

## **Regulatory Committees Terms of Reference**

### **Purpose**

1. IMPRESS Regulatory Committees exists to make regulatory decisions on behalf of the Board of IMPRESS ('the Board'). Their remit is to decide on the eligibility of applicant publishers, on the adherence of participating publishers to IMPRESS's internal governance requirements, on investigations and complaints that engage the IMPRESS Standards Code and on the suitability of requests for arbitration and advisory notices.
2. Regulatory Committee B shall deal with relevant publishers with a turnover of £20 million or more and any complaints or other regulatory issues brought by those publishers, their editors or senior executives or journalists. Committee A shall deal with regulatory matters in relation to all other members save where there is a complaint or an investigation that concerns an article that was originally published by, or is otherwise sourced from, a publisher that is or would be regulated by Committee B were it a member of IMPRESS. Such complaints will be referred to Committee B.

### **Powers**

3. The Committees have delegated authority from the IMPRESS Board to make Regulatory Decisions that are set out in the IMPRESS Regulatory Scheme.

### **Membership**

4. Membership of each Committee shall consist of not less than three non-executive directors of IMPRESS, and may include one lay member who is not on the Board of IMPRESS, and shall be designated as either Committee A or Committee B. Committee members shall be drawn from a pool of between seven and twelve available members which will comprise of a majority of non-executive directors of IMPRESS and a minority of lay members who are not on the Board of IMPRESS.
5. The Chair of IMPRESS, or in the event of the unavailability of the Chair the senior director, shall nominate specific members from the pool of available

members from time to time to serve on the Committee either to address specific items of business as and when required, or for a specific period. The composition of each nominated committee shall be broadly reflective of the composition of the board. In nominating directors or members to a committee, reference will be made to the Register of Interests to ensure that committees are independent and free from any conflicts of interest.

6. Decisions made by a Committee shall be effective immediately. As soon as practicable they shall be reported to the board, which carries ultimate responsibility for them.
7. The IMPRESS executive shall act as the Secretariat of the Committee and shall work under the direction of the Chair to ensure that Committee agendas and papers are distributed and that decisions and conflicts of interest are effectively managed. Each committee shall be separately administered.

### **Procedures**

8. Meetings may be held in person, by telephone conference or electronically, subject entirely to the agreement of the Committee.
9. All proceedings and papers of the Committee shall remain confidential. However, agreed decisions of the Committee may be published in accordance with the IMPRESS Regulatory Scheme.

### **Variation**

10. These Terms of Reference shall be reviewed annually by the Board and may be amended by the Board at any time.