



# **Policies and Procedures Manual**

**April 2016**



## STATEMENT OF EFFECTIVE DATE OF OPERATING POLICY MANUAL

These Operating Policies have been adopted by the Board of the International Network of Women Engineers and Scientists (INWES) in accordance with its Bylaws and come into effect at the date below.

Signed:

A handwritten signature in black ink, appearing to read 'K. J. Lee', written over a horizontal line.

Prof. Kong Joo Lee  
President INWES

Date: 5 April 2016

### Acknowledgment:

This Manual has been prepared by the INWES Governance & Policy Committee 2014-2017:

- Dr. Marlene Kanga – Chair, INWES Board Member, 2011-2017
- Prof. Liette Vasseur, INWES Board Member 2011-2017, Chair Governance Committee 2011-2014
- Prof. Jung Sun Kim, INWES Secretary General, 2011-2014



## Version History of INWES Policy Manual

Version Number	Description	Date Approved
1.0	INWES Policy & Procedures Manual	Special INWES Executive Board meeting, 11 June 2015
Appendix C & D	Modifications and clarification of committees	INWES Executive Board approved the amendments by proxy (via email), 05 April 2016





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## **INTRODUCTION**

This manual describes the operating policies of INWES, developed in accordance with Bylaw No. 1 and adopted by the members on June 26, 2014.

In accordance with By-law No. 1 Article 2.06, the Board may adopt, amend or repeal operating policies that are consistent with its by-laws.

Any operating policy adopted by the Board will continue to be in effect until amended, repealed or replaced by a subsequent resolution of the Board.

The policies described in this document refer to INWES By-law No. 1 and the Articles listed in that document.



## **POLICY NO. 1 - MISSION, VALUES AND OBJECTIVES**

The Mission and Values Statements will be reviewed every three (3) years and the Goals and Objectives will be reviewed every year by the Board of Directors and presented to the members at the Annual General Meeting for ratification.

### Mission Statement

As an international network of organisations and experts, INWES thrives to strengthen the capacity of individuals, organisations, and corporations through education and professional development thus encouraging the participation of women in Science, Technology, Engineering, and Mathematics (STEM) worldwide.

### Values Statement

INWES believes strength is in unity. If women are to have a significant voice, one that is heard by mainstream science and engineering on issues such as the environment, sustainable development, gender equity, and many other critical issues, then we must strive to state clearly and consistently our position and views in a united effort.

### Objectives

The objects of the Corporation are:

1. To strengthen the capacity of individuals and organisations related to women in STEM (science, technology, engineering, mathematics) worldwide through the exchange of information, networking and advocacy activities;
2. To increase the presence of women in mainstream STEM worldwide;
3. To be a responsible voice and influence on scientific issues for the benefit of society and the environment; and
4. Expanding opportunities for education through the INWES Educational and Research Institute.



## **POLICY NO. 2 – MEMBERSHIP**

According to By-law No. 1 Article 3.01, there is one class of membership divided into five categories as described in By-law No. 1 Article 3.02.

The subcategories of membership are:

- a. Organizational Members: not-for-profit or charitable organisations, incorporated or unincorporated, including research institutes, whose objectives, goals, purposes and missions are consistent or complimentary to INWES;
- b. Post-Secondary Institutions Category consisting of universities, colleges, engineering schools and other academic institutions with similar goals and missions to INWES;
- c. Corporate Members: business corporations interested in or engaged in the teaching or other application of science, technology, engineering or mathematics;
- d. Individual Members: individuals interested or engaged in the practice, teaching or other application of science, technology, engineering or mathematics (these individuals should not be already part of another organisation that is a member of INWES);
- e. Honorary Members: individuals who have given long and distinguished service to INWES and its objectives.

The board of directors of the Corporation may, by resolution, approve the admission of new members of the Corporation. Upon acceptance as a member, the INWES Executive Board or its appointee is responsible for advising the new members of acceptance, and provide any other documentation relevant to their membership of INWES.

### **Membership – Term, Voting and Continuance**

In accordance with Article 3.04, each member is entitled to receive notice of, attend and vote at all meetings of members and shall be entitled to one (1) vote at such meetings.

In accordance with By-law No. 1 Article 3.05, the term of membership of a member shall be 12 months, commencing on 1 July each year.

In accordance with By-law No. 1 Article 3.07, members will continue to hold full membership on payment of membership dues.





### Associate Members

- (i) Associate members are not formally recognised in the INWES By-laws.
- (ii) The Board of INWES may approve associate members as a special class of non-voting membership.
  - Associate membership shall be available only to not-for-profit or charitable organisations, incorporated or unincorporated or business corporations interested in or engaged in the teaching or other application of science, technology, engineering or mathematics but not interested in being actively involved in the corporation while supporting the objectives of INWES and have applied and have been accepted as associate members of INWES.
- (iii) The term of membership of an associate member shall be annual, commencing 1 July each year and subject to renewal in accordance with the policies of INWES
- (iv) Associate members shall not be entitled to receive notice of, attend or vote at meetings of the members of INWES.

### **Membership Recruitment Process**

Any Member shall promote and encourage other post-secondary institutions, organisations or corporations to become a member of INWES. The Chair of the Membership Committee has the responsibility to support the membership function of the organisation.

Membership applications shall be sent to the General Secretary of INWES who shall immediately notify the INWES Executive Committee. Prospective members may also self-identify through the web site or by e-mail.

Upon acceptance as a member, INWES Executive Committee or its appointee is responsible for advising the new members of acceptance, and provide by-laws, policies and procedures manual and any other documentation (e.g. bulletin or newsletters) relevant to their membership of INWES.



### **Termination of Membership**

Membership of INWES will be terminated under the various circumstances listed in By-law No. 1 Article 3.06.

### **Disciplinary action**

The INWES Board may suspend a member or otherwise take disciplinary action in accordance with By-law No. 1 Article 3.08.



## **POLICY NO. 3 –MEMBERSHIP DUES**

### **Payment of Membership Dues**

Membership dues of INWES are payable annually. The amount and manner to be paid will be determined by the Directors in accordance with By-law No. 1 Article 3.07.

An electronic notification shall be sent to each member by the Treasurer in April each year with a second message in early July.

### **Members in good standing**

Only members who have paid their membership for the current year are considered in good standing. If after a grace period of one month membership fees are not received, members shall be considered as terminated.

Only members in good standing (i.e. have paid their membership dues) can vote during the Annual Meeting and can use the INWES logo on their printed material and website, or claim to be members of INWES in any other way.

### **Review of Membership dues**

Membership dues will be reviewed annually. Changes to the membership dues will be proposed, discussed and voted on by member groups at the Annual General Meeting for the following year.



## **POLICY NO. 4 - MEETINGS OF MEMBERS**

### **Annual Meetings**

In accordance with By-law No. 1 Article 4.01, an annual meeting shall be held between the 1st day of July and the 30th day of December in each year on a day fixed by the Board of Directors. The Annual Meeting will be held in person in conjunction with the ICWES Conference and by electronic means in the other years but always initiated from Canada as it is the home of the corporation.

The purpose of the Annual Meeting shall include but not be limited to:

- Elect the Board of Directors as required or ratify directors (as required to fill vacancies);
- Share member organisation activities over the previous calendar year;
- Receive the annual report from the President outlining INWES activities throughout the previous calendar year;
- Receive the financial statements of the previous fiscal (calendar) year by the Treasurer;
- Appoint auditors for the current fiscal (calendar) year;
- Ratify the mission, values, goals and objectives (as required by the timeframe);
- Determine INWES activities (as required);
- Ratify the membership dues for the next calendar year (if required);
- Elect the Board(at ICWESconference);
- Any other business as appropriate.

### **Special Meetings**

In accordance with By-law No. 1 Article 4.02, the Board may at any time call a special meeting of members for the transaction of any business, which may be properly brought before the members.

A special meeting may be called on receipt of a requisition of **not less than 5% of Members** in accordance with the timelines defined in By-law No. 1 Article 4.02.



## **Procedures relating to Meetings**

Procedures relating to meetings are as specified in Bylaw 1 as follows:

- By-law No. 1 Article 4.03 - place of meetings
- By-law No. 1 Article 4.04 - business that may be transacted
- By-law No. 1 Article 4.05 - notices regarding meetings
- By-law No. 1 Article 4.06 - waiving of notice of meetings
- By-law No. 1 Article 4.07 - persons entitled to be present at meetings
- By-law No. 1 Article 4.08 - chair of the meeting
- By-law No. 1 Article 4.09 - quorum for meetings
- By-law No. 1 Article 4.10 - meeting held electronically
- By-law No. 1 Article 4.11 - absentee votes, postal and electronic ballots
- By-law No. 1 Article 4.12 - proxy votes
- By-law No. 1 Article 4.13 - casting vote by the chair
- By-law No. 1 Article 4.14 - proposals at annual meetings
- By-law No. 1 Article 4.15 - resolutions in lieu of meetings



## **POLICY NO. 5 - GOVERNANCE AND BOARD COMPOSITION**

### **Board Size and Composition**

In accordance with By-law No. 1 Articles 5.01 and 5.02, INWES is governed by a Board of Directors consisting of individuals elected by the membership. In accordance with the article of continuance from the *Canada Corporations Act*, Part II, there will be a minimum of 3 (three) directors and a maximum of 18 (eighteen).

Directors of INWES shall not be employees of INWES or receive any form of remuneration from INWES.

The Chair of the Board is the President of INWES, but responsibility for all INWES matters lies with the Board collectively. The President has only the power delegated by the Board.

### **Qualifications of Directors**

By-law No. 1 Article 5.03 describes the minimum qualification requirements for Directors.

In addition Directors should have:

- Commitment to INWES, its core purpose and core values;
- Knowledge about the programs and goals of the organisation;
- Capacity to focus that knowledge on decision making that benefits the organisation;
- Ability and eagerness to deal with the vision and long-term future of the organisation;
- Excellent communication skills, and should value working with different languages and cultures within INWES;
- Ability to deliver their responsibilities in the best way for INWES and without looking for profit for themselves or their organisation.

### **Conflicts of Interest**

In accordance with By-law No. 1 Article 5.12, a member shall disclose any conflict of interest that she/he may have.

When a conflict of interest exists, or the appearance of a conflict of interest exists, the Board member will announce this at the relevant Board meeting and will not take part in discussions or voting on connected topics.



