

Terms of Reference for the CII Representative Council

As adopted by the Board of the CII on 24 September 2012

The following words shall have the meanings shown:

“Council” shall mean the CII Representative Council.

“Board” shall mean the CII Board.

1. Membership

- 1.1 The Council shall consist of such members and numbers of members who shall serve on Council for such period as set out in the Board Regulations.

2. Secretary

- 2.1. The Company Secretary, or his nominee, shall act as the Secretary of the Council.

3. Quorum, Frequency and Notice of Meetings

- 3.1 The quorum, frequency and notice of meetings shall be as specified in the Board Regulations.

4. Minutes of Meetings

- 4.1 The Secretary shall minute the proceedings and resolutions of all meetings of the Council, including details of those present and in attendance.
- 4.2 An action list following a meeting of Council shall be circulated promptly to all members of the Council.

5. Aims and Responsibilities

The Council, as the representative body of the CII, has aims and responsibilities to:

- 5.1 To ensure that the CII maintains a proper balance between promoting the Charter's objectives and the individual needs of the CII's diverse membership.
- 5.2 To act as a forum for the two way dissemination of Information between the Institute and its members.
- 5.3 To inform and influence the strategic management of the Institute on the views of the members.

6. Appointments to the Board

- 6.1 Annually, and as required, appoint members of the Council, who are also local institute representatives to serve on the Board subject to the procedure and process set out in the Board Regulations.

7. Annual Review

- 7.1 The Council shall, at least once a year, review its own performance, constitution and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board for approval.