



## 04.07 ICON GROUP CHAIRS FORUM

### Terms of Reference

<b>Policy number:</b>	Governance 04.07
<b>Summary:</b>	This document sets out the ToR for the Groups Chairs Forum
<b>Who this policy applies to:</b>	Chair of Icon and Chairs of Icon Groups & Network and staff
<b>Author/policy contact:</b>	Sara Crofts, Chief Executive
<b>Approved by/approval level:</b>	Board of Trustees
<b>Date effective:</b>	14 <sup>th</sup> July 2017
<b>Last reviewed or updated:</b>	9 <sup>th</sup> December 2019
<b>Frequency of review:</b>	Every second year (next due December 2021)

<b>1</b>	<b>Status and Purpose of the Group Chairs Forum and these Terms of Reference</b>
1.1	<p>Status</p> <p>The Group Chairs Forum is a Standing Committee of the Icon Board.</p> <p>These Terms of Reference supersede any previous terms of reference for the Forum.</p>
1.2	<p>Purpose</p> <p>The purpose of Group Chairs Forum is to provide a mechanism for effective direct two-way communication between Icon's Board and Icon's Group Committees and to assist with strategic planning and reporting.<sup>i</sup> The Forum also provides an opportunity for ideas to be proposed by Groups, discussed and put forward to the Board, as appropriate, as well as a way to allow Group Chairs to share learning and help each other with Group issues.</p>
<b>2</b>	<b>Composition</b>
2.1	The Chair of Icon's Board of Trustees and one other Trustee, Icon's Chief Executive, Icon's Head of Membership and the Chairs of Icon's specialist Groups and Networks. If a Group or Network Chair is unable to attend the meeting they may appoint a proxy, who is another member of the Group Committee.
2.2	The Forum will be Chaired by the Chair of Icon's Board of Trustees, with support from Icon's Chief Executive.
2.3	Other members of Icon staff may attend the meetings as required.
<b>3</b>	<b>Appointment and Terms of Office of Members and Chair</b>
3.1	<p>Appointment</p> <p>The members and Chair of the Forum are appointed by and may be removed at any time by the Board. A list of Group and Network members will be provided to the Board annually for its approval. This list will consist of the current Chairs of the Groups and Networks.</p>

3.2	<p><b>Terms of Office</b></p> <p>The Chair of Icon’s Board of Trustees and the second Trustee representative are generally appointed to serve on the Forum for a term of 3 years and may be appointed for a second 3-year term.</p> <p>With respect to their participation in the Group Chairs Forum the terms of office of Group and Network Chairs are determined by and coincide with their terms of office for their Group or Network, as defined by the Groups Regulations.</p> <p>The Chief Executive and the Head of Membership are appointed to serve on the Forum for the entire duration of their terms in office.</p> <p>The Chair of the Forum may arrange for another member of the Forum to chair a meeting of the Forum which s/he is unable to attend.</p>
4	<p><b>Quorum</b></p> <p>The quorum is five members of the Forum, attending throughout the meeting.</p>
5	<p><b>Notice of Meetings</b></p>
	<p>Meetings of the Forum are arranged by the Head of Membership.</p> <p>Unless otherwise agreed by the Forum, formal notice of each meeting shall be sent to each member of the Forum by email, and to any other person attending, at least five working days before the date of the meeting. Supporting papers are sent to Forum members and to other attendees as appropriate, at the same time.</p> <p>The formal notice must include:</p> <ul style="list-style-type: none"> <li>• the time and date</li> <li>• the venue or electronic access arrangements</li> <li>• the agenda of the main items to be discussed</li> </ul> <p>Items of Any Other Business may be added to the end of the agenda by any person present.</p>
6	<p><b>Frequency and Manner of Meetings, Decisions and Operational Arrangements</b></p>
6.1	<p>Meetings shall be held at least twice a year.</p>
6.2	<p>Meetings may be physically in person or using electronic means (such as teleconferencing or videoconferencing) in which each member participating in the meeting can communicate with all the other participants. The Forum may also, where necessary, deal with its business by email or other means of written electronic communication.</p>
6.3	<p>Decisions are reached on the basis of a consensus during the meeting. In the event of disagreement, decisions are made by the majority of the members appointed by the Board. The Chair of the Forum holds a second or casting vote in the event of a tie. A Forum member who remains opposed to a proposal after a vote in its favour can ask for his/her disagreement to be noted in the record of the meeting but must abide by the majority decision taken.</p>
6.4	<p>The Forum shall agree other aspects of how it will function in order to fulfil its mandate in line with these Terms of Reference.</p>

7	<b>DUTIES</b>
7.1	To support Icon's Group and Network Chairs in their work to deliver events and engagement programmes to Icon membership and ensure the benefits of their experiences can directly influence organisational policies.
7.2	To engage Icon's Group Chairs in continuing constructive dialogue about the organisation's strategic trajectory and progress
<b>8</b>	<b>Records of Meetings</b>
	The Head of Membership (or other person appointed by the Chair of the Forum) shall keep minutes of meetings which shall include: <ul style="list-style-type: none"> <li>• the names of attendees and apologies received</li> <li>• the decisions made by the Forum</li> <li>• the significant conclusions and action points arising from the meetings and activities of the Forum.</li> </ul>
	These are circulated to the other members of the Forum as soon as practicable, and subsequently to the Board as a paper primarily for information only.
<b>8</b>	<b>Attendance at Meetings</b>
	Only members of the Forum and attendees listed in paragraph 2 have the right to attend Forum meetings. However, other people may be invited to attend all or part of any meeting as and when appropriate.
<b>9</b>	<b>Performance Review</b>
	The Chair of the Forum shall lead an annual review of the Committee and will also review these Terms of Reference and report the conclusions of this review in a brief note to the Board.

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<sup>i</sup> In addition to the routine communication between Icon Groups and staff.