

Council Committees and Practice Committees

As in force as at Council resolution 5 June 2018]

1. Purpose of Council Committees and Practice Committees

- 1.1 The Institute is a body corporate and is governed by its Constitution, which invests certain powers in Council. These powers include the appointment of committees to act on behalf of Council.
- 1.2 The structure of committees reporting to Council is reviewed from time to time to ensure continued suitability for the Institute's operations. The Institute's committee structure comprises both Council Committees and Practice Committees (collectively, 'Primary Committees').
- 1.3 Primary Committees have been set up to accept delegation for leadership/proactive responsibility and oversight of Institute activity, within the boundaries set out in their respective Terms of Reference.
- 1.4 The objectives of Council in establishing Primary Committees are to:
 - (a) relieve Council of day-to-day responsibility in specific areas of activity to enable Council to concentrate more fully on strategic issues and matters of policy;
 - (b) speed up the Institute's decision-making by facilitating communication between Council, its Primary Committees, their sub-committees and taskforces, particularly in relation to Institute policy; and
 - (c) provide advice and support for the operational activities of HQ.
- (a) Primary Committees may have one or more sub-committees, working groups or taskforces which have particular responsibilities within the scope of the relevant Primary Committee. The sub-groups are responsible to the relevant Primary Committee for their activities which in turn reports these activities to Council. Where it is considered appropriate, the Convenor can appoint a Chair of a sub-group to the Primary Committee on an *ex officio* basis. The appointment is for the role of the Chair not for an individual.
- 1.5 Primary Committees have a responsibility to maintain close working relationships with HQ. In the case of Practice Committees, the CEO will arrange for the appointment of an HQ staff member to liaise with the Practice Committee, At the discretion of the CEO, Council Committees will have an HQ member assigned to them as secretary to the committee.

2. Duties of Primary Committees

- 2.1 The Primary Committees provide links between Council, their sub-committees and taskforces and HQ. They:
- ▶ have a primary responsibility to report to Council on all activities relating to their terms of reference;
 - ▶ contribute to the formation (and alteration) of Council policy statements;
 - ▶ monitor progress towards achievement of objectives set by Council and assist in obtaining resources to enable objectives to be achieved;
 - ▶ help to coordinate activities amongst sub-committees and taskforces to avoid duplication of effort;
 - ▶ maintain close liaison with HQ; and
 - ▶ provide records of all papers including agendas, minutes, submissions and reports, for retention by HQ as part of good corporate governance.
- 2.2 Council Committees report to each Council meeting via Minutes of their meetings, and Practice Committees report on a regular basis to Council as provided for in their Terms of Reference.
- 2.3 The Primary Committee will usually be the body which takes responsibility for the preparation of a submission or report in the particular field covered by its Terms of Reference. The submission will then be approved as provided for under separate Council policies relating to the approval of public policy submissions.
- 2.4 Unless formally authorised by Council, Primary Committees do not have authority to speak for, or make decisions on behalf of, the Institute when communicating with external bodies.
- 2.5 On a triennial basis, Primary Committees should review the objectives, Terms of Reference, business plan and membership of each of its sub-committees and taskforces.
- 2.6 On a triennial basis, there should be a review of the Terms of Reference for each Primary Committee, together with a presentation to Council of each Primary Committee's strategic objectives and plan of activities.

3. Operating rules for Primary Committees

Membership

- 3.1 Primary Committees may include members of Council. They should have a minimum of five members at least two of whom are not Councillors,. In line with the Institute's aspirational targets Committees should consider diversity when appointing new

members. Practice Committees will be made up of a majority of members who are currently active in the particular area of actuarial practice.

- 3.2 All Primary Committees should appoint a Deputy Convenor, if practicable, to allow meetings to proceed in the absence of the Convenor. However, the Deputy Convenor does not automatically become the Convenor if the latter position becomes vacant.

Appointments

- 3.3 In the event of a vacancy on a Primary Committee, the relevant procedure set out below must be followed.

Appointments to Primary Committees

- 3.4 Vacancies in the membership of a Primary Committee (other than the Audit and Risk Council Committee):

- (a) must be advertised to Members. For this purpose, advertising in the Institute Bulletin is sufficient; This does not preclude additional advertising (for example, through a Practice Committee's newsletter);
- (b) if no suitable candidate(s) apply for such a position in response to advertising, a recommended candidate may be found by other means;
- (c) expressions of interest in the vacancy are to be directed to the Convenor for consideration; and
- (d) the Convenor or, in their absence, a member nominated by the Committee, is then responsible for recommending an individual to fill the vacancy to the Presidential Committee for its approval.

- 3.5 In the case of the Audit and Risk Council Committee, Council will appoint the Councillor members of the Committee. Such appointments will not be advertised. Non-Councillor members of the Committee will also be appointed by Council, however:

- (a) the vacancy must be advertised to Members. For this purpose, advertising in the Institute Bulletin is sufficient;
- (b) if no suitable candidate(s) apply for such a position in response to advertising, a recommended candidate may be found by other means.

- 3.6 Regular renewal of the membership of Primary Committees is considered desirable to:

- (a) ensure that Primary Committees benefit from re-invigorated participation and thinking;
- (b) guard against volunteer fatigue; and



- (c) encourage participation in such committees by limiting the volunteer commitment from the outset.

As such, the appointment of members of a Primary Committee is limited to a maximum of three years. By mutual consent, a member of a Primary Committee may be re-appointed for further terms of up to three years each.

Meetings

- 3.7 Primary Committees should set their meeting dates bearing in mind the dates of the Council meetings to which they are to report. Similarly, the meeting dates of sub-committees and taskforces should be organised in time for their minutes to be tabled at the meeting of the Primary Committee to which they report.

END OF POLICY