

The Investor Relations Society

Terms of Reference for the Education Committee

The Education Committee shall have the following terms of reference

1. Constitution

1.1 The Board has established a Committee of the Board known as the Education 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 Chair of the Education Committee and for the revocation of any such appointments.

2.2 The Education Committee shall comprise not fewer than four members of whom at least one should be a Board member.

2.3 There should be a Chair and Deputy Chair of the Committee. The Chair shall be a member of the IR Society's Board. The Deputy Chair should be recommended by the Chair and reported to the Board for approval.

2.4 The Committee Chair 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 Chair unless she/he is unable to attend, then any other Board member will suffice. 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 meetings shall be held in person or virtually , providing all attendees can hear the conversation.

2.7 Committee members will be invited to serve for a period of 18-24 months, with option to remain in post in exceptional circumstances.

2.8 Committee members are required to attend at least 75% of meetings annually. In person attendance is preferred but is not mandatory.

2.9 Committee members are required to attend at least one professional development course to provide feedback around course delivery, content and quality.

2.10 Committee members are required to contribute to Informed magazine once annually with a piece in support of/to promote the professional development programme OR attend a professional development course as a guest speaker once annually.

2.11 Committee members are required to read meeting papers in advance of each meeting, and prepare for the meeting agenda accordingly.

2.12 Committee members are expected to support wider IR Society activity (e.g. Conference, Awards Dinner, Events) as much as possible.

2.13 Committee members are expected to provide feedback and input ideas through the year based on their current and relevant experience in IR, and from attending other events and courses associated with their roles as IROs and service providers.

3. Frequency of meetings

3.1 Meetings of the Education Committee shall be held as necessary to undertake the duties outlined below. Approximately four meetings are expected to be required each year, but the Committee shall meet not fewer than twice a year.

3.2 The Chair or Deputy Chair 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 Education Committee and to the Board prior to the next IR Society Board meeting.

4. Duties

4.1 The duties of the Committee will include but not be limited to the following:

- Review IR Society education syllabus at least once a year;
- Produce a pricing policy for the different categories of education courses;
- Prepare the proposed budget for the education courses for approval by the Finance Committee and submission to the Board for approval;
- Authorise expenditure within the authorised budget;
- Review spending against each budget;
- Delegate to the executive team the authority to secure sponsorship for the education programme; and
- Monitor the feedback from participants on the relevance of the courses and the quality of the tuition.

4.2 The Committee shall undertake any other duties as directed by the Board.

These Terms of Reference were updated by the Board on 16/10/2023.