



Law Debenture acts as trustee to 198 trust-based pension schemes, covering approximately £317 billion in assets and 6.1 million members across DB, DC, master trust and hybrid arrangements. This summary sets out our principal positions across the five chapters of the consultation.

Chapter One: Good Governance

The current framework has strong foundations; TPR's General Code, the DC master trust authorisation regime and industry accreditation standards have materially raised governance quality. The priority now is building on these strengths, not replacing them.

Looking ahead to 2030, trustees will need substantially broader capability; private market investment governance, ESG and stewardship, data governance and cyber resilience, DC value for money assessment, and DB endgame expertise. Development frameworks must reflect this breadth, combining technical and behavioural skills through structured CPD aligned to APPT's existing accreditation model.

On Megafunds, we support enhanced proportionate oversight; including stronger conflict management frameworks, independent effectiveness reviews, and transparent member engagement mechanisms. We resist rigid prescription that could inhibit effective governance or operational agility.

On conflicts of interest, we draw a critical distinction that underpins our entire submission. Two fundamentally different categories of conflict exist in the professional trustee market.

- **Procurement conflicts** – arising when trustee firms provide governance support services such as secretariat or project management. These are manageable through transparency, competitive tendering and recusal. We support proportionate safeguards in this area.
- **Self-review conflicts** – arising when trustee firms provide strategic advisory services (investment consulting, actuarial advice, covenant review, fiduciary management, endgame strategy). These create a dynamic in which trustees are required to independently scrutinise advice generated by their own affiliated businesses. These conflicts cannot be adequately mitigated through process controls alone and should be structurally prevented.

The 2022 LDI crisis illustrates why this distinction matters beyond normal conditions. When all DB schemes simultaneously required urgent trustee attention, trustees needed to challenge advisers and make time-critical decisions without any organisational interest in particular outcomes. Conflicts that appear manageable in stable conditions can become operationally unmanageable under stress; precisely when independent judgment is most consequential for members.

We recommend mandatory disclosure of related-party services, evidence-based procurement triggers, and a regulatory framework that explicitly distinguishes between conflicts requiring prevention and those requiring management.



Chapter Two: Trustees and Their Appointment

We support a consistent appointment framework covering a skills matrix assessment, documented selection criteria, comprehensive conflict checks and rationale for the appointment published in the Annual Report and Accounts rationale for the appointment. Performance management and clear removal triggers should be strengthened alongside appointment standards.

On capacity, we do not support fixed numerical limits on trustee appointments. Capacity depends on scheme complexity, the trustee firm's support model, peer review arrangements and surge capability, not appointment numbers alone. Regulatory frameworks must also distinguish between models where the appointed individual is the primary decision-maker and those where responsibility is distributed across a wider team. We support annual workload attestations as a more meaningful alternative.

On tenure, we favour periodic reappointment with structured effectiveness reviews over rigid limits. For professional trustee firms, internal rotation of trustee directors, typically after eight to ten years, provides fresh perspective and challenge while preserving institutional knowledge. Rotation arrangements should be transparent and documented.

On sole trustees (PCSTs), the model is appropriate across a wide range of scheme sizes and circumstances, particularly for endgame execution, corporate transactions and complex governance situations. We favour guidelines over restrictions, with safeguards covering independence requirements, decision frameworks, member engagement plans and effectiveness reviews.

A public trustee has a limited role as a last-resort mechanism for orphaned schemes or insurmountable conflicts, but should not replace the professional trustee market as the primary governance resource.

Chapter Three: Skills and Knowledge

We support TPR setting statutory higher standards for professional trustees, including mandatory accreditation with periodic revalidation, defined CPD requirements aligned to the APPT framework, clear independence and conflict management rules, and annual capacity attestations.

For lay trustees, mandatory full accreditation risks deterring participation. A proportionate attestation model, confirming completion of essential training and ongoing CPD, better balances accessibility with competence. The priority should be better signposting of existing provision rather than centrally funded training regimes.



Chapter Four: Member Voice

Trustee boards should embed member perspectives through structured mechanisms – member panels, regular surveys, user testing of key communications, and member impact statements within board papers. Engagement must be accessible and inclusive, designed to capture the full diversity of scheme membership rather than the most active voices.

Chapter Five: Administration

We support mandatory minimum standards for administrators, building on PASA’s existing framework as a starting point. Standards should be framed as a floor, not a ceiling, to preserve innovation and differentiation. Implementation must be phased and proportionate, recognising the significant legacy system challenges facing parts of the market.

We support administrator registration with TPR, accompanied by minimum competency requirements, periodic KPI reporting and independent assurance. A graduated range of regulatory tools, between initial registration and full deregistration, is essential to avoid disproportionate disruption to member services.

TPR’s oversight model should be strengthened and targeted at trust-based delivery priorities, rather than simply replicating the FCA framework. More proactive thematic supervision of systemic administration risks, such as persistent underperformance, data quality failures and cyber incidents would materially strengthen member protections.

Our Model

LawDeb’s salaried, independence-first model, with no affiliated investment advisory, actuarial, covenant or fiduciary management businesses, is the structural embodiment of the principles set out in this response. Our submission is not a defence of commercial interest but a principled case for a regulatory framework that genuinely protects members, one that prevents the conflicts that cannot be managed, manages those that can, and keeps member outcomes at the centre of every governance decision.

We welcome the opportunity to discuss our response with DWP and TPR as policy develops.

Law Debenture Corporation plc is a FTSE 250 company.

Contact us



Emma Sinnamon
LawDeb Pensions

emma.sinnamon@lawdeb.com

Collaborative expert team.
Independent thinking with integrity.
Optimising pension outcomes since 1969.

www.lawdeb.com