**Terms of Reference for the Interest Groups Committee**

1. **Purpose**

The purpose of the Interest Group Committee is to oversee the operations of the IRM Regional and Special Interest Groups to ensure they are run effectively and in line with overall IRM strategy.

1. **Duties**

The duties of the Interest Groups Committee are to:

* Receive reports from the executive on Interest Group activity
* Monitor the number of Interest Group meetings, number of member/non-member attendees and regularly review the general health of the IRM Interest Groups
* Ensure that the Interest Groups’ budget is allocated in line with strategic priorities
* Review annual forward plans from IRM Interest Groups, advising on the suitability and strategic fit of the proposed activity
* Be a source of advice and guidance to IRM Interest Group leaders and support the Interest Groups in publishing practical guidance and thought leadership
* Mediate any conflicts that may arise between the executive and the Interest Groups
* Review any complaints made against Interest Group leaders/members and initiate appropriate responses, up to and including making referrals to the IRM Disciplinary Committee
* Receive proposals for new Interest Groups and make the final decision on their establishment or otherwise, agreeing their terms of reference and issuing letters of appointment to Chairs and other office holders
* Decide on any proposal to discontinue an Interest Group that is no longer fulfilling its purpose
* Provide the Board with a summary report of Interest Group activity at each Board meeting and advise the Board of any significant developments

1. **Membership**
   1. The members of the Committee and the Committee Chair shall be appointed by the Board
   2. The Committee shall consist of up to6 members, made up of
   * A chairperson who will be a non-executive director of IRM
   * A deputy chairperson who will be a non-executive director of IRM
   * Up to 4 further members selected by the chairperson and deputy chairperson who will be appointed for their specialist knowledge, skills and experience in the areas covered by the committee
   * At least 2 members who work outside the United Kingdom
   1. In the absence of the chairperson, the deputy chairperson will chair the meeting; in the absence of both the chairperson and the deputy chairperson, the members present shall elect one of themselves to chair the meeting
   2. The Chief Operating Officer shall act as Secretary to the Committee
   3. Other individuals may be invited to attend all or part of any meeting by the Committee Chair as and when appropriate
   4. Any potential conflict of interest arising must be fully declared and any member who is conflicted should take no part in the discussion or resolution of any matter in respect of which he or she is conflicted.
   5. Committee members will be appointed for a fixed term of three years.

**4. Quorum**

4.1 The quorum necessary for the transaction of business shall be 3 (three) members, consisting of at least one Non Executive Board member, one specialist and one non-UK member.

1. **Frequency of meetings**
   1. The Committee shall meet four times a year and otherwise as required
2. **Notice of meetings**

6.1 Meetings of the Committee shall be called by the Secretary of the Committee at the request of the Committee Chairman

6.2 Unless otherwise agreed, notice of each meeting confirming venue, time and date, together with an agenda of items to be discussed shall be forwarded to each member of the committee and to any other person required to attend no later than 5 working days before the date of the meeting. Supporting papers shall be sent to Committee members and to other attendees, as appropriate, at the same time

**7. Minutes of meetings**

7.1 The Secretary shall minute the proceedings and resolutions of all committee meetings, including the names of those in attendance

7.2 Draft minutes of committee meetings shall be circulated promptly to all members of the committee. Once approved, minutes should be circulated to all members of the Board unless it would be inappropriate to do so

**8. Reporting**

9.1 The Committee Chair shall report to the Board on is proceedings after each meeting on all matters within its duties and responsibilities

9.2 The Committee shall make whatever recommendations to the Board it deems appropriate on any area within its remit where action or improvement is needed

**10. Other Matters**

10.1 The Committee shall arrange for periodic reviews of its own performance and, at least annually, review its terms of reference to ensure that it is operating effectively, and recommend to the Board any changes it considers necessary.

Approved by the IRM Board

10th October 2019