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*Note: Amendments were last made to this Appendix on January 14, 2026, as adopted by the Board of Directors.*

## 1.0 Preamble

A well-functioning Board of Directors is essential to the health, sustainability, and growth of the Central Student Association (CSA).

The CSA's Board of Directors ('Board') accomplishes much of its work through CSA Board Committees ('committees') to enhance Board productivity and organizational effectiveness.

## 2.0 Definitions

In this policy, unless the context otherwise requires, these shall be the definitions:

**"Board"** means the Board of Directors of the CSA.

**"Chair"** means the Chair of the Board.

**"Director"** means an individual occupying the position of Director of the CSA by whatever name they are called.

**"Executive"**, sometimes referred to as Executive Officers means one, or all of the four Executive of the CSA, namely, the President, Vice President Student Experience, Vice President Academic, and Vice President External.

**"Full-time undergraduate"** means a person who is registered at the University of Guelph as a full-time undergraduate student as the same is defined from time to time by the Registrar of the University of Guelph, or as a person who has been registered in one of the immediately preceding two semesters and who is eligible to continue in a recognized program at the University of Guelph.

**"Member"** means a member of the CSA, as defined in the bylaws.

**"Members"** means the collective membership of the CSA.

**"Officer"** means an officer of the Corporation.

**"Part-time undergraduate"** means a person who is registered at the University of Guelph as a part-time undergraduate student as the same is defined from time to time by the Registrar of the University of Guelph, or as a person who has been registered in one of the immediately preceding two semesters and who is eligible to continue in a recognized program at the University of Guelph.

**"Registered undergraduate student"** means a person who is registered at the University of Guelph as an undergraduate student.

## 3.0 Committees Overview

### 3.1 Authority (Decision-Making)

**3.1.1** In general, unless specifically stated in CSA bylaws or policy, or within the committee's terms of reference, committees are not decision-making bodies, but rather working committees responsible for:

- a) Providing input prior to matters coming to the Board.
- b) Considering issues as directed by the Board.
- c) Making recommendations to the Board.

**3.1.2** The Board is responsible for the consideration and final approval of all committee recommendations; however, the Board is not obligated to agree with the recommendations.

In other words, committee recommendations can be considered as 'suggestions for the Board's consideration'.

### 3.2 Purpose of Committees

Committees allow the Board to divide work into manageable sections, so that proper time is provided to Board members to research and consider issues.

In addition, committees permit broader participation, so skills and expertise external to the Board can be consulted on issues of importance.

### 3.3 Establishing Committees

The Board may establish the number and nature of its committees, including the membership of them except whereas a committee is mandated by legislation, such as the Joint Health and Safety Committee, which is mandated by the Ontario Health and Safety Act (OSHA).

### 3.4 Accountability

CSA committees provide the benefit of strong accountability. Committee members have specific assigned tasks and are directly accountable to the Board for completing them.

Committees have dedicated time for addressing agenda items, and the Board expects them to conduct due diligence and be thorough, yet timely, in pursuing their responsibilities.

Committees provide comprehensive information to the Board that is presented in a concise manner to help inform Directors' votes on specific issues.

Committees are expected to be accountable for making timely reports to the Board, as outlined in the terms of reference of each committee.

### **3.5 Composition**

CSA committees utilize the varied and specific talents, expertise, skills and knowledge of CSA Members, Directors, Executive, staff, and volunteers to provide a complete and broad perspective on issues.

Committees may include members external to the CSA considered to be subject matter experts that can contribute to fulfilling a committee's mandate by providing even broader expertise and perspective.

In cases of Executive vacancies, alternate Executive Members will be assigned to fulfill the committee responsibilities of the vacant position, by vote of the Executive Committee. The selected Executive will assume responsibility for all listed duties of the vacant Executive position within the Terms of Reference for the committee.

### **3.6 Member Conduct**

Committee members shall exhibit the following behaviours in the course of their work:

- a) Embrace a spirit of collaboration.
- b) Contribute to discussion and build on the ideas of others.
- c) Be willing to ask probing questions and explore various perspectives and alternatives.
- d) Assist in evaluating the adequacy of available data.
- e) Willing to take extra time when needed to seek out additional sources of expertise before making final decisions.

### **3.7 Member Responsibilities**

Committee work requires members be willing to spend the necessary time and effort needed to research issues, and who understand that committee work is in addition to regular Board work.

