

**PAKISTANI AMERICAN ATTORNEYS OF NEW YORK BAR ASSOCIATION
(PAANY)**

COMMITTEE POLICY

**ARTICLE I
PURPOSE**

Section 1.01. Purpose and Authority. This Committee Policy (the “**Policy**”) is adopted by the Board of Directors (the “**Board**”) of the Pakistani American Attorneys of New York Bar Association (“**PAANY**” or the “**Association**”) pursuant to Article VII of the Bylaws. This Policy establishes the governance framework, terms of reference, and operating procedures for all Committees of the Association.

Committees exist to assist the Board and Officers in carrying out the mission, purposes, and strategic objectives of PAANY. Committees are advisory or delegated bodies only and shall operate strictly within the authority granted by the Board, the Bylaws and applicable law.

**ARTICLE II
TYPES OF COMMITTEES**

Section 2.01. Board Committees. Board Committees are committees of the Board authorized under Article VII of the Bylaws. To the extent expressly delegated by Board resolution, Board Committees may exercise Board authority, subject to statutory and Bylaw limitations.

Section 2.02. Association Committees. Association Committees are advisory committees that do not have authority to bind the Association. They provide recommendations, programmatic support, and subject-matter expertise to the Board and/or Officers.

Section 2.03. Advisory Committees. Advisory Committees and Advisors may be appointed by the Board in accordance with the Bylaws and shall have only such authority as the Board expressly grants.

**ARTICLE III
COMMITTEE COMPOSITION AND MEMBERSHIP**

Section 3.01. Minimum Director Participation.

- (a) Each Board Committee shall include at least one (1) Director, as required by the Bylaws.
- (b) Committees may include non-Director Members.
- (c) There shall be no maximum number of Committee members.

Section 3.02. Non-Director Members.

- (a) Committees may include non-Members as advisory or non-voting participants, if approved by the Board.
- (b) Non-Members participants shall not count toward quorum unless expressly authorized by the Board.

Section 3.03. Appointment of Members.

- (a) Board Committee members shall be appointed by majority resolution of the Entire Board, unless otherwise provided in the Bylaws.
- (b) Association Committee members shall be appointed either by majority resolution of (i) the Entire Board or (ii) the Officers.
- (c) Association Committee chairs may nominate members for their respective committees for approval by the Officers.
- (d) Committee members shall serve one-year terms, commencing upon appointment and expiring at the conclusion of the applicable term, unless earlier removed.
- (e) All Committee members serve at the pleasure of the Board and may be removed, with or without cause, by the Board at any time pursuant to the Bylaws.
- (f) Committee member terms may be renewed without limitation.

ARTICLE IV TERMS AND APPOINTMENT

Section 4.01. Term and Appointment.

- (a) Each Committee shall have a Chair, who shall be appointed by the Chair of the Board, subject to Board approval, subject to Board ratification at the next regular or special meeting of the Board.
- (b) Committee Chairs shall serve one-year terms, commencing upon appointment and expiring at the conclusion of the applicable term, unless earlier removed.
- (c) Committee Chairs serve at the pleasure of the Board and may be removed, with or without cause, at any time pursuant to the Bylaws.
- (d) A Committee Chair may be a Director or non-Director.

Section 4.02. Succession and Vacancy Filling.

- (a) In the event of a vacancy in a Committee Chair position, the Chair of the Board may appoint an interim Committee Chair, subject to Board ratification at the next regular or special meeting of the Board.
- (b) In the event of a vacancy among Committee members, the Board or, if applicable, the Officers, may appoint a replacement to serve the remainder of the unexpired term.
- (c) A vacancy shall not impair the authority of a Committee to act, provided that the minimum Director participation required by the Bylaws is maintained.

Section 4.03 Responsibilities of the Committee Chair.

Each Committee Chair shall:

- (a) Convene and preside over Committee meetings;
- (b) Set meeting agendas in coordination with relevant Officers;
- (c) Ensure that Committee activities align with the Committee's approved mandate;
- (d) Facilitate productive participation and attendance by Committee members;
- (e) Ensure that minutes are prepared and maintained;
- (f) Serve as the primary liaison between the Committee, the Board, and relevant Officers;
- (g) Present written and/or oral reports to the Board as required.

