

Terms of Reference for the Disciplinary Committee

As adopted by the Board on 24 September 2012

Definitions:

The following words shall have the meanings shown:

“Committee” shall mean the Disciplinary Committee.

“Council” shall mean the CII's Representative Council.

“Board” shall mean the CII's governing Board.

“PSB” shall mean the Professional Standards Board.

“MASC” shall mean Membership Application Sub-Committee.

1. Membership

- 1.1. The Chair shall be appointed by the Board on the recommendation of the Nominations Committee.
- 1.2. The Committee members shall be appointed by the Chair of the Committee.
- 1.3. At least one third of the Committee members shall be lay members meaning persons who are not and never have been members or students of the Institute.
- 1.4. At least two Committee members shall have a financial services background.
- 1.5. The Chair of the Committee shall be lay and legally qualified.
- 1.6. The Chair of the Committee shall attend an annual meeting with PSB.
- 1.7. In the absence of the Committee Chair and/or an appointed deputy, the remaining members present shall elect one of themselves to chair the meeting.
- 1.8. Only members of the Committee have the right to attend meetings of the Committee on a regular basis. Other individuals may be invited to attend all or part of any meeting as and when appropriate.
- 1.9. Appointments to the Committee shall be for a term of up to three years, which may be extended for two further three year terms subject to reappointment by the Chair following a satisfactory performance appraisal and provided the member remains eligible throughout that period.

2. Secretary

- 2.1. The Company Secretary, or his nominee, shall act as the Secretary of the Committee.

3. Quorum

- 3.1. The quorum necessary for the transaction of business shall be one third of the total number on the Committee, or three members, which must include at least one lay representative and one member of the Institute whichever is the greater.
- 3.2. A duly convened meeting of the Committee, at which a quorum is present, shall be competent to exercise all or any of the authorities, powers and discretions vested in, or exercisable by, the Committee.

4. Frequency of Meetings

- 4.1. The Committee shall meet at least three times each year and at such other times as the Chair of the Committee shall require.
- 4.2. If any Committee member does not attend 3 consecutive meetings without good cause, they may be removed from the Committee by the Chair in consultation with the Board.

5. Notice of Meetings

- 5.1. Meetings of the Committee, other than those regularly scheduled as above, shall be summoned by the Secretary of the Committee at the request of the Chair.
- 5.2. Unless otherwise agreed, notice of each meeting, confirming the venue, time and date together with an agenda of items to be discussed and supporting papers, shall be forwarded to each member of the Committee, and any other person required to attend, no later than 5 working days before the date of the meeting.

6. Minutes of Meetings

- 6.1. The Secretary shall minute the proceedings and resolutions of all meetings of the Committee, including recording the names of those present and in attendance.
- 6.2. Minutes of Committee meetings shall be circulated promptly to all members of the Committee.

7. Duties

- 7.1. To consider Complaints made against Members.
- 7.2. To appoint a Panel from within the Committee membership to hear the Complaint.
- 7.3. To review the Disciplinary Regulations and make recommendations for changes to the Board.
- 7.4. To review the Disciplinary Procedure Rules and make recommendations for changes to the Appeal Committee.
- 7.5. To review the disciplinary process regularly to ensure that hearings are fair and objective and to ensure practice notes are produced as appropriate.
- 7.6. To review judicial decisions when made at a stage prior to a panel hearing.
- 7.7. To appoint a sub-committee (MASC) from within the committee membership to consider membership applications.
- 7.8. To delegate such authority to MASC as may be required to consider and adjudicate, agree and or impose further conditions of membership on:
 - bankrupts and former bankrupts, individuals who have entered into Individual Voluntary Arrangements (or other similar arrangements), individuals with criminal convictions,
 - individuals with disciplinary records with the Institute or other regulatory organizations,
 - individuals in default of their Continuing Professional Development obligations.
- 7.9. To review the MASC guidelines and make changes as appropriate.
- 7.10. At least one member of MASC shall be a lay member.

8. Authority

- 8.1. To consider any Complaint in accordance with the Disciplinary Regulations and Procedure Rules as agreed from time to time.
- 8.2. To determine the validity of any Complaint.
- 8.3. Where the Complaint is upheld, to decide on the appropriate disciplinary sanction(s) against a Respondent.
- 8.4. To delegate membership application functions in accordance with Terms 7.7 to 7.9 above.
- 8.5. To delegate any review functions in accordance with Term 7.6 above and establish a sub-committee for such on such terms as the Committee sees fit.

9. Reporting Responsibilities

- 9.1. The Committee Chair shall report to the PSB annually on the proceedings of the Committee.
- 9.2. The Committee shall make whatever recommendations to PSB it deems appropriate on any area within its remit where action or improvement is needed.
- 9.3. The Committee shall make a statement in the annual report about its activities.

10. Other

- 10.1. The Committee shall, at least once a year, review its own performance, constitution and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to PSB for approval.
- 10.2. The members of the committee shall be entitled to meet without the Chair and/or any employees (executives) being present to review and discuss its role and operation.