

TIA Tourism Council Charter

1.0 Purpose and Role

The TIA Tourism Council ('the Council') serves as a representative body of the TIA's membership and the wider tourism industry, connecting TIA members with the TIA Board and management. The Tourism Council shall represent Members' interests and provide advice and input to the Board on industry strategy, policy and advocacy.

2.0 Composition

The Council will comprise industry sector representatives elected by TIA members from within each sector of TIA's membership and Council appointed members as set out in the TIA constitution.

3.0 Appointments

Elections will take place to the Council annually ahead of the Annual General Meeting.

Council members will ordinarily be elected or appointed for a term of three (3) years. Elections will be staggered so that around one third of seats are up for election each year to ensure continuity of membership.

In the case of a casual vacancy arising where a Council member steps down before the completion of their term, the vacancy will be filled for the remainder of the current term through the annual election process or by Council appointment.

4.0 Council Responsibilities

The Council is responsible for:

- Representing TIA Members' interests and perspectives.
- Contributing to the development of industry strategy and providing advice on advocacy and industry strategic issues.
- Annually reviewing and approving TIA's policy position statements on industry issues.
- Appointing the TIA Board and the appointing members of the Nominations Committee.

Representation of Members' interests

- The Council should have an awareness of issues facing and affecting Members and the wider tourism industry, ensuring issues within particular sectors are identified – from Individual Members, groups of Members or formal associations.
- Council members should ensure that Member's views on pertinent issues are communicated and taken into consideration, providing quarterly Industry Scan Reports to be shared with the Council and the TIA Board.

Providing industry wide perspective

- The Council will contribute to the development of industry strategy alongside the TIA Board, and Chief Executive, providing technical and strategic expertise and industry wide perspective to inform strategic thinking.
- The Council will annually review and approve TIA policy position statements on key industry issues to guide TIA initiatives and advocacy.
- The Council will act as a consultative body at the invitation of the TIA Board and Chief Executive on strategic issues and government submissions that impact on Members,

5.0 Nominations Committee Board appointments

The Nominations Committee shall be made up of the Board Chairperson, the Council Chair and a Tourism Council Member appointed by the Tourism Council by simple majority.

The Tourism Council may elect by a simple majority of the Tourism Council Members a person who is not a member to be an independent member of the Nominations Committee.

The Nominations Committee will be responsible for ensuring fair and robust processes are in place to consider the competencies required for the Board as a whole and for individual appointments, identifying and assessing Board candidates, and making appointment recommendations to the TIA Tourism Council.

The functions of the Nominations Committee are:

- to consider the competencies required by the Board.
- conduct skills audits to assess gaps and skills required by the Board.
- agree criteria for the Board.
- identify and assess Board candidates against the criteria.
- make recommendations to the Council on Board candidates for appointment.

6.0 Board appointments

The TIA Tourism Council is responsible for appointing TIA Board members, taking into account recommendations by the Nominations Committee and the skills and experience required to fulfil the Board's roles and responsibilities as set out in the TIA constitution and Board Charter.

Board members will ordinarily be appointed for a three-year term of office, unless a shorter term or appointment is set by the TIA Tourism Council. The terms of office shall be staggered to ensure continuity of Board membership.

7.0 Council Chair and Deputy Chair

The Council shall appoint a Council Chair and Deputy Council from amongst their number.

The Council Chair and Deputy Council Chair will ordinarily be elected for a term of two (2) years unless the Tourism Council determines otherwise and will serve subject to the Tourism Council's ongoing endorsement.

The maximum continuous period for any Council Chair is nine (8) years.

The Council Chair is responsible for:

- Leadership of the Council to effectively discharge its responsibilities.
- Facilitating the effective contribution of Tourism Council Members.
- Representing Tourism Council as required, including externally.
- Serving as a member of the TIA Board to ensure effective communications between the Council and Board, in co-operation with the Board Chair.
- Serving as a member of the Nominations Committee.

For the avoidance of doubt, the roles of TIA Board Chairperson and TIA Tourism Council Chair may not be held by the same individual.

The Deputy Council Chair shall be appointed by the Board to support the Council Chair and deputise for the Council Chair as required.

8.0 Council Meetings

The Council shall meet in accordance with the provisions set out in Schedule 2 of the TIA Constitution and undertake tasks in accordance with the Governance work plan.

Meeting Frequency

The Council will meet at least 2 times a year. Council meetings will ordinarily take place 6 monthly. The Council Chair may call additional meetings if required.

Quorum

A quorum for a Council Meeting shall be half of the Tourism Council Members including either the Council Chair or, if the Council Chair is unavailable, the Deputy Council Chair. No business of the Council shall be conducted at any time when less than a quorum is present.

Council members can join meetings in person or remotely by audio or video conferencing.

Voting

Council decisions shall be made by seeking consensus wherever possible, and where a consensus is not possible, by a majority of votes of those Council Members eligible to vote on a particular matter.

Each Council Member shall have one (1) vote. In the event of an equality of votes on any resolution the Council Chair shall have a second or casting vote.

A resolution in writing signed by all the Council Members entitled to receive notice of the meeting shall be as valid and effectual as if it has been passed at a meeting of the Council duly convened and constituted.

Updates to members from the TIA Tourism Council

The Council shall regularly report to members on key Council decisions and deliberations at each Tourism Council meeting. TIA management will support the Council Chair in delivery of these communications.

Record of proceedings

The Tourism Council shall cause proper minutes to be kept of all appointments of Board Members made by it and of the proceedings of all meetings of the Society and of the Tourism Council.

9.0 Conduct and Conflicts of Interest

Council members shall uphold the highest ethical standards and shall not do anything to bring the Society into disrepute, taking into account TIA's Code of Ethics and any other relevant policies as communicated upon appointment and adopted from time to time.

Council discussions are confidential, and Council members are bound by the principle of collective responsibility.

No public statements should be made on behalf or in relation to TIA or matters considered by the Council without obtaining prior authorisation from the Council Chair, and in consultation with the Board Chair and CEO. Members of the Council must adhere to TIA's media and communications policy.