

Protocol for the In-House Bureau Advisory Committee

The In-House Bureau Advisory Committee (IHC) shall be considered appointed by the Bureau as of October 18 2017. The IHC may be dissolved at any time by the Bureau. The Terms of Reference for the IHC set the scope of work for the IHC. The Terms of Reference are set by the Bureau.

Terms of Reference

Scope of Work: The In-house Committee (IC) represents the interests of all in-house members within AIPPI irrespective of National or Regional Group. The Committee monitors, comments upon and advises the Bureau, in respect of priority issues for in-house members. Further, it provides a platform for in-house counsel to discuss ways of progressing issues which are important to industry.

The roles of the IC include the following:

- A. To define issues and identify potential topics for study, research and commentary by AIPPI which in-house members regard as industry priorities;
- B. To make recommendations to the Bureau regarding the annual work programme of AIPPI and activities at Congresses suitable for in-house members;
- C. To make recommendations to the Bureau regarding committees/sub-committees which are required to support the activities of in-house members;
- D. To assist AIPPI to build its services for its in-house membership base and attract and increase its in-house membership;
- E. To enhance the interaction and cooperation between AIPPI in-house members and other AIPPI members and National and Regional Groups; and
- F. To make recommendations to the Bureau and to assist the Bureau to enhance the interaction and co-operation between AIPPI and industry groups in which in-house AIPPI members are active.

Appointment of members

The Bureau appoints all members of the IHC, including any member as Chair or Vice Chairs of the IHC. A member of the Bureau assigned to this committee serves as Bureau ex-officio member of the IHC.

The IHC may select a Secretary from among its members.

Only AIPPI members may be members of the IHC. Members must hold a professional in-house/industry/corporate position and must be able to commit to being an active member of the IHC. The composition of the In-House Bureau Advisory Committee shall give preference to professional, geographic and industry diversity. Diversity in age and gender is also preferred. Also, in the interests of diversity, it may not be appropriate for the IHC to include more than one member from the same Group, company or employer. Each Group and each group of Independent Members may have a maximum of two members serving on the IHC. Together, these criteria for appointment on the IHC are referred to as commitment & diversity criteria.

There is one effective appointment date for all new members of Standing Committees for each calendar year. A person appointed to the IHC after a Congress, but in the same year as that Congress, is deemed to have been appointed effective 1 January of the following year. A person appointed in the year of but prior to the annual Congress is deemed to have been appointed effective 1 January of the year of that Congress.

The appointment of any member of the IHC, is for a term of three (3) years from their effective appointment date, after which the member is automatically released from service. A member may be

re-nominated by the Bureau, taking into consideration the member's length of service on the IHC, the member's contribution to the work of the IHC and succession planning and opportunities creation for the broader members of AIPPI to serve on the IHC.

Notwithstanding the above, the Bureau may at any time:

(a) remove a member of the IHC (including a member holding a IHC Leadership position) at any time, the member no longer being a member of the IHC once removed, based on any of the following factors:

(i) the commitment & diversity criteria;

(ii) inactivity or inability to fulfil relevant responsibilities as set out in this protocol;

(iii) any appearance of or actual conflict of interest;

(iv) illness;

(v) change in professional position;

(vi) other roles within AIPPI; or

(b) ask any member in a Leadership position to step down from that position based on the factors referred to in (a) above, the member in the Leadership position no longer being a member of the IHC after having stepped down.

Any member of the IHC may resign at any time for any reason by giving notice to the Bureau ex-officio member.

Leadership

The Chair must involve all other members of the IHC in the work of the committee, including by maintaining regular contact with members, and convening such meetings (via video or telephone call) as are necessary or desirable to fulfil the Terms of Reference and the role and responsibilities set out in this protocol. As a minimum, the IHC should meet (whether in person or via video or telephone call) four times per year.

The Chair must, following a request by the Bureau, submit a report describing the IHC's activities the previous report, and the proposed work plan for the following year (Annual Report). The Chair must provide the Bureau with an Action plan for the IHC setting out how the IHC plans to achieve the objectives set out in the roles of the IHC in the Terms of Reference.

Vice-Chair(s) are deputies to the Chair and together must support the Chair in their collective leadership roles and responsibilities. This includes: (a) substituting for the Chair (e.g. presenting on behalf of the IHC); and (b) arranging and/or taking the minutes of any meeting of the IHC.