

Member Growth and Development Committee (MGDC) Terms of Reference

Authority

The Member Growth and Development Committee (MGDC) is an advisory committee of ICMCI, reporting to the Board of Directors.

It has no executive authority. In the event of any contradiction between these Terms of Reference and the Bylaws, the Bylaws shall prevail.

Purpose and Scope of the MGDC

Main purpose:

The MGDC is accountable to provide membership growth plans to assist the Board of Directors in the membership development of ICMCI.

Scope:

- Relevant ICMCI bylaws governing the MGDC:
 - Article V. Membership
 - Article IX. Section 2. Membership Committee;
- ICMCI Observer Policy
- Internal ICMCI procedures to produce the MGS (Members in Good Standing) and the KPI (Key Performance Indicators) reports.

Key duties of the MGDC

1. To recommend potential Members and Observers to be approached, to the Board of Directors;
2. To monitor the development and growth of existing ICMCI Members, Provisional Members and Observers;
3. To review and submit Membership and Observer applications, to the Board of Directors, for approval;
4. To develop and increase the number of ICMCI Members (IMCs), Provisional Members and Observers;
5. To support the growth of the membership of ICMCI Members;

6. To review the Good Standing of Members and any exceptional situation warranting a transition to another membership status;
7. To submit an annual MGDC report to the ICMCI Board of Directors

Transparency and Confidentiality

All MGDC members must sign the ICMCI Code of Conduct, act with discretion, and maintain appropriate confidentiality of Committee discussions.

Note: The Chair and committee members are appointed to these roles for their expertise. In these roles, they are carrying out ICMCI duties towards its vision and goals and are not representing their Institute.

Relationships to other committees

The MGDC, through its Chair:

- a) Collaborates with the Chairs of the Finance Committee, the Marketing Committee, the QAC, the Regional Hubs and the relevant Communities;
- b) Ensures effective communication as required.

Relationship with Secretariat

The Executive Director attends MGDC meetings to provide coordinative advice for ICMCI strategy implementation and policy recommendations. MGDC may be asked by the Executive Director to provide insight or advice to the Executive Director with respect to Secretariat activities.

The Executive Director is delegated goals and work objectives directly by the Board of Directors. Any Secretariat resource requirements of MGDC should be requested from the Board so appropriate priorities can be set.

Reporting

The MGDC shall:

- Ensure the provision of an annual report to the Board of Directors, and focused reports, - that include data from the MGS, KPI and other special reports -, at the request of the Board of Directors.
- Document its decisions and prepare minutes of its meetings, providing a copy to the Board of Directors via the Secretariat within one week of each meeting.

Meetings

The MGDC shall meet at least bimonthly, optimally 10 times a year, by teleconference.

Quorum

A quorum shall be a simple majority of members who have been appointed.

Committee Competencies

The Members of the MGDC should have

- An excellent command of the ICMCI policies in regard to membership and its various stages (full Member, Provisional Member as well as the various types of Observers) as set forth in the relevant bylaws and policies;
- a broad understanding of the management consulting market (size, maturity ,etc.) in a number of the ICMCI member countries and be aware of the positioning of the local IMCs in the various markets (membership structure in relation to the market).

Number of Members

The Committee will be composed of a Chair, a Vice Chair and up to 5 additional members. The Chair of ICMCI and the Executive Director, are non-voting, ex-officio members of all Committees.

Representation

The membership of the Committee shall include diverse representation, including different member Hub regions, and a range of sizes, years since inception, years as a Member IMC and so on.

Appointments to the Committee

Succession and appointment of members

The Chair of the MGDC, in consultation with the Executive Director, shall propose the appointment of potential members of the MGDC to the Secretariat. Members shall be appointed by a majority vote of the ICMCI Board of Directors.

The Chair, in consultation with committee members and the Executive Director shall appoint a Vice Chair who will normally succeed the current Chair.

Once decided, the list of all MGDC members will be updated on the website for the reference of IMC officers and Delegates.

Appointment of Chair

The Chair of the MGDC shall be appointed by the Board.

In cases where the Chair of the Committee is not a Director of the ICMCI Board, the ICMCI Board shall appoint a liaison member of the Committee. The Committee shall decide whether the liaison is a voting or non-voting member.

Termination and tenure/duration of appointments

Removal of members

The MGDC Chair is accountable for the management of Committee performance. Non-performing members should be warned by the Committee Chair, and a clear request for performance improvement communicated documented via email. In the case of continued non-performance, the Chair may submit a request to the Board of Directors to remove that member, such decision to be made by a majority of the Board of Directors. The Board has the right, at any time, to terminate membership on the Committee.

Duration of appointment

MGDC members can hold this position for three-year terms with a recommendation from the Chair and approval of the Board for every term.

Qualities required

The skills and experience required on the Committee include:

- Broad understanding of the consulting market structure in the home market and possibly internationally, at least in several markets;
- Ability to plan and coordinate;
- Good communication skills;
- Understanding of the strategy and initiatives of ICMCI;
- Understanding of the role and activities of an IMC;
- Appreciation of the mandate of a global federated organization;
- In good standing of the home IMC.

Approved by the Board 2023 08 15