## **Elections of Directors**

In accordance with By-law No. 1 Article 5.04, directors are elected for a three year term from among the members.

Ideally, **a minimum of one-third of Directors in each category a, b, c and d**, as listed in By-law No. 1 Article 3.02 (Post-secondary institutions, Organisational, Corporate and Individual) will be replaced at each election. Honorary members (category e) are not eligible to stand for election to the Board of Directors.

The elections will normally be held in conjunction with ICWES conferences (every three years).

A Director so elected shall hold office until the third annual meeting of Members immediately following the meeting at which he/she is elected provided that if an election is not then held, they shall remain in office until the dissolution or adjournment of the meeting at which their retirement is accepted and a successor is appointed.

## **Term of Directors**

In accordance with By-law No. 1 Article 5.04, a Director, if otherwise qualified, is eligible for election or designation as a Director for two (2) consecutive full three year terms, and thereafter is not eligible for re-election or re-designation to the same office until a period of eleven (11) months has elapsed from the date of the last service in that office.

## **Election of Directors**

In accordance with By-law No. 1 Article 5.04(d), Directors shall be elected in accordance with the following procedures:

- A call for nominations will be sent out not less than six months prior to the date of the election, specifying the information to be provided by nominees;
- The Nominating Committee shall ascertain which persons might be suitable and willing to serve as candidates for the position of Director of the Corporation that are to be filled by election, and shall settle a slate of nominees. In determining the slate of nominees, the Nominating Committee shall use its best efforts to ensure that there is representation from each of the geographic regions of the world and the membership categories;
- In addition to the nominations set out on the slate proposed by the Nominating Committee, additional nominees may be proposed to ensure representation from the membership categories and geographic regions;



- The Nominating Committee shall post the slate containing the names of persons that the Nominating Committee proposes as nominees for the offices to be filled by election. The posting shall be included in the annual meeting documents which shall be sent to members at least 21 days before the meeting, in accordance to By-law No. 1 Article 4.05;
- The election of Directors shall be by ballot, according to the By-law, i.e. in person or by proxy.

### **Appointment of Directors**

In accordance with By-law No. 1 Article 5.05, the Board may appoint directors for a term of 12 months, up to the next annual meeting of members, and on the proviso that appointed directors cannot exceed more than one-third of elected directors.

### **Directors - other matters**

By-law No. 1 specifies other matters in relation to the directors as follows:

- By-law No. 1 Article 5.06 - directors ceasing to hold office
- By-law No. 1 Article 5.07 - resignation of directors
- By-law No. 1 Article 5.08 - removal of directors
- By-law No. 1 Article 5.09 - filling of vacancies
- By-law No. 1 Article 5.12 - conflicts of interest
- By-law No. 1 Article 5.13 - confidentiality of board matters
- By-law No. 1 Article 5.14 - Indemnification of directors

### **Board composition**

According to By-law No. 1 Article 7.01, a Director may be appointed to any Office of the Corporation. A person may hold more than one Office.

According to By-law No. 1 Article 7.02, the Officers of the Corporation are:

- President
- Vice-President (Vice Chair of Board and President Elect)
- Immediate Past President





- Secretary General
- Treasurer

In addition, the Board may designate other offices including:

- Chairs of Committees
- up to 10 directors at large (representing sectoral and regional perspectives).
- The Terms of Reference of approved Committees are included in **Appendix C**.

### **Executive Committee**

The Officers of the corporation are: President, Vice-President, Immediate-Past President, Secretary General, and Treasurer and shall form the Executive Committee. Policy 6 lists the policies in relation to the Executive Committee

### **Vacancy on the Board**

By-law No. 1 Article 7.04 lists the circumstances under which a vacancy might arise on the Board.

The Board may remove an officer of the Corporation or fill a casual vacancy in accordance with By-law No. 1 Article 7.04.

### **Meetings of the Board**

The Board of Directors will meet a minimum of twice per year either in person or electronically and shall be in accordance with By-law No. 1 Articles 6.01 to 6.10. A majority of Directors, but not less than four, shall constitute quorum.

The following apply to meeting of Directors:

- By-law No. 1 Article 6.01- calling of meetings
- By-law No. 1 Article 6.02 - place of meetings
- By-law No. 1 Article 6.03 - notice of meetings
- By-law No. 1 Article 6.04 - regular meetings
- By-law No. 1 Article 6.05 - participation by telephone or electronic means
- By-law No. 1 Article 6.06 - quorum for meetings
- By-law No. 1 Article 6.07 - voting at meetings
- By-law No. 1 Article 6.08 - handling a dissent at meetings



- By-law No. 1 Article 6.09 - dissent of absent director
- By-law No. 1 Article 6.10 - resolutions of the board



## **POLICY NO. 6 – OFFICERS OF INWES (EXECUTIVE COMMITTEE)**

During the intervals between the meetings of the Board and in accordance By-law No. 1 Article 7.01, the Executive Committee shall possess and may exercise (subject to any policies which the Board may from time to time impose) all the powers of the Board in the management and direction of the affairs and business of the Corporation, save and except only such acts as must By-law be performed by the Board itself.

It is expected that such powers will be exercised in a manner as the Executive Committee shall deem best for the interest of the Corporation in all cases in which specific directions shall not have been given by the Board.

### **Election of Executive Committee**

The members of the Executive Committee are Officers of the Corporation and will be elected at the first meeting of the Board following the Annual Meeting of members where elections have been held.

The Board will elect the President and Officers from among its Directors.

### **Term of office**

In accordance with By-law No. 1 Article 7.03, the term of office of Officers of the Corporation are the same as the term as a Board member and will be three years unless an officer is appointed to fill a casual vacancy. In such cases the term will be until the next meeting of the Board after the Annual Meeting.

### **Delegations**

The Board delegates its authority to the Executive Committee to make all decisions relating to the proper running of the Corporation.

Financial delegations are limited to expenditures up to US\$ 5,000. Any expenses exceeding this amount for a specific project (or conference) requires the approval of the full Board.

### **Reporting Authority**

The Executive Committee shall keep minutes of its meetings in which shall be recorded all actions taken by it, and at least a summary thereof shall be retained by the Board after each meeting.



The minutes of Board meetings shall be made available to any member if a request is received in writing within two months of the Board receiving the request.

### **Executive Committee Meetings**

The Executive Committee will meet as required to conduct the business of the Corporation. There will be a minimum of four meetings per year.

It is likely that most of these meetings will be held by electronic means with the time chosen appropriate to the majority of the Executive Committee members.

The calls for Executive Committee meetings will be organised through the Secretary General.

The Minutes of the Executive Committee will be distributed all INWES Board members within two months of the meeting. The Executive Committee may delete sensitive or confidential matters from the minutes at its discretion prior to circulation.

### **Quorum**

A majority of elected directors, but no less than three, shall constitute quorum.

### **Execution of documents**

In accordance with By-law No. 1 Article 2.03 documents relating to the Corporation may be executed by any two of its Officers.

### **Description of Offices**

The Officers of the Corporation are in accordance with By-law No. 1 Article 7.02 and as listed below:

#### President

The President shall be the Chief Executive Officer of the Corporation and, subject to the directions of the Board, and shall:

- supervise the affairs and operations of the Corporation;
- prepare a report of the year's progress and work for inclusion in the annual report and for reporting under the Canadian NFP Corporations Act;



- either personally attend or request the President Elect , in her place to chair all meetings of the members, the Board, the Executive Committee, and the other Committees of the Board and to record all facts and minutes of those proceedings in the books kept for that purpose;
- support and mentor the President Elect to ensure continuity of administration and to provide insight into historical decision making;
- give all notices required to be given to members and to Directors;
- certify all Documents issued by the Corporation;
- when present, preside at all meetings of the Board, the Executive Committee and all meetings of Members;
- casts the deciding vote in cases where Board of Directors decisions are tied;
- perform such other duties as may from time to time prescribed by the Board or incident to her office.

#### Vice President (Vice-Chair of Board and President Elect)

The President Elect shall be the Vice-President as described under By-law No. 1 and succeed to the office of President upon the office of the President becoming vacant for any reason. The President Elect shall be vested with all of the powers and shall perform all of the duties of the President in the absence or inability or refusal to act of the President and, subject to the direction of the Board shall:

- represent the Corporation at the request of the President on occasions involving communication or interaction with other organisations, governments or other similar entities;
- support and participate in the mentoring activities of the President to ensure continuity of administration and provide insight into historical decision making;
- attend all meetings of the members, the Board Executive Committee and, at the request of the President, other committees of the Board where the President is unable to do so;
- assist the President in the preparation of a report of the year's progress in work for inclusion in the annual report;
- be the ViceChair of the INWES Board and chair the Board meetings where the President is unable to do so;
- perform such other duties as from time to time prescribed by the Board or incident to her office.



### Treasurer

The Treasurer shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements of the Corporation and shall perform the tasks and functions normally performed by the Treasurer as well as such other duties as may from time to time be prescribed by the Board.

The Treasurer is responsible for the financial matters of the Corporation in accordance with By-law No. 1 Article 2.01 to 2.06.

### Secretary General

The Secretary General shall, when present, act as Secretary of all meetings of the Board of Directors and meetings of Members.

The Secretary General shall have charge of the minute book of the Corporation and the documents and register referred to in the Canada Corporations Act and the custodian of the Corporate Seal of the Corporation.

Alternatively the Board may appoint a person residing in Canada to maintain the Corporation's legal documentation.

The Secretary General (or designate) shall sign such contracts, documents or instruments in writing as require signature on behalf of the Corporation.

The Secretary General is responsible for communications with the Members regarding organisational matters and shall have such other powers and duties as may from time to time be assigned by the Board or as an incidental to the office.

### Past President

The Past President shall be a director who has most recently completed a term as President and has a key role in supporting the new President. The transition to a new President is made easier by providing the benefit of her knowledge and experience.

The Executive Committee and Board will look to the Past President for information about past occurrences. The Past President will help in preparing others to hold the office of President in the future.



