



## Icon Ceramics and Glass Group Management Regulations

<b>Policy number:</b>	Governance 04.09.04
<b>Summary:</b>	This template is provided for all Icon Groups to use
<b>Who this policy applies to:</b>	The Policy applies to members of all Groups and staff
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<b>Approved by/approval level:</b>	Board of Trustees
<b>Date effective:</b>	5 <sup>th</sup> December 2019 to be applied by each group from the end of the 2020 AGM
<b>Last reviewed or updated:</b>	24 <sup>th</sup> June 2020
<b>Frequency of review:</b>	Every second year (next due December 2021)

<b>1</b>	<b>General</b>
<b>1.1</b>	Icon encourages all its members ( <b>Icon Members</b> ) to advance its overall objectives and current strategy ( <b>Strategy</b> ) through special interest groups including the Group.
<b>1.2</b>	Paid-up Accredited, Pathway, Associate and Student Icon Members can be members of the Group ( <b>Group Members</b> ). Any Icon Member whose membership of Icon ends for any reason will automatically cease to be a member of any group.
<b>1.3</b>	The Group's Committee ( <b>Committee</b> ) is made up of several Group Members ( <b>Committee Members</b> ). The purpose of the Committee is to promote, manage and account for all activities of the Group ( <b>Group Activities</b> ) in accordance with the Regulations.
<b>1.4</b>	<p>The Regulations provide for:</p> <ul style="list-style-type: none"><li>• how the Committee Members are appointed and how the Committee manages the Group.</li><li>• how the Group's general meetings are conducted. These are Group Members meetings at which decisions affecting the Group's structure and activities are taken. They are the Annual General Meeting (<b>AGM</b>) and Extraordinary General Meetings (<b>EGM</b>) which are jointly referred to as <b>General Meetings</b>.</li></ul> <p>Occasional informal meetings which are not General Meetings (at which no binding decisions about the management of the Group are taken) (<b>Informal Meetings</b>) fall outside the scope of the Regulations on General Meetings.</p>
<b>1.5</b>	The Regulations are based on the Icon Template for Group Management ( <b>Template</b> ). For any proposed variations, the Committee must first seek advice from the Head of Membership, before submitting a revised draft of the Group Regulations to Group members for their approval. Variations will then be considered by the Icon Board of Trustees ( <b>Board</b> ) before coming into effect. The Board has complete discretion with regard to agreeing to proposed variations.
<b>2</b>	<b>Committee Members' Duties</b>

2.1	To organise elections to the Committee and to appoint the Committee's Chair, Secretary, Treasurer and any other officers deemed necessary by the Group ( <b>Officers</b> ) and to call, facilitate and manage Committee Meetings.
2.2	<p>To call, facilitate and manage General Meetings.</p> <ul style="list-style-type: none"> <li>• The AGM is called by the Committee about once a year and no less than every fifteen months through the Group's Secretary.</li> <li>• EGMs can be called by any Group Member through the Group's Secretary, if endorsed by 10% of the Group membership.</li> </ul>
2.3	To ensure that the Treasurer complies with the current Treasurers Guide for Icon Groups ( <b>Treasurers Guide</b> ).
2.4	To produce the Group's annual report and accounts ( <b>AR</b> ) for circulation by Icon's Head of Membership ( <b>Head of Membership</b> ) to Group Members before the AGM.
2.5	To provide an agenda with discussion items ( <b>Agenda Items</b> ) before a General Meeting and to provide for a vote on the AR and other Agenda Items requiring a decision at the AGM and on Agenda Items requiring a decision at an EGM.
2.6	The Committee may incur reasonable expenditure in carrying out its duties within the limits set out in the Treasurers Guide.
2.7	The Committee Members are accountable to the Board. The Officers are responsible for using all reasonable efforts to ensure that the Committee Members comply with the Regulations.
3	<b>Composition of and Appointment to the Committee</b>
3.1	The Committee Members are elected by the Group Members at a General Meeting.
3.2	<p>The Committee shall consist of:</p> <ul style="list-style-type: none"> <li>• At least three Committee Members elected at General Meetings.</li> <li>• Officers chosen by the Committee Members from existing Committee Members.</li> </ul>
3.3	<p>The elected Committee Members (<b>Elected Members</b>) may co-opt Group Members to the Group Committee (<b>Co-opted Members</b>):</p> <ul style="list-style-type: none"> <li>• to undertake specific tasks (<b>General Co-opted Member</b>) or,</li> <li>• if the Committee is composed of less Committee Members than is required for its Committee Member Quorum, to act as a Committee Member pending an election of an additional Committee Member at the next General Meeting (<b>Interim Co-opted Member</b>).</li> </ul>
3.4	The Secretary will manage an election process. If the Secretary is standing for election the Committee will appoint another Committee Member who is not standing for election to do this.
3.5	If a Committee Member resigns between elections the position will remain empty until the next election unless a Group Member agrees to become an Interim Co-opted Member at the Committee's invitation.

