ExCo and Shadow ExCo will adopt the following Code of Conduct during all engagements:

- Be prepared and punctual
- Participate fully and avoid distractions
- Maintain focus on the purpose of the meeting
- Respect each person and listen actively
- Be open and supportive to others' views and ideas
- Challenge constructively and be prepared to be challenged
- Address the issue, not the person
- Accept actions that you know you can and will deliver
- Be clear on what's expected of you as a result of the meeting

Shadow ExCo, once formed, will review this Code of Conduct and work with ExCo to amend according to how they envisage their partnership operating.