

8 April 2024

Southeast Asia Disaster Risk Insurance Facility (SEADRIF)

*Terms of Reference for
SEADRIF Insurance Company Director*

Background

The Governments of the ASEAN+3 countries, with the support of Singapore and Japan, have jointly established the Southeast Asia Disaster Risk Insurance Facility (SEADRIF) to increase financial resilience against natural disasters in the member countries. Floods, tropical storms, droughts, earthquakes, and tsunamis have left severe physical, economic, and human impacts in the region, exacerbated increasingly by climate change. Through SEADRIF, Southeast Asian nations are taking ownership in building a joint mechanism to enhance preparedness for climate and disaster risks.

About SEADRIF

SEADRIF is composed of:

- SEADRIF Trust: The governing mechanism for SEADRIF is open to all ASEAN+3 countries. The SEADRIF Trust is governed by the Council of Members (CoM), composed of representatives from each of the member countries;
- SEADRIF Sub-Trust: an arrangement for sub-groups of the SEADRIF member countries and donor partners within and beyond ASEAN+3 to develop and govern specific initiatives.
 - Sub-Trust A has been established to develop the first SEADRIF financial product, a catastrophe flood risk pool for Lao PDR and potential beneficiary countries.
 - Sub-Trust A is governed by the Committee of Sub-Trust A, composed of the beneficiary countries and donor partners. The CoM delegates its authorities and powers of governing Sub-Trust A and its assets (including the SEADRIF Insurance Company) to the Committee; and
- SEADRIF Insurance Company (the Company): a general insurance company

incorporated and regulated in Singapore and owned by SEADRIF Sub-Trust A to provide insurance and financial services.

- Intertrust, a licensed trust company in Singapore, is the Trustee and legal owner of the Trust assets, which includes all of the Company's shares.

SEADRIF is supported by the World Bank as the Lead Technical Partner and the ASEAN Secretariat as the Secretariat.

About the SEADRIF Insurance Company

The SEADRIF Insurance Company was incorporated in Singapore in April 2019 as a licensed insurance company under the Singapore Insurance Act. The Company is fully owned by SEADRIF member countries through Intertrust acting as Trustee of the SEADRIF Trust and regulated by the Monetary Authority of Singapore. It is governed by its Board of Directors. During its start-up phase, the Company was established with a lean structure with most of its functions outsourced to service providers.

As its first product, the Company launched a regional catastrophe risk pool that provides cover against flood risks in Lao PDR as the first beneficiary country. Following the first few years in operation, the Company looks to further develop its capacity to meet the demand from SEADRIF member countries, including development of new products and strengthening operational capacity.

In preparation for the next growth stage of the Company, we are expanding the Board and seeking to appoint two Directors / Board Members. One of the Directors to be appointed will be resident in Singapore, with both preferably resident in Southeast Asia and representing SEADRIF's membership. The responsibilities and qualifications for the positions are set out on the following pages.

If interested, please submit your application to contact@seadrifinsurance.com by **Monday, 22 April, 6pm SGT.**

More information about the SEADRIF Insurance Company can be on:
<http://seadrif.org/the-seadrif-insurance-company>

Proposed Assignment

We seek experienced leaders in the field of general insurance, reinsurance, or public sector climate and disaster risk finance. The candidates will have either a track record

in corporate governance of regulated insurance companies or experience in disaster risk financing, national catastrophe insurance, or public sector business. Combined experience will be a distinct advantage.

The Directors, as part of the full board, will be responsible for ensuring the Company is effectively and prudently managed to achieve its purposes and objectives. As a company established by and for ASEAN countries, the governance of the Company also needs to ensure a strong commitment to SEADRIF's value proposition of supporting ASEAN nations.

The appointed Directors will work with the existing Chair and board directors, staff and consultants to help take the Company's performance to the next level. They will play a pivotal role in developing and implementing a long-term growth strategy, to meet short- and long- term objectives.

