



## Irish Centre for European Law

### **Irish Centre for European Law (“ICEL”) Members’ Committee Terms of Reference**

The Members’ Committee of ICEL is established by operation of Articles 65 and 71 of the Constitution of ICEL.

#### 1. Purpose of the Committee

The Members’ Committee shall organise events, conduct and publish research, facilitate the participation of the members in the work, management and governance of the Centre and recruit members.

#### 2. Scope of the Committee

(a) The Members’ Committee shall conduct meetings in order to further its purposes and the scope of its functions shall be governed and limited by the main and ancillary objects of ICEL, as set out in the Constitution of ICEL, by decisions of the Board and by decisions of the Members’ Committee.

(b) (i) The Members’ Committee may be allocated a budget by the Board on such terms as it may decide and any expenditure by the Committee within those terms shall not require prior approval by the Board and shall be subject to any financial controls established by the Board or fixed by the Treasurer.

(ii) Where the Members’ Committee proposes to expend monies in excess of or absent a budget or the terms upon which the budget was given, the Committee shall require prior approval from the Board and shall request same from the Treasurer and Chief Executive and shall be subject to any financial controls established by the Board or fixed by the Treasurer.

(c) Where the Members’ Committee proposes to use the time of the Chief Executive or Administrator or other member of staff (other than in respect of preparing for and attending meetings of the Committee and its sub-committees), the permission of the Board shall be obtained.

### 3. Membership and Officers of the Committee

- (a) The membership of the Members' Committee shall be determined by the Committee, provided that –
- the Deputy President shall be a member of the Members' Committee;
  - another member of the Board shall be a member of the Members' Committee;
  - the other members of the Members' Committee shall not be members of the Board.
- (b) (i) The Members' Committee shall appoint a chairperson and secretary from amongst its members. The chairperson shall not be a member of the Board.
- (ii) The Members' Committee may establish and appoint any other Officer of the Committee at its discretion.
- (iii) The number of members of the Committee (including any officers) shall not exceed fifteen and shall not be less than five.
- (iv) The quorum for meetings of the Committee shall be three. The quorum for meetings of the Committee at which expenditure is agreed, or otherwise committed to, shall be five and must include either the Deputy President or another member of the Board.
- (v) The Members' Committee may make proposals to the Board for the establishment by the Board of constitutional offices, including Assistant Director, Deputy Director or Research Director (including proposals for those offices to be held on a voluntary basis).
- (c) Associate members and Honorary members of the Centre may be members of the Members' Committee with the right to vote, and to hold office within the Committee on the same basis as individual members of the Centre.
- (d) The following may attend meetings of the Members' Committee, but shall not be members thereof: any member of the Board other than the members at subparagraph (a); the Chief Executive Officer; the Administrator of the Centre; and any Research Director, Deputy Director, Assistant Director or member of staff requested by the Committee or the Board to attend.

### 4. Meeting arrangements

Meetings of the Members' Committee shall take place at the discretion of the Committee.

## 5. Reporting

- (a) The secretary of the Committee (or other officer of the Committee appointed for that purpose) shall account quarterly and upon request to the Treasurer and Chief Executive on the Committees' expenditure and shall attend the Board and Audit Committee when requested to do so.
- (b) The secretary of the Committee shall, in due time, give prior notice to the Chief Executive and Secretary of the Board of: any events organised by the Committee or its sub-committees; any research which it intends to publish; any membership recruitment which it intends to organise.
- (c) The secretary of the Committee shall report to the Board quarterly on its activities.
- (d) The chairperson of the Committee shall attend meetings of the Board when requested to do so.
- (e) The secretary of the Members' Committee shall prepare the minutes for the approval of the Members' Committee and shall forward them to the Centre's Secretary annually or when otherwise requested.

## 6. Powers

The Committee shall exercise no delegated power of the Board other than where specified herein or conferred by decision of the Board and save where provided herein shall make no decision pertaining to the management or administration of the Centre and shall exercise no authority over staff or volunteers of the Centre.

## 7. Sub-committees

The Committee may at its discretion establish and delegate responsibility to sub-committees (which may be organised by subject, event, research or location or otherwise). Such sub-committees shall also be governed by these Terms of Reference, save that no sub-committee shall have the power to expend or commit to the expenditure of monies, and save that there is no requirement upon Sub-Committees to be composed in part or otherwise of members of the Board or members of the Committee.

**By Order of the Board  
28 October 2021**