3.6	<p><u>Nominations</u></p> <ul style="list-style-type: none"> <li>• Nominations for Committee Members must be proposed, seconded and recorded. All proposers &amp; seconders must be Group Members.</li> <li>• A notice inviting nominations for appointment to the Committee (<b>Nomination Notice</b>) shall be circulated by use of at least one of the webpage/post/Icon News/Iconnect at least ten working days before a General Meeting has been arranged.</li> <li>• The deadline for submitting nomination applications (<b>Nomination Application</b>) will be decided by the Committee and published in the Nomination Notice at least three working days before the relevant General Meeting.</li> <li>• Each nominee shall provide a written statement of up to 200 words in support of their nomination in their Nomination Application.</li> <li>• The Nomination Applications names and written statements shall be circulated to Group Members by use of at least one of the webpage/post/Icon News/Iconnect and/or by email to Group Members.</li> <li>• The Committee may decide to conduct a vote on Nomination Applications by a confidential electronic ballot and inform Group Members accordingly in the Nomination Notice. Ballot votes shall be returned at least one working day before the General Meeting. Ballot results shall be announced at the General Meeting. Any ballot vote that is illegible, spoiled, incomplete shall be discounted. If any Group Member is unable to vote through the ballot arrangement the Secretary may make appropriate arrangements to enable that Group Member to vote.</li> </ul>
4	<p><b>Committee Members' Conditions of Office</b></p>
4.1	<p><u>Term of Office</u></p> <ul style="list-style-type: none"> <li>• Committee Members are generally appointed for a 3-year term and may be appointed for a second 3-year term.</li> <li>• General Co-opted Members may serve for a maximum of two years after which they must stand for election if they wish to remain on the Committee. Interim Co-opted Members shall serve for a maximum of one year or until the next General Meeting, whichever is the sooner, at which they must stand for election if they wish to serve as an Elected Committee Member.</li> <li>• Any Committee Member shall be eligible for re-appointment after one year out of office. This period may be shortened or set aside if no other Group Member put themselves forward for appointment and the Group Members agree that the individual may be a Committee Member.</li> </ul>
4.2	<p><b>Termination of Office</b></p> <ul style="list-style-type: none"> <li>• Any Committee Member may be removed from the Committee at any time by the Board if it considers this to be in the interests of Icon or the Group. Any Group Member can raise a concern about a Committee Member with an Officer or the Board who will then make appropriate enquiries.</li> <li>• Any Committee Member may be required to stand down as a Committee Member by a decision taken by the Group Members at a General Meeting which upholds a proposal</li> </ul>