The Past President shall:

- transfer any relevant documentation to the incoming President within four (4) weeks of leaving office;
- support the President to ensure continuity of administration and to provide insight into recent events and operations, pass on information and knowledge and provide advice as appropriate;
- represent INWES on the request of the President in interactions with other organisations, governments and relevant entities;
- be a voting member of the Executive Committee;
- work for projects and committees as she and the President see fit, and which she may have identified whilst she was President;
- be responsible for the membership and nomination activities of the organisation;
- perform any other duties, which from time to time may be requested by the Board.

### **Chairs of Committees**

Chairs of Committees may be appointed for specific roles as listed below.

The Chairs of Committees are not officers of the Corporation in accordance with By-law No. 1 Article 7.02. Additional Chairs of committees may be appointed as required from time to time and determined by the Executive Committee.

The Terms of current committees as approved by the INWES Board are included in **Appendix C**.

Chairs of approved Committees shall:

- have the executive responsibility for the area of responsibility of the committee as provided in the committee's terms of reference;
- represent INWES on the request of the President in interactions with other organisations in relation to the role of the committee;
- prepare a report of the year's progress and work of the committee for inclusion in the INWES Annual Report;
- perform any other duties, which from time to time may be requested by the President or the INWES Board.



## **POLICY NO. 7 – BOARD DELEGATIONS AND COMMITTEES**

The Board is responsible for the governance of INWES including administration and finance.

### **Delegations by the Board**

In accordance with By-law No. 1 Article 5.10, the Board may delegate its powers to a managing director (i.e. a staff member) or to the Executive Committee as described in Policy No. 6.

The following powers may not be delegated:

- a. matters requiring the approval of members
- b. filling vacancies of directors
- c. issue of debt obligations
- d. approval of financial statements
- e. adopt, amend or revoke any by-laws
- f. establish dues to be paid by members

### **Board committees**

In accordance with By-law No. 1 Article 5.1, the Board may appoint a committee or advisory body with appropriate terms of reference.

All standing and ad hoc committees shall have a Chair appointed by the Board of Directors. There is no limit on the number of members on a committee.

The Chair of each committee is responsible for reporting on committee activities at Board meetings.

Terms of reference and policy guidelines shall be established by each committee and be approved by the Board of Directors.

Committees will meet as requested by their Chair. The budget and expenditures of all committees must be approved by the Executive Committee then the Board of Directors, as required. The members of committees may be reimbursed for expenditures related to committee activities upon approval of the Executive Committee.

Standing committees may include the following:





- Membership: Chaired by a member of the Board
- Finance: chaired by the Treasurer
- Nominations: chaired by the Past President.

Other committees may be approved by the Executive Committee and include but not be limited to the following:

- Programs
- Policies and Governance
- Conferences
- Advocacy

The terms of reference, composition and reporting requirements for the various committees are in **Appendix C**.

### **Committee Reporting Requirements**

#### Annual Work Plan

Each INWES Committee must submit on 1 July each year, an annual work plan describing the activities that it aims to accomplish during the year. The report must include the names of Committee members and their roles.

#### Annual Report of Activities

The INWES Committee must provide the INWES Board with an annual report of activities by 30 June each year.



## **POLICY NO. 8 – ANNUAL FINANCIAL STATEMENT**

### **Financial Review**

In accordance with By-law No. 1 Article 2.04, the Corporation is required to appoint a public accountant to audit its accounts.

The Treasurer will provide the accounting documents for the auditors to review as soon as possible after the fiscal year-end (30th June) and no later than 31 October of each year.

The Members of the Corporation at each Annual Meeting shall appoint an auditor or may delegate the executive committee to appoint an auditor to audit the accounts (including the financial statements) of the Corporation and to report thereon to Members at the following Annual Meeting.

The appointed auditor will hold office until the close of the next Annual Meeting, and, if an appointment is not so made, the auditor in office continues in office until a successor is appointed.

### **Annual Financial Statements**

In accordance with By-law No. 1 Article 2.05, the Corporations shall make available copies of the annual financial statements as approved by the Board and any other documents required by the Corporations Act Canada, to its members.

Financial statements will be provided in a timely fashion as described in By-law No. 1 Article 4.05.



## **POLICY NO. 9 – ADMINISTRATION AND RECORDS RETENTION**

### **Administration**

The Board may wish to appoint remunerated administrative support from time to time for the following activities:

1. Head Office: The office of Fletcher Wright and Associates in Mississauga acts as INWES Head Office for Canada Revenue Agency records and for storage of archival documents.

### 2. Records Retention

Records shall be retained at the Head Office for the retention periods specified below:

Records are currently retained at the University of Ottawa.

#### General corporate records:

All records of incorporation, By-laws, amendments to the By-laws, corporate seal, minutes from meetings of the Board of Directors and members meetings, annual reports – permanent archive

Insurance policies: including coverage for Directors and Officers liability general liability, seven years after the policy has expired.

#### Financial records:

Signed audited statements and external auditors' reports – permanent archive.

General ledgers, general journals, monthly financial statements, bank statements, cancelled cheques, invoices – eight years.

Tax returns, tax working papers – eight years

#### Archives

INWES entered in 2012 into an agreement with the Archives of Women Studies at the University of Ottawa and therefore possesses a location for any document that need to be archived from time to time and do not have current or past legalities.



### Schedule for transfer of documents

All relevant documents are to be transferred to the archive annually, by 30 September of each year. The Secretary General is responsible for the transfer of relevant documents to the archive and maintaining a list of documents that have been transferred to facilitate retrieval.



## **POLICY NO. 10 - POLICY AND BY-LAW REVIEW**

The INWES Policies and Bylaws will be reviewed as provided below.

### **By-laws**

By-laws may be reviewed as required by the Board or on receipt of a written requisition supported by at least 5 percent of the members.

A change to the By-laws require a minimum of two-thirds of the membership to vote and shall follow the Certificate of Continuance (regarding transition) issued under the Canada Not-for-profit Corporations Act (NFP Act) and related documents for INTERNATIONAL NETWORK OF WOMEN ENGINEERS AND SCIENTISTS for procedures, including notification of intent to change.

Changes to the By-laws represent a special resolution under the Canadian Not For Profit Corporations Act and shall be called through a special meeting of the members.

It is important to note that such actions should not be taken lightly as it represents a significant financial expense for the Corporation.

### **Policies and Procedures**

Policies and procedures shall be reviewed every three years by a committee of the Board or as required or if requested by a written requisition of members representing at least 5 percent of the members.

It is anticipated that the three-yearly review will be conducted by Policy Committee formed after the elections of the new Board of Directors.

Proposed changes must be approved by majority vote (50%+1 votes) of the members present at a meeting of the Board of Directors before being proposed and adopted by the membership present at the next Annual Meeting.



## **POLICY NO. 11 - EXPENSE REIMBURSEMENT**

Depending on the financial health of the organisation, expenses may be reimbursed provided original receipts. The INWES expense reimbursement form is to be used for reimbursement of expenses.

Travel, accommodation and meals may be reimbursed depending of funding for specific functions that had been *previously* authorised by the Executive Committee. This can include representation of specific strategic conferences, for attending regional meeting of ICWES conference or important meetings that require the INWES presence.

### Procedure

The INWESreimbursement form with original receipts attached and signed by the claimant must be completed and forwarded to the Treasurer. The following expenses must be supported by original receipts or other appropriate documents:

- Commercial transportation tickets (economic class only, boarding passes must be included)
- Accommodations
- Car rentals, including insurance coverage, if absolutely needed
- Taxis & airport shuttle
- Parking charges (except charges for meters)
- Meals, excluding alcoholic beverages
- Visa application fees (passport fees are not permissible)

### Guidelines

**AIR Transportation:** The following are not permissible: First or business class, travel insurance; and stopovers between flights en route if such stopovers add to the cost of the ticket, unless the travel has involved a continuous flight of at least nine hours.

**RAIL Transportation:** Coach Class for one-way rail trips of four continuous hours or less; for longer trips a higher standard may be authorised with room or equivalent accommodation being provided for overnight travel.

**PRIVATE OWNED VEHICLE:** Payable at the current Canadian Federal government per kilometre rate.



**DISTANCE LIMITS:** In excess of 325 kilometres/200 miles (return) the use of a personal vehicle will normally not be authorised. In any case, the maximum for all expenses including accommodation and meals while travelling by car should not exceed the equivalent of economy class air travel plus normal ground transportation costs.

**LIABILITY:** INWES shall not be held responsible for any accidents, injury or death to persons or damage to property arising from member's use of a private motor vehicle.

**RENTAL CAR:** The use of rental vehicles may be authorised where, in the opinion of the Board this method of travel is economical and practical. Reimbursement shall include the costs of insurance paid to car rental agents for release of liability. Compact-sized or, if necessary, mid-sized cars (if carpooling) only will be authorised.

**TAXI:** Original receipts are required; details (i.e. trip from address to address) must be recorded on the travel claim.



## **POLICY NO. 12 – ICWES CONFERENCE**

### **Background and History**

From 15th to 21st June 1964, a Conference was held in New York organised by the Society of Women Engineers, and women engineers and scientists from a number of countries were invited to take part and to speak. This was called the First International Conference of Women Engineers and Scientists.

At the close of that Conference a group of participants from the United Kingdom issued an invitation to those present to attend another Conference in the United Kingdom. This second Conference was held in Cambridge, England in 1967.

At that Conference, the organising committee invited certain people to attend a meeting to discuss the possibility of arranging the next Conference. By this time the acronym 'ICWES' had come into use, both to describe the conferences and activity in connection with their organisation. By the time the fifth Conference was held in Rouen in September 1978, it was clear that documentary guidelines were necessary to assist future organisers and to preserve the essential character and continuity of ICWES Conferences. These guidelines were modified at the sixth ICWES in Bombay in September 1981, at the seventh in Washington in June 1984, at the eighth in Cote d'Ivoire, at the tenth in Budapest in 1996, after the eleventh in Chiba, Japan in July 1999 and at the twelfth in Ottawa in 2002.

In Ottawa, the Delegate meeting voted that a new (International Network of Women Engineers and Scientists) should be formed to carry on the work of ICWES in the years between the Conferences, as well as to develop more interactions and cooperation between countries around the world in the field of women in science, technology, engineering and mathematics (STEM). ICWES was to remain largely as it had ever been, but it would be protected by being part of a larger organisation and would have more resources to call upon.

