



RULES AND GUIDELINES FOR APMA SMALL MEDIUM ENTERPRISE AND MEMBER COMMITTEES

PURPOSE OF GUIDELINES

To establish clear, transparent and consistent rules for business conduct of the APMA Small and Medium Enterprise Committee.

PURPOSE OF SMALL AND MEDIUM ENTERPRISE (SME) COMMITTEE

The SME Committee is comprised of the most senior executive of small and medium sized automotive suppliers, classified as having less than 500 employees. Members participate in quarterly meetings to identify and address strategic issues, share best practices, recommend solutions and promote Canadian SMEs interests / capabilities.

GOVERNANCE

The APMA SME Committee is organized around an Executive Committee, which sets direction of committee activities and counsels APMA staff on opportunities, risks and special issues. The Committee is accountable to the APMA board of directors.

GUIDELINES FOR THE EXECUTIVE COMMITTEE

Executive Committee Chair and Vice Chair

Appointed by the APMA President, the Chair is the committee lead, responsible to guide the committee in its work. The Committee Chair facilitates all committee meetings, and in the absence of the Chair, a Vice Chair (appointed by the Chair and approved by APMA President) acts as lead facilitator.

The Committee Chair is the primary communication link between committee members and the APMA regarding activities of the committee. The APMA President ultimately determines which agenda items are to be presented by the Chair to the APMA Board one month in advance of the following APMA Board meeting.

The Chair and the Vice Chair of the committee will not speak to press/media on behalf of the committee or the organization. All media inquiries are managed by APMA staff.

The Committee Chair (or in his/her absence the Vice Chair) will:

1. Lead and be a member of the Executive Committee
2. Develop meeting agendas and ensure that committee work is done between meetings.
3. Copy APMA staff designate on all committee correspondence.
4. Approve committee minutes prior to distribution.
5. Approve all committee-driven action items prior to submission to APMA staff designate for consideration of Board presentation(s).
6. Act to start and end meetings on time, and establish mutual ground / housekeeping rules (i.e., breaks, speaking order, etc)

7. Treat all opinions respectfully, fostering the same among the members while seeking consensus.
8. Ensure a designate is in place to take minutes and document the discussion at each meeting.
9. Review all action items, assignments and set deadlines for completion at the end of each meeting.
10. Appoint fellow executive committee members (as needed and as approved by the APMA President).

Executive Committee Members

Executive Committee members are appointed by the Committee Chair, and approved by the APMA President. The Executive Committee members assist the Chair to guide the committee in its work.

Executive Committee members will not speak to press/media on behalf of the committee or the organization. All media inquiries are managed by APMA staff.

Executive Committee members will:

1. Meet either in person or via teleconference **1 week** prior to set quarterly committee meetings.
2. Determine eligibility of new Committee members.
3. Complete tasks as assigned by the Committee Chair without delegating them to other committee members or staff,
4. Provide insight and ideas into the development of agenda topics and/or potential presenters before each committee meeting.
5. Rotate responsibility for committee Minute taking
6. Treat all opinions respectfully, fostering the same among the members while seeking consensus.
7. Work with the Chair as required, to review all action items, assignments and set deadlines for completion at the end of each meeting.

Guidelines for Committee Member Participation

Committee membership is available to the President, COO or CEO of APMA regular member companies with a full time equivalent employee count of less than 500 employees. Membership on the committee is held by an individual rather than by a company. Eligibility is determined by the Executive Committee, and is based on the ability of prospective members to participate and contribute in council discussions and activities.

Committee members will not speak to press/media on behalf of the committee or the organization. All media inquiries are managed by APMA staff.

Committee members will:

1. Consist of the most senior leader of an SME automotive suppliers, with less than 500 full time staff. Committee members may choose one (1) designate from their organization to be present in their absence
2. Be present either in person or via teleconference at each quarterly meeting, and actively participate in the work of the committee. Should circumstances prevent

participation on the committee, it is the responsibility of the member to notify the Chair and APMA staff designate immediately. Should any member miss 2 meetings in a calendar year, whether in person or by conference call, the member may be requested to leave the committee.

3. Work as part of a team toward fulfilling the committee's goals, completing tasks as assigned by the Committee Chair without delegating them to other committee members or staff, respond to requests by other committee members and the APMA staff designate in a timely manner, and meet any set deadlines
4. Treat all opinions respectfully, fostering the same among the members while seeking consensus.

Documentation

The following set of documents should be standard for quarterly committee meetings and made accessible to all members. These documents will be compiled by the Executive Committee, and approved by the Committee Chair and APMA President:

1. Current roster of committee members
2. Any changes to guidelines or mandate of the committee
3. Agenda items requiring specific action
4. Meeting minutes from the same calendar year
5. Agenda topics for next meeting (may be sent out earlier for circulation and feedback)

Meetings

The committee meets quarterly at the APMA boardroom or at a designated location agreed to its members. Members may also participate via conference call. Meetings follow an agenda and feature a roundtable format to discuss previously identified issues, as outlined in the Minutes. Committee members discuss topics and exchange opinions and ideas resulting in either a resolution of the issue or a plan for investigation and analysis.

Speakers may be invited to give presentations on specific issues or topics of interest. Such speakers are typically the leading executive or expert on the subject of interest from industry, consultancies or government.

The first meeting will take place June 28, 2016. The Committee Chair and APMA Staff Designate will finalize meeting dates and venue for the calendar year in consideration of committee members schedule and location (as possible).

Agenda and Meeting Structure

The Chair establishes goals and purpose of each meeting, in conjunction with APMA staff designate. The Chair also develops meeting agendas to support such goals, and allows committee members the opportunity to add agenda items.

The Executive Committee indicates which agenda items are discussion items or require action, and will send action items out within 1 week of the conclusion of the meeting. Sufficient time should be incorporated during each meeting, for brainstorming or as a forum for committee to discuss items freely. Agendas are provided by the Executive

Committee with complete meeting details in advance of the meeting to all committee members

Meeting Minutes are e-mailed to the entire committee within 30 days of the meeting, allowing two weeks for committee members to send back any changes and/or edits to the APMA Staff Designate and Chair. Final minutes are e-mailed out to all Committee Members, APMA Staff Designate and APMA President. The APMA Staff Designate is responsible for making sure that all committee rosters and e-mail distribution lists are current.