

TERMS OF REFERENCE
for the Digital Sub-Committee of
The Institute of Directors Jersey Branch ("IoD Jersey")

1. Purpose/Mission Statement:

To promote and drive digital skills, knowledge, mindset and engagement across Jersey's Directors and Boards.

Continuous Development for Jersey Boards

Best practice suggests that boards should continually review their composition and effectiveness to identify not only the individual capabilities across the group of board members, but also to review the qualitative aspects of effectiveness: the dynamics, relationships and overall success of the board as a team.

The Digital sub-committee aims to encourage practical measures to be taken by Jersey Boards to help review its digital competence and incorporate this into Board level decision making.

Continuous Development for Jersey Directors

The IoD Director Competency Framework, the only framework of this kind for directors, is designed to promote and champion the highest standards of professional competence.

The Digital sub-committee aims to place a Digital lens across the framework, to encourage best practice across areas of competency in Digital skills, Digital knowledge and Digital mind-set.

Continuous Development for Jersey Community

By engaging with directors; encouraging practical measure in Digital at board level decision making and encouraging best practice across competence of local directors in Digital - we aim to foster a common language and strong Digital ethos across the Jersey Community.

The Digital sub-committee aims to put Digital at the forefront of local directors' minds, giving them the confidence and a Digital lexicon to span the local community. In doing so we aim to foster collaboration, innovation and benefits for the local economy that can be easily communicated. These benefits and outcomes aim to have further reaching implications in such areas as business improvement (efficiency), sustainable business growth, ESG and corporate social responsibility with benefits to the broader local community (in its entirety). This encourages a holistic approach.

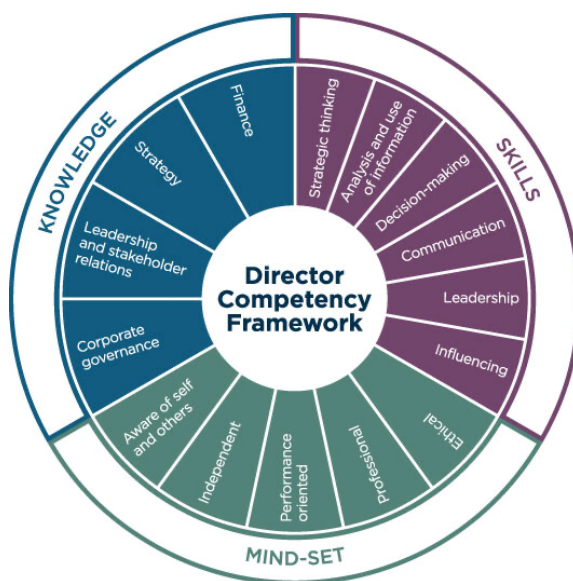
2. Key functions/scope:

- Make Digital Capabilities; Data, Cyber, Science, Innovation and Tech a standing item on agendas on an agreed periodic basis and included as appropriate on the risk register
- Drive using local Digital businesses to benefit other local businesses, to strengthen the economy and broader business collaboration

Commented [DC1]: All new - does this capture our conversation - apologise I didn't make any hand written notes!

Commented [HH2R1]: looks great

- Encourage wider spread of Digital knowledge, information, skills and language across members, and keeping abreast of changes in the global digital lexicon
- Develop, encourage and support high-level Digital expertise and decision makers on-island, through collaboration
- Develop and deliver regular events on a wide array of Digital topics to the IoD Jersey membership, with a collaborative local business focus to foster innovation



3. Composition:

The Sub-Committee normally consists of three members, with the member appointed by the Executive Committee acting as Chair.

Any two members will constitute a quorum, one of which must be the Chair.

The functions are performed on a pro-bono basis for an initial three-year term.

Each Sub-Committee has a deputy chair appointed.

4. Meeting arrangements:

The Sub-Committee will normally meet on a monthly basis, together with

ad-hoc meetings, as required.

An agenda will be provided by the Chair and the minutes will be recorded by one of the members present.

Any output for review or decision will be in the form of a recommendation(s) to the Chair of IoD Jersey and/or the Executive Committee, where appropriate.

5. Confidentiality and security:

The Sub-Committee must maintain all Information securely, including any documents, contracts and templates, and be mindful of the relevant data protection requirements.

The Sub-Committee must keep all information strictly confidential at all times and this condition remains in force once a member leaves the Sub-Committee.

6. Review:

These Terms of Reference will be reviewed at least annually or as required.

7 October 2022