



SUB-COMMITTEE BYELAWS

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A. GENERAL OBJECTIVES FOR THE FORMATION OF SUB-COMMITTEES

1. Sub-committees are intended to support the EXCO's work by bringing to bear special skills, knowledge or expertise on specific matters. They prepare the groundwork for decision-making and report their findings or recommendations at subsequent EXCO meetings. Members of the sub-committees do not need to be members of the EXCO to do this as their function and role by delegation of authority by the EXCO and entails reporting back to the EXCO. Therefore attendance at EXCO meetings for this purpose is clearly envisaged as part of the sub-committee function.
2. The work of sub-committees should enable better management of the EXCO's time and allow in-depth scrutiny and more focused attention on specific issues.
3. Sub-committees should also be seen as a meaningful way of engaging the wider membership in achieving the objects of the Council and therefore inclusivity should be a further motivation for the formation of sub-committees.
4. Whilst most sub-committees will be established as standing committees to consider a continuing objective such as sectorial issues or governance, the EXCO may also form *ad hoc* sub-committees with a single purpose or with limited terms of reference, such as to review a specific operational or management issue. Such committees should be dissolved after giving its recommendations.
5. The EXCO should normally depend heavily on the findings and recommendations of its sub-committees, although final decisions to accept or reject these recommendations will be made by the EXCO. Whilst sub-committee have an important role to play in governance of the Council, they do not themselves hold any executive authority to act on behalf of the Council.

B. FORMATION OF SUB-COMMITTEES

1. Pursuant to Article 8.1(iii) of the Constitution, the EXCO may appoint any number of sub-committees for a specific purpose and that may include persons that are not elected members of the Executive Committee.
2. The EXCO should define the sub-committee's role and mandate at the time of formation and this may be reviewed or revised from time to time based on feedback. Committees need clear goals, objectives and terms of reference in order to function effectively, and the EXCO should ensure that these are clearly articulated before establishing the committee. Many committees have been known to work outside their intended purpose due to a lack of precise objectives.

3. Any member of the Council may propose the formation of a sub-committee to the EXCO. The EXCO may resolve to establish a sub-committee so proposed if it is satisfied that there will be sufficient persons able and willing to serve on that sub-committee and who have sufficient knowledge or expertise in the area covered by that sub-committee.
4. Each sub-committee must have a chairman appointed by the EXCO or elected from amongst its members.
5. The sub-committee chairman plays the key role in an effective sub-committee. He/she sets the tone, pace and strategies of the sub-committees' functioning, hence the chairman should have motivational and leadership skills and sufficient time commitment for that role. An effective chairman should have knowledge, experience and behavioural skills relevant to the work of the committee. The role requires extra work, time for communication with committee members and management and a willingness to resolve conflicts among members. The committee chairman co-ordinates work and ensure the delivery of timely reports and updates to the EXCO.
6. The committee's goal must be aligned to achieve the objectives of the organization as a whole.

C. PROCEEDINGS OF SUB-COMMITTEES

1. Subject to these byelaws, sub-Committees may conduct proceedings and meet as they deem fit to deliver reports and updates relating to the sub-committee's work and objectives. Nonetheless standing sub-committee will be expected to meet at least 4 times a year and present as many reports or updates.
2. The committee chairman will be responsible for preparing agendas for the meetings, assigning responsibilities to committee members and doing some of the follow up to make sure that the assigned work is being done by members.
3. The quorum of sub-committee meetings should comprise of members who represent at least half the number of sub-committee members. If no quorum is present for more than half the meetings convened in a calendar year, or if a standing sub-committee does not meet at least 4 times a year, the composition of the sub-committee should be disbanded or have its composition and membership reviewed.
4. Clear timelines for the delivery of committee reports and updates should be established by each sub-committee.
5. Minutes should be recorded for all sub-committee meetings and final minutes are required to be placed before the EXCO. Sub-committees may request the support of the secretariat staff for the recording and preparation of minutes where meetings are held in the secretariat office, otherwise sub-committees must delegate these tasks amongst their members or find their own secretarial resources.

6. Sub-committee members may request to be briefed by management personnel on certain agenda items. Committee chairs should promote full and fair discussions on the various issues placed before the committees.
7. Where the sub-committee chair is not present within 15 minutes after the time appointed for holding the meeting, the members present may choose one of their number to be the chairperson of the meeting, provided a quorum is present.
8. The Code of Ethics and Conduct adopted by the EXCO shall apply to sub-committees.

END
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