



Postmaster Contract Termination Decision Committee Terms of Reference

Post Office Ltd has policies governing the management of its contractual agreements with postmasters. These policies explain that, in certain circumstances, there may be situations where Post Office needs to terminate a Postmaster's Agreement. To ensure our policies are implemented as fairly as possible, as well providing the proper support to Post Office colleagues who implement the policies, additional governance is needed on these decisions.

A. Purpose

1. The purpose of the Postmaster Contract Termination Decision Committee ("Committee") is to review and provide concurrence on decisions taken in respect of Postmaster contract terminations (and in the case where a contract has been suspended also take a decision on contract reinstatement), ensuring that any decision taken is done so within a legally and procedurally compliant, and ethical framework.

B. Duties & Responsibilities

2. The Committee shall:
 - i. **Review** all recommendations to terminate a Postmaster's Agreement and, if the decision has been taken in line with the relevant contract and Post Office policies, **approve**.
 - ii. **Review** all recommendations to reinstate a Postmaster's Agreement and, if the decision has been taken in line with the relevant contract and Post Office policies, **approve**.
 - iii. **Ensure** that the relevant team has been engaged with and there is a clear line of sight on the actions required.
 - iv. **Ensure** the lessons learnt from the Committee are shared with the appropriate team(s) and **monitor** progress to completion.
3. Committee members will be expected to:
 - i. Champion and role model the values and behaviours of Post Office Ltd.
 - ii. Attend all Committee meetings or arrange appropriate representation if absence is unavoidable.
 - iii. Review all material circulated to the Committee in advance of any meetings.
 - iv. Work collaboratively to achieve the agreed duties & responsibilities.

Authority

4. The Committee has authority delegated to it by the Group Executive and, specifically, the Group Chief Retail Officer to review and approve on matters relating to Postmaster Agreement termination decisions.

C. Composition & Governance

Version	Classification	Description	Author	Date	Status
V1.0	Confidential	Postmaster Contract Termination Committee - Terms of Reference	David Southall	27NOV23	Final – approved by RCC & ARC



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5. The Committee shall consist of
 - i. Head of Contract Management & Deployment (Chair and Non-Voting Member)
 - ii. Banking Director
 - iii. Postmaster Director
 - iv. Supply Chain Director
 - v. Head of Legal – Dispute Resolution (Non-Voting Member)
6. Members of the Committee may send a nominee to deputise on their behalf with prior approval of the Chair.
7. The Head of Contract Management & Deployment role is to present the cases at each meeting. This role will not carry a voting entitlement.
8. The Head of Legal shall attend the Committee to provide advice. This role will therefore not carry a voting entitlement.
9. **Quorum** shall be all members of the Committee.
10. A decision is passed by majority.
11. The Committee will meet once every month, plus at the discretion of the Chair in circumstances such as the occurrence of an event or escalation of critical risk which requires immediate action.
12. Meetings may be held in person or by telephone or other electronic means, so long as all participants can contribute to the meeting simultaneously.
13. In exceptional circumstances, written requests for approval by the Committee may be circulated by email, if agreed by the Chair.
14. All papers supporting the meeting will be issued in good time, at least seven working days in advance of the meeting date.
15. Minutes of each Committee meeting will be circulated to all members of the Committee.

To include:

 - i. Output of reviews of any contract termination decision.
 - ii. Output of reviews of any contract reinstatement decision.
 - iii. Lessons learned.
16. The attendance of other Post Office employees for part or the whole of any Committee meeting shall be solely at the discretion of the Chair.

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D. Reporting Responsibilities

17. The Head of Contract Management & Deployment will provide a quarterly report to the Group Chief Retail Officer. To include:
- i. Findings and decisions on cases documented.
 - ii. List of actions required and the progress of any implementation measures from the lessons learned findings.

Oversight Committee

Committee	Date Approved
POL R&CC	10 NOV 2023
POL ARC	27 NOV 2023

Next review: 30 NOV 2024

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