![RCoA logo] **RCoA**
Royal College of Anaesthetists

Membership, Media and Development Board
Terms of Reference

Version control and review

Version	May 2022
Owner	Graham Blair
Board approval	May 2022
Council approval	June 2022
Review due	June 2025

Purpose and scope

The Board serves to facilitate the Board of Trustees and Council in fulfilling the RCoA's charitable objects and strategic commitments as set out in its Charter & Ordinances and Strategic Plan for 2022-27. Its areas of activity will focus on membership (including membership engagement, retention and growth), media (including communications, marketing, advertising, publishing, events and digital) and Development (including content development and enrichment, commercial development and technology strategy).

The Board will:

- Provide oversight of the Membership, Media and Development Directorate, supporting and approving the directorate operational plan and departmental strategies, approving directorate budgets and considering staffing requests.
- Scrutinise progress against the approved operational plan and the agreed budget.
- Be informed in its deliberations by receiving and scrutinising reports from its standing committees, director and senior managers and working groups, and task and finish groups.
- Ensure the College's Faculties are considered carefully across all of the Board's activities, and appropriate governance, liaison, operational and financial planning are undertaken.

The Board is responsible for:

Oversight and effective delivery of the work of the Membership, Media and Development Directorate, supporting it to ensure that it meets its objectives in the areas of:

Membership

- Ensuring the College puts the professional needs of its members, and thereby the needs of its patients at the heart of all its activity.
- Engaging closely with members to ensure sustainable future long term membership value and growth.
- Driving for a high quality of member service standards to ensure the membership receives responsive, helpful and friendly support in its interactions with the College.
- Maintaining and curating the College's heritage and archives

Media

- Developing a consistent and compelling narrative to raise awareness of the RCoA's activities.
- Positioning the RCoA as the expert body in anaesthesia, pain medicine and intensive care in the media

- Raising the profile of anaesthesia, pain medicine and intensive care with the public, ensuring the public are better informed about these specialties and their importance to healthcare.
- Promoting the College's reputation and profile, and managing reputational risks on high-profile or controversial issues
- Helping members to access relevant services and driving commercial growth through effective marketing.
- Overseeing effective internal communications

Development
- To oversee and provide strategic direction for the provision and integration of educational content (including but not confined to e-Learning and webcasting) and delivery across a range of media that meet the needs of all members and fellows.
- To oversee and provide strategic direction to the delivery of events by the College and Faculties, including the meetings programme.
- To make recommendations to the Finance and Resources Board in relation to an integrated financial plan for learning activities and on the pricing strategy for events
- Ensuring the development and implementation of programmes with clear member or commercial benefit, including through educational and events offerings, publishing and digital platforms
- Ensuring the development and delivery of technology and digital projects mapped to an ongoing, cross-College digital plan.

The Board operates within the College's regulations, Scheme of Delegation and financial regulations.

Accountability
The Board is accountable to and reports to the RCoA Council. Terms of reference for the Board, and any subsequent amendments, will be reviewed and approved by the Council. Subject to the College's Charter, Ordinances and Regulations, the Board may make any standing orders regulating its own procedure, provided these shall not take effect until approved by Council.

Groups reporting to the Board.
The Board can create groups that are accountable to and report to it or its committees, subject to the approval of the Board of Trustees. The establishment of all committees can only be done with the approval of the Board of Trustees. They should have Terms of Reference that are compatible with the College's generic Terms of Reference for Committees, are in line with College strategy and are reviewed annually. All groups reporting to a Board should provide regular reports to Board meetings. Groups should be one of three types:

- Standing Committee – a permanent group created to conduct or supervise work in an established and enduring area of College activity that forms a formal part of published College strategy. The activities of Standing Committees will be subject to annual financial review and formal performance review every three years. These currently comprise of

Name	Chair
Heritage Committee	Dr Anna-Maria Rollin
Education and Professional Development Committee	Dr Claire Mallinson

