

# ***InsuranceLink Oversight Committee***

## **Terms of Reference**

### **1. Establishment**

Insurance Ireland resolves to set up a governance body (the “*InsuranceLink Oversight Committee*”) to oversee matters regarding access to, and the operation of, InsuranceLink. The *InsuranceLink Oversight Committee* will have no other defined executive powers in relation to InsuranceLink or Insurance Ireland, other than those specifically delegated by Insurance Ireland under these Terms of Reference.

### **2. Purpose and functions**

The primary purpose of the *InsuranceLink Oversight Committee* is to provide an oversight body that is fully independent of the Board of Insurance Ireland to safeguard that the process for providing access to, and the operations of, InsuranceLink are fair, objective, transparent and non-discriminatory. It is recognised that while ownership rights in respect of InsuranceLink would continue to reside with Insurance Ireland and that Insurance Ireland is the legal entity with ultimate accountability for InsuranceLink, there is merit in establishing a standing committee comprising members nominated by governmental and other relevant bodies involved in the insurance sector to provide for independent oversight of InsuranceLink.

In order to achieve its purpose, the *InsuranceLink Oversight Committee* will have the following specific functions:

- **Providing oversight for InsuranceLink Application Officer:** The InsuranceLink Application Officer appointed by Insurance Ireland to have responsibility for reviewing and determining applications for access to InsuranceLink. The *InsuranceLink Oversight Committee* will be responsible for providing oversight for the activities of the InsuranceLink Application Officer in respect of these functions to ensure ongoing adherence to the process.
- **Acting as appeal body for the InsuranceLink application process:** The *InsuranceLink Oversight Committee* will have ultimate responsibility for determining appeals brought by InsuranceLink applicants in relation to: (i) any

decision not to grant access to InsuranceLink; (ii) any decision to withdraw, restrict or *de facto* deny a user's rights of access; (iii) a failure to comply with any aspect of the InsuranceLink Application Procedure resulting in a delay to the processing of applications; or (iv) a failure to calculate the fees charged to an InsuranceLink User for access to InsuranceLink in accordance with the fee structure in place for InsuranceLink. The determinations of the *InsuranceLink Oversight Committee* on these matters will be final and Insurance Ireland will be bound to implement them.

- **Reviewing and reporting on the operations of InsuranceLink:** In order to ensure effective ongoing oversight, the *InsuranceLink Oversight Committee* will be responsible for reporting to the Board of Insurance Ireland on the operations of InsuranceLink, including in particular the applications process and the activities of the InsuranceLink Application Officer every three (3) months. The *InsuranceLink Oversight Committee* will also make available to the Board of Insurance Ireland and the Monitoring Trustee details on the outcomes of appeals brought under the appeal process for the purpose of including such details in the written reports provided to the European Commission by the Monitoring Trustee regarding the implementation of the Commitments.
- **Advising on changes to InsuranceLink operations and processes:** Subject to the modification procedure outlined in the Commitments, as part of its oversight functions, the *InsuranceLink Oversight Committee* may propose changes to improve or enhance InsuranceLink operations (including in particular the application procedure). Any such proposals shall be shared with the Monitoring Trustee for inclusion in its reports to the European Commission. Any changes to the operations, processes and functionalities of InsuranceLink, once implemented, will be notified to InsuranceLink Users within 5 business days of their implementation with access granted to InsuranceLink Users when new functionalities arise.
- **Advising on the fee structure for access to InsuranceLink:** The *InsuranceLink Oversight Committee* shall provide its views to the Board and executive management of Insurance Ireland with regard to the fee structure for access to InsuranceLink and shall be consulted prior to any changes in the fee structure being implemented. The Board and executive management of Insurance Ireland will have due regard to the views of the *InsuranceLink Oversight Committee* in relation to any modifications to the fee structure for

InsuranceLink. Any such proposals shall be shared with the Monitoring Trustee for inclusion in its reports to the European Commission.

### **3. Composition of the InsuranceLink Oversight Committee**

The *InsuranceLink Oversight Committee* shall consist of a Chairperson and at least five (5) other ordinary members.

The *InsuranceLink Oversight Committee* is independent of the Board of Insurance Ireland. Insurance Ireland shall ensure that the *InsuranceLink Oversight Committee* does not receive any instructions, pressure or influence regarding the exercise of its functions under these terms of reference from the Board or the members of the executive management of Insurance Ireland. No member of the Board of Insurance Ireland may be a member of the *InsuranceLink Oversight Committee*.

All members of the *InsuranceLink Oversight Committee* must be independent throughout the term of their appointment, meaning they must not have any ongoing business or personal links to Insurance Ireland that may create a conflict of interest with their role as a member of the *InsuranceLink Oversight Committee*. Prior to their appointment, members of the *InsuranceLink Oversight Committee* shall provide written confirmation to Insurance Ireland that no conflict of interest arises and must disclose any conflict that does arise during their term of office.

In addition, to the extent possible, members of the *InsuranceLink Oversight Committee* will have knowledge of, or expertise in, the insurance sector and/or dispute resolution, acquired in a professional capacity.

**Chairperson:** To further enhance the independence of the *InsuranceLink Oversight Committee*, the Chairperson will be nominated by a government body such as the Department of Finance.