	<p>of no confidence in that Committee Member. The Committee Member concerned shall not participate in such a vote, but shall receive seven days' notice of the vote in order to respond to the concerns raised. Whatever the result, the Committee member cannot be subject to a further vote of confidence during the same term of office.</p> <ul style="list-style-type: none"> <li>• Any Committee Member who contravenes the Regulations will have their Group membership reviewed by the other Committee Members within two weeks of the contravention and may be required to stand down from the Committee.</li> <li>• Any Committee Member who fails to attend three Committee Meetings in a calendar year will be deemed to have resigned from the Committee at the date of the last non-attended Committee Meeting unless the majority of the other Committee Members decide that there are acceptable reasons for non-attendance.</li> </ul>
<b>5</b>	<b>Conduct of Committee Meetings</b>
<b>5.1</b>	Committee Meetings shall be held at least twice a year.
<b>5.2</b>	Only Committee Members have the automatic right to participate in Committee Meetings. Committee Members may invite other people to attend all or part of any Committee Meeting as appropriate.
<b>5.3</b>	The Chair of the Icon Board, the Icon Chief Executive and the Icon Head of Membership may attend Committee Meetings but must give advance notice and may not vote.
<b>5.4</b>	Committee Meetings may be physically in person or using electronic means (such as teleconferencing or videoconferencing) in which each Committee Member can communicate with the other Committee Members. If not all Committee Members can participate in Committee Meetings by such electronic means as agreed by the Committee Members.
<b>5.5</b>	The quorum for a Committee Meeting is three Committee Members throughout the Committee Meeting, of which at least one must be the Chair, Treasurer or Secretary.
<b>5.6</b>	Committee Members who are unable to attend a Committee Meeting may not appoint an alternate.
<b>5.7</b>	Committee Meetings shall normally be chaired by the Chair. The Chair may arrange for another Committee Member to act as chair for a Committee Meeting which they are unable to attend or participate in. The chair of a Committee Meeting is referred to as the <b>Committee Meeting Chair</b> .
<b>5.8</b>	Decisions are reached on the basis of a consensus during the Committee Meeting ( <b>Committee Decisions</b> ). In the event of disagreement, Committee Decisions are made by the majority of the Committee Members. The Committee Meeting Chair holds a second (casting) vote in the event of a tie. A Committee Member who remains opposed to a proposal after it has been adopted can ask for their views to be noted in the record of the Committee Meeting ( <b>Minutes</b> ).
<b>5.9</b>	The Committee Members shall agree other aspects of how it will function in order to fulfil its obligations and may consult Group Members as a body and/or the Board in this respect.
<b>5.10</b>	Individual items of "Any Other Business" may be added to the end of the agenda by any Committee Member present at the Committee Meeting. Topics raised under this agenda item at the meeting can be discussed on an initial or full basis at the meeting at the

	Committee Meeting Chair's discretion or they can be noted for inclusion at a future meeting.
<b>6</b>	<b>Notice of Committees</b>
<b>6.1</b>	Committee Meetings may be called by any Committee Member and are generally arranged by the Secretary. Unless otherwise agreed by the Committee Members, they shall be called by notice to each Committee Member ( <b>Notice</b> ) by email at least five working days before the date of the Committee Meeting except in the case of an emergency. Supporting papers shall be sent to Committee Members and any other invited participants as appropriate either with the Notice or as soon as possible afterwards and at least four hours before the Committee Meeting.
<b>6.2</b>	The Notice must include: <ul style="list-style-type: none"> <li>• the time and date of the Committee Meeting</li> <li>• the venue and/or electronic access arrangements</li> <li>• the agenda of the main items to be discussed (<b>Agenda Items</b>) which shall have been agreed to by the Chair or, in their absence, another Officer.</li> </ul>
<b>6.3</b>	Committee Members may request additional issues to be subsequently included as specific items on the Agenda ( <b>Additional Agenda Items</b> ) and the chair has the discretion as to whether to include such items. If they are to be included, the Committee must be informed at least one working day before the Committee Meeting. If the proposed Additional Agenda Item concerns the Chair, the other Officers shall decide whether or not to include the item.
<b>6.4</b>	Committee Members may ask to raise any other matters as "Any Other Business" ( <b>AOB</b> ) at the Committee Meeting. The <b>Committee Meeting Chair</b> has discretion how to deal with AOB issues. The <b>Committee Meeting Chair</b> may, at their discretion, treat them as Agenda Items or may allow them to be raised but may defer a full discussion to another Committee Meeting.
<b>7</b>	<b>Records of Committee Meetings</b>
<b>7.1</b>	Minutes shall be kept of all Committee Meetings.
<b>7.2</b>	The Secretary (or other person appointed by the Chair) shall create Minutes which shall include the names of the attendees, the decisions taken and the significant conclusions and action points arising from Committee Meetings.
<b>7.3</b>	The Minutes shall be circulated to the Committee Members as soon as practicable and the Group's Annual Report shall be provided to the Icon Head of Membership.
<b>8</b>	<b>Conduct of General Meetings</b>
<b>8.1</b>	Only Group Members have the automatic right to participate in General Meetings. Group Members may invite other people to attend all or part of any General Meeting as appropriate by prior agreement with the Committee.
<b>8.2</b>	Board Members, the Icon Chief Executive and the Icon Head of Membership may attend General Meetings but must give advance notice and may not vote.
<b>8.3</b>	General Meetings may be physically in person or using electronic means as agreed by the Committee in which each Group Member can communicate with the other Group Members.
<b>8.4</b>	The quorum for a General Meeting is 10% of total Group Members throughout the Meeting.

