

Terms of Reference: Policy and Public Affairs Standing Committees

Approved by the Board: January 2025

Review by the Advisory Council due: January 2026

Summary

The main purpose of the Standing Committees is to support the Board of Trustees discharge its governance duties in respect of objectives set out in the Royal Charter.

The role of the committee is to provide insight, information and advice to the Advisory Council and Board to ensure well-informed decisions and activity.

The committee will report to the Advisory Council and provide regular updates of activities and plans and present an annual report to the Board.

1. Committee description

The Policy and Public Affairs Committee shall support the Landscape Institute (LI) in delivering the purposes set out in its Royal Charter through:

- Strategic oversight of the policy and public affairs activities of the Institute.
- Supporting development of LI positions on policy issues that impact on LI objectives, as set out in the Corporate Strategy and Business plans, and the membership.
- Supporting development and delivery of plans and strategies to influence external factors which impact on the purposes and objectives of the Institute and the membership.

2. Duties and responsibilities

The Committee will work in partnership with LI staff to:

- 2.1 Input knowledge and expertise to inform the policy and public affairs work of the LI and ensure the LI is kept abreast of external issues which bear on the interests of the Institute and its members.
- 2.2 Develop and deliver plans to influence the policy agenda across supranational, national and devolved governments, and other relevant organisations, to further the purposes and objectives of the LI.
- 2.3 Provide strategic leadership to the LI's public affairs activities, including supporting the development and delivery, and recommend to the Board for approval, a public affairs strategy to maximise the profile and impact of the LI and members.
- 2.4 Oversee the LI's engagement with external organisations to further the delivery of the

LI's policy and public affairs objectives.

- 2.5 Take active steps to promote equality, diversity and inclusion in the Institute's policy and public affairs activities.
- 2.6 Work with the other Standing Committees and with Branches to achieve LI objectives.
- 2.7 Ensure the work of the Committee is driven by the views of the membership and delivers positive change for members, including through engaging branches and members from all UK nations and the LI's international cohort.

3. Meetings

- 3.1 The committee will meet at least quarterly – with at least one face-to-face meeting a year.
- 3.2 The dates of the meetings will be agreed as part of the annual planning cycle.
- 3.3 Ad hoc meetings may also be called if the business is of such urgency that it cannot wait until the next scheduled meeting.
- 3.4 The running of meetings will comply with LI meetings policy and procedure as approved by the Board.
- 3.5 Members of the committee will adhere to the Behaviour Principles and Acceptable Behaviour Policy during meetings which will be upheld by the chair of the committee.

4. Quorum

- 4.1 The quorum necessary for the transaction of business shall be 50% of the membership of the committee.
- 4.2 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.

5. Chair and Vice Chair

- 5.1 The Chair of the committee will:
 - Be appointed as per the requirements of the relevant By-Laws and Regulations.
 - Have an ex-officio place on the LI Board of Trustees for the duration of their term on the committee. They must step down from the Board when they step down from being chair of the committee or vice versa.
- 5.2 The committee can appoint a Vice-Chair if required from amongst its membership. Noting that even when deputising in the event that the Chair is not available for any reason, the Vice Chair cannot deputise for the Committee chair in relation to their position on the Board of Trustees.

6. Membership

- 6.1 Terms of Office for committee members will be two years – renewable for a further two terms on agreement with the Chair of the Committee, up to a maximum of three terms or 6 years.

- 6.2 The process for appointing the members of the committee will be as set out by the Board in the LI policy and procedure for appointing members of Board and Standing Committees.
- 6.3 Membership will, wherever possible and where relevant, include representation from each of the Devolved Nations.
- 6.4 A skills audit to be undertaken by the committee when a vacancy arises and used to inform the recruitment process.
- 6.5 The committee to have a maximum of 12 members including the committee chair.
- 6.6 The committee can co-opt additional members for specific pieces of work or where specific expertise is needed for a period of time. Co-opted members to serve for the period of the project if less than one year. Otherwise, to serve for one term, renewable annually for maximum of 3 years.
- 6.7 Observers may be invited to attend a meeting at the discretion of the Chair and the agreement of the committee.
- 6.8 Code of Conduct

Members of the Committee will:

- Maintain and apply appropriate skills, knowledge and judgement to undertake the duties and responsibilities of the committee as set out.
- Declare potential conflicts of interest on a regular basis and prior to any relevant decision-making by the committee.
- Uphold the reputation and position of the LI when representing it externally and be aware of any potential conflicts of interest that may arise
- Notify the Committee Chair and CEO of the LI if planning to resign before the end of their term of office, ideally giving three months' notice.
- Comply with the LI's principles of behaviour.

- 6.9 Members of the committee and staff of the LI will contribute their expertise and advice to further the work of the committee. If the advice is not accepted, then the advice given at the meeting and the reasons for not accepting it will be fully documented in the minutes.

If the decision poses a potential risk to the Institute and its members, the matter will be brought to the attention of the Chief Executive, by either the staff lead or a member of the committee, who will assess the position and advise the Chair of the Board accordingly.

Should the position not be resolved the matter will be escalated to the Board of Trustees for a decision on the way forward.

- 6.10 Removal of a member of the committee

A member of the committee may be removed before the end of their term of office if they have:

- exceeded their authority in a way that is detrimental to the LI.
- breached the Acceptable Behaviour Policy
- acted in a manner likely to bring the LI into disrepute.

- failed to attend three consecutive meetings.
- are subject to ongoing disciplinary proceedings and/or are subject to any disciplinary sanction.

The processes for such removal will be undertaken in accordance with the Disciplinary Regulations.

7. Staff support

7.1 Each committee will have an identified executive lead from the LI's Senior Leadership Team who will be accountable for the committee and:

- offer expert advice
- attend meetings
- work with the committee to develop annual workplans
- ensure appropriate approval as part of organisation business planning process and meeting agendas
- ensure the committee works within LI policies and governance structure.

7.2 Administrative support for the committee will be provided from within the LI staff and overseen by the Board Secretary.

8. Minutes of meetings

8.1 Minutes of all committee meetings will be taken and kept.

8.2 Minutes to record:

- details of those present, in attendance and any apologies
- a summary of the discussions and deliberations of the committee
- any decisions taken and recommendations for actions.

8.3 Draft minutes to be approved by the Chair and staff lead within 4 weeks of a meeting in order to be shared where appropriate, see below, and formally approved at the next meeting.

8.4 Minutes to be shared with the Board and members via the Advisory Council.

9. Notice of Meetings

9.1 Unless otherwise agreed, notice of the meeting and an invitation to submit any items of business for the agenda, shall be sent to each member of the committee by email no later than 10 days before the date of the meeting.

9.2 Unless otherwise agreed, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the committee, any other person required to attend, no later than 5 working days before the date of the meeting. Supporting papers shall be sent to committee members and to other attendees as appropriate.

10. Authority

The committee will work within the business plan and budget as set by the Board and to fulfil their role may:

- 10.1 Set up specialist task and finish groups as required to work on a project for a fixed period of time, or for completion of a specific initiative or to work on longer-term projects or responsibilities with the following requirements:
- Any new specialist task and finish group to be agreed with the executive lead in advance of its initiation to ensure workplans are in line with organisation priorities, resource capacity and budget.
 - A member of the LI staff team can attend meetings of specialist task and finish groups.
 - A report of progress to be made to each meeting of the parent committee and recorded in the committee minutes.
 - The requirement for the formation, purpose and composition of specialist task and finish groups to be recorded in the minutes of the relevant committee meeting and set out in terms of reference for each specific group.
 - The Board to be advised when a new group set up.
- 10.2 Nominate individuals (who may or may not be a member of the committee) to represent the LI at external meetings where required. Any such representatives will be selected and approved by the committee and shall provide progress or activity reports to the committee.
- 10.3 Agree a member of the committee to represent it on the Advisory Council.
- 10.4 All new Policy Position Statements prepared by the LI staff and the Committee must be approved by the Board. The Committee Chair has delegated authority from the LI Board of Trustees to coordinate and approve, with the Staff Team, the Institute's response to relevant consultation or other documents or statements on policy matters issued by Government departments and other external bodies. Responses should be prepared in line with agreed Policy Position Statements, where applicable, and agreed by the Committee and Director of Policy and Public Affairs.
- 10.5 All written policy statements made on behalf of the LI by staff, Committee members or members acting on behalf of the Committee must be agreed between the Committee and Director of Policy and Public Affairs.
- 10.6 Oral statements made to the public or the media should be consistent with agreed policy positions, where applicable, and the objectives of the Institute. Where a statement is not covered by an agreed policy position, staff or members should make clear in their statements that it is not agreed LI policy.
- 10.7 When representing the LI in closed meetings with external organisations staff, Committee members or members acting on behalf of the Committee, statements should be consistent with agreed policy positions where they exist. Where discussions are not covered by agreed policy position statements, opinions should be consistent with the objectives of the Institute. Staff, Committee members or members acting on behalf of the Committee at such meetings should report back to LI staff on all such meetings and the Committee should be informed by staff if necessary.
- 10.8 All decisions which commit the LI to significant new activity or expenditure must be referred to the CEO or Board where appropriate for decision before a commitment made.

11. Committee review

The committee shall, at least once every two years, review its own performance and terms of reference to ensure they remain fit for purpose.

Input to be sought from the Advisory Council as a part of that review and recommendations made to the Board for approval on any changes considered necessary.