Responsibilities

The Directors, as part of the overall Board, will be responsible for sound corporate governance and oversight, including through the following areas and all other responsibilities as set out in the SEADRIF Insurance Company Board Charter:

1. **Corporate Governance**. Ensure the implementation of best practice corporate governance standards of global insurance and reinsurance companies, in compliance with all standards required under MAS Insurance (Corporate Governance) Regulations 2013 and aligned with the broader SEADRIF Initiative policies and governance.
2. **Strategic Planning**. Guiding the development of, reviewing and approving a 3 to 5-year Strategic plan for the company, incorporating decisions and insurance protection needs from member countries and implementation through the company's annual Business plan.
3. **Client Relationships and Business Development**. Guiding and supporting strong collaboration with SEADRIF member countries to support developing and implementing risk financing solutions.
4. **Stakeholder Relationships and Communications**. Guide the Company in undertaking proactive engagement with key stakeholder groups through processes such as informal stakeholder meetings, strategy retreats, advisory

committees, and stakeholder panels.

5. *Company Rules and Standard Operating Procedures*. Review the continual development, amendments and revisions (as required), and adherence to the Company Rules and Standard Operating Procedures for all business areas, aligned with guidance from the Trustee, regulatory requirements, contractual requirements by financing partners, or industry practices as appropriate.
6. *Conflict of interests*. Handle Company affairs that other Directors are unable to do due to any conflict of interests.

To complement the required skills for the Board overall, the Directors to be recruited should have particular expertise and experience in one or more of the following areas:

7. *Financial and Capital Management*. Provide guidance and oversight of the Company's financial and capital management, including:
 - a. Annual determination of any variation to be made in premium ratings in accordance with the Company's rules and ensure that the provision of insurance is conducted under clear commercial and sound technical principles, and that strategies are implemented to prevent the depletion of the risk capital of the Company.
 - b. Annual risk management and reinsurance plans.
 - c. Adherence to all operational and other policies, including investment allocation guidelines and procedures in respect of reserves and surplus.
 - d. Establishment and safeguarding of reserves; ensuring that paid in capital is well maintained and reported in the financial accounts.
 - e. Annual audited financial statements, which are to be submitted to the Monetary Authority of Singapore pursuant to its regulatory requirements.
8. *Public Sector Engagement on Risk Finance Solutions*. Guide engagement by the Company with member countries in the planning and establishment of public sector risk financing solutions, including actively and directly leading and contributing to such engagement as appropriate and required.
9. *Natural Catastrophe Risk and Disasters*. Provide guidance on the development and implementation of financial products and related services to help increase the protection of SEADRIF member countries against natural hazards.

10. *Oversight of Executive Management*. Provide guidance to the Chief Executive and senior Company employees and consultants in the execution of their duties as they relate to the operations of a regulated, general insurance company. Review all insurance related operational processes, decisions, and actions by the company to ensure it complies with the strategy, business plans, company rules and SOPs, and all regulatory requirements.

Term of Office

- A 3-year contract with an annual performance review to evaluate progress and ensure alignment with the Company's goals. The appointment will be provisional for the first year subject to political decisions at the Initiative level which may lead to revisions of the overall structure and individual responsibilities.

Qualifications

- University degree in actuarial science, accounting, economics, engineering, finance, law, political science, international relations, or related fields.
- At least 20 years' relevant experience in insurance, reinsurance, risk management, financial management, or public sector work with board governance experience in markets, preferably in the ASEAN region.
- Ability to think strategically and provide guidance on the organization's medium to long-term direction.
- Strong and demonstrated understanding of insurance operations, through both management and governance roles.
- Knowledge of financial management, capital management, accounting principles, and financial performance metrics.
- Understanding of and ability to provide oversight on risk management processes.
- Understanding of natural hazards and experience in developing catastrophe risk insurance solutions is preferred.
- Track record of developing and implementing risk finance solutions for public sector clients and understanding of the challenges within the region is a distinct advantage.
- Experience working with and networks with insurance / reinsurance providers and regulators in Singapore and across the ASEAN+3 region and beyond.
- Compliance with the Monetary Authority of Singapore Guidelines No: FSG-G01 Fit and Proper Criteria.

The SEADRIF Insurance Company is a membership organization by and for vulnerable countries in Southeast Asia. To align with its mission, the company actively seeks to develop and build on talent and experiences from its member countries. Further, we are committed to promoting diversity, equity, and inclusion in our organization, and believe that a diverse workforce is essential to achieving our mission.

As such, we strongly encourage and prioritize applications from women and individuals from SEADRIF member countries. We are an equal opportunity employer and welcome applicants from all backgrounds. We believe that a diverse team brings different perspectives and experiences to the table, leading to more creative and innovative solutions for our clients. If you are passionate about making a difference, we encourage you to apply.