**Terms of Reference**

**For the**

**Executive Committee**

# SCOPE

* 1. The **Executive Committee** is a committee of the Council of the Vascular Society and is established for the purpose of developing policies and advising council.
  2. The Committee has no executive powers other than those specifically delegated in these Terms of Reference (TOR):
     1. The committee will only enter into any contracts or commitments without the agreement of Council when action is time critical.
     2. Literature and artwork designed or produced in connection with the Committee will belong to the Vascular Society and must be identified as such.
     3. The Committee must treat as confidential all sensitive information concerning the Vascular Society or its members which it acquires in consequence of or in connection with its activities.
  3. In law the Vascular Society Council is responsible for the administration of the charity and for all audit and quality improvement initiatives carried out in its name. The Council have prepared these terms of reference to assist the Executive Committee.
  4. The committee will liaise with the Professional Standards Committee before advising Council about any issues of probity and the Society’s duty to the General Medical Council.
  5. All major Society initiatives will acquire prior approval of the Council. For each such initiative the committee will prepare:
     1. A short-written brief explaining the initiative.
     2. A budget agreed with the Treasurer for the approval of the Council.
  6. The Vascular Society was registered in 2004 with the Charity Commission, registered company number 05060866 and uses **Circulation Foundation** as a working name.
  7. The Vascular Society will work closely with affiliated societies, relevant stakeholders, including patient groups, to improve outcomes for vascular patients.

# PURPOSE AND OBJECTIVES

# Developing policy and advising Council of issues relating to vascular surgery.

# The committee will undertake in depth analysis and discussion of any issues facing the Society in order to inform debate on them at the next Council meeting.

# Set out and deliver objectives and spending plans in keeping with (a) aims of the Vascular Society; (b) priorities set by the Council; and (c) spending criteria set by the Treasurer.

* 1. The committee will advise Council on the maintenance and development of the Society’s website and other websites that may be used to promote specific projects.

# MEMBERSHIP

* 1. The membership will comprise the President, the President-elect, the Vice-President, the Honorary Secretary, the Honorary Treasurer, and the Committee Chairmen (Education, Audit and Quality Improvement, Research, Workforce and Circulation Foundation).
  2. The President will Chair meetings of the Executive Committee.
  3. Committee Shadow Chairs will be members for their shadow period.

3.8 Other members may be co-opted to the Committee for specific expertise in an area.

**Chair** President

**Other members** Vice-President

President-elect

Honorary Secretary (and their shadow \*)

Honorary Treasurer (and their shadow \*)

Education Committee Chair (and their shadow \*)

Audit and Quality Improvement Committee Chair (and their shadow \*)

Research Committee Chair (and their shadow \*)

Workforce Committee Chair (and their shadow \*)

Circulation Foundation Chair (and their shadow \*)

\* Shadow Chair’s will attend when appointed.

**In attendance** Secretariat representative

3.9 In the absence of the Chair, the Vice-President may chair.

# TERM OF OFFICE

* 1. The members will remain on the committee only by virtue of their office on Council and will demit membership upon completion of that term of office.

# MEETINGS

5.1 The committee will meet formally a minimum of five times each year, once at the times of the winter (February), spring (May), and autumn (September) Vascular Society Council meetings, once at the time of the BSET meeting (June) and once at the time of the Annual Scientific Meeting of the Society (November).

5.2 Meeting dates will be circulated a minimum of 3 months in advance. Agendas and papers will be agreed by the Chair and circulated 10-14 days in advance

5.4 The quorum of meetings will be a minimum of three committee members.

5.6 The committee must report its advice to the Council at its next meeting, this report is normally to be given by the President which shall draw to the attention of Trustees any issue that require disclosure to the Council or require executive action.

5.7 The committee will keep accurate minutes of its meetings and must send a copy of them to Council as soon as is practicable.

5.8 In most cases decision making will be by consensus. In exceptional circumstances where consensus cannot be achieved, decision making will be by a majority vote of committee members present. In the event of a tied vote, the President will have the casting vote.

6. **MONITORING EFFECTIVENESS**

6.1 The Committee will undertake an annual review of its performance against its work plan to evaluate the achievement of its duties.

6.2 This review will inform the President’s annual report to the Members. This report will be published in the yearbook and presented by the President at the Society’s Annual General Meeting (AGM).

7. **SUPPORT**

7.1 The Committee shall be supported administratively by the Society’s secretariat, Treasurer and Senior Finance Executive whose duties in this respect will include:

* Society’s administrator to collate the papers
* Senior Finance Executive to advise the Committee on pertinent areas

8. **REVIEW**

8.1 These terms of reference will be reviewed at least every 3 years as part of the process for managing the Committee’s effectiveness.

**Current version: Approved by Executive Committee – <Date> and ratified by the Vascular Society Council, <Date>**