

Terms of Reference: Group Equity, Diversity, and Inclusion (EDI) Committee

1. Name of Committee

Group Equity, Diversity, and Inclusion (EDI) Committee

2. Purpose

The purpose of the Group Equity, Diversity and Inclusion Committee is to provide advice, leadership and oversight to the development, implementation and delivery of the Group Equity, Diversity and Inclusion (EDI) strategy.

3. Delegated responsibilities

3.1 The responsibilities of the Committee are

EDI Strategy

- a) To agree with the RCN Group the overall goals, objectives, and priorities that the programme will deliver (programme scope).
- b) To provide strategic and high-level oversight of workstreams.
- c) To provide direction and advice to ensure activities are coordinated and managed in a way that achieves the agreed objectives and key results.
- d) To align, stop, and start initiatives within the agreed programme scope to ensure the right activities are identified, planned, and delivered.
- e) To identify, prioritise, and allocate resources within the agreed programme scope.
- f) To continually appraise, prioritise and align activities to ensure agreed benefits are realised.
- g) To manage and prioritise funding within the agreed annual programme budget across workstreams to ensure adequate resources are released to deliver the objectives and benefits of the EDI programme.
- h) To sign-off key programme documents e.g., Stage plans, Project Initiation Document, etc.
- i) To review the Risk, Action, Issue and Decision (RAID) Log, Lessons Log and Benefit maintained and presented by Programme support.

- j) To sign-off Equalities Inclusion Statement.

Monitor progress of workstreams against targets, budget, and impact

- k) To provide robust challenge and scrutiny of documentation, progress reports and outcome delivery.
- l) To advise and steer implementation and oversee (but not manage) workstreams.
- m) To manage high-level interdependencies and risks across the programme, resolving competing priorities and ensuring risk mitigations are identified and acted upon.
- n) To assess each workstream for consistency and coherence in line with organisational strategy to ensure it is positioned to achieve objectives, and deliver outcomes, KPI's, budgets, milestones, and benefits.
- o) To put in place an over-arching effective communications and information cascade, championing appropriate engagement of members, staff, and customers.

4. Reporting and accountability

- 4.1 The Group Equity, Diversity and Inclusion Committee is responsible and accountable to RCN Council for the overarching strategy.
- 4.2 Formal minutes of meetings will be kept and approved at subsequent meetings of the Group Equity, Diversity, and Inclusion Committee.
- 4.3 The Chair will report to RCN Council and the Boards of RCN Foundation and RCNi on all meetings and key messages of the Committee and any matters it considers that action or improvement is needed and making recommendations as to the steps to be taken. It will ensure Council is aware of any matters that may significantly impact on the RCN Group. Equally, the committee will be updated on any key issues that it needs to address by Council, TUC and/or PNC.
- 4.3 At the request of the RCN Council, RCNi Board or RCN Foundation Board, the Chair of the Committee will attend a designated section of their meetings to deliver regular updates.
- 4.4 The Committee may approve the establishment of such sub-committees or other groups as it thinks fit to further its work, but these shall be approved by Council.

5. Meetings and quorum

- 5.1 The Group Equity, Diversity and Inclusion Committee will meet at least six times per year.

- 5.2 Special ad hoc meetings may also be called if the business of the Committee is of such urgency that it cannot wait until the next planned meeting.
- 5.3 The quorum for decision-making is half the Committee (rounded up if an odd number), which must include one external adviser.
- 5.4 The rules and procedures in the *RCN Meeting policy and process* document apply to this Committee.
- 5.5 The Director of Legal and Member Relations (or a designated replacement from the Executive Team) must be in attendance.
- 5.6 A member of the EDI RCN staff team must be in attendance.

6. Membership

- 6.1 There shall be at least 9 members of the Group Equity, Diversity, and Inclusion Committee, chosen via the RCN appointment process, all of whom have equal voting rights. The members shall be:
 - 2 members of RCN Council
 - 1 representative of the Trade Union Committee
 - 1 representative of the Professional Nursing Committee
 - 1 representative of the Nursing Support Workers Committee
 - 1 representative of the Students Committee
 - At least 2 external adviser(s) who are experts in the field of EDI.
 - 1 independent representative from the RCN Foundation Board
 - 1 independent representative from the RCNi Board of Directors.

