

The Investor Relations Society

Terms of Reference for the Conference Committee

The Conference Committee shall have the following terms of reference

1. Constitution

- 1.1 The Board has established a Committee of the Board known as the Conference Committee.
- 1.2 The Terms of Reference for the Committee outlined below are defined by the Board and may be amended by the Board at any time to reflect changing circumstances.

2. Membership

- 2.1 The Board is the sole authority for the appointment of the Chairman of the Conference Committee and for the revocation of any such appointments.
- 2.2 The Conference Committee shall comprise not less than six members.
- 2.3 There should be a Chairman and Deputy Chairman of the Committee. The Chairman shall be a member of the IR Society's board. The Deputy Chairman should be recommended by the Chairman and reported to the Board for approval.
- 2.4 The Committee Chairman shall have the authority to recommend new members for the Committee. All members of the committee should be full members of the Society unless specifically approved by the Board. All new Committee members are to be reported to the next IR Society Board Meeting.
- 2.5 The quorum shall be two Committee members one of whom should be the Committee Chairman unless he/she is unable to attend then any other Board Member. However, all members of the Committee shall be advised of the business to be transacted at any meeting even if they are unable to be present.
- 2.6 The meeting shall be in person or by telephonic or electronic means as long as all attending the meeting can hear the conversation.

3. Frequency of meetings

- 3.1 Meetings of the Conference Committee shall be held as necessary to undertake the duties outlined below.
- 3.2 The Chairman or Deputy Chairman of the Committee shall report to the Board after each meeting to advise of actions taken and decisions made.
- 3.3 The minutes of the meetings shall be circulated to all members of the Board at the next IR Society Board meeting.

4. Duties

- 4.1 The duties of the Committee shall include the following:
 - Plan and organise the annual conference and any other conference authorised by the Board;
 - Prepare the proposed budget for the conference for approval by the Finance Committee and submission to the Board for approval;
 - Review annual conference spend against budget;
 - Review annual conference spend following event;
 - Approve venue for annual conference or any other conference authorised by the Board;
 - Approve format and speakers for annual conference or any other conference authorised by the Board; and
 - Delegate to individual Committee members the authority to secure sponsorship for the annual conference or any other conference authorised by the Board;
- 4.2 The Committee shall undertake any other duties as directed by the Board.

These Terms of Reference were adopted by the Board on 17 November 2009