

Title	Johnston Carmichael LLP Talent Development Committee terms of reference
Owner	LLP Board
Purpose	Johnston Carmichael LLP Talent Development Committee terms of reference
Affects	Recruitment and development of all employees and partners
Records	People Experience Function

VERSION CONTROL

Version Number	Approval Date	Approved By	Amendment	Date Effective From
1	3 January 2025	Board	New terms of reference	3 January 2025
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Johnston Carmichael LLP Talent Development Committee (the 'Committee') Terms of Reference

Introduction

The Committee is responsible for ensuring a pipeline of talent into senior leadership roles. It will ensure all learning and development opportunities are of the appropriate standard to facilitate high performing talent in our firm.

1. Membership

- 1.1 The Committee shall comprise the CEO, Vice-Chair of the Board, Chief People Officer, Chief Operating Officer, General Counsel, a member of the Tax Board, and one Non-Executive Director.
- 1.2 The Chief People Officer shall Chair the Committee.
- 1.3 Only members of the Committee have the right to attend Committee meetings. However, other Business Line or Executive Team Heads may be consulted as and when appropriate and necessary and the committee shall have the authority to co-opt additional members as required.

2. Frequency of Meetings

- 2.1 The Committee shall meet at least quarterly and otherwise as required in line with the firm's promotion process.

3. Duties

- 3.1 While the Committee will review in general the promotion of Senior Managers, it will not engage directly in this process and will not make Senior Manager recommendations to the Board.
- 3.2 Business Line Heads and Executive Teams Heads shall be responsible for identifying and nominating Director and Partner candidates to the committee within appropriate timescales and with adequate supporting evidence using the online nominations portal.
- 3.3 The Committee shall be responsible for assessing prospective Director and Partner candidates for promotion against the firm's values, Culture Wheel, and Balanced Scorecard.
- 3.4 The Committee will seek input and evidence widely from across the firm, including other senior leaders, and using tools such as interview, 360 review, and psychometric testing where appropriate.
- 3.5 The Committee will feed back to Business Line and Executive Team Heads on their assessment of the performance of nominees where appropriate.
- 3.6 The Committee shall prepare the final recommendations for promotions to Director and Partner to the Board, with justification for their rationale, ahead of the 01 June and 01 December promotion windows.
- 3.7 The Board reserves the right to appoint lateral hires as deemed appropriate.
- 3.8 The Committee will always act in the best interests of the firm underpinned by our core values and the principles of inclusion and diversity.