

Terms of Reference

MEMBERS' COMMITTEE (MemCom)

Committee Name

The committee shall be named the "Members' Committee" and abbreviated to "MemCom."

Type

MemCom shall be a Standing Committee by authority of the Board of Trustees under the provisions of RPS By Law 20.

Purpose

The general purpose of MemCom shall be to provide a representative body for Member activities and interests that will bring about improvements and consistency across the Volunteer-led activities of the Society. MemCom shall provide expertise, advice and recommendations to the Board of Trustees for the following specific purposes as prescribed under By Law 20.1:

- (1) to understand the operations across the Special Interest Groups and to promote consistency;
- (2) to advocate for Volunteers and Members, providing insight and understanding to the Board of Trustees; and
- (3) to monitor the performance of Special Interest Groups, Regional Hubs, and International Chapters.

Furthermore, in the pursuit of those described purposes (By Law 20.1), MemCom shall have the following functions:

- (4) To understand the operations across the Groups, Regional Hubs and Chapters, and to promote consistency.
It will do this through the exchange of ideas, information and good practices by its members on how best to support activities in Groups, Regional Hubs and Chapters, to support the Society in achieving its strategic aims.
- (5) To advocate for volunteers and members, providing insight and understanding to the Board of Trustees.
It will do this through a) defining, clarifying, analysing and discussing issues and problems which affect volunteers and members and that have an impact across the Society, b) proposing and implementing solutions, and c) escalate for resolution by the Board of Trustees if required.
- (6) To monitor the performance of Groups, Regional Hubs and Chapters and make recommendations to the Board of Trustees to bring about improvements and consistency across the volunteer-led activities of the Society.

It will do this through a) identifying and discussing problems that Groups, Regional Hubs or Chapters encounter and which affect their performance and provision of content in line with the Society's strategic aims and any objectives set by the Board of Trustees, b) seeking collaborative solutions in line with points (1) and (2) above.

- (7) To act as a catalyst and hub to initiate, monitor and review new ideas or ways of working for Regional Hubs, Groups and Chapters, including collaborations and joint projects.
- (8) To support the three members who represent MemCom on RepCom by providing information requested by the representatives or by RepCom and by proposing items for discussion at RepCom.

Scope

MemCom shall undertake only those "Purposes" stated above unless further purposes are agreed upon by its members in accordance with By-Law 20.1 or otherwise instructed, from time to time, in writing, by the Board of Trustees and only then for such time as may be prescribed by the Board of Trustees for those further purposes in that written instruction.

Authority

MemCom shall have authority delegated by the Board of Trustees to undertake those purposes detailed above.

Membership

The members of MemCom shall be as prescribed under By Law 20.2 and shall comprise the following individuals:

- (1) an appointed representative of each Special Interest Group and of each Regional Hub;
- (2) an appointed representative to represent the interests of International Members with such representative appointed with agreement of the Chapter Organisers;
- (3) a member of the Board of Trustees;
- (4) the Chief Executive Officer as a non-voting observer.

The members of MemCom shall decide which of their number shall be Chair. If the members of MemCom cannot decide which of their number shall serve as Chair, it shall be decided by the Board of Trustees following the procedure described in "RPS Regulations for the Appointment of Committee Chairs").

Members of MemCom shall serve for a period of three years whilst ever they remain the duly appointed representative of their Group, Regional Hub or Chapter Organisers. Upon completion of a three year period of service, any member of MemCom may be re-appointed to serve for a further period of three years if they are so appointed by their Group, Regional Hub or the Chapter Organisers. There is no maximum number of years that a member may serve in this capacity save that they must be re-appointed at three year intervals.

Ratified by Board of Trustees, 22 Nov 2021

A member who will not be able to attend a MemCom meeting may appoint a representative. The MemCom Chair (or in the absence of the Chair, the Deputy Chair) must be notified of the representative's name and contact details at least 14 days before the date of the meeting.

Meeting arrangements

MemCom shall meet at least three times per year unless otherwise agreed by a simple majority of the members of MemCom. Notice of meeting shall be a minimum of 14 days with such Notice to be communicated to all members of the Committee. The agenda and any papers for discussion shall be circulated at least 14 days prior to the meeting. Extraordinary meetings shall be scheduled at the discretion of the Chair or Deputy Chair.

Meetings of MemCom shall be conducted under whatever mechanism is deemed appropriate for the effective and efficient execution of its purposes.

Action points and decisions taken shall be recorded in writing, issued to the members of MemCom, and deposited with the Chief Executive Officer for filing.

Quorum

The quorum shall be any three members of the Committee or half of the members of the Committee (rounded up to a whole number), whichever is the greater.

Reporting

MemCom shall provide a copy of Minutes of all meetings to the Board of Trustees via the Chair of Trustees or, if the Chair of Trustees has a conflict of interest, then via the Deputy Chair of Trustees. In the event that both the Chair and Deputy Chair of Trustees having conflict of interest, then via the Chief Executive. All Minutes and Reports (see under Deliverables, below) to be formally lodged with the records of Board of Trustee meetings.

Resources and budget

All MemCom members and advisers are volunteers and no fees shall be paid in any circumstance. MemCom shall conduct its business via online video conferencing. In the event that the members of MemCom decide that a face-to-face meeting would be beneficial, then normal RPS expense approval and reimbursement procedures will apply.

Deliverables

MemCom shall deliver to the Chair of Trustees, as soon as practically possible, a report on any matter that has been considered by MemCom detailing any opinion or recommendations that MemCom feels should be presented to the Board of Trustees or is requested by the Board of Trustees.

Review

These Terms of Reference may be revised, amended or otherwise altered by the Board of Trustees. Any revision, amendment or alteration shall be notified in writing to the Chair of MemCom, or in absence of the Chair to the Deputy Chair or in the absence of the Chair and Deputy Chair to another formal member of MemCom, at least 28 days prior to the date upon which such revision, amendment or other alteration shall take effect.

Ratified by Board of Trustees, 22 Nov 2021

Upon periodic review of these Terms of Reference, MemCom may petition the Board of Trustees, in writing to the Chair of Trustees, for a revision, amendment or other alteration to these Terms of Reference. The Board of Trustees shall be obliged to consider such petition as soon as practicable but, in any event, not more than 56 days from receipt of such petition by the Chair of Trustees. After consideration of the petition, the Chair of Trustees shall notify MemCom of the decision and confirm the detail of any revision, amendment or other alteration to these Terms of Reference.

Governing Authority

In the event of any error, omission or ambiguity in these Terms of Reference, or in the event of any dispute over the interpretation of these Terms of Reference, the Board of Trustees shall have full and final authority.