### **Aims**

ICWES Conferences are held:

- to encourage women and other interested people from all over the world to meet and discuss aspects of STEM or gender issues
- to enable interested parties to discuss matters specific to a particular region, or between regions, providing an international overview
- to attract people from the local region, and also from around the world





- to help connect women who wish to contact and communicate with other women with similar experiences
- to put women in all regions in touch with the rest of the world

ICWES Conferences are held every 3 years as far as possible.

## **Hosting an ICWES Conference**

### Call for Bids to host ICWES conference

A call for bids to host the next but one ICWES conference is sent out 18 months prior to the date of the immediately preceding ICWES conference. This means for the ICWES conference in 2020, the call for bids will be made in July 2016 and the host will be announced at ICWES conference held in 2017.

The Chair - Conference Committee will be responsible for sending out the call and liaising with intending hosts.

The Board will review applications and confirm the bid with the host. The host will be announced at the preceding ICWES Conference.

The ICWES Conference, normally lasting about 3 days, will be organised by a local person or organisation (or organisations). The bid does not need to go into great detail, but should include some of the information listed below:

- the month, year, and place where it is proposed to hold the ICWES
- a general description of the facilities available for a conference and the accommodation of participants
- a rough estimate of the fees and cost of accommodation
- the proposed theme or themes and a preliminary draft of the timetable
- details of financial and other resources available to the Chair, especially the possibility of government support.

The successful bidder should be prepared to present the bid at the preceding ICWES (one before the bid).



### Responsibilities of ICWES conference organising organisation

The responsibilities of the ICWES conference organising organisation includes:

- carry out and take responsibility for the organisation at the location
- devise a budget
- approach organisations for funding
- publicise the event
- be responsible for all local expenses. These can be covered by charging a conference fee and by fundraising.
- be responsible for all costs involved in running the Conference, for example, venue, equipment, meeting rooms, speakers..., etc.
- be responsible for the organisation of peer review for papers on engineering, technology, science, social science and education
- agree a fixed amount to be paid to INWES centrally for use of the INWES logo and INWES support network and to further its work, as agreed in a contract
- arrange facilities for INWES business (that is, its Board meeting of 2 days prior to conference and 1 day following the conference and a Members' meeting during one afternoon of the conference which includes the election of Directors;
- the venue for the next ICWES is recommended by the Board and voted on by the Members at the Members General Meeting
- after conference provide a detailed report, list delegates, budget, outcomes etc. within 6 months of the close of the ICWES conference, so that there is a permanent record for INWES archives

Organisers are likely to have sub committees working on the following amongst others:

- Fundraising
- Programme
- Conference venue
- Accommodation
- Social events
- Documentation
- Special programmes (such as students and partners programmes)
- Travel and visa arrangements



- Bursaries

### Responsibilities of INWES for ICWES Conferences

INWES will:

- Give advice on sponsorship and fundraising strategies, and publicise the conference through the INWES website.
- Support the conference organisers by writing support letters when possible, and providing documents and information to enable the organisers to fundraise efficiently.
- Supply a database of potential delegates (previous ICWES delegates, organisations, members of INWES, other contacts).
- Give advice on budgets based on past experience
- Ensure that INWES' Corporate Members are involved in the Conference and, if possible, its organisation
- Hold a Board Meeting and a General Members' Meeting at the Conference
- Give general advice from previous ICWES Conferences.



## **POLICY NO. 13 – REGIONAL CONFERENCES**

Regional Conferences may be held in any year when there is not International Conference for Women Engineers and Scientists (ICWES).

Proposals must respond to each of the items detailed below in the section called “Responsibilities of Regional Conference Organisers” with information as to how the various responsibilities will be met.

If more than one proposal is received, then the INWES Conference Committee will make a recommendation to the Board of Directors who will make a decision by a vote. INWES Director(s) directly associated with a proposal will not be allowed to vote due to a potential of conflict of interest.

Proposals should be received by INWES before the end of October each year for the following year. . If accepted, the Regional Conference will be supported by INWES as outlined below, but all the planning, organisation and logistics must be carried out locally.

### Regional Conference Objectives

Regional Conferences will be held:

- to encourage professional women, students and others interested science, technology, engineering and mathematics (STEM) and gender issues located in a geographical region to discuss common topics, projects and initiatives; conduct training sessions and workshops; and expand their network of support
- to enable interested parties to discuss matters related to women in STEM specific to their region
- to promote the interests of women in STEM in that region
- to provide a forum for people who are not able to travel to an ICWES
- to help women who want to set up their own STEM associations
- to put women in a region in touch with the international community of women and associations interested in STEM



### Responsibilities of Regional Conference Organisers

The Regional Conference, normally lasting about 2 days, will be organised by a group of interested individuals, organisation, or corporation associated with INWES

The organisers will:

- carry out and take responsibility for the organisation at the location.
- develop a budget for INWES Board of Directors' concurrence
- approach regional and international organisations for funding.
- publicise the event in the region.
- be responsible for all local expenses for the participants from the region, either by charging a conference fee, and/or by fundraising to support them.
- be responsible for all costs involved in running the Regional Conference, for example, publications, venue, equipment, meeting rooms, speakers, refreshments, etc.
- agree a fixed amount to be paid to INWES for furtherance of INWES objectives and coverage of INWES expenses.

### Responsibilities of INWES

The INWES Board of Directors and Conference Committee will:

- give advice on sponsorship and fundraising strategies, and publicise the Regional Conference through the INWES website.
- supply a letter of support for the Conference Organisers to use in their fundraising activities.
- supply a list of associations, corporations and individuals who they may wish to approach as delegates.
- act as an official sponsor of the Regional Conference.
- encourage the involvement of its Corporate Members
- Organise an INWES Board of Directors Meeting to be held at the Regional Conference.
- be responsible for costs related to the INWES Directors' travel (unless a local grant can cover this) and for the Board of Directors Meeting related costs.



## **POLICY NO. 14 – REGIONAL NETWORKS**

INWES will establish regional networks to facilitate more regular collaboration and communication between members within a geographic region.

### **History and Background**

The INWES Board decided to establish Regional Works during the ICWES14 held in Lille in 2008. At the Board Meeting that was held along with the conference, the following Board Meeting No. 9- Motion 2- Amendment 1, was carried:

*“International Network of Women Engineers and Scientists (INWES) and the 14th International Conference of Women Engineers and Scientists (ICWES14) support the creation of INWES Regional Networks, to aid the operation’s communications and recruitment for the International Network of Women Engineers and Scientists, and to enable the women in the area to realise their full potential in STEM.*

*INWES will initiate at least 2 Regional Networks within the next 3 years.*

*ICWES15 will enable INWES Regional Networks to meet, exchange information and report to the membership.”*

To date, the Asia Pacific Nation Network was established to represent the Asia-Pacific region and held its first meeting in Adelaide in July 2011, at the same time as ICWES15.

The African Regional Network was established to represent members in Africa and held its first meeting in Los Angeles in October 2014, at the same time as ICWES16.

### **Approval to Establish a Regional network**

Members of INWES can form regional network (Network) upon approval of the INWES Board of Directors. The President Elect shall be the point of contact for all the Networks to ensure that they all respect the By-laws, policies and procedures of INWES.

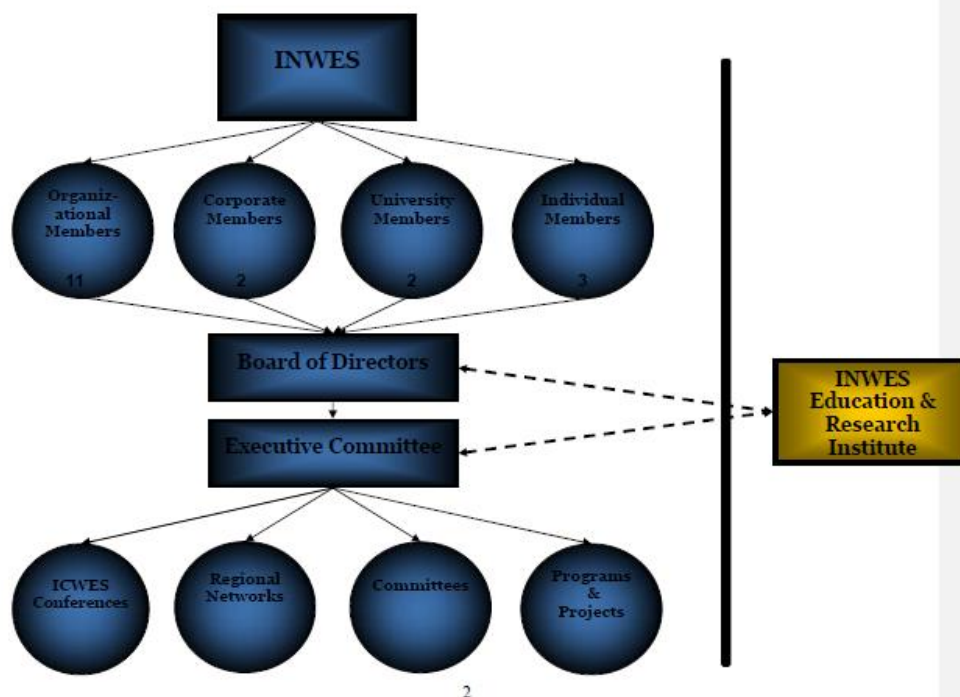
**As the Network is not a separate legal structure from INWES, by-laws and the policies and procedures of INWES, as documented in this manual, shall be observed.**

**The Terms of Reference of each Network must be approved by the INWES Board before commencing operations.**

However for daily operations, a network can establish additional procedures upon approval of the INWES Board.

The following diagram shows the relationship between the parent INWES organisation and the INWES regional networks:

## INWES governance structure



### Objectives and Projects

The aim of a regional network is to achieve the following objectives in a specific region (such as Asia and the Pacific, Africa or Europe) to:

- Increase INWES's outreach in different regions of the world;
- Promote the role and the status of organisations for women in STEM (Science, Technology, Engineering and Mathematics);
- Promote the interests of women in STEM at a regional level;
- Support women, notably by putting them in touch with the international community of women and other associations interested in STEM in their region;
- Exchange experiences and learn from one another;
- Facilitate development of and cooperation in common projects within the region;
- Help women who want to set up their own STEM associations in the region.



