



Member Council

Member Council Terms of Reference

1. Purpose

A consultative group comprising of West Brom members whose purpose is to articulate their views as a member of the Society back to the Society's Board and Senior Leadership Team on specific Board and Society matters.

2. Duties

The Council's duties include the following:

- Assisting the West Brom's Board by providing insight and perspective on specific Board and Society matters;
- Giving Senior Leadership the opportunity to understand and consider members opinions and respond;
- Providing feedback on key business proposals from a member perspective.

3. Members

The Council comprises:

- Between 12 and 15 participants who are members of the West Brom in addition, one Executive Director; and a Non-Executive Director. The Chairperson shall be the Executive Director in attendance.
- Other members of West Brom staff may attend from time to time; they will not formally become members of the Council.

4. Meetings – frequency, notice and attendance

- The Council will meet three times a year.
- Details of each meeting including: venue, time, date and agenda will be provided to members in advance.
- Each meeting must be attended by at least 9 Council members; an Executive Director.

5. Agenda

Regular items to be discussed will comprise:

- Minutes and actions of the previous meetings; Chairman's introduction and update; Update on previous items discussed following the Board presentation; Matters for discussion; Upcoming member events, Member Management Information, plus any other business.

6. Minutes

The Council Secretary shall:

- Minute each meeting, record attendees and circulate draft minutes to members within 10 working days of each meeting.

7. Reporting

The Chairman of the Council shall:

- Report proceedings to the West Brom Board (to include the minutes of each meeting);
- Where required, prepare a report to the wider membership on its activities;
- Report to the Executive Committee awareness or discussion of any comments made by the Council if required.

8. Other Matters

- The Council shall review its own performance from time to time and report to the Society's Board; and shall implement and/or recommend any necessary changes.
- Council members may be required to sign a Non-Disclosure Agreement (NDA).
- These Terms of Reference will be used in conjunction with the Member Council Code of Conduct.

9. Approval and Review dates

These Terms of Reference will be reviewed annually and presented to Executive Committee and the Board for approval.

10. Version Control and Change History

Each change to these Terms of Reference shall be recorded below.

Change Date	ToR Version Number	Section(s) changed	Description(s) of amendment	Changed by	Approved by
12/07/2018	1.0	New Document	n/a	Adele Hayward	Neil Noakes
05/05/2020	2.0	4. Meetings 6. Minutes	Meeting frequency Minutes issued	Adele Hayward	ExCo and Board

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