

CSAM-SMCA Committee Terms of Reference

Committee Name: Bylaws Committee

Purpose:

The purpose of the Bylaws committee is to:

1. Review the Bylaws annually.
2. Recommend additions, deletions, and amendments to the Bylaws to the Board.
3. Recommend changes to operating rules and procedures to the Board.

Mandate:

The Constitution and Bylaws Committee was struck in 2007 on behalf of the CSAM-SMCA board and membership. It is one of the core committees of CSAM. Actual changes to the Bylaws can be approved only by the members of CSAM-SMCA-SMCA at the Annual General Meeting of members, or a special meeting called for the specific purpose of a Bylaw change. Operating Rules and Procedures are internal matters which are not embedded in the Bylaws themselves and do not need approval by the general membership.

Membership:

There shall be up to four (4) members, one or more to be current Board members. All are to be appointed and approved by the Board.

Term will be two years, renewable once; or as determined by the Board.

Chair:

The Chair will be a Board member determined by the Board of Directors.

The Chair shall:

1. Call meetings of the committee.
2. Chair meetings of the committee.
3. Designate another committee member to chair the committee in the Chair's absence.
4. Report to the Board on the work of the committee.
5. Term will be two years, renewable once; or as determined by the Board.

Meeting Arrangements:

The committee will meet at least quarterly (3 teleconference meetings and 1 “in person” to coincide with the annual CSAM-SMCA Scientific Meeting); or in addition at the call of the chair, or as directed by the Board. Members are asked to commit to participate in a minimum of 50% of the teleconferences and to attend the “in person” meeting. Meetings to be in person, electronic, telephone, or teleconference.

Quorum:

Quorum shall be Quorum 50 % of the voting committee members present at a meeting.

Minutes:

The staff supporting the committee shall take minutes at the committee meetings and the minutes shall be approved at subsequent meetings. Minutes will be kept and stored in accordance with the organization’s practice.

Reporting:

The Committee chair reports in writing to the CSAM-SMCA Board of Directors or CSAM-SMCA Executive annually. Oral reports to the Board of Directors will take place when requested by the CSAM President or the Committee Chair.

TOR Approved by: CSAM Board of Directors

TOR Approval Date: Every 5 years – strategic planning cycle

TOR Reviewer: Member of CSAM-SMCA Executive Committee

TOR Review Date: Every 2 years – term sitting preside