The INWES Regional Networks operate within the mandate of INWES to contribute to:

- The planning and organisation of local and regional events;
- Propose projects which may (pending on funds availability) be supported and financed by INWES or the INWES Education Research Institute;
- Contribute to the solicitation and the search for funding to complete the projects proposed successfully;
- Provide the INWES Board and its Communication Committee with information to notify the INWES members of every event or initiative led by the regional network;
- Represent INWES, to every local or regional event linked to the representation of women in sciences and engineering, in agreement with the Executive member in charge of regions and the mandate of the INWES parent organisation;

### **Organisation Structure for Regional Networks**

A Regional network will not have a separate legal structure (i.e. not a reproduction of the Parent INWES structure).

A Regional Network will include all INWES members (all categories) that belong to a specific region. The main member organisations must be listed in the Terms of Reference of the Regional Network and approved by the INWES Board.

An organisation will be elected Chair of a Regional Network for a three year term. A second term may be held if renewed by election. The Chair Organisation will appoint a Chairperson and Secretary General who will overlook the Regional Network. and form a committee for tenure of its term, i.e. 3 years. The Chair of a regional network and any other members of the regional network committee must be members of INWES (i.e. the organisations they represent must be members of INWES).

Separate membership fees are not payable to Regional Networks. Membership fees are paid to Parent INWES only.





## **Communication and Use of INWES Logo**

Regional networks should use the INWES Newsletter and website or communications.

The Regional Network Committee representative should communicate with the INWES Director who is responsible for INWES Communications to provide information on regional developments and news.

All information on regional networks should be provided on the INWES website.

Separate pages shall be set up on the INWES website for Regional Networks

## **Membership - Regional Networks**

All members of a Regional Network Committee must be a member of INWES, preferably as representatives of a member organisation or as individuals.

## **Regional Network Chair and Committee**

The Chair of a regional network reports to the INWES President Elect who is a member of the INWES Executive Committee and has responsibility for INWES regional networks.

The Chair of a regional network, the Regional Network Committee and the Chair Organisation have the responsibility to:

- organise regional events, to propose regional projects,
- share with parent INWES, news relevant to the region,
- apply for regional sources of funding or grants
- represent INWES at regional events, upon the agreement of the INWES Executive Committee
- establish discussion forums with the INWES members of a region
- communicate with country representatives (at least one person per country) who will be responsible for communication in their respective countries and/or organisations.
- assume other responsibilities, if relevant and approved by the INWES President Elect.

The Chair of a Regional Network can apply to become a director on the INWES Board through the INWES nomination process but is not automatically a director of the parent,



INWES.

## **Reporting - Regional Networks**

### Annual Work Plan

The Regional Network Committee must submit on 1 July each year, an annual work plan describing the activities that it aims to accomplish during the year.

### Annual Report of Activities

The Regional Network Committee must provide the INWES Board with an annual report of activities by 30 June each year.

## **Election of Regional Network Chair Organisation**

The Regional Network Chair Organisation (and Chair-elect organisation) will be elected every three years at the Meeting, preferably at least one year before the term commences. The former Chair Organisation will put up a call for nomination to all members at least one month before the election.

The criteria for Regional Network Chair Organisation is:

- INWES member of good standing;
- A track record for supporting women in STEM including to encouragement of girls and young women in STEM studies and enhancement of the academic climate for women in STEM studies;
- A track record of activity within the region, for example, the number of Network Meetings and ICWES conferences attended by the organisation's representatives and office bearer positions held;
- A track record of active involvement in the Network and INWES;
- Achievements in the pursuit of the Network and INWES network at the community level;
- The Chair Organisation will also provide a candidate's written statement of their nominated Chair including indication of willingness to serve as Chair of the Regional Network.

## **Members**

INWES members who are of nationalities of the specific region of the network are automatic members of the regional network. They can be organisational members, corporate members, individual members, post-secondary members or honorary members of INWES. Members are



bound to the by-laws of INWES and categorised and subject to membership fee payment according to the INWES By-law.

### **Annual General Meeting**

An Annual General Meeting will be held every year.

Procedures for the Annual General Meeting and for any other Special meeting shall be in accordance with Policy No. 4 which requires compliance with the INWES By-laws.

### **Meetings and Activities**

#### Annual Regional Network Meeting

An annual Regional Network meeting (“Meeting” from herein) should be held. The Meeting may be held in conjunction to another conference or meeting hosted by the Chair organisation. The purpose of the meeting is to share progress of the work of member organisations in their own countries and to develop strategies and projects for the regional network.

A call for proposals to host the Meeting will be sent to members no later than a month before the previous year’s Meeting.

In the year that an ICWES is held, the Annual Meeting will be held at the Chair Organisation’s country. This Meeting will also hand over the Chair of the Regional Organisation to the next elected organisation for a three year period.

#### Events

A Regional Network may organise activities or programs in addition to the Annual Meeting. These events may be proposed by the Chair Organisation and/or members of the Regional Network

Events may qualify as INWES Regional Conferences if they satisfy the INWES policy.

Regional events should preferably be INWES events. The INWES Vice President is the first point of contact for information and approval relating to Regional Network events.

**Prior approval from the Parent INWES Board** is required where the INWES name and logo is used, for regional events, to raise funds or for media and publicity.



## Projects

Projects may originate from the Regional Networks. Projects suggestions should be approved by the Parent INWES before commencing.

Those which can be considered charitable may be submitted to the INWES Education and Research Institute as per its guidelines and application process.

INWES may support the Regional Networks to raise money and run the projects, if needed.

## Responsibilities of Regional Network Meeting Organisers

The responsibilities of the Meeting organisers and Chair are outlined below.

The annual Regional Network Meeting may be held in conjunction to the regional conference and hosted by the organisers. The meeting should be for a full day and organised by a group of interested individuals, organisation, or corporation associated with the Network.

The organisers of the Regional Network meeting will:

- Carry out and take responsibility for the organisation at the location;
- Develop a budget for the Meeting;
- Carry out and take responsibility for the organisation at the location;
- Develop a budget for the Meeting;
- Approach regional and international organisations for funding;
- Publicise the event in the region;
- Be responsible for all local expenses for the participants from the region, either by charging a conference fee, and/or by fundraising to support them;
- Be responsible for all costs involved in running the meeting, for example, publications, venue, equipment, meeting rooms, speakers, refreshments, etc.;
- Support the Chair organisation in publishing an annual country report;
- Abide by the INWES policies and procedures manual.

## Responsibilities of INWES Regional Network Chair Organisation at Regional Network conference and meeting



The INWES Regional Network Chair Organisation will:

- Organise the Annual Meeting
- Give advice on sponsorship and fundraising strategies, and publicise the Regional Conference and Meeting through the INWES and Network Chair Organisation website;
- Request the Parent INWES to supply a letter of support for the Conference Organisers to use in their fundraising activities;
- Supply a list of associations, corporations and individuals who they may wish to approach as delegates, if they accept this possibility;
- Act as an official supporter of the Meeting and related conference;
- Encourage the involvement of its Corporate Members.

### **Funding for Regional Networks**

All membership and subscriptions should be directed through INWES centrally, and the Treasurer, upon approval by the Executive Committee and following the approval of annual work plan may assign money to a Regional Network.

Funds can also be raised by Regional Networks using local knowledge. Prior approval is required from the INWES Board for the use of the INWES name and logo for fundraising or publicity.

For specific projects, prior approval is required from the INWES Board. A formal agreement for the each specific project is required to be signed prior to commencement of the project and approval of funding. A report must be provided to the INWES Board within 90 days of completion of the project on disbursement of funds provided and achievement of project outcomes.



## **POLICY NO. 15 - FUNDRAISING**

A member organisation can ask for the support of INWES to obtain funds.

INWES will facilitate networking to organisations working on similar projects.

Member organisations will have the option to discuss the initiatives to determine with there is a possibility for larger partnerships.

Fundraising applications for INWES must be completed by the President and reviewed and approved by the Executive Committee.

For regional conferences and ICWES conferences, the organising committee shall be responsible for fundraising. INWES will provide support to link and apply to UNESCO when appropriate or other organisations.



## **POLICY NO. 16–ETHICS, CONFLICT OF INTEREST, AND CONFIDENTIALITY**

The Board of Directors expects of itself and its members ethical and businesslike conduct. This commitment includes proper use of authority and appropriate decorum in group and individual behaviour when acting as a member of the Board of Directors. To do so, the new board members shall sign the Code of ethics for INWES Directors upon their nomination (see **Appendix A**)

Board of Directors members must represent un-conflicted loyalty to the interests of the organisation. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other Board of Directors or staff, as well as, the personal interest of any Board of Directors members acting as an individual consumer of the organisation's services.

Board of Directors of members must avoid any conflict of interest with respect to their fiduciary responsibility.

Members of the Board of Directors and their families shall not enter into any business arrangement with the Corporation, in which they have an interest directly or indirectly, except: On a written and competitive sealed quotations basis, and having declared any interest therein, and having refrained from voting therein.

If a Member of the Board of Directors has an interest in a contract, transaction or other matter of the Corporation, that Member shall declare said interest at a meeting of Directors where such contract, transaction or other matter is being considered. The Director must not vote or influence the vote on any contract, transaction or other matter in which an interest has been declared.



## **POLICY NO. 17– INSURANCE AND INVESTMENT**

### **Insurance**

The Board of Directors shall ensure that INWES has appropriate insurance coverage, including, but not limited to the following:

Directors' and Officers' liability up to \$2,000,000

Public Liability Insurance up to \$5,000,000

### **Investments**

The Treasure will be responsible for ensuring that reserve funds are invested carefully.

The range of investments should provide safety through diversity and items may provide varying rates of return, provided the overall rate of return for the portfolio is reasonable (for the level of the risk that the Board is willing to accept).

The status of investments including returns received shall be reported to the Board at least annually.





## **POLICY NO. 18 - SIGNING AUTHORITY**

### **Bank Accounts**

Under the Canadian Accountability Act, only Canadians can have the signing authority for the INWES Bank Account in Canada.

Two signatories with Canadian citizenship are required with a third as possible person in case of unavailability. Any two of the three signatures are required for amounts over \$500.

**The INWES Board will nominate appropriate signatories for a term of 3 years.**

### **Contracts, Documents and Instruments**

Contracts, documents, or any instruments in writing requiring the signature of INWES will be signed by the General Secretary, Treasurer or other assigned signatory from the Executive.