ARTICLE V COMMITTEE MEMBER RESPONSIBILITIES

Section 5.01. Committee Member Responsibilities. Committee members are expected to:

- (a) Attend Committee meetings regularly and participate actively;
- (b) Review materials in advance of meetings;
- (c) Act in good faith and in the best interests of the Association;
- (d) Comply with the Bylaws, Association Policies, and conflict of interest requirements;
- (e) Maintain confidentiality of non-public Committee discussions.

Failure to attend meetings or fulfill responsibilities may result in removal by the Board or, if applicable, the Officers.

ARTICLE VI COMMITTEE MEETINGS AND PROCEDURES

Section 6.01. Meetings.

- (a) Committees shall meet as often as necessary to fulfill their mandate.
- (b) Meetings may be held in person or by remote participation consistent with the Bylaws.

Section 6.02. Quorum and Voting.

- (a) A majority of Committee members shall constitute a quorum, unless otherwise determined by Board resolution.
- (b) Actions shall be approved by majority vote of members present at a meeting with quorum.

Section 6.03. Minutes and Records.

- (a) Committees shall maintain minutes of meetings.
- (b) Board Committees shall submit minutes to the Board for review at the next Board meeting.

ARTICLE VII REPORTING AND OVERSIGHT

Section 7.01. Minutes and Records.

- (a) All Committees report to the Board, either directly or through a designated Officer.
- (b) Committees shall provide periodic updates and a written annual report summarizing activities, recommendations, and outcomes.
- (c) The Board retains the right to modify, suspend, or dissolve any Committee at any time.

**ARTICLE VIII
COMMITTEE TERMS OF REFERENCE**

If established the Board pursuant to the Bylaws, the Committees listed below shall have the following terms of reference set forth in this Article VIII.

Section 8.01. Audit Committee (Board Committee)

Purpose: To oversee financial integrity, internal controls, and audit-related matters.

Responsibilities:

- Review financial statements and reports;
- Oversee audits or financial reviews; and
- Monitor compliance with financial policies;
- Report findings to the Board.

Section 8.02. Governance Committee (Board Committee).

Purpose: To support effective governance and Board development.

Responsibilities:

- Review governance practices and policies;
- Recommend Bylaw or policy amendments;
- Support Director orientation and evaluation; and
- Oversee Board composition and succession planning.

Section 8.03. Executive Committee (Board Committee).

Purpose: To act on behalf of the Board between meetings, as authorized.

Responsibilities:

- Address urgent matters delegated by the Board;
- Support coordination among Officers; and
- Report all actions to the Board for ratification.

Section 8.04. Member Affairs Committee.

Purpose: To support member engagement, benefits, and satisfaction.

Responsibilities:

- Review membership policies and dues-related issues;
- Address member concerns and engagement initiatives; and
- Support diversity, inclusion, and professional development.

Section 8.05. Law Student Committee.

Purpose: To advance the interests and engagement of law student members.

Responsibilities:

- Develop law student programming and mentorship initiatives;
- Coordinate outreach to law schools; and
- Advise the Board on law student issues.

Section 8.06. Events Committee.

Purpose: To plan and support Association events and programs.

Responsibilities:

- Plan networking events, panels, and conferences;
- Coordinate logistics with Officers; and
- Ensure compliance with Association policies and budgets.

Section 8.07. Sponsorship and Fundraising Committee.

Purpose: To support the financial sustainability of the Association.

Responsibilities:

- Develop sponsorship strategies;
- Identify fundraising opportunities; and
- Support donor and sponsor relations.

**ARTICLE IX
MISCELLANEOUS**

Section 9.01. Conflicts of Interest. All Committee members are subject to the Association's Conflict of Interest Policy and must disclose any actual or potential conflicts.

Section 9.02. Amendments and Interpretation.

- (a) This Policy may be amended by the Board at any time in accordance with the Bylaws.
- (b) In the event of a conflict between this Policy and the Bylaws, the Bylaws shall control.
- (c) The Board shall have final authority to interpret this Policy.
- (d) The Governance Committee shall periodically review this Policy and recommend updates as appropriate.

This Policy is intended to be read together with the Bylaws and other Association Policies.