



Terms of Reference

Name of Committee or Working Group	Membership Committee
Staff member responsible	Membership Manager
Date approved by the Board	12 September 2023

1. Purpose

To oversee matters relating to the acquisition, engagement and retention of members of ITI. The committee will work towards maintaining and expanding ITI's membership of qualified and dedicated individuals who align with ITI's goals and values.

2. Responsibilities

The Membership Committee (the Committee) is responsible for the following:

- 2.1. Working with the Membership Team, to develop strategies and initiatives to grow membership numbers across all categories
- 2.2. Reviewing membership categories and entry requirements, and proposing changes to the Board
- 2.3. Reviewing the effectiveness and appropriateness of the Institute's assessment procedures for Qualified Membership (both translator and interpreter) and procedures for assessor training, making appropriate recommendations to Board
- 2.4. Encouraging development of the membership experience to increase member engagement and career progression
- 2.5. Reviewing recruitment and retention rates, causes of membership attrition and proposing initiatives to mitigate these causes
- 2.6. Offering feedback to the Board on trends in the membership sector, their impact on ITI and proposing innovative solutions
- 2.7. Proposing amendments to the Institute's bylaws where appropriate to the Board

3. Committee Composition

- 3.1. The Committee shall consist of a minimum of 7 members and a maximum of 15 members.
- 3.2. All Committee members shall be current ITI members in any category.
- 3.3. The majority of Committee members shall be Qualified Members (Voting Members of the Institute).
- 3.4. The Committee shall include at least one representative from a Corporate member.



3.5. Members of the Membership Team or any other members of staff may not be voting members of the Committee. At least one representative of the Membership Team shall attend all meetings and discussions but shall not be counted as part of the quorum.

3.6. The Board may invite a board member to serve on the Committee.

4. Quorum

As per bylaw 22.1, the quorum (smallest number of people who need to be at a committee meeting for official business to go ahead) is two, or one-third of the maximum number of its members, whichever is the greater.

5. Attendance at Meetings

The Committee may invite any other Director/employee of ITI or external third parties to attend its meetings.

6. Frequency of Meetings

6.1. A minimum of two formal committee meetings will be held each year called under the authority of the Chair with at least 2 weeks' emailed notice.

6.2. A number of additional shorter discussions may be held through the year.

6.3. All meetings and discussions of the Committee will be held online via Zoom or similar.

7. Voting

7.1 All Committee members (whether voting or non-voting members of the Institute) except the Chair, have one vote each in terms of matters of the Committee.

7.2 In the case of a split vote, the Chair of the Committee shall have the casting vote.

7.3 As per bylaw 22.3, Committee members shall not vote on any matter in which they have a conflict of interest.

7.4 If a quorum of the Committee is present at a shorter discussion, it may make valid resolutions. If a quorum is not present at a shorter discussion, any resolution made must be submitted for the approval of a quorum of the Committee. This may be done via email as detailed in 7.5 below.

7.5 A resolution circulated to and agreed via email by all members of the Committee shall be deemed to be as effective as if the resolution had been passed in a meeting of the Committee duly convened and held.

8. Authority

8.1. The Committee is authorised by the Board to:

8.1.1 Investigate any activity within its terms of reference and area of responsibility;



8.1.2 Make any decisions within its terms of reference. For matters outside the terms of reference the Committee shall make recommendations for the Board to approve.

8.2 The Committee shall be informed if the Board wishes the Committee to carry out any additional projects.

9 Minutes & Reporting

9.1 The Membership Manager shall be responsible for keeping record of the meetings and shorter discussions.

9.2 Meeting minutes and discussion notes shall be put to the Committee for approval either at the next meeting or, via email or similar. Approved minutes and discussion notes will be kept as a permanent record of the Committee's proceedings.

9.3 On behalf of the Chair of the Committee, the Membership Manager will present, on a regular basis, a report to the Board on progress and actions taken by the Committee.

9.4 The Chief Executive will inform the Committee if any actions should not be undertaken for any reason or if there are reasonable objections to any actions taken.

10 Review

These terms of reference will be reviewed every three years. The last review was July 2023.