

	Gasóga na hÉireann / Scouting Ireland			
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	Category: Board of Scouting Ireland			
	Scouting Ireland: Strategy and Culture Committee – Terms of Reference			
Related Documents:				
Revision	Date	Description		
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Membership

- The Committee shall comprise the Chair who will be a Scouting Ireland Board member and a minimum of one other member of the Board. There will be always at least 2 board members on the committee. The composition of the Committee shall be structured as to achieve an appropriate balance of recent and relevant experience taking account the full range of the Committee's activities. Subject to Board approval, the committee may select up to six additional members. The Committee may bring in up to two external members should they wish, within the overall complement of the Committee members. All members should have appropriate skills and relevant expertise.
- Only members of the committee, and other directors (as observers) and the CEO (or delegated relevant person) have the right to attend committee meetings. However, other individuals such as other executives and external advisers may be invited to attend for all or part of any meeting, as and when appropriate and necessary and in line with the Board Standing Orders.
- Appointments to the committee are made by the Board and shall be for a period of up to two years, which may be extended for a further period of up to one year, provided the committee Member still meets the criteria for membership of the committee.
- The Board shall appoint the committee Chair who should be a Board member. In the absence of the committee chair the remaining members present shall elect one of themselves to chair the meeting from those who would qualify under these terms of reference to be appointed to that position by the committee.

Secretary

- The Committee shall appoint a secretary to the committee.

Quorum

- The quorum necessary for the transaction of committee business shall be three one of whom must be a Board member.

Frequency of meetings

- The committee shall meet at least twice a year up to a maximum of six meetings in year one and ideally would not have more than six meetings annually thereafter. Only in exceptional circumstances should there be more than six meetings. Meetings may be facilitated by way of teleconference if necessary.

Notice of meetings

- Meetings of the committee shall be called by the secretary of the committee at the request of the committee chair
- Unless otherwise agreed, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the committee and any other person required to attend no later than five working days before the date of the meeting. Supporting papers shall be sent to committee members and to other attendees as appropriate, at the same time.

Minutes of meetings

- The secretary shall minute the proceedings and resolutions of all committee meetings, including the names of those present and in attendance for all or part of the meeting.
- Draft minutes of the committee meetings are approved for issue by the chairperson and are adopted with or without amendment by the committee at their subsequent meeting. Once approved, minutes should be circulated to all other members of the Board.

Annual general meeting

- The committee Chair should attend the annual general meeting to answer any questions on the committee's activities.

Strategy and Culture Subcommittee Duties

The committee should carry out the duties below for the Board of Scouting Ireland as appropriate:

- Report to the Board on the progress of the Strategy and Organisational Culture and make recommendations regarding priorities, resources support or any other matter that it considers material to the delivery of the plan.
- Request, or commission specific studies, reviews or audits of any specific actions or outcomes and make recommendations to the Board as appropriate and will take full account of the role and work of other Board Sub Committees in this.
- Report to Board on a regular basis on the implementation and operational effectiveness of the governance structures, processes, and procedures.
- Will take input from all stakeholders including Volunteers, Management, Board and Board Sub Committees.
- Will ensure that audits take place of the operation of these processes on a regular programmed basis. These audits may identify the need for corrective or preventative actions, changes or updates and the Sub Committee will report and make recommendations to the Board as appropriate.

- Will specifically liaise with Management to ensure that regular communication takes place to all members regarding: (a) Successes and Progress on achieving the Plan and (b) Any issues or areas for improvement that emerge from the work.
- Support the Chair in the performance of his/her governance duties.

Reporting responsibilities

- The committee Chair shall report to the Board on its proceedings after each meeting on the relevant matters within its duties and responsibilities.
- The committee shall make whatever recommendations to the Board it deems appropriate on any area within its remit where action or improvement is needed.
- The committee shall produce a report to be included in Scouting Irelands annual report about its activities, the process used to make appointments and explain if external advice or open advertising has been used. Where an external search agency has been used, it shall be identified in the annual report and a statement made as to whether it has any connection with Scouting Ireland.

Other matters

The committee shall:

- Have access to sufficient resources to carry out its duties, including access to the Board Secretariat for assistance as required.
- Be provided with appropriate and timely training, both in the form of an induction programme for new members and on an ongoing basis for all members
- Give due consideration to laws and regulations and the provision of any relevant Code as appropriate, in both jurisdictions.
- Arrange for periodic reviews of its own performance and, at least annually, review its terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board for approval.
- Carry out additional duties as may be delegated to the Committee by the Board from time to time that are with the Terms of Reference of the Committee.

Code of Conduct

To view the code of conduct for Project/ Support Teams [Please click here](#)

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