
Constitution

International Network of Financial Services Ombudsman Schemes (INFO Network)

1. Name

- 1.1 The organisation shall be called International Network of Financial Services Ombudsman Schemes (INFO Network).

2. Philosophy

- 2.1 INFO Network is founded on a philosophy that embraces co-operation, collaboration, sharing, respect, trust and diversity. A strong spirit of collegiality and mutual support enables representatives of our Members to raise, discuss and debate, openly and safely, the issues facing them and their schemes/offices. As our organisation evolves to meet future challenges and contribute on a broader stage, these are the characteristics we must adhere to.

3. Objectives

- 3.1 Overall, INFO Network seeks to develop the expertise in dispute resolution of its Members through exchange of experience, knowledge and ideas.
- 3.2 INFO Network achieves its objectives through formal and informal channels — including Member conferences, webinars, surveys, publications, joint research on subjects of mutual interest, and communication among Members generally — in the following areas, among others:
 - financial services Ombudsman scheme/office structure, functions, governance and funding
 - information technology applications
 - issues related to financial services consumer complaints
 - approaches to dispute resolution
 - the application of fairness in decision-making
 - and any other areas which reflect the objectives from time to time.

4. Membership

Eligibility

- 4.1 Financial services Ombudsman schemes/offices operating as out-of-court dispute resolution mechanisms in the financial sector shall be eligible to apply for membership of INFO Network.

Application

- 4.2 The membership application shall be made by the scheme/office's Ombudsman (or equivalent) on INFO Network's membership application form.

Decisions

- 4.3 All decisions on membership applications shall be made by the INFO Network Committee. Membership shall be granted if, in the Committee's opinion, the scheme/office meets the 'fundamental principles' set out in INFO Network's *'Effective approaches to Fundamental Principles'* guide.

Obligations

- 4.4 Members are expected to:
 - meet six 'fundamental principles':
 - independence, to secure impartiality
 - clarity of scope and powers
 - accessibility
 - effectiveness

- fairness
 - transparency and accountability
- and observe the approaches in INFO Network's *'Effective approaches to Fundamental Principles'* guide, so far as it is within their control
- adhere to INFO Network's policies on anti-harassment and sharing of Member information, and any other policy that from time to time is agreed by Members
 - observe the confidentiality of all discussions among Members under the Chatham House Rule
 - pay the annual membership subscription.

Register of Members

- 4.5 The register of current Members is available in INFO Network's intranet. It includes the name and direct contact details of each Member's Registered Senior Representative, that being the Ombudsman (or equivalent) or Deputy Ombudsman (or equivalent).

5. Annual Subscription

- 5.1 INFO Network shall have a three-tier (small, medium, large) annual membership subscription structure based on scheme/office annual operating budgets.
- 5.2 The annual subscription shall be invoiced by mid-January each year, for payment by mid-February — except that a new Member joining on or after 1 October shall not be required to pay a subscription for the remainder of that year.
- 5.3 The amounts of the annual subscriptions shall be proposed from time to time by INFO Network's Committee.

6. Termination of membership

- 6.1 A Member may resign from INFO Network at any time, by written notification to the Chair.
- 6.2 Where a Member fails to comply with membership obligations, INFO Network's Committee has the discretion to take such action as is required in all the circumstances, including termination of membership.

7. Annual General Meeting

- 7.1 INFO Network shall have an Annual General Meeting (AGM) of Members, which may coincide with the annual conference.
- 7.2 The business of the AGM shall include:
- an activity report from the Chair
 - a financial report from the Treasurer
 - election of Committee members
 - any other items for Member decision, of which at least four (4) weeks' notice has been given
 - an open forum where Members can raise matters for general discussion.
- 7.3 Members shall be represented at the AGM by their Registered Senior Representative.
- 7.4 The Registered Senior Representative must confirm their AGM attendance by the nominated deadline.
- 7.5 The Registered Senior Representative must provide the names of any staff of the Member who will also be attending the AGM.
- 7.6 Where the Registered Senior Representative is unable to attend the AGM, they may nominate another senior person from within the Member's staff to attend.
- 7.7 Where a vote at the AGM is necessary, it shall be decided by a simple majority of the Registered Senior Representatives present at the meeting.

8. General meetings of Members

- 8.1 INFO Network shall convene other general meetings of Members as required.
- 8.2 A general meeting may be called by INFO Network's Chair on their own initiative or at the request of not less than five Members.
- 8.3 Members shall be given at least two (2) weeks' notice of a general meeting.
- 8.4 The representation and voting procedures for a general meeting shall be the same as they are for the Annual General Meeting (see 7.3 to 7.7 above).

9. Committee

Role

- 9.1 The management and governance of INFO Network shall be vested in a Committee.
- 9.2 The Committee shall appoint a Co-ordinator/Secretariat for INFO Network upon such terms and conditions as the Committee determines.
- 9.3 The Co-ordinator/Secretariat shall also act as secretary to the Committee.
- 9.4 The Committee and the Co-ordinator/Secretariat shall, in consultation with Members, develop an annual work plan and budget.
- 9.5 Where deemed necessary, the Committee may organise some of its work through sub-committees. Such sub-committees may comprise non-Committee members.

Principles

- 9.6 The following principles shall guide the Committee's operations:
 - Committee members serve as leaders of INFO Network, acting in the interests of all Members and fostering collaboration among Members.
 - Election to the Committee and attendance at Committee meetings is personal. It cannot be delegated.
 - The Committee functions effectively, with experienced leadership and fully committed active Committee members.
 - The Committee meets at least four (4) times a year.
 - The Committee operates on consensus basis to the maximum extent possible.
 - Where a vote is necessary, it shall be decided by a simple majority of Committee members present at the meeting.
 - Committee meetings, documents and correspondence are in English.
 - The composition of the Committee fairly represents INFO Network's membership, across regions, scheme size, scheme maturity and industry sectors.
 - The Committee's nomination and election processes are fair, transparent and accessible, easy to administer and balance continuity with renewal.
 - Support arrangements for the Committee and INFO Network should be cost effective and efficient.

Composition

- 9.7 The Committee shall consist of up to seven (7) members:
 - up to five (5) general Committee members
 - the host for the current annual conference
 - the host for the immediate past annual conference.
- 9.8 Ideally, there shall be one Committee member from each of INFO Network's four (4) designated regions (Eurasia, Africa, Americas and Asia-Pacific).

Nomination

- 9.9 Nominees for all Committee positions shall be an Ombudsman (or equivalent) or Deputy Ombudsman (or equivalent) who is actively involved in INFO Network.
- 9.10 The Committee shall nominate:
- a Chair from among the existing Committee members
 - the two (2) annual conference host Committee members.
- 9.11 At least one (1) month prior to the AGM, the Co-ordinator/Secretariat shall call for nominations for the general Committee positions available for the next year.
- 9.12 Nomination as a general Committee member shall be made through INFO Network's nomination process. Each nomination shall be supported by the Registered Senior Representative of one other Member.

Election

- 9.13 The Committee shall be elected by Members at the AGM. Committee members shall take up their positions from the first Committee meeting after the AGM, which is usually the December meeting.
- 9.14 If the number of nominations for general Committee positions exceeds the number of available positions, a formal ballot of Members shall be held during the AGM.

Terms

- 9.15 The Chair shall be elected for a term of two (2) years. The term as Chair may be in addition to any term as a general Committee member and/or annual conference host Committee member.
- 9.16 Each general Committee member shall be elected for a term of two (2) years.
- 9.17 Notwithstanding the provision at 8.16, the Committee may implement a mixed schedule of one (1) and two (2) year terms where it is necessary to balance Committee experience and turnover.
- 9.18 Each annual conference host Committee member shall be elected for the year of their conference and the year immediately after their conference. They shall then move off the Committee, unless elected in their own right.
- 9.19 The Committee shall, from time to time, appoint one of the Committee members to serve as the Treasurer.
- 9.20 Where a Committee vacancy arises for any reason, the Committee shall decide whether and how to fill the vacancy.

10. Conferences

- 10.1 Members of INFO Network, individually or as a group, may be appointed by the Committee to host the annual conference.
- 10.2 The decision to make a hosting appointment shall be vested in the Committee.
- 10.3 The Committee shall adopt a tendering process to identify the annual conference host.
- 10.4 In appointing a host for the annual conference, the Committee shall have regard to the established convention of rotating the conference through the four (4) regions of INFO Network.
- 10.5 In accepting the appointment to host the annual conference, the Member/s shall agree to follow the guidelines in INFO Network's *'Guide for conference organisers'*.
- 10.6 The hosting appointment shall include the right to circulate information about the conference to Members, and to other stakeholders agreed with INFO Network.
- 10.7 The terms of the hosting appointment shall normally provide that the operation and financial risk of hosting a conference shall fall exclusively on the hosting Member/s.
- 10.8 The Committee shall have the discretion to provide financial support to an annual conference host in exceptional circumstances.

11. Funds

- 11.1 The funds of INFO Network shall be held exclusively for the purposes of INFO Network.
- 11.2 A statement of income and expenses for the year to date, against the annual budget set by the Committee at its December meeting, shall be presented to the AGM.
- 11.3 On dissolution of INFO Network, any remaining funds shall be dispersed as set out in 13.1 and 13.2.

12. Constitution amendment and review

- 12.1 This Constitution shall be formally reviewed every three (3) years, by the Committee in consultation with Members.
- 12.2 Following this, it may be amended at an AGM or at another general meeting of Members called by the Chair in line with the general meeting procedures in clause 8.
- 12.3 The amended Constitution shall take effect immediately following the meeting described in 12.2.

13. Dissolution of INFO Network

- 13.1 Following the passing of a resolution by at least two-thirds of Members to dissolve INFO Network, any remaining funds shall be donated for charitable or educational purposes, consistent with the principles and aims of INFO Network.
- 13.2 The distribution of the remaining funds shall be determined by the Committee, having consulted with Members.