

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

1. Name of Committee
 - 1.1 Group Equity, Diversity, and Inclusion (EDI) Committee
2. Purpose
 - 2.1 The purpose of the Group Equity, Diversity and Inclusion Committee is to provide advice, leadership and oversight on the development, implementation and delivery of the Group Equity, Diversity and Inclusion (EDI) strategy and advice to RCN Council, the Professional Nursing Committee, and the Trade Union Committee and staff.
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 continually appraise, prioritise and align activities to ensure agreed benefits are realised.
- e) To sign-off key programme documents e.g., Stage plans, Project Initiation Document, etc.
- f) To review the Risk, Action, Issue and Decision (RAID) Log, Lessons Log and Benefit maintained and presented by Programme support.
- g) To sign-off Equalities Inclusion Statement.

Monitor progress of workstreams against targets, budget, and impact

- h) To critically assess outcomes and associated delivery plans to ensure that they represent best-in class thinking and activity in relation to EDI.
- i) To advise and steer implementation and oversee (but not manage) workstreams.

- j) To identify and report high-level interdependencies and risks across the programme, resolving competing priorities and ensuring risk mitigations are identified and acted upon.
- k) 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.

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 RCN Foundation Board 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 RCN 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 RCN Council, TUC and/or PNC.
 - 4.4 At the request of the RCN Council or RCN Foundation Board, the Chair of the Committee will attend a designated section of their meetings to deliver regular updates.
 - 4.5 The Committee may approve the establishment of such sub-committees or other groups as it thinks fit to further its work, and these shall be approved by RCN 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 at least one external adviser.
 - 5.4 The quorum for a decision made outside of a meeting via electronic means is at least half of the Group Equity, Diversity and Inclusion Committee who must put their agreement in writing for the decision to be approved.
 - 5.5 The rules and procedures in the RCN Policy and Process for Running Meetings apply to this Committee.

5.6 The Chief People Officer (or a designated replacement from the Executive Team) must be in attendance.

5.7 A member of the RCN EDI staff team must be in attendance.

5.8 A seat on the Committee will be reserved for a representative of the RCN Foundation (either Board member or staff).

6. Membership

6.1 There shall be at least 12 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:

- A Chair with demonstrable EDI expertise, who may or may not be, an RCN member (but must not be an RCN Council Officer, President or Deputy President)
- No more than 2 members of RCN Council
- 4 Nurse members
- 1 Nursing Support Worker member
- 1 Student member
- At least 2 external adviser(s) who are experts in the field of EDI

In addition, a seat is reserved on the Committee for a representative of the RCN Foundation (either Board member or staff).

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. Election/appointment to the Group Equity, Diversity and Inclusion Committee

8.1 Appointments to the Committee and the election of the Vice-Chair will be conducted in accordance with the RCN Elections and Appointments Policy and Processes, the RCN Office Holder Eligibility Regulations and the specific procedure for each election/appointment.

9. Terms of office

- 9.1 Terms of office will be for 4 years, with the following exceptions:
 - a. Student members will be appointed to a 2-year term of office
 - b. the Committee Vice-Chair will be elected for a 2-year term of office
 - c. casual vacancies will be appointed to the end of the vacant term
- 9.2 RCN Council members will be appointed to the Committee for the duration of their term on RCN Council.
- 9.3 External Advisers first term of office will be for a period of 4 years. Thereafter, their appointment will be reviewed and extended for a period of up to 4 years in agreement with the lead Executive Director (12.1) and Chair and in accordance with the RCN Office Holder Eligibility Regulations.
- 9.4 The RCN Foundation Board of Trustees will determine their 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 Elections and Appointments Policy and Processes.
11. Chair and Vice-Chair
 - 11.1 In accordance with Rule 2.2 in the RCN Royal Charter, the Group Equity, Diversity, and Inclusion Committee shall have a Chair.
 - 11.2 The Chair will be appointed in accordance with the RCN Elections and Appointments Policy and Processes.
 - 11.3 In the event that the appointed Chair is temporarily absent from the committee for a period of more than 3 months, an interim Chair will be appointed in their place in accordance with the RCN Elections and Appointments Policy and Processes.
 - 11.4 The Chair must not simultaneously be an RCN Council Officer (Chair, Vice-Chair or Honorary Treasurer) or President or Deputy President of the RCN.
 - 11.5 A Vice-Chair will be elected from amongst the membership of the Committee.
 - 11.6 The terms of office for Chair shall be 4 years, and the Vice-Chair 2 years.
 - 11.7 The RCN Office Holder Eligibility Regulations shall apply in respect of serving more than 1 term.
12. Staff support, advice, and guidance
 - 12.1 The lead Executive Director will be the Chief People Officer 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 and within the RCN Governance Operating Framework.

- 12.3 In the unlikely event that 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 and 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 RCN Council for a determination on the way forward.
- 12.4 The Executive Director of Governance will ensure that Secretariat support is provided by the Governance Directorate.
13. Removal from the RCN 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 RCN Member Resolution and Disciplinary policy.

These terms of reference will be reviewed every three years at a meeting of the Group Equity, Diversity and Inclusion Committee but may be reviewed sooner if necessary. Any recommended changes will be subsequently approved by RCN Council.

They should be read in conjunction with the RCN Governance Operating Framework, the RCN Group Scheme of Delegation and other documents referred to above.

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