If a contract is not within the business plan, all Officers must approve the contract.

**The Secretary General is authorised to sign contracts and documents requiring a single signature in the ordinary course of business. A copy of all contracts will be kept by the Secretary General and reported in each Executive meeting.**

The term 'contracts, documents or instruments in writing' as used in this policy shall include documents relating to the business of INWES.

Documents relating to deeds, mortgages, hypothecs, charges, conveyances, transfers and assignments of property real or personal, immovable or movable agreements, releases, receipts and discharges for the payment of money or other obligations, conveyances, transfers and assignments of shares, share warrants, stocks, bonds, debentures or other securities will be signed by the President and Vice President after approval of the full Board.

**In general INWES will not enter into such contracts and agreements.**



## **POLICY NO. 19– COMMUNICATIONS**

### **Annual Report**

An Annual Report will be prepared by the President, as required under the Canadian Corporation Act, no later than 3 months after the close of the financial year on 30<sup>th</sup> June.

The Report will be sent to the Canadian Government as part of the renewal of the Corporation License and will be stored in the archives for a minimum of eight years, as required by Canadian Law.

### **Member Communications**

Communication amongst members of INWES shall be facilitated at minimum by the web site [www.inwes.org](http://www.inwes.org) and an annual electronic report/newsletter distributed at the Annual Meeting.

### **External Communications**

The Board of Directors, as a whole, will review issues that significantly impact the goals and objectives of INWES.

A significant issue can be brought to the attention of the Board of Directors through the President and the Board of Directors will determine the appropriate course of action to be taken.

The President, or designate, will speak on behalf of the Board of Directors

### **Business Cards**

Business cards will be provided to the President.

Business cards may be provided to directors on request.

The Secretary General is responsible for the creation and provision of business cards.



## **APPENDIX A. CODE OF ETHICS FOR INWES DIRECTORS**

### **1 Purpose of the Code**

- To establish clear guidelines respecting conduct.
- To establish clear guidelines respecting conflict of interest.
- To provide an appropriate mechanism for dealing with and resolving of conflict.

### **2 Principles of Ethics**

In the course of the conduct of their duties and responsibilities, Directors of INWES shall:

#### *Ethical Standards*

- Act with honesty, in the public interest, and in a manner that will bear the closest public scrutiny.

#### *Decision-making*

- In fulfilling their official duties and responsibilities, make decisions in the interest of and proper furtherance of the INWES mandate.

#### *Gifts and Benefits*

- Not solicit or accept transfers of economic benefit, other than incidental gifts, customary hospitality, or other benefits of nominal value from persons, groups or organisations having, or likely to have dealings with INWES unless the transfer is pursuant to an existing enforceable contract or property right of the Director.

#### *INWES Property*

- Make no personal use of or benefit from, other than incidentally and inconsequentially of INWES property.

#### *Post INWES Directorship*

- Adhere to the foregoing principles and rules of conduct insofar as they remain applicable following their departure from INWES.

### **3 Compliance**

Compliance with the measures detailed in the Code shall be a condition of service as Director of INWES. Upon appointment, each individual shall provide written confirmation of having read the Code and the appropriate By-laws and abide by them by completing the "Acknowledgement and Agreement, Conflict of Interest, Confidentiality, and Non-Disclosure Agreement" form and



by disclosing private interests that could put ethical practice at risk and information about potential conflict of interest. The form or any statement can be sent to the Secretary General of the Board who will ensure the information is shared with the President.

A conflict of interest, whether actual, apparent or potential, or other event or circumstance which is, appears to be, or is potentially in conflict with the intent of the Principles, shall, upon its occurrence, be immediately disclosed to the Secretary General. A record of "Conflicts" shall be kept by the Secretary General and included in the minutes of the meeting at which the conflict arises or at the next meeting following the disclosure of the Conflict.

Upon receipt of the disclosure, the Secretary General shall determine whether a real, potential or apparent conflict of interest exists, and determine compliance measure that may be necessary. Where it is determined that there is a conflict, the Director must leave the room before discussion and without commenting.

Where an accusation of conflict is brought to the attention of INWES, an ad hoc committee of the Board shall be struck to review the situation and make recommendations.

#### **4 Annual Review**

Individuals shall review their obligations as necessary, but at least once per year, to ensure that any change in their activities, financial interests, or duties and responsibilities is taken into account. The "Acknowledgement and Agreement, Conflict of Interest, Confidentiality, and Non-Disclosure Agreement" form must be signed and updated annually.

#### **5 Confidentiality**

The INWES Secretary shall be responsible for ensuring that information provided is held in confidence, except for a disclosure to the President. Any document provided by individuals shall be kept in secure personal files in the Secretary General's office. Access will be limited to the Secretary and President.



# **INTERNATIONAL NETWORK OF WOMEN ENGINEERS AND SCIENTISTS**

## **Acknowledgement and Agreement Conflict of Interest, Confidentiality, and Non-Disclosure Agreement**

### **Part A: Conflict of Interest**

Upon appointment, I was provided with a copy of the Code of Ethics for INWES.

I have read and understood these documents and I agree to abide by their provision, including the requirement for disclosure of any conflict of interest and the observance of compliance measures.

### **Part B: Confidentiality and Non-Disclosure**

INWES Directors must ensure that confidential documents in their possession are stored in a secure manner to prevent unauthorised access. They must be transmitted using secure techniques and when they are no longer required they must be destroyed in a secure manner, e.g., by deleting electronic data files, or by shredding or burning paper or arranging for its return to the Secretary General of INWES.

### **Agreement to Comply**

It is a condition of service of Directors of INWES that they comply with the provisions of the Code.

### **Part C: Signature**

\_\_\_\_\_  
**Name (Please print)**

\_\_\_\_\_  
**Signature**

\_\_\_\_\_  
**Date**



## **APPENDIX B: ROLES AND RESPONSIBILITIES OF DIRECTORS OF INWES**

### **Qualifications of Directors**

Each Director shall be at least eighteen (18) years of age and have power under law to contract and shall not be an undischarged bankrupt or mentally incompetent person. Directors need not be members. If a person being a Director:

- resigns from office by delivering a written resignation to the Secretary of the Corporation;
- dies;
- becomes a mentally incompetent person;
- becomes bankrupt or insolvent, or becoming bankrupt or insolvent, takes the benefit of any Act that may be in force for bankrupt or insolvent debtors,

such person thereupon ceases to be a Director.

### **Job Description**

- A Board Member will work with the other directors to determine INWES Policy.
- A Board Member will make every effort to attend Board meetings and participate in discussions.
- A Board Member will accept assignment to one or more committees of the Board.
- A Board Member will advise and assist the President in carrying out her duties.
- A Board Member will support and defend all formally agreed policies of INWES.
- A Board Member will bring to discussions useful expertise about their country, region and type of work and will represent all INWES members equally and will work towards decisions which are in the best interests of INWES.

On appointment and each year afterwards, a Board Member will read the INWES Bylaws, the Policies and Procedures Manual, and information on their responsibilities under Canadian law as directors of INWES. They will also read such other INWES documents relevant to their responsibilities.



## **Responsibilities**

The Board will ensure that there are documents available which show the governing policies which broadly address:

- Strategic Plan: Core Purpose, core values, goals and strategic outcomes.
- By-laws
- Policies of INWES
- Board Policy Statements: A written expression of the Board's wisdom on a topic, following discussion. These policies set limits and shape the work of the staff.
- Other topics: The Board can decide on other actions helping the sustainability of INWES
- All committees will ensure that there are documents available which show the guidelines and practice which govern their decisions.

All reports to the Board made by committees or others will be made in writing, and a copy delivered to the office in time for distribution to the whole Board for consideration prior to the relevant meeting.



## **APPENDIX C: TERMS OF REFERENCE OF COMMITTEES**





**INTERNATIONAL NETWORK FOR WOMEN ENGINEERS AND SCIENTISTS  
TERMS OF REFERENCE - Nominating COMMITTEE**

**AUTHORITY:**

The Executive Committee has established the Nominating Committee as a Standing Committee of the Board of INWES Council in exercise of its powers conferred by By-law No.1, Article 5.1. These Terms of Reference establish the Committee’s authority, role, composition and tenure, responsibilities and functions, and reporting arrangements.

<b>ROLE</b>	The role of the Nominating Committee is to prepare the official list of membersnominating for election to the INWES Board. The Nominating Committee will ensure the election candidates are suitably qualified in accordance with the By-laws.
<b>COMPOSITION AND TENURE</b>	The membership of the Nominating Committee will consist of: <ul style="list-style-type: none"> <li>- A Chair who is an elected member of the INWES Board, usually the Past President</li> <li>- At least two additional members can come from members at large and a maximum of five, of which at least one is an elected member of the INWES Board and is the Deputy Chair.</li> <li>- A quorum is two members of the Committee.</li> <li>- The tenure of the Committee members is three years from the first Board meeting after the election of the Directors at the INWES meeting, unless otherwise extended by the INWES Executive Board. Membership is renewable once with at least a third changing at each election.</li> </ul>
<b>RESPONSIBILITIES AND FUNCTIONS</b>	The responsibilities and functions of the Committee are: <ul style="list-style-type: none"> <li>- Seek appropriate and suitably qualified members to nominate for election to the INWES Board, in accordance with the By-Laws.</li> <li>- Ensure appropriate distribution of candidates by organisation type and geographic region</li> </ul>
<b>MEETINGS</b>	The Committee will meet at least once per year, via teleconference or face to face. The Committee will meet at least one month prior to the triennial General meeting when INWES Directors are elected to confirm the slate of candidates nominating for election. The Committee meets only the year before the ICWES meeting
<b>REPORTING</b>	The Committee will report to the INWES Executive Board as required in the exercise of its functions and at least annually.



**INTERNATIONAL NETWORK FOR WOMEN ENGINEERS AND SCIENTISTS  
TERMS OF REFERENCE - Finance COMMITTEE**

**AUTHORITY:**

The Executive Committee has established the Finance Committee as a Standing Committee of the Board of INWES Council in exercise of its powers conferred by By-law No.1, Article 5.1. These Terms of Reference establish the Committee’s authority, role, composition and tenure, responsibilities and functions, and reporting arrangements.