**Ordinary Members:** In addition to the Chairperson, the *InsuranceLink Oversight Committee* shall comprise:

- One person nominated by the Motor Insurance Bureau of Ireland;
- One person nominated by the Personal Injuries Assessment Board;
- One person representing the interests of business customers, nominated by ISME, the Irish SME Association;

- One person representing consumer interests, nominated by the Department of Finance; and
- One person qualified as a lawyer and with expertise in dispute resolution, nominated by the Chair of the Chartered Institute of Arbitrators (Ireland Branch).

Upon their nomination by the bodies outlined above, members of the *InsuranceLink Oversight Committee* shall be appointed by the Board of Insurance Ireland.

An appointment as Chairperson or as a member of the *InsuranceLink Oversight Committee* shall be for such period not exceeding three (3) years. The Chairperson and any member of the *InsuranceLink Oversight Committee* whose term of office expires by the passage of time shall be eligible for re-appointment unless such Chairperson or member has served: (i) two terms as Chairperson; or (ii) two terms as an ordinary member; or (iii) one term as Chairperson and one term as an ordinary member, of the *InsuranceLink Oversight Committee*. In order to ensure operational continuity, the Chairperson and members of the *InsuranceLink Oversight Committee* shall remain in office until their successors have been appointed. Details of appointments of new members or reappointment of existing members should be notified to the Monitoring Trustee and the European Commission.

The Chairperson or any member of the *InsuranceLink Oversight Committee* may resign from the *InsuranceLink Oversight Committee* by letter addressed to the Chairperson of the Board of Insurance Ireland. The Chairperson and members of the *InsuranceLink Oversight Committee* will otherwise continue in office for the term of their appointment unless any of the following events occurs:

- (a) where he or she has become incapable through ill-health of effectively performing his or her duties;
- (b) stated misbehaviour;
- (c) in the case of a person nominated by an organisation or interest, the person no longer represents those interests; or
- (d) a conflict of interest arises.

#### **4. Duration and term of the Committee**

The *InsuranceLink Oversight Committee* shall remain in place for the duration of the Commitments.

## **5. Frequency of meetings**

Subject to the specific timetables prescribed for appeals which the *InsuranceLink Oversight Committee* must comply with under the InsuranceLink Rules of Procedure, the *InsuranceLink Oversight Committee* shall decide on the frequency of all other meetings, subject to the *Committee* meeting at least once a quarter.

## **6. Quorum**

In all circumstances, the quorum for meetings of the *InsuranceLink Oversight Committee* shall be three (3).

Subject to the quorum being met, the *InsuranceLink Oversight Committee* may act notwithstanding a vacancy or vacancies in its membership. In the event of the Chairperson being unable to attend a meeting of the *InsuranceLink Oversight Committee*, the members who are present shall choose one of their number to chair the meeting.

## **7. Administration Arrangements**

Insurance Ireland shall provide all facilities and services as may be reasonably required by the *InsuranceLink Oversight Committee* for the carrying out of its functions.

A designated InsuranceLink Application Officer will be appointed by Insurance Ireland to act as the main contact and point of interaction for the *InsuranceLink Oversight Committee*. The InsuranceLink Application Officer will be responsible for reviewing and determining applications for access to InsuranceLink in accordance with the specified InsuranceLink application procedure. While the InsuranceLink Application Officers shall be accountable in the first instance to the executive management of Insurance Ireland with respect to the performance of their functions, decisions of the InsuranceLink Application Officers in relation of matters under the InsuranceLink application procedure are ultimately subject to appeal to the *InsuranceLink Oversight Committee*, whose decisions on these matters are final.

## **8. Accountability Arrangements**

The Chairperson and each member of the *InsuranceLink Oversight Committee* in attendance at any meeting shall have one vote on decisions that are taken by a simple majority of the Committee.

The *InsuranceLink Oversight Committee* may require an InsuranceLink Application Officer to attend meetings of the *InsuranceLink Oversight Committee* and/or to provide any such information as the *InsuranceLink Oversight Committee* considers necessary to fulfil its function of providing oversight of matters regarding access to, and the operation of, InsuranceLink.

The *InsuranceLink Oversight Committee* may invite any other person (such as a technical or other expert) to attend meetings of the *InsuranceLink Oversight Committee* to assist in the performance of the committee's activities, but any such person attending the meeting shall not be eligible to vote on any issue.

The Chairperson will ensure that the minutes of each meeting is agreed at the subsequent meeting with the *InsuranceLink Oversight Committee*, through a process of proposer and seconder.

The Chairperson of the *InsuranceLink Oversight Committee* will ensure that, as soon as practicable, copies of all agreed minutes are made available to the Board of Insurance Ireland and that any matters requiring further discussion between the *InsuranceLink Oversight Committee* and Insurance Ireland regarding the matters set out in these terms of reference are brought to the attention of the Chairperson of the Board of Insurance Ireland.

The Board of Insurance Ireland will give due consideration to any advice relating to the operation of InsuranceLink provided to the Board of Insurance Ireland by the *InsuranceLink Oversight Committee*. Copies of any such advice shall be provided to the Monitoring Trustee and the European Commission.