



ASSOCIATION OF MODIFIED ASPHALT PRODUCERS MEMBERSHIP COMMITTEE GUIDELINES

The Association of Modified Asphalt Producer's (the "**Association**") Membership Committee Guidelines (the "**Guidelines**") set forth the role and responsibility of members participating on the Membership Committee (the "**Committee**").

I. Authority and Statement of Purpose

As identified in the Committee Charter, the role of the Committee is to drive new membership for the organization through promotion and follow-up on prospective member companies. Additionally, the Committee aims to retain membership through articulation of the value the organization offers to its members.

II. Roles and Responsibilities

A. Officers

The Committee Chair, along with the assistance of the Executive Committee Liaison, will ensure the Committee members are engaged in activities and tactics that strategically align with the Association's Strategic Plan.

The Committee Chair will:

- Develop the agenda, action items, and dates for Committee meetings in collaboration with the Staff Liaison.
- Ensure the Association's Conflict of Interest and Anti-trust policies are understood and followed.
- Establish subcommittees and/or task forces as needed to provide focus on specific opportunities or initiatives.
- Work with the Staff Liaison to ensure information is provided to Committee members in a timely, organized, and concise manner.
- Work with the Staff Liaison to ensure information is provided to the other Association's Committees in an organized, and concise manner, as needed.
- Work with other Committee Chairs on projects that overlap.

The Executive Committee Liaison will:

- Work with the Staff Liaison to ensure information is provided to the Executive Committee and the Association's Board or Directors in a timely organized manner.
- Work with Committee Chair regarding the establishment of subcommittees and/or task forces and the recommendation of individuals to lead opportunities and initiatives.
- Provide for a smooth transition for new Executive Committee Liaison upon transition of the Executive Committee roles.
- Work with the Committee Chair on an Annual Evaluation of the Committee's performance.

B. Committee Members

Committee members serve as the voice of the membership providing real-time opportunities and suggestions on how the Association can better meet the needs of industry.

The Committee Members will:

- Represent the interests of and make decisions in the best interest of the Association and the asphalt industry.
- Bring industry issues, challenges, and opportunities to the Committee to determine the best topics to generate needs statements for approval from the Association's Board of Directors
- Peer review reports and offer comments on committee and/or task force projects
- Author or contribute to the Committee's publications
- Voting on opportunities and tasks in which to present the Association's Board of Director for approval.
- Attend and actively participate in Committee meetings. If Committee members miss more than three meetings during their term, the Council Chair and Association Executive Committee Liaison can ask that member to vacate their position on the Committee.
- Ensure minutes from the previous meeting are an accurate reflection of the decisions made.
- Encourage Association members to become friends of the Committee and engage in its activities.

C. The Staff Liaison

The Staff Liaison will work with the Committee Chair and subcommittee chairs to establish the date, time, location, and agenda for each Committee or Subcommittee meeting.

The Staff Liaison will:

- Work with the Committee Chair to ensure information is provided to Committee members in a timely, organized, and concise manner.
- Work with the Committee Chair to ensure information is provided to the other Association's Committees in an organized, and concise manner, as needed.
- Work with the Executive Committee Liaison to ensure information is provided to the Executive Committee and the Association's Board or Directors in a timely, organized manner.
- Act as Secretary to assisting the Committee Chair in ensuring an accurate record of the Committee meeting is kept, including any sub-committee reports, by working with the Committee Chair to produce and review Committee minutes.

D. Friend of the Committee

A "friend of the Committee" is someone who can attend Committee meetings and participate in the same activities as Committee members, but do not have voting rights. In addition, friends who actively contribute to Committee activities will be considered for membership as current Committee members serve out their tenure. Friends of the Committee activities may include, but are not limited to:

- Exchange information about best practices and ideas that will promote the mission of the Committee
- Peer review reports and offer comments on committee and/or taskforce projects
- Author or contribute to the Committee's publications

- Assist in drafting research needs statements and problem statements for the Committee projects
- Actively participate in Committee task forces

III. Committee Member Selection and Tenure

Full-time employees of member companies may be considered for Committee membership. The Committee seeks a balanced and diverse representation of the organization and its membership.

Selection Criteria may include:

- The Committee shall consist of no more than ten (10) members with a combination of the following:
 - up to 4 Producer Members
 - up to 4 Supplier Members
 - up to 2 Associate Members
- Liaisons from the Association's Staff and Executive Committee will be part of the Committee with no voting rights.
- Committee members may serve on the Executive Committee, Board of Directors, or other Association Committees without conflict if the member is able to actively contribute to the success of the Committee.

Tenure:

- Members shall serve for a two-year term, or shorter term based on the Executive Committee Liaison and Committee Chair recommendation.
- Members may have their term renewed for an additional two-year term based on the Executive Committee Liaison and Committee Chair recommendation. After the completion of two terms, individuals may serve again after taking a one-year hiatus from serving on the Committee.
- Committee members may serve on the Executive Committee, Board of Directors, or other Association committees without conflict as long as the member is able to actively contribute to the success of the Committee.

IV. Attendance Policy and Quorum

A 50 percent quorum of Committee members is required to approve actions in the meeting agenda. Committee members are requested to attend each meeting and advance notice is given to provide the best opportunity to avoid conflicts. The Association greatly appreciates members who serve as volunteers. In the event a committee member misses three scheduled Committee meetings, the Committee Chair and Executive Committee Liaison may ask the member to step down.

V. Orientation Process for New Members

New member orientations will be held during the first Committee meeting with new Committee members, the Committee Chair, and the Staff Liaison.

The Orientation will Include:

- The Committee Charter
- The Committee Guidelines
- The mission of the Committee
- A review of AMAP's Anti-Trust Policy

VI. Meetings

A. Scheduling

The Committee will meet a minimum of three (3) times per year with additional meetings scheduled at the discretion of the Committee Chair and Executive Committee Liaison. The subcommittees will meet as necessary.

B. Notice

The Committee Chair or Staff Liaison will provide a Notice of the Committee Meeting via email at least two (2) weeks prior to the meeting date.

C. Agenda

The agenda will be developed by the Committee Chair with the assistance of the Staff Liaison. Standing agenda items include acknowledgment of the Association's Policy and Anti-Trust Statement.

D. Materials

All materials for a committee meeting will be distributed a minimum of one (1) week prior to the meeting date.

E. Minutes

Minutes will be kept as a record of Committee recommendations, and decisions. The Staff Liaison will draft Committee minutes with assistance from the Committee Chair for review to ensure accuracy. The minutes, as a standing agenda item, will be provided to Committee members as part of the overall Committee packet, reviewed, and approved at the next Committee meeting.

Minutes will be kept as a record of Subcommittee discussions, recommendations, and decisions. The Staff Liaison will draft Subcommittee minutes with assistance from the Subcommittee Members and provide them to the Committee Chair and Sub-committee members for inclusion at the next Committee meeting.

F. Committee Expenses

Expenses to participate/attend Committee or Subcommittee meetings are the responsibility of the individual. The Association will cover the cost of the Committee meeting space (e.g. meeting room, virtual hosting, audio-visual equipment, etc.) meeting materials, and other expenses associated with facilitating the meeting when in conjunction with an organization event.