

Title	Johnston Carmichael LLP Partner Assessment Committee terms of reference
Owner	LLP Board
Purpose	This document defines the terms of reference for the Partner Assessment Committee.
Affects	All employees and partners
Records	Governance, Risk & Compliance Function

VERSION CONTROL

Version Number	Approval Date	Approved By	Amendment	Date Effective From
1	January 2025	Board	New terms of reference	January 2025
2	July 2025	GRC	Periodic review and update for ToR consistency	July 2025

Johnston Carmichael LLP Partner Assessment Committee ('PAC' or the 'Committee') Terms of Reference

Introduction

PAC is responsible for calibrating the performance of Partners within the Firm. The PAC works with Business Line Heads to assess robustly Partners through existing performance management processes. The principal role of the Committee is to ensure a rigorous and objective assessment process, using Business Line Head feedback to fairly calibrate Partners and to provide this information to the Committee to support its deliberations. At all times the Committee will keep in mind the firm's core values to ensure fairness and objectivity. Accordingly, the Board has established the following terms of reference, including the delegation of authority to the PAC.

1. Membership

- 1.1. The Committee shall comprise the CEO (who Chairs the Committee), Vice-Chair of the Board, Chief People Officer, Chief Operating Officer, Chief Legal Officer and a Non-Executive Director. This is a deliberately small membership given the sensitivity and confidentiality of the information managed by the Committee.
- 1.2. Only members of the Committee have the right to attend Committee meetings. However, Business Line Heads may be consulted as and when appropriate. The Committee shall also have authority to co-opt additional members as required.

2. Frequency of Meetings

- 2.1. The Committee shall meet at least quarterly.

3. Duties

- 3.1. The Committee shall be responsible for calibrating the performance of individual Partners against the Partner Performance Principles wheel and the firm's values and Balanced Scorecard.
- 3.2. The calibration process will include (but is not limited to) consideration of a Partner's demonstration of the firm's expected values and behaviours, their role in leading and managing our people, client service, quality and innovation, and financial performance and targets. The Committee will consider exhibiting appropriate values and behaviours as overriding all other aspects.
- 3.3. The Committee will seek input and evidence from a range of sources including Business Line Heads. The Committee will also feed back to Business Line Heads on Partner performance where appropriate.
- 3.4. The Committee will not discuss or recommend remuneration values, but the Partner's calibration assessment will be shared with the Partner Remuneration Committee (PRC).
- 3.5. Any individual members of the Committee will recuse themselves during assessment of their own performance.
- 3.6. The calibration assessment reached by the Committee is final.
- 3.7. The Committee will always act in the best interests of the firm underpinned by our core values and the principles of inclusion and diversity.