



## PROTOCOL GOVERNING THE MEMBERSHIP, ROLE AND RESPONSIBILITIES OF AIPPI'S INITIATIVE COMMITTEES

### 1. Background

- 1.1 Initiative Committees shall have Terms of Reference (see 5 below) encompassing subjects aligned with the strategic goals and objectives of AIPPI. Additionally, they may address emerging topics pertinent to evolving needs and issues, the shifting landscape of the IP business and any other matter falling within AIPPI's area of influence.
- 1.2 Initiative Committees provide a pool of active members willing to study, monitor, comment and advise AIPPI on matters relevant to their respective Terms of Reference. This is important in view of consultations, meetings or other projects in which AIPPI wishes to, or is invited to, participate. This includes reaching out to, and providing opportunities for participation of, any community within AIPPI, thereby increasing AIPPI's overall technical, academic and social diversity.
- 1.3 The Bureau may appoint new Initiative Committees or dissolve existing Initiative Committees at any time.<sup>1</sup>
- 1.4 The Bureau appoints all members of Initiative Committees, including any member(s) as Chair or Vice Chair(s) of an Initiative Committee (together, **IC Leadership**). An Initiative Committee may select a Secretary from among its committee members.

### 2. Purpose of this protocol

- 2.1 The purpose of this protocol is to describe how members of Initiative Committees are nominated, appointed and removed, and the role and responsibilities of the IC Leadership and members of Initiative Committees.
- 2.2 This protocol also describes the relationship of Initiative Committees with the Bureau and the Executive Director. Any liaison role with an Initiative Committee may be delegated to one or more Bureau members and/or the Executive Director (Bureau Liaison as defined in 4.1 below) as appropriate.
- 2.3 This protocol will be published on AIPPI's website. It may be amended from time-to-time. Any amendments will take effect as and when published.

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<sup>1</sup> Article 9.8 Statutes of AIPPI (*Statutes*)

### **3. Appointment and removal of Initiative Committee members**

- 3.1 Only AIPPI members in good standing (**Members**) may be members of Initiative Committees.
- 3.2 Each Initiative Committee (**IC**) shall comprise a Chair, one or more Vice-Chair(s), and up to twenty (20) ordinary members including the Secretary. The Bureau may appoint one or more Bureau Liaisons (see 4.1 below). The Bureau shall have the supervision of the composition of the IC to ensure, as best as practicable, diversity in terms of gender, geography, and subject matter expertise while keeping the number of committee members within a reasonable limit for the efficiency of work and effective governance.
- 3.3 Each year after AIPPI's Annual Congress, the Bureau shall invite nominations from National or Regional Groups (**NRGs**), and delegates of the Independent Members (**IM Delegates**) for membership of Initiative Committees, to fill the places that may be available in any such IC. Any nomination received for a specific role (e.g. the Chair) in an IC shall be treated as a nomination for membership to the IC. The Bureau shall appoint the Chair and the Vice-Chair(s) from the members of the IC.
- 3.4 In addition to 3.3 above, the Bureau itself may appoint up to two (2) Members to join each IC, as may be determined by the scope of the work as defined in the Terms of Reference. See 3.5 below.
- 3.5 Any nomination shall address the criteria for appointment as may be set out from time-to-time. Nominees must have expertise or experience relevant to the work of the Initiative Committee for which they are nominated and must be able to commit to being an active member of that IC. The Bureau may exercise its discretion in assessing whether a nominee may actively and effectively contribute to more than one AIPPI committee, or where the needs of a particular IC may be best served by a nominee who is already a member of another AIPPI committee.
- 3.6 There shall be one effective appointment date for all new members of Initiative Committees for each calendar year. A person appointed to an IC 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.
- 3.7 The appointment of any member of an Initiative Committee, including any member with an IC Leadership position, is for a term of two (2) years, as calculated with reference to 3.6 above, after which the member is automatically released from service on the IC. A member of an IC whose two-year term has expired may be nominated for re-appointment by their Group or by the Bureau. The re-appointment of such a member shall be at the discretion of the Bureau. In

considering such re-appointment, the Bureau shall consult with the relevant IC Leadership and take into account various considerations including:

- (a) the member's length of service on the IC;
- (b) the member's contribution to the work of the IC;
- (c) succession planning; and
- (d) the creation of opportunities for the broad membership of AIPPI to serve on the ICs.

3.8 In appointing or re-appointing any member to an IC or to an IC Leadership position, the Bureau will have regard to the matters in 3.5 above, as well as the geographic and gender diversity of the IC Leadership (***Diversity Criteria***).

3.9 The term of any IC Leadership position will be the remainder of that member's term on the Initiative Committee. In the event a member who has held an IC Leadership position is re-appointed to the IC as set forth in 3.7, the Bureau may, at its discretion, also re-appoint that member to an IC Leadership position.

3.10 Notwithstanding the above, the Bureau may at any time:

- (a) remove any member of an Initiative Committee (including any member holding an IC Leadership position) based on any of the following factors:
  - (i) the matters referred to in 3.5 above;
  - (ii) inactivity or inability to fulfil relevant responsibilities as set out in this protocol;
  - (iii) any appearance of or actual conflict of interest;
  - (iv) serious illness which may render him/her unable to serve in the IC;
  - (v) other roles within AIPPI; and
  - (vi) non-payment of membership fees;

or

- (b) ask any member in an IC Leadership position to step down from that position based on any of the factors referenced in (a) above or the Diversity Criteria.

