

TERMS OF REFERENCE

Name	IRSA Committee of Management of the Association ('the Committee')	
Type	Governance	
Date	Ratified by the Executive of the Committee – November 2018	
Review/cessation date	Review <input type="checkbox"/> Reviewed May 2023	Cessation <input type="checkbox"/> Standing committee
Aim	The Committee: <ol style="list-style-type: none"> 1. Shall control and manage the affairs of the Interventional Radiology Society of Australasia (IRSA); 2. May exercise all such functions as may be exercised by the Association other than those functions that are required by those rules to be exercised by a general meeting of members of the Association; and 3. Has the power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association. 	
Objectives	The Constitution of the Interventional Radiology Society of Australasia Incorporated ("the Constitution") establishes the Committee as the governing body of IRSA. The Committee is responsible for: <ol style="list-style-type: none"> 1. Defining and identifying the mission, purpose and strategic priorities of IRSA; 2. Advancing the profession of interventional radiology through development of stakeholder relationships; 3. Enhancing stakeholder understanding of interventional radiology and growing awareness of interventional radiology within the medical and general community; 4. Providing expert assistance to the Royal Australian and New Zealand College of Radiologists (RANZCR) and other relevant governance bodies regarding the ongoing development of interventional radiology. 5. Supporting and expanding the existing network of IRSA members; 6. Facilitating the further networking of IRSA members with an interest in the subspecialties of interventional radiology, e.g. interventional neuroradiology; 7. Establishing mechanisms to allow IRSA members to submit proposals, feedback and concerns to the Committee; 8. Convening the annual general meeting; 9. Convening the annual Scientific Meeting, and other education 	

	<p>opportunities as appropriate.</p> <ol style="list-style-type: none"> 10. Convening a special general meeting where: <ol style="list-style-type: none"> a) a Committee member considers it fit to do so or; b) a request for a meeting has been submitted in writing by a minimum of five per cent of Active members. 11. Conducting an appeal process where a nomination for IRSA membership has been rejected; 12. Resolving to suspend or expel an IRSA member where the Committee considers that the member has: <ol style="list-style-type: none"> a) persistently refused or neglected to comply with a provision or provisions of the Constitution; or b) has persistently and willfully acted in a manner prejudicial to the interests of the association. 13. Setting the fees payable for admission to IRSA membership and for annual membership of IRSA. 15. Advocating with government and regulatory for the purposes of facilitating the delivery of interventional radiology services.
Scope	<p>Activities are subject to scope limitations as outlined below.</p> <ol style="list-style-type: none"> 1. Approval of IRSA expenditure (subject to any resolution passed by the association in the general meeting). 2. Approval of projects relevant to the objectives of the Committee. 3. Ratification of policies and guidelines. 4. Establishment of subcommittees or Special Interest Groups. 5. Appointing additional members (total of two) to the Committee
Reporting arrangements	<p>The Committee will:</p> <ul style="list-style-type: none"> • Submit a summary report to the annual general meeting on key arising issues, current activities & outstanding activities
Liaison and links	<ol style="list-style-type: none"> 1. International interventional radiology societies and specialist interest groups. 2. RANZCR. 3. Subspecialty groups of radiology. 4. Medical specialty and medical training organisations. 5. Medicare, state and federal government.
Membership	<p>The Committee shall comprise:</p> <p>IRSA Office-bearers ('the Executive')</p> <ul style="list-style-type: none"> • President • Vice President • Immediate Past President (if any)

	<ul style="list-style-type: none"> • Secretary • Treasurer <p>Appointed Members</p> <ul style="list-style-type: none"> • Public Officer (<i>ex-officio</i>) • Junior Member (<i>ex-officio</i>) • Two additional members, where the Executive considers it necessary for carrying out the functions of the Executive Committee <p>Members may not hold more than one role, except for the Public Officer. This role may be held by a member of the Executive.</p> <p>The Committee must include a minimum of one member from New Zealand and one member from Australia.</p>
<i>Terms of membership</i>	<p>Member Terms</p> <p>The terms of the President, Immediate Past President, Vice President, Secretary & Treasurer are two years, although may vary depending on when the annual general meeting falls.</p> <p>The President may serve no more than two consecutive term, but after the election of another person as President, is eligible for re-election as an Executive member.</p> <p>At the end of the President's term, this may be two years or four years, the Vice President shall assume the position and duties of the President.</p> <p>There is no maximum number of consecutive terms for which another member may hold office.</p> <p>The terms of the Public Officer, Junior Member and appointed members are as per the terms of their Position Descriptions.</p> <p>Chair</p> <p>The Chair of the Committee is the IRSA President. In the absence of the President from a meeting, the Secretary shall act as Chair. If neither the President or Secretary is willing or able to act as Chair then another member shall act as Chair by consent of the Committee members present.</p> <p>Casual Vacancies</p> <p>In the event of a casual vacancy occurring in the membership of the Committee, including the role of President, the Committee by majority vote may either:</p> <ol style="list-style-type: none"> 1. appoint a member of the association to fill the vacancy; or 2. call a general meeting of members to move a resolution to appoint a person to fill the casual vacancy,

