

 UCN COUNCIL OF ELDERS Policy & Procedures	# Pages: 2	Policy Reference: CE-01-02
	Approved by: UCN Council of Elders	
Section: COUNCIL OF ELDERS	Effective Date: November 23, 2016	
Title: EXECUTIVE COMMITTEE	Replaces: June 23, 2011	

These Terms of Reference define the scope of possible committee activities. Committee business will vary and will not necessarily include all nor be limited to the following activities at any one time or during any given year.

1. Purpose

- a) To make decisions on behalf of the Council of Elders in the event of an emergency or the inability of the Council of Elders to meet.
- b) To make decisions on behalf of the Council of Elders in specific matters delegated to it by the Council of Elders.
- c) To set the agenda for meetings of the Council of Elders.
- d) To consider and report on policy matters relating to the Council of Elders.

2. Authority

- a) The Executive Committee is accountable to the Council of Elders.
- b) In the circumstances referred to in Sections 1.1 and 1.2, the Executive Committee shall possess all power and authority of the Council of Elders.
- c) The Executive Committee may not contravene any policy of the Council of Elders.

3. Composition

- a) All Committee members shall be voting members of the Council of Elders.
- b) The Executive Committee shall consist of the Chair, Vice-Chair, and three members
- c) The Committee has the discretion to invite resource persons to sit on the Committee as non-voting members for a term to be determined by the Committee.
- d) The Chair of the Council of Elders shall serve as the Chair of the Committee, and the Vice-Chair of the Council of Elders shall serve as the Vice-Chair of the Committee.

4. Terms of Office

- a) The term of office for the
 - i. Chair: Three year term renewable once and upon completion of second term one year must pass before being nominated to serve as Chair again.
 - ii. Vice-Chair: Three year term renewable once and upon completion of second term one year must pass before being nominated to serve as Vice-Chair again.
 - iii. Committee Members: Three year term renewable once and upon completion of second term one year must pass before being nominated to serve as a Committee Members again.

5. Appointment Procedures

- a) The Chair, Vice-Chair and 3 members of the Executive shall be selected by the Council of Elders at a regular scheduled meeting of the Council

6. Committee Operations

- a) The Committee shall operate in a manner consistent with the Council of Elders Role & Function policy.
- b) The Committee shall ensure a record of all decisions and discussion of the Committee is maintained in good order.
- c) Committee minutes shall contain three sections on attendance: present, regrets, and absent.
- d) All Committee minutes are considered to be records of the Council of Elders and shall be maintained in a central file managed by the Tri-Council Office.
- e) The Committee may strike sub-committees as required in order to do its business.
- f) The Committee shall meet as often as necessary to conduct its business.
- g) An annual schedule of meetings shall be drawn up at the commencement of each academic year.
- h) Notice of Meetings:
 - (i) In addition to scheduled meetings, such other meetings as may be required to conduct the business of the Committee may be called by the Committee Chair. Notice provisions of 48 hours shall apply.
 - (ii) Notice of the time, date, and location of the subsequent meeting shall be given at the conclusion of each Committee meeting. In addition, notice of meetings shall be mailed, e-mailed, or otherwise delivered in such a manner that, under normal circumstances, the members shall receive notice at least 48 hours before the meeting.
- i) A majority of the voting members of the Committee shall constitute quorum for the transaction of business.
- j) The meeting venue of the Committee shall be by means of telephone or other means of communication that permits all members in attendance to hear each other; and a member so participating is considered to be present at the meeting.
- k) Robert's Rules of Order shall govern the conduct of all Committee meetings.
- l) Where the Committee Chair decides that it is desirable for a business item to be voted on before the next scheduled meeting, an e-mail, fax, and/or telephone vote may be held.
- m) Members shall exercise due diligence in the performance of their duties, maintain respect for confidentiality, comply with UCN's Code of Ethics, follow procedures for disclosing and dealing with conflict of interest, and act at all times in the best interests of UCN.
- n) Committee members are required to advise the Committee Chair and the Tri-Council Office, in advance, of their inability to attend a meeting.
- o) Committee members are expected to attend all meetings, including any extraordinary meetings. If a member fails to attend two consecutive meetings, a vacancy may be declared by the Council as a whole at a regular scheduled meeting of the Council.