3.11 Prior to exercising its discretion under 3.10, the Bureau may consult with the member concerned. However, notwithstanding such consultation, the Bureau shall retain its full discretion under 3.10.

3.12 Any member of an Initiative Committee may resign at any time for any reason by giving notice to the Bureau Liaison (as defined in 4.1).

#### **4. Communications with the Bureau and the General Secretariat**

- 4.1 There shall be at least one Bureau member and/or the Executive Director designated as the primary contact with the Bureau for each Initiative Committee (***collectively, Bureau Liaison***).
- 4.2 All communications relating to the work of Initiative Committees shall be directed to the relevant Bureau Liaison, with a copy to the Executive Director and the Secretary General.

#### **5. Terms of Reference**

- 5.1 The Terms of Reference for each Initiative Committee sets out the scope of work for that committee and identifies its aims and objectives. The Terms of Reference shall be determined and updated by the Bureau.
- 5.2 The Bureau may consult with the Chair in relation to any proposed amendments to the Terms of Reference of an existing Initiative Committee. The Chair of an IC may also propose amendments to the Terms of Reference for that IC at any time for the Bureau's consideration.
- 5.3 The Terms of Reference for all Initiative Committees will be published on AIPPI's website. Any amendments to any Terms of Reference will take effect as and when published.

#### **6. General role and responsibilities of all members of Initiative Committees**

- 6.1 Any appointment of a member to an Initiative Committee is a personal appointment of that member.
- 6.2 All members of Initiative Committees shall adhere to their committee's Terms of Reference.
- 6.3 All members of Initiative Committees have a responsibility to be alert for developments of potential significance to their committee's work, to inform other members of such developments, to propose any work for that committee and to participate in the work of that committee as set out in this protocol or as requested by their IC Leadership or the Bureau.
- 6.4 All members of Initiative Committees are expected to participate, so far as practicable, in the meetings referenced in 7.1 and 7.8 below.

#### **7. Additional responsibilities of Chairs**

- 7.1 The Chair shall seek to involve all other members of the Initiative Committee in the work of the committee, including but not limited to, 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 their

roles and responsibilities as set out in this protocol. At a minimum, the IC shall meet (whether in person or via video or telephone call) six times per year, including the meetings referenced in 7.8 below.

- 7.2 The Chair shall, two months before a Congress or following a request by the Bureau, submit a report to the Bureau describing the Initiative Committee's activities and deliverables since the previous Congress, and the proposed Annual Work Plan (as herein defined) for the following year up to the next Congress (***Annual Report***).
- 7.3 The Annual Report shall:
- (a) be prepared in consultation with and approved by the members of the Initiative Committee; and
  - (b) be submitted in the form, and within any time, set by the Bureau.
- 7.4 The content of the Annual Report shall include:
- (a) the proposals for the work of the Initiative Committee for the following year up to the next Congress, including any developments considered by the Initiative Committee to warrant action by AIPPI; and
  - (b) after consultation with the Bureau Liaison, any requests by the Bureau for the work of the Initiative Committee.
- (collectively, "***Annual Work Plan***").
- 7.5 The Chair shall be responsible for the Initiative Committee's adherence to the Annual Work Plan.
- 7.6 During the period covered by any Annual Work Plan, and in any event as and when requested by Bureau, the Chair shall promptly inform the Bureau Liaison of all:
- (a) substantive activities of the Initiative Committee, including providing relevant documentation where applicable;
  - (b) any substantive change in or new recommended course of action (having made all reasonable efforts to consult with the other members of the IC),
- relevant to the IC's Terms of Reference or the Annual Work Plan.
- 7.7 The Initiative Committee shall not take any substantively different course of action outside the Annual Work Plan without the consent of the Bureau.
- 7.8 The Chair shall convene an Initiative Committee meeting during each Congress, during which the Annual Work Plan will be discussed and tasks allocated to members. In addition, the Chair shall use their best efforts to convene an IC meeting during a meeting organised between Congresses (such as the MidTerm Meeting).

## **8. Collective role of IC Leadership**

- 8.1 The IC Leadership is expected to operate as a leadership team, taking collective responsibility for leading the Initiative Committee. While the Chair is ultimately responsible as set out in 7 above, the IC Leadership is expected to operate in a collegial and consultative manner, delegating duties and responsibilities, as appropriate between themselves and IC members. The IC Leadership shall keep their Bureau Liaison informed as to the activities of the IC.
- 8.2 All Vice Chairs (as deputies to the Chair) and the Secretary (if one is appointed) shall provide support to the Chair, and work as a leadership team in carrying out the collective leadership roles and responsibilities, including those which may be as and when requested by the Chair, requested by the Bureau, or as otherwise described in this Protocol. This includes substituting for the Chair in the event that the Chair is not available, and arranging and/or taking the minutes of meetings of the Initiative Committee in the event that the Secretary is not available.