	<p>Even if the total number of Committee members is not enough to make up a quorum, and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.</p>
Meetings	<p>Meeting frequency</p> <ol style="list-style-type: none"> 1. The Committee shall aim to meet face to face once in each period of 12 months at such place and time as the Committee may determine. 2. Additional face to face or teleconference meetings of the Committee may be convened by the President or by any member of the Committee. 3. Attendance at any meeting by a Committee member may be in person or via teleconference however members should attend a minimum of one face to face meeting in each period of 12 months. 4. Members who are absent from scheduled meetings in a six-month period without consent of the Committee may be removed. 5. Oral or written notice of a meeting of the Committee shall be given by the Secretary to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the Committee) before the time appointed for the holding of the meeting. 6. Notice of a meeting shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business. <p>Administrative support</p> <p>Administrative support is provided by the IRSA secretariat.</p> <p>Resolutions</p> <p>Resolutions must be passed with majority support. If voting is tied, then the Chair has the deciding vote.</p>
Quorum	<p>If a person is serving as Immediate Past President, any four members of the Executive constitute a quorum for the transaction of the business of a meeting of the Committee. If no person is serving as Past President, any three members of the Executive constitute a quorum for the transaction of the business of a meeting of the Committee.</p>
Recruitment of Members	<p>Executive Members</p> <p>Executive Members other than the Immediate Past President shall be appointed through a nomination and election process as outlined in the Constitution. The Vice President automatically assumes the role of President following the completion of the Presidents term. It does not need to go to member vote.</p>

	<p>Immediate Past President</p> <p>At the conclusion of the President's term, where the President is ineligible for re-election or has confirmed that they will not be standing for re-election, the Secretary shall issue an invitation in writing to join the Committee in the role of Immediate Past President. The appointment shall be considered finalised on receipt of acceptance of the invitation.</p> <p>Appointed Members</p> <p>Nomination of Appointed Members shall occur through an Expression of Interest process. Appointments shall be approved by the Committee based on the criteria outlined in the relevant position description, as previously approved by the Committee.</p>
<p><i>Responsibilities of Committee Members</i></p>	<p>Conflict of Interest</p> <p>Any recognised or potential conflict of interest is to be declared and recorded in the minutes of the meeting.</p> <p>Disputes</p> <p>Disputes that cannot be satisfactorily resolved within the Committee must follow the procedures as outlined in the Constitution.</p> <p>Meeting Attendance</p> <p>All members are to confirm their attendance to Secretary or send their apologies as early as possible following notification of the scheduling of the meeting.</p> <p>Confidentiality</p> <p>Members must keep matters relevant to individual members or specific cases of patient care confidential. Committee members are required to maintain confidentiality on matters of importance to IRSA and the relevant specialty in line with IRSA's Confidentiality Policy.</p> <p>Conduct</p> <p>Members of the Committee are required to:</p> <ol style="list-style-type: none"> 1. Attend meetings and actively participate in discussions at these meetings. 2. Read agenda papers and minutes of meetings. 3. Act with care and diligence and in the best interests of IRSA, the profession 4. Keep abreast of key issues, including bi-national & international developments that may impact on the work and areas of responsibility of the Committee. 5. Dedicate time outside of committee meetings to undertake activities on behalf of the Committee, such as drafting of policies/guidelines/reports/communications, research, provision of advice and others as required. 6. Assist in the development of relationships with stakeholders.

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| | 7. Assist in the training and mentoring of all new Committee members. |
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