<b>ROLE</b>	The role of the Finance Committee is to advise the Board on budget and financial matters and ensure adequate resources for INWES to operate.
<b>COMPOSITION AND TENURE</b>	The membership of the Finance Committee will consist of: <ul style="list-style-type: none"> <li>- A Chair who is the elected Treasurer and a member of the INWES Board</li> <li>- At least two additional members can come from members at large and a maximum of four, of which at least one is an elected member of the INWES Board and is the Deputy Chair.</li> <li>- A quorum is two members of the Committee.</li> <li>- The tenure of the Committee members is three years from the first Board meeting after the election of the Directors at the INWES meeting, unless otherwise extended by the INWES Executive Board. Membership is renewable once with at least a third changing at each election.</li> </ul>
<b>RESPONSIBILITIES AND FUNCTIONS</b>	The responsibilities and functions of the Committee are to : <ul style="list-style-type: none"> <li>- advise the Board on budget and financial matters</li> <li>- prepare the budget each year</li> <li>- ensure appropriate financial controls are in place in accordance with INWES Policy and By-Laws</li> <li>- prepare an annual financial report</li> <li>- ensure that financial audits are carried out as required by the By-Laws.</li> </ul>
<b>MEETINGS</b>	The Committee will meet twice a year, via teleconference or face to face.
<b>REPORTING</b>	The Committee will report to the INWES Executive Board at every Board meeting (standing agenda item), as required in the exercise of its functions and to the members at least annually.



**INTERNATIONAL NETWORK FOR WOMEN ENGINEERS AND SCIENTISTS  
TERMS OF REFERENCE - Conference COMMITTEE**

**AUTHORITY:**

The Executive Committee has established the Conference Committee as a Standing Committee of the Board of INWES Council in exercise of its powers conferred by By-law No.1, Article 5.1. These Terms of Reference establish the Committee’s authority, role, composition and tenure, responsibilities and functions, and reporting arrangements.

<b>ROLE</b>	The role of the Conference Committee is to ensure that INWES Conferences are held regularly.
<b>COMPOSITION AND TENURE</b>	<p>The membership of the Conference Committee will consist of:</p> <ul style="list-style-type: none"> <li>- A Chair who is an elected member of the INWES Board</li> <li>- At least two additional members can come from members at large and a maximum of six, of which at least one is an elected member of the INWES Board and is the Deputy Chair.</li> <li>- A quorum is two members of the Committee.</li> <li>- The tenure of the Committee members is three years from the first Board meeting after the election of the Directors at the INWES meeting, unless otherwise extended by the INWES Executive Board. Membership is renewable once with at least a third changing at each election.</li> </ul>
<b>RESPONSIBILITIES AND FUNCTIONS</b>	<p>The responsibilities and functions of the Committee are:</p> <ul style="list-style-type: none"> <li>- Seek expressions of interest for regional (annual) and ICWES (triennial) conference with explicit criteria for the application</li> <li>- Manage the agreement with conference hosts including arrangements for a financial return for INWES</li> <li>- Support conference hosts in their planning for regional/ICWES conferences and be a point of contact for ongoing liaison</li> </ul>
<b>MEETINGS</b>	The Committee will meet at least twice a year, possibly more in the year prior to the ICWES meeting, via teleconference or face to face.
<b>REPORTING</b>	The Committee will report to the INWES Executive Board as required in the exercise of its functions and at least annually. The Committee will ensure that a report on the annual regional and triennial ICWES conference, and associated payments to INWES, are completed within 6 months of the close of each conference.



**INTERNATIONAL NETWORK FOR WOMEN ENGINEERS AND SCIENTISTS  
TERMS OF REFERENCE - Policy COMMITTEE**

**AUTHORITY:**

The Executive Committee has established the Policy Committee as a Standing Committee of the Board of INWES Council in exercise of its powers conferred by By-law No.1, Article 5.1. These Terms of Reference establish the Committee's authority, role, composition and tenure, responsibilities and functions, and reporting arrangements.

<b>ROLE</b>	The role of the Policy Committee is to advise the Board on policies and procedures that are relevant for the operations of the organization and in accordance with the by-laws
<b>COMPOSITION AND TENURE</b>	The membership of the Policy Committee will consist of: <ul style="list-style-type: none"> <li>- A Chair who is an elected member of the INWES Board</li> <li>- At least two additional members can come from members at large and a maximum of three, of which at least one is an elected member of the INWES Board and is the Deputy Chair.</li> <li>- A quorum is two members of the Committee.</li> <li>- The tenure of the Committee members is three years from the first Board meeting after the election of the Directors at the INWES meeting, unless otherwise extended by the INWES Executive Board. Membership is renewable once with at least a third changing at each election.</li> </ul>
<b>RESPONSIBILITIES AND FUNCTIONS</b>	The responsibilities and functions of the Committee are to : <ul style="list-style-type: none"> <li>- advise the Board on INWES Policy</li> <li>- Review the INWES Policy Manual at least every three years and ensure compliance with the INWES By-Laws</li> <li>- Review other Policy matters as determined by the INWES Board</li> </ul>
<b>MEETINGS</b>	The Committee will meet at least once per year, via teleconference or face to face.
<b>REPORTING</b>	The Committee will report to the INWES Executive Board as required in the exercise of its functions and to the members at least annually.



## INTERNATIONAL NETWORK FOR WOMEN ENGINEERS AND SCIENTISTS TERMS OF REFERENCE - Membership COMMITTEE

### AUTHORITY:

The Executive Committee has established the Membership Committee as a Standing Committee of the Board of INWES Council in exercise of its powers conferred by By-law No.1, Article 5.1. These Terms of Reference establish the Committee's authority, role, composition and tenure, responsibilities and functions, and reporting arrangements.

<b>ROLE</b>	The role of the Membership Committee is to advise the Board on membership matters to ensure that INWES is a growing and viable organisation.
<b>COMPOSITION AND TENURE</b>	The membership of the Membership Committee will consist of: <ul style="list-style-type: none"><li>- A Chair who is an elected member of the INWES Board</li><li>- At least two additional members can come from members at large and a maximum of eight, of which at least one is an elected member of the INWES Board and is the Deputy Chair.</li><li>- A quorum is two members of the Committee.</li><li>- The tenure of the Committee members is three years from the first Board meeting after the election of the Directors at the INWES meeting, unless otherwise extended by the INWES Executive Board. Membership is renewable once with at least a third changing at each election.</li></ul>
<b>RESPONSIBILITIES AND FUNCTIONS</b>	The responsibilities and functions of the Committee are to : <ul style="list-style-type: none"><li>- advise the Board on membership and recruitment</li><li>- Develop strategies to increase the membership of INWES</li><li>- prepare an annual report on membership seeking activities of INWES</li><li>- meets every 4 months</li><li>- Needs representation from various types of organization and continents</li></ul>
<b>MEETINGS</b>	The Committee will meet once a year or when necessary, via teleconference or face to face.
<b>REPORTING</b>	The Committee will be required to report to the INWES Executive Board as required in the exercise of its functions and to the members at least annually.



**INTERNATIONAL NETWORK FOR WOMEN ENGINEERS AND SCIENTISTS  
TERMS OF REFERENCE - Communications COMMITTEE**

**AUTHORITY:**

The Executive Committee has established the Communications Committee as a Standing Committee of the Board of INWES Council in exercise of its powers conferred by By-law No.1, Article 5.1. These Terms of Reference establish the Committee's authority, role, composition and tenure, responsibilities and functions, and reporting arrangements.

<b>ROLE</b>	The role of the Communications Committee is to advise the Board on communications matters including the newsletter, web site and social media to ensure there are adequate communications with the members of INWES and the activities of INWES internationally.
<b>COMPOSITION AND TENURE</b>	The membership of the Communications Committee will consist of: <ul style="list-style-type: none"><li>- A Chair who is an elected member of the INWES Board</li><li>- At least two additional members can come from members at large and a maximum of four, of which at least one is an elected member of the INWES Board and is the Deputy Chair.</li><li>- A quorum is two members of the Committee.</li><li>- The tenure of the Committee members is three years from the first Board meeting after the election of the Directors at the INWES meeting, unless otherwise extended by the INWES Executive Board. Membership is renewable once with at least a third changing at each election.</li></ul>
<b>RESPONSIBILITIES AND FUNCTIONS</b>	The responsibilities and functions of the Committee are to : <ul style="list-style-type: none"><li>- Produce a newsletter to inform members of INWES activities at least twice per year</li><li>- Manage the INWES web site</li><li>- advise the Board on communications including the web portal, Wikipedia, social media and other strategies</li><li>- develop strategies for raising the profile of INWES by communicating its achievements widely</li></ul>
<b>MEETINGS</b>	The Committee will meet on a regular basis, at least once every four months via teleconference or face to face.
<b>REPORTING</b>	The Committee will report to the INWES Executive Board as required in the exercise of its functions and to the members at least annually.



**INTERNATIONAL NETWORK FOR WOMEN ENGINEERS AND SCIENTISTS  
TERMS OF REFERENCE - Advocacy COMMITTEE**

**AUTHORITY:**

The Executive Committee has established the Advocacy Committee as a Standing Committee of the Board of INWES Council in exercise of its powers conferred by By-law No.1, Article 5.1. These Terms of Reference establish the Committee’s authority, role, composition and tenure, responsibilities and functions, and reporting arrangements.

<b>ROLE</b>	The role of the Advocacy Committee is to lead the discussion and disseminate information to support women in STEM at all stages of their careers.
<b>COMPOSITION AND TENURE</b>	The membership of the Advocacy Committee will consist of: <ul style="list-style-type: none"> <li>- A Chair who is an elected member of the INWES Board</li> <li>- At least two additional members can come from members at large and a maximum of eight, of which at least one is an elected member of the INWES Board and is the Deputy Chair.</li> <li>- A quorum is two members of the Committee.</li> <li>- The tenure of the Committee members is three years from the first Board meeting after the election of the Directors at the INWES meeting, unless otherwise extended by the INWES Executive Board. Membership is renewable once with at least a third changing at each election.</li> </ul>
<b>RESPONSIBILITIES AND FUNCTIONS</b>	The responsibilities and functions of the Committee are: <ul style="list-style-type: none"> <li>- To engage with agencies, governments and private sector to promote women in STEM</li> <li>- Develop thought leadership to UNESCO, ISESCO, AUNUG+FEMMES, ADEA, BAD and other international organisations</li> <li>- To lead programs to encourage girls to study science and mathematics at school and STEM studies at a tertiary level</li> <li>- Develop programs to support women in STEM careers and recognise their achievements, including leadership</li> <li>- Disseminate information on women in STEM</li> </ul>
<b>MEETINGS</b>	The Committee will meet at least once every four months, via teleconference or face to face.
<b>REPORTING</b>	The Committee will report to the INWES Executive Board as required in the exercise of its functions and at least annually.