<b>8.5</b>	Group Members who are unable to attend a General Meeting may not appoint an alternate.
<b>8.6</b>	General Meetings shall be chaired by the Group Chair. The Chair may arrange for another Group Member to act as chair at a General Meeting at which they are unable to participate.
<b>8.7</b>	Decisions are reached on the basis of a consensus during the General Meeting ( <b>Decision</b> ). In the event of disagreement, Decisions are made by the majority of the Group Members participating in the General Meeting. The Chair, or any other Officer present if the Chair is absent, or the chair if no Officer is present, holds a second (casting) vote in the event of a tie.
<b>8.8</b>	A Group Member who remains opposed to a proposal after it has been adopted can ask for their views to be noted in the record of the Meeting ( <b>GM Minutes</b> ).
<b>9</b>	<b>Notice of General Meetings</b>
<b>9.1</b>	Meetings are generally arranged by the Secretary but may be called by any Committee Member. Unless otherwise agreed by the Committee, they shall be called by notice to each Group Member ( <b>GM Notice</b> ) by email at least five working days before the date of the General Meeting. Supporting papers shall be sent (through the Secretary) to General Members and any other invited participants as appropriate either with the GM Notice or as soon as possible afterwards and at least 4 hours before the General Meeting.
<b>9.2</b>	The Notice must include: <ul style="list-style-type: none"> <li>• the time and date of the General Meeting</li> <li>• the venue and/or electronic access arrangements</li> <li>• the agenda of the main items to be discussed (<b>GM Agenda Items</b>) which shall have been agreed to by the Chair or, in their absence, another Committee Member.</li> </ul>
<b>9.3</b>	Group Members may ask to raise additional issues to be subsequently included as specific items on the Agenda ( <b>Additional GM Agenda Items</b> ) and the Chair or, in their absence, another Committee Member has the discretion as to whether to include Additional Agenda Items. If they are to be included, the Group Members must be informed at least one working day before the General Meeting. If the proposed Additional GM Agenda Item concerns the Chair, another Committee Member shall decide whether to include the Additional GM Agenda Item.
<b>9.4</b>	Group Members may ask to raise any other matters as “Any Other Business” ( <b>GM AOB</b> ) at the Committee General Meeting. The chair has discretion how to deal with AOB issues. The chair may, at their discretion, treat them as Agenda Items or may allow them to be raised but may defer a full discussion to another General Meeting.
<b>10</b>	<b>Records of General Meetings</b>
<b>10.1</b>	GM Minutes shall be kept of all General Meetings.
<b>10.2</b>	Any person appointed by the chair shall create GM Minutes which shall include the names of the attendees, the significant conclusions, the decisions taken and action points arising from General Meetings.
<b>10.3</b>	The GM Minutes shall be circulated to the Group Members through the Group Secretary as soon as practicable.