### **3.8 Terms of Reference (Committees)**

- 3.8.1** Each CSA committee shall have formal terms of reference to determine their responsibilities and expectations. The terms of reference should

include:

- a) The composition of the committee.
- b) The objectives, purpose and activities.
- c) The powers that have been delegated.
- d) Any mandate to make recommendations to the Board.
- e) The lifespan of the committee.
- f) Meeting frequency, meeting roles: Scribe (note taker, secretary, etc.), Chair, Vice-Chair, and requirements for quorum.
- g) A scheduled review of the terms of reference.
- h) How the committee reports to the Board.

**3.8.2** When developing committee terms of reference, the Board should consider that the committee's work is primarily advisory in nature.

A committee's terms of reference should detail the types of recommendations the Board is looking for, and define the committee's authority, whether it is expressed or implied.

## **3.9 Committee Classification**

**3.9.1** The CSA uses the following classifications for committees:

- a) Standing Committees
- b) Operational Committees
- c) Internal Committees
- d) External Committees

## **3.10 Standing Committees**

**3.10.1** Standing Committees are established within Bylaw 1 – Organizational by the CSA Board of Directors as approved by the CSA Membership.

**3.10.2** Standing Committee mandates are integral to the effective governance and management of the CSA.

**3.10.3** The CSA has established the following Standing Committees as defined in Bylaw 1 – Organizational:

- a) Executive Committee
- b) Executive Evaluation Committee (dissolved)
- c) Finance Committee
- d) Student Events and Initiatives Funding (SEIF) Committee
- e) Policy & Bylaw Review Committee (PBRC)
- f) Accessibility Committee
- g) Capacity, Analysis, and Planning Committee (CAPCOM)

### 3.11 Operational Committees

- 3.11.1 CSA's Operational Committees report directly to the CSA Board of Directors.
- 3.11.2 Operational Committee mandates are integral to the effective implementation of CSA Services.
- 3.11.3 The CSA has established the following Operational Committees as defined in this Appendix:
  - a) Bullring Operations Committee
  - b) Bike Centre Committee
  - c) Ethical Purchasing Committee
  - d) FoodBank Committee

### 3.12 Internal Committees

- 3.12.1 Internal Committees do not report directly to the CSA Board of Directors.
- 3.12.2 Internal Committee reporting structures vary and are detailed within their terms of reference.

The CSA Board of Directors is, however, ultimately responsible for the committee's actions as per Bylaw 1 – Organizational, Section 4.0 Board of Directors: “The affairs of the CSA shall be managed by a Board of Directors”.

- 3.12.3 Internal Committees are those that are formed to monitor or enhance internal operations and /or provide cross-organizational perspective on the implementation of specific activities, or to provide oversight to CSA processes such as with the Elections Appeals Board.
- 3.12.4 The CSA has established the following Internal Committees as defined throughout the CSA Bylaw & Policy Manual:
  - a) Elections and Referendum Committee
  - b) Elections Appeals Board (EAB)
  - c) Student Space Ad Hoc Committee
  - d) Affordable Housing Initiative
  - e) Clubs Tribunal (CSA Clubs Conduct Tribunal)

### 3.13 External Committees

- 3.13.1** External Committees are those that include membership of one or more CSA Directors and/or Executive Officers and are administered within a partnership or collaboration agreement with an external body or is under the direct administration of an external body.
- 3.13.2** There are numerous External Committees and examples include, but are not limited to, the Student Health & Dental Committee, GSA/CSA Transit Committee, Sexual Violence Committee, University of Guelph's Information Technology Student Advisory Committee, and Academic Policy and Procedures Committee.
- 3.13.3** A list of Executive Officer and CSA Director membership to External Committees is maintained by the Executive Committee to ensure comprehensive representation or membership, and to assist in Executive Officer transition.

### **3.14 Committee Minutes**

#### **3.14.1 Standing Committees**

- a) All Standing Committees of the CSA shall take minutes at each one of its respective meetings, to be approved by the committee at a subsequent meeting.
- b) All minutes shall be submitted to the Policy & Transition Coordinator for the purpose of archiving and submission to the Board of Directors to receive as information.
- c) Minutes from the final meeting of the academic year may be approved by the committee via email to ensure timely submission to the Board of Directors.

#### **3.14.2 Operational and Internal Committees**

- 3.14.3** All Operational and Internal Committees shall maintain an archive of meeting minutes.