**INTERNATIONAL NETWORK FOR WOMEN ENGINEERS AND SCIENTISTS  
TERMS OF REFERENCE - Program COMMITTEE**

**AUTHORITY:**

The Executive Committee has established the Program Committee as a Standing Committee of the Board of INWES Council in exercise of its powers conferred by By-law No.1, Article 5.1. These Terms of Reference establish the Committee’s authority, role, composition and tenure, responsibilities and functions, and reporting arrangements.

<b>ROLE</b>	The role of the Program Committee is to manage special programs on behalf of the INWES Board.
<b>COMPOSITION AND TENURE</b>	<p>The membership of the Program Committee will consist of:</p> <ul style="list-style-type: none"> <li>- A Chair who is an elected member of the INWES Board</li> <li>- At least two additional members can come from members at large and a maximum of four, of which at least one is an elected member of the INWES Board and is the Deputy Chair.</li> <li>- A quorum is two members of the Committee.</li> <li>- The tenure of the Committee members is three years from the first Board meeting after the election of the Directors at the INWES meeting, unless otherwise extended by the INWES Executive Board. Membership is renewable once with at least a third changing at each election.</li> </ul>
<b>RESPONSIBILITIES AND FUNCTIONS</b>	<p>The responsibilities and functions of the Committee are:</p> <ul style="list-style-type: none"> <li>- To provide large initiatives that can help better understand roles of women in STEM</li> <li>- To define best practices in education or at the workplace to attract and retain women. Make recommendations to the INWES Board on suitable projects</li> <li>- Monitor and manage the progress of special programs and projects</li> <li>- Provide on-going support and be a point of contact for organisations delivering special programs.</li> </ul>
<b>MEETINGS</b>	The Committee will meet at least every six months, via teleconference or face to face.
<b>REPORTING</b>	The Committee will report to the INWES Executive Board as required in the exercise of its functions and at least annually.





## **INTERNATIONAL NETWORK FOR WOMEN ENGINEERS AND SCIENTISTS TERMS OF REFERENCE - Fundraising COMMITTEE**

### **AUTHORITY:**

The Executive Committee has established the Fundraising Committee as a Standing Committee of the Board of INWES Council in exercise of its powers conferred by By-law No.1, Article 5.1. These Terms of Reference establish the Committee's authority, role, composition and tenure, responsibilities and functions, and reporting arrangements.

<b>ROLE</b>	The role of the Fundraising Committee is to raise funds via sponsorship from corporate and international organisations to support the objectives of INWES.
<b>COMPOSITION AND TENURE</b>	The membership of the Fundraising Committee will consist of: <ul style="list-style-type: none"><li>- A Chair who is an elected member of the INWES Board</li><li>- At least two additional members can come from members at large and a maximum of five, of which at least one is an elected member of the INWES Board and is the Deputy Chair.</li><li>- A quorum is two members of the Committee.</li><li>- The tenure of the Committee members is three years from the first Board meeting after the election of the Directors at the INWES meeting, unless otherwise extended by the INWES Executive Board. Membership is renewable once with at least a third changing at each election.</li></ul>
<b>RESPONSIBILITIES AND FUNCTIONS</b>	The responsibilities and functions of the Committee are: <ul style="list-style-type: none"><li>- To develop a document stating the value of being a sponsor of INWES and a strategy to approach large corporations</li><li>- To promote INWES and seek corporate sponsorship from appropriate organisations (target of at least two organizations per year)</li><li>- To manage the formal agreements with the sponsoring organisations</li><li>- To provide ongoing contact and liaison with the sponsoring organisation</li></ul>
<b>MEETINGS</b>	The Committee will meet at least every four months, via teleconference or face to face.
<b>REPORTING</b>	The Committee will report to the INWES Executive Board as required in the exercise of its functions and at least annually.



**INTERNATIONAL NETWORK FOR WOMEN ENGINEERS AND SCIENTISTS  
TERMS OF REFERENCE – Regional Network COMMITTEE**

**AUTHORITY:**

The Executive Committee has established the Regional Network Committee as a Standing Committee of the Board of INWES Council in exercise of its powers conferred by By-law No.1, Article 5.1. These Terms of Reference establish the Committee’s authority, role, composition and tenure, responsibilities and functions, and reporting arrangements.

<b>ROLE</b>	The role of the Regional Network Committee is to ensure that communication is maintained between the central executive of INWES and the regional networks, contribute to the objectives of INWES through the networks, and support the regional networks as much as possible through discussion and advice.
<b>COMPOSITION AND TENURE</b>	The membership of the Regional Network Committee will consist of: <ul style="list-style-type: none"><li>- A Chair who is the President Elect of the INWES Board</li><li>- The Chair of each Regional Network.</li><li>- A quorum is two members of the Committee.</li><li>- The tenure of the Committee members is three years from the first Board meeting after the election of the Directors at the INWES meeting for the President-Elect. The tenure of the Chairs of the regional network will follow their official tenure.</li></ul>
<b>RESPONSIBILITIES AND FUNCTIONS</b>	The responsibilities and functions of the Committee are: <ul style="list-style-type: none"><li>- To maintain and review on occasion the document relevant to the activities of the regional networks;</li><li>- To promote INWES and ensure communication among regional networks</li><li>- To discuss annual activities plans of the regional networks</li></ul>
<b>MEETINGS</b>	The Committee will meet at least every six months, via teleconference or face to face.
<b>REPORTING</b>	The Committee will report to the INWES Executive Board as required in the exercise of its functions and at least annually.



## **APPENDIX D: TERMS OF REFERENCE – REGIONAL NETWORK COMMITTEES**



**INTERNATIONAL NETWORK FOR WOMEN ENGINEERS AND SCIENTISTS  
TERMS OF REFERENCE – ASIA PACIFIC NATION NETWORK COMMITTEE**

**AUTHORITY:**

The Executive Committee has established the Asia Pacific Nation Network (APNN) Committee as a Standing Committee of the Board of INWES Council in exercise of its powers conferred by By-law No.1, Article 5.1. These Terms of Reference establish the Committee’s authority, role, composition and tenure, responsibilities and functions, and reporting arrangements.

<b>ROLE</b>	The role of the Asia Pacific Nation Network (APNN)Committee is to Chair the APNN and provide leadership to the regional network in the Asia Pacific region to advance the mission and objectives of INWES. The Chair of the regional network will be nominated by the INWES member organisation that is leading the network.
<b>COMPOSITION AND TENURE</b>	The membership of the Asia Pacific Nation Network (APNN) Committee will consist of: <ul style="list-style-type: none"> <li>- A Chair who is an elected member of the INWES Board</li> <li>- At least two additional members and a maximum of four, of which at least one is an elected member of the INWES Board and is the Deputy Chair.</li> <li>- A quorum is two members of the Committee.</li> <li>- The tenure of the Committee is three years from the first Board meeting after the election of the Directors, unless otherwise extended by the INWES Executive Board.</li> </ul>
<b>RESPONSIBILITIES AND FUNCTIONS</b>	The responsibilities and functions of the Asia Pacific Nation Network (APNN)Committee are: <ul style="list-style-type: none"> <li>- To provide leadership to the regional network in accordance with the principles and objectives started in Policy No. 14</li> <li>- Advance the objectives of INWES in the region</li> <li>- Support organisations representing women in STEM in the region</li> <li>- Hold at least one regional meeting per year</li> </ul>
<b>MEETINGS</b>	The Committee will meet at least once per year, via teleconference or face to face.
<b>REPORTING</b>	The Committee will report to the INWES Executive Board as required in the exercise of its functions and at least annually.
<b>COMMITTEE MEMBERS ARE IN POSITION FOR THREE YEARS</b>	CHAIR: DEPUTY CHAIR: MEMBERS:



**INTERNATIONAL NETWORK FOR WOMEN ENGINEERS AND SCIENTISTS  
TERMS OF REFERENCE – AFRICA REGION NETWORK COMMITTEE**

**AUTHORITY:**

The Executive Committee has established the Africa Region Network (ARN) Committee as a Standing Committee of the Board of INWES Council in exercise of its powers conferred by By-law No.1, Article 5.1. These Terms of Reference establish the Committee’s authority, role, composition and tenure, responsibilities and functions, and reporting arrangements.

<b>ROLE</b>	The role of the Africa Region Network (ARN) Network Committee is to Chair the ARN and provide leadership to the regional network in the Africa region to advance the mission and objectives of INWES. The Chair of the regional network will be nominated by the INWES member organisation that is leading the network.
<b>COMPOSITION AND TENURE</b>	The membership of the Africa Region Network (ARN) Committee will consist of: <ul style="list-style-type: none"> <li>- A Chair who is an elected member of the INWES Board</li> <li>- At least two additional members and a maximum of four, of which at least one is an elected member of the INWES Board and is the Deputy Chair.</li> <li>- A quorum is two members of the Committee.</li> <li>- The tenure of the Committee is three years from the first Board meeting after the election of the Directors, unless otherwise extended by the INWES Executive Board.</li> </ul>
<b>RESPONSIBILITIES AND FUNCTIONS</b>	The responsibilities and functions of the Africa Region Network (ARN) Committee are: <ul style="list-style-type: none"> <li>- To provide leadership to the regional network in accordance with the principles and objectives started in Policy No. 14</li> <li>- Advance the objectives of INWES in the region</li> <li>- Support organisations representing women in STEM in the region</li> <li>- Hold at least one regional meeting per year</li> </ul>
<b>MEETINGS</b>	The Committee will meet at least once per year, via teleconference or face to face.
<b>REPORTING</b>	The Committee will report to the INWES Executive Board as required in the exercise of its functions and at least annually.
<b>COMMITTEE MEMBERS ARE IN POSITION FOR THREE YEARS</b>	CO-CHAIRS: MEMBERS: