Committees and Appointees to Committees

A by-law relating generally to the structure and governance of committees of

**McMaster Association of Part-time Students**

Be it enacted, as By-law 3 of McMaster Association of Part-time Students, as follows:

1. **Board Committees**
   a. The Board of Directors may appoint committees for any purpose within its powers. Committees, their respective memberships, and their respective terms of reference are at the discretion of the Board, and they may be changed at any time.
   b. The Board may appoint an Executive Committee in accordance with Section 3.
   c. The Board shall appoint, in consultation with the university administration, a monitoring committee, comprised of members of the university community who bring knowledge and experience in organizational transparency, ethics, organizational and financial accountability. The term of the committee shall initially be three years (2013 – 2016), and its purpose shall be to periodically evaluate how well the Association is adapting to its new by-laws and board policies. It shall make an annual report to the Membership which shall be released concurrently with the Audited Financial Statements of the Corporation, and be posted in its own Section on the Corporation's website.
   d. The Board shall normally have standing committees that address at least the following general areas, but the Board reserves the right to assign multiple areas to a committee:
      i. Internal Affairs (including Membership engagement);
      ii. External Affairs;
      iii. Finance;
      iv. Awards; and
      v. Nominations
   e. Terms of Reference for a committee should be framed with respect to how a committee’s activities will advance the Corporation’s strategic ends. Committees shall normally review their respective terms of reference and propose changes for the Board’s consideration by November of each year.

2. **Dispute Resolution Tribunals**
   a. Where there is a dispute between the Board and a Member, one or more board members, a committee of the Board and the board, or others who voluntarily agree to internal dispute resolution, the Board shall strike a three member adjudication tribunal, which shall review the facts and make a final ruling on the dispute.
   b. Tribunal members will be appointed from a pool of pre-selected candidates who shall reflect a cross-Section of the university community, known for their fairness and ethical application of rules and procedures, and have no direct interest in the outcomes of any dispute.
   c. The tribunal will only be employed when the parties to the dispute have exhausted their options under the Association’s dispute resolution policy.
3. **Executive Committee** (if appointed by the Board)
   a. **Membership:** The Executive Committee shall consist of the President (who shall chair the meetings), the First Vice-President, the Second Vice-President, and the Vice-President Finance, who are appointed by virtue of being officers of the Corporation.
   b. **Ex-Officio Members:** The Corporate Secretary and the Executive Director are *ex officio* members of the Committee, by virtue of their position within the Corporation. One or both may be excused by the Committee, at its discretion.
   c. **Past-President:** The Past-President from the immediately preceding year may serve on the Executive Committee if she is still an elected member of the Board, is not currently serving as a corporate officer, and is appointed to the committee by the Board.
   d. **Powers:** The Executive Committee may act on behalf of the Board on urgent and emergency matters that occur between normal Board meetings. The Executive Committee is bound by all Board policies, including those regarding the delegation of authority, executive limits, and the execution of binding documents.
   e. **Report:** The President shall report to the Board actions taken by the Executive Committee at each ‘annual meeting. The Board of Directors may, with respect to any particular action of the Executive Committee:
      i. Assent to and ratify the actions of the Executive Committee with or without comment;
      ii. Express any concerns or reservations regarding the Executive Committee’s actions and provide direction regarding future actions; or
      iii. Overturn the Executive Committee’s actions to the extent reasonably feasible.
   f. **Suspended:** Should the number of Directors in office fall below the minimum, the Executive Committee shall not meet until the minimum number of Directors is again in office.
   g. **Meetings:** The Executive Committee shall meet at the call of the chair or at a regular day and time set in advance.
   h. **Notice** for a meeting of the Executive Committee shall be the same as for the Board.
   i. **Quorum:** Three members shall constitute quorum, as long as at least one of the members in attendance is the President or a Vice-President.
   j. **Voting:** Executive Committee members shall each have one vote on any matter that may come before the committee. Executive Committee members may not vote by proxy.
   k. **Teleconferencing:** The Corporation shall make available alternate means for Executive Committee members to attend meetings that allow for adequate communication between all participants, and allow members to attend:
      i. In person;
      ii. Through teleconferencing services; or
      iii. Through internet-based web meeting technology.
   l. **Removal:** Executive Committee membership is granted by virtue of position, save for the Past-President, who may be removed or not appointed to the Executive Committee by the Board. All other members are removed from the committee when they cease to be officers of the Corporation.
4. **MAPS Appointees to University and External Committees**
   
a. Any person appointed or recommended by the Board to represent the Association on a University or external committee shall conduct herself with due regard to the fact that she sits as a representative of all part-time students. Her primary obligation when attending committee meetings is to represent the best interests of McMaster part-time students.

b. The appointee may be asked, from time to time, to provide updates on the activities of the committee, with due regard to the confidentiality of any closed session proceedings.

c. The President and the Executive Director shall make themselves available to all part-time student representatives on committees as information resources.