

Policy 1.10

1.10 MEMBERSHIP COMMITTEE - TERMS OF REFERENCE

1. Introduction

- 1.1. IPPF is a UK registered charity and a worldwide Federation of 132 national Member Associations (MAs) working in 164 countries across the globe. It is a leading civil society organisation working on issues of sexual and reproductive health and rights. IPPF's Secretariat comprises Central Office in London, with Regional Offices in New York, Brussels, Tunis, Nairobi, Kuala Lumpur and Bangkok.
- 1.2. IPPF's governance structure was reformed in 2020. The highest authority of the new governance structure is a General Assembly of IPPF Member Associations, convened once every three years. A Board of Trustees governs the IPPF secretariat and provides leadership for the Federation. The Board is supported by a committee system, some committees having delegated authority and others providing advice to the Board. The Nominations and Governance Committee reports directly to the General Assembly.
- 1.3. IPPF's core mission is to lead a locally owned, globally connected civil society movement that provides and enables services and champions sexual and reproductive health and rights for all, especially the under-served. This strategic objective is overseen by the Board of Trustees (the Board) and the General Assembly (the GA).

2. Function and Purpose

Reporting to the Board of Trustees, the Membership Committee makes recommendations to the Board of Trustees on applications to membership of the Federation. It approves membership standards and guidelines for accreditation of Member Associations.

3. Main responsibilities and tasks of the Committee

The Committee shall have the following functions and responsibilities:

- 3.1 Review and make such recommendations to the Board of Trustees as it deems appropriate regarding any applications for membership of the Federation;
- 3.2 Consider and make such recommendations to the Board of Trustees as it deems appropriate regarding any Member Association which fails to fulfil the criteria set for IPPF's membership standards;
- 3.3 Approve appropriate guidelines and arrangements for the monitoring and review of the adherence of Member Associations to IPPF's approved membership standards;
- 3.4 Approve appropriate guidelines and arrangements for the re-accreditation of Member Associations;
- 3.5 Report to the Board of Trustees on the implementation and effectiveness of the matters set out at paragraphs 3.3 and 3.4;
- 3.6 Receive and consider any proposed amendments to IPPF's approved membership standards and report on same to the Board of Trustees;
- 3.7 Arbitrate on any membership conflict which arises between a Member Association and IPPF, in consultation with the Legal Counsel, and determine the manner in which such arbitration shall take place;

- 3.8 Recommend to the Board of Trustees the annual subscription for associate and full members and such other dues as may be decided from time to time.

4. Membership of the Committee

- 4.1 The Committee shall be comprised of up to 7 members of which at least 50% shall be women and at least 20% shall be young persons under the age of 25 at the time of their appointment.
- 4.2 A majority of members shall be from Member Associations.
- 4.3 Consideration will be given to geographical diversity and to smaller and larger Member Associations from different national contexts.
- 4.4 Committee members must meet required standards of expertise, skills and experience according to established criteria. A majority of its members must have relevant experience in membership standards.
- 4.5 There shall be at least one, and a maximum of two, members of the Board of Trustees on the committee. These members are nominated by the Chair of the Board of Trustees and approved by the Board.
- 4.6 Committee members, other than those serving as Trustees, are selected by the Nominations and Governance Committee.
- 4.7 Of the seven members a maximum of two members can be external members. External members are selected by the Nominations and Governance Committee for a specific skill set, as expressed by the Chair of the Committee and are external to MAs.
- 4.8 Committee members cannot also be employees of either the IPPF secretariat or any IPPF Member Association or Collaborative Partner.
- 4.9 Every three years at least two members (2/7) of this committee will rotate off.

5. Terms of Office

- 5.1 Committee members serve for terms of up to three years. Members may serve for a second term. Committee members are ineligible to re-stand for the committee at any time in the future after having served cumulatively for two terms.
- 5.2 Committee members must meet the following criteria in order to be re-appointed - regular attendance at meetings, participation and value contributions during meetings and contribution as an ambassador for IPPF. These criteria form the basis of an annual evaluation process.
- 5.3 Members' terms are staggered in order to maintain continuity of organizational knowledge and expertise within the committee. The Board of Trustees may determine the order in which the members rotate off the committee.

6. Committee Chair

- 6.1 The Chair of the committee shall be a Trustee.
- 6.2 The Chair is appointed by the Board of Trustees.
- 6.3 The Chair leads the committee to enable it to fulfil its purpose, chairs meetings of the Committee ensuring that business is dealt with, decisions are made and adequately minuted and that the implementation of decisions is clearly assigned and monitored.
- 6.4 The Chair reports to the Board of Trustees on the deliberations and decisions of the committee.

7. Committee Meetings and Quorum

- 7.1 The Committee shall meet at least two times each year and shall follow such formal business agenda as is circulated prior to the meeting.

- 7.2 Meetings of the Committee shall be held in person (maximum twice per year) or by suitable electronic means agreed by the Board in which all participants may communicate with all other participants.
- 7.3 A simple majority of committee members present in person or by electronic means shall constitute a quorum.
- 7.4 All meetings shall be chaired by the committee Chair. If the Chair is unable to attend a particular meeting the Chair will be expected to name another committee member to chair the meeting.
- 7.5 Questions arising at any committee meeting shall be decided by a simple majority of votes unless provided otherwise in IPPF Act, Regulations or Procedural Byelaws. Every committee member shall have one vote. If the votes are equal, the chair of the meeting shall cast the deciding vote.
- 7.6 The minutes of all meetings shall, except for any information of a personal nature, be available for inspection by Member Associations and any other persons as authorised by the committee or the Board of Trustees.
- 7.7 The committee may, by a simple majority, take decisions between its regular meetings, by other means (including electronically).

8. Review

These terms of reference should be regularly reviewed and updated in accordance with the general policy.

As adopted by Governing Council, May 2020

Amended by IPPF Board of Trustees, March 2022