7. Observers

- 7.1 Observers who are elected members may attend meetings at the discretion of the Chair and with the agreement of the Committee. Observers can speak and/or participate in the meeting only with the permission of, or at the request of, the Chair. Regular observers are not permitted.
- 7.2 Individuals attending in observer status will receive those papers relating to the areas relevant to their observer role.
- 7.3 Observers will not usually attend the private or confidential sessions of the Committee and will attend in their own time and at their own expense for in person meetings.

8. Appointment to the Group Equity, Diversity and

Inclusion Committee

- 8.1 Appointments to the committee will be conducted in accordance with the *RCN's Elections and Appointments policies* and with the specific procedure for each election/appointment.

9. Terms of office

- 9.1 Terms of office will be for 4 years except for casual vacancies which will be to the end of the vacant term.
- 9.2 Council members, TU, PNC, Student & Nursing Support Worker members will be appointed to the Committee for the duration of their term on those Committees.
- 9.3 External Advisers first term of office will be for a period of four years. Thereafter, their appointment will be reviewed and extended for a period of up to four years in agreement with the lead Executive Director (12.1) and Chair.
- 9.4 The RCN Foundation Board of Trustees and RCNi Board of Directors will determine their independent non-executive member representative and terms of office.

10. Mid-Term (casual) vacancies

- 10.1 A casual vacancy on the Group Equity, Diversity and Inclusion Committee shall be filled in accordance with the *RCN's Process for filling casual vacancies*.

11. Chair and vice chair

- 11.1 In accordance with Rule 2.2 in the *Royal Charter*, the Group Equity, Diversity, and Inclusion Committee shall have a Chair. A Vice Chair shall also be elected.
- 11.2 The Chair and Vice Chair shall be elected every two years by the members of the Committee from amongst the members of the Committee.

12. Staff support, advice, and guidance

- 12.1 The lead Executive Director will be the Director of Legal and Member Relations who will ensure support and advice to the Committee as appropriate.
- 12.2 Committee members and staff will work together positively and constructively, in line with the RCN's Respect Charter, to deliver the purposes of the Committee.

- 12.3 In the unlikely situation where key professional advice presented by staff is not accepted by the Committee, the advice, and reasons for not accepting the professional advice will be fully documented in the minutes of the meeting. Should the responsible director/sponsor conclude this position poses a risk to the organisation and its members, the circumstances will be brought to the attention of the General Secretary/Chief Executive who will assess the seriousness of the position and advise the Chair of Council accordingly. Should a resolved position not be reached the matter will be escalated to Council for a determination on the way forward.
- 12.4 Secretariat support will be provided by the Governance Directorate.

13. Removal from the Group Equity, Diversity, and Inclusion Committee

- 13.1 A Committee member may be removed before the end of their term of office on the grounds if they:
- a) have exceeded their powers in a way that is detrimental to the RCN
 - b) have failed to discharge their duties
 - c) have acted in breach of the RCN's Code of Conduct and/or Respect Charter
 - d) have acted in a manner likely to bring the RCN into disrepute
 - e) they have failed to attend three consecutive meetings (excluding special ad hoc meetings)
 - f) have any active cautions from the NMC, or other regulator, against their name, are currently subject to any NMC, or other regulator's, sanction, and/or they are subject to any ongoing disciplinary proceedings with any of their employers or professional disciplinary proceedings before the NMC or another regulator.
 - g) are subject to ongoing disciplinary proceedings in respect of any role they hold at the RCN and/or currently subject to any RCN disciplinary sanction.
- 13.2 The processes for such removal will be in accordance with the Member Resolution policy.

These Terms of Reference will be reviewed annually.

Version history

Approved by Council: August 2023

Amendments approved by Council: 17 April 2024 (reviewed by the Governance Committee on 18 February 2024).

They should be read in conjunction with the *Operating Framework for RCN Committees*** and other documents referred to above.

*Note – these terms of reference are subject to ongoing change in line with the implementation of the recommendations of the Council-led governance review (2022).
*Scheme of delegation under revision. ** Operating Framework for Committees in development [July 2022]*