- Working Group – a medium to long term group created to conduct or supervise work in an area of College activity that is supported by the Board and Council/Board of Trustees. The activities of Working Groups will be subject to financial, and performance review every

year, or at scheduled target completion date if less than one year. These currently comprise of

Name	Chair/Lead
Bulletin Editorial Group	Dr Ramai Santhirapala

- Task-and-Finish Group – a short to medium term group created to conduct or supervise work in a specified area of College activity that has a finite remit and a target completion date. The creation of the Group should be supported by the Board with Council being informed of its creation. The work of Task-and-Finish Groups will be subject to financial and performance review at its scheduled target completion date. Other groups can only be created with the express approval of Council, to include approval of its Terms of Reference and finances.

Name	Chair/Lead
None	N/A

Membership

The Board shall comprise a Chair, Vice Chair, 5 Elected Council members, a Trustee, a Lay representative and the CEO. The Board is supported by the Director of Membership, Media and Development and their team. The current membership is:

Committee Members
- Chair
- Vice Chair
- President
- CEO
- Council member
- Council member and Chair, Education Committee
- Council member
- Council member
- Council member
- Council member
- SAS Council member
- Anaesthetist in Training Council Member
- Lay Trustee
- Lay Committee member
- CPOC representative
- Chair, Heritage & Archives Committee

Corresponding Members – no voting rights
- None

Staff members – no voting rights
- CEO
- Director of Membership, Media & Development
- Associate Director, Marketing & Communications
- Head of Membership
- Head of Content
- Business Coordinator

The tenure of membership for the Chair, Vice-Chair and other Council members will be while they remain an elected Council member and up to three years, renewable for a second and final period of up to three years.

The membership of co-opted members (including external representatives) is subject to annual renewal by the Board and will be up to three years, renewable for a second and final period of three years.

Chairs of the Board's Standing Committees, Working Groups and/or Task-and-Finish Groups may, from time to time, be invited to attend Board meetings.

Quorum and decisions
The quorum for the Board shall be three RCoA elected Council members, including the Chair and/or Vice Chair. Decisions shall be made by consensus whenever possible. When this is not possible, the Chair may call for a vote in which only RCoA elected Council members and Trustees may participate. In the event of a tied vote, the Chair will have either the casting vote or the casting decision to be ratified by the Board of Trustees.

Administrative support
The Committee is supported by the Director of Membership, Media and Development and their team. Administrative support is provided by the Directorate Business Co-ordinator.

Equality, Diversity and Inclusion
The Royal College of Anaesthetists, Faculty of Pain Medicine, and Faculty of Intensive Care Medicine condemn racism and discrimination in any shape or form. We recognise the importance of the issues of racism and discrimination in society raised by the Black Lives Matter movement, and we understand that staying silent on these issues is not appropriate. The Board will work within all College EDI policies to ensure representation where possible.

Disclosure of Interest
All members of the Board are reminded that they should disclose to the Chair any relevant conflicting interest of any kind (financial or otherwise) arising in relation to any item on the agenda. This duty applies to every Board member. Where a relevant interest has been disclosed, the member may, subject to the Chair's agreement, remain during and participate in any debate on the item concerned, but must not vote.

Frequency of meetings
The Board will meet four times a year; additional meetings may take place under exceptional circumstances with the approval of the Board Chair and Director. To help the College achieve its sustainability goals, meetings should be held 50% in person at the College and 50% online. If strategic decisions are needed between planned Board meetings, an email communication to the Board, responses, and decisions via email is acceptable.

Expenses
The reasonable travel, accommodation and subsistence expenses of those invited to attend Board meetings shall be met in accordance with published College guidance. Those attending Board meetings as representatives of external organisations will not be offered expenses except with the Chair's and Director's prior knowledge and approval.

Review of Terms of Reference
The Board will review its terms of reference at least once in every three-year period or when required before that. Any recommended changes shall be submitted to Council for approval.