

### About the IR Society board:

- The IR Society board consists of up to 15 directors. Full details on the powers of the board are shown in our Articles.
- We meet about 6 times a year and have an annual timetable of topics to consider.
- We delegate powers to a number of committees, each of which is in turn chaired by a Senior IR practitioner member or Board member and has its own terms of reference.
- Our board should represent the diversity of views of all our members. By facilitating the cross fertilisation of ideas, we can ensure the Society makes better decisions.

### The relationship between the board and the executive team:

- The role of the IR Society board is to advise, challenge and support, thereby broadening the horizons and experience of the Executive team.
- The role of the Executive team is to suggest and develop new ideas; then to implement what has been agreed.
- In a membership society like the IR Society, board directors are particularly valued for their experience, network of contacts, engagement and commitment of time.

### Responsibilities of individual IR Society board members:

- Be informed about the IR Society's mission, services, policies, and programmes
- Provide advice and direction to the Executive team in the development and evaluation of the strategy; monitor the implementation of the strategy and performance
- Attend all board and committee meetings and functions, such as special events including the Annual Conference, Best Practice Awards and AGM
- Review agenda and supporting materials prior to board and committee meetings
- Serve on committees or task forces and offer to take on special assignments
- Support the Investor Relations Society through individual membership subscription
- Inform others about the IR Society and advocate for the organization
- Pro-actively share network of contacts and contribute expertise and time
- Keep up-to-date on developments and best practice in Investor Relations
- Assist the board in carrying out its fiduciary responsibilities, such as reviewing the organization's financial statements.

### Personal characteristics to consider:

- A deep understanding of investor relations and a strong network within the IR and wider investment community
- Ability to listen, analyse, think clearly and creatively, and work well with people individually and in a group

- Willingness to prepare for and attend IR Society board, committee meetings, and participate in wider IR Society events and meetings. Ask questions, take responsibility, and follow through on a given assignment
- Interest in developing certain skills that you may not possess, such as cultivating and recruiting board members and other volunteers, possess an understanding of risk, finance, and technology
- Possession of honesty, sensitivity to and tolerance of differing views, community-building skills, personal integrity and sense of values, and being engaged in and committed to the aims and values of the Society