

 SPJ GLOBAL <small>DUBAI • MUMBAI • SINGAPORE • SYDNEY</small>	Terms of Reference of the Academic Board and its sub-committees
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1.1 Terms of Reference of the Academic Board

Reporting Arrangements	Board of Directors (BoD)
Purpose and Scope	<p>a. The Academic Board (AB) is the peak academic body of S P Jain School of Global Management (S P Jain/the School) and has been delegated authority for all higher education academic matters by the Board of Directors (BoD). The primary role of the Academic Board is to exercise authority over all matters relating to the quality of courses, teaching, scholarship, and research, and to operate independently of corporate governance.</p> <p>b. It provides advice and reports to the Board of Directors and to the President on all academic matters, as well as on the academic aspects of the Strategic and Development Plans.</p>
Responsibilities	<p>a. Monitor and regularly report to the BoD on the quality of courses, teaching, learning, research and research training.</p> <p>b. Delegate academic functions to sub-committees as authorised by the BoD, and monitor reports received from sub-committees.</p> <p>c. Recommend to the BoD all new degree courses developed by the School which are subject to accreditation by TEQSA and other local regulatory accreditation requirements at other campuses.</p> <p>d. Oversee course review processes, internally monitor current courses, and monitor external review processes including those required by regulatory authorities.</p> <p>e. Review graduand lists and recommend conferral to the BoD.</p> <p>f. Oversee benchmarking of courses and outcomes against professional standards and other higher education providers.</p> <p>g. Oversee academic leadership, qualifications, staff development and scholarship.</p> <p>h. Monitor and review academic policies and their effectiveness.</p>

	<ul style="list-style-type: none"> i. Identify, monitor and review preventative actions in relation to academic risks, risks to students or graduate outcomes, including student retention and completion data. j. Monitor the academic performance of the School against key performance measures as stated in the Learning and Teaching Enhancement Plan. k. Provide critical assessment of new educational or pedagogical practices and evaluate the effectiveness of educational innovations. l. Establish academic oversight, processes, structures and responsibilities as the AB deems fit to meet Standard 6.3, Academic Governance, of the Higher Education Standards Framework (Threshold Standards) 2021 and Private Education Act 2009, Singapore. m. Conduct appeals on academic matters, where necessary. n. Conduct reviews of the Board's own performance and that of its sub-committees.
Membership	<p>The Academic Board shall consist of not more than 18 persons comprising:</p> <ul style="list-style-type: none"> a. Three persons appointed by the Board of Directors and chosen from persons who are not members of the staff but who are deemed by the Board of Directors to be persons of high standing in the academic, business or professional fields relevant to the courses offered. b. The Chairperson (Chair) of the Academic Board will be one of the above persons appointed by the Chairperson of the Board of Directors. c. <i>Ex officio</i> members <ul style="list-style-type: none"> • President • Vice President–Academic • Vice President- Administration • Dean/ Director -MBA9 Executive) (EMBA) • Dean /Director MBA(Global), Master of Global Business (MGB) and Graduate Certificate in global Management (GCGM) • Dean/Director – Undergraduate • Dean- Research d. Up to eight (8) internal members of the full-time academic staff appointed by the Board of Directors following an election by the full-time academic staff, provided that there are at least two of the ex officio and elected members on each campus. e. The candidates will be ranked using online optional preferential voting through an election conducted by the Director - Secretariat. The Chair of the Academic Board will recommend candidates for appointment to the Board of Directors based on the ranking and after due consideration of campus representation and diversity on the Academic Board. f. All members must meet the Fit and Proper Persons Requirements as required by the Higher Education Standards Framework 2021. Should an appointed member no longer be a 'fit and proper person' as defined by TEQSA, they must notify the School immediately. g. Members must be approved by Skills Future Singapore Agency (SSG) Singapore as required by the Private Education Act, 2000 (revised 2011). h. The Chairperson of the Board of Directors in consultation with the Chairperson of the Academic Board may also appoint one Academic Board member as a Deputy Chairperson.

Term of Office	<ul style="list-style-type: none"> a. The Chairperson of the Academic Board, in the first instance, may serve up to a period of three (3) years. Thereafter, the Board of Directors may re – appoint current Chairperson, appoint any one of the external members as Chairperson or seek a new external Chairperson for a three (3) year term. b. If a Deputy Chairperson is appointed, the Chairperson of the Board of Directors in consultation with the Chairperson of the Academic Board will determine the period of appointment of the Deputy Chairperson. c. The ex officio members will serve while they hold their respective roles. d. Elected (Refer Section: Membership, d-e) staff members may serve a term of up to three (3) year, as decided by the Academic Board. e. External members of the Academic Board shall serve for three (3) years in the first instance and be eligible for reappointment, as determined by the Academic Board for up to three (3) years. f. Casual vacancies shall be filled by invitation of the Academic Board and shall serve only the remaining period of the member they replace and be eligible for reappointment. g. The Director/Deputy Director – Secretariat will provide administrative support such as arranging meetings, preparing the documents for circulation to the Board, recording of minutes etc.
Removal from Office	<ul style="list-style-type: none"> a. The Board of Directors may remove a member of the Academic Board from office for breach of a duty set out above in the Responsibilities section. b. The removal from office may be affected only if the motion for removal is supported by a majority of the total number of directors of the Board. c. The motion for removal must not be put to the vote of the meeting unless the Academic Board member concerned has been given a reasonable opportunity to reply to the motion prior to the meeting in writing and may be given an opportunity to respond in person at the meeting of the Board of Directors if deemed necessary. d. If the member to whom the motion for removal refers does not attend the meeting, a reasonable opportunity to reply to the motion is taken to have been given if notice of the meeting has been duly given.
Meeting Frequency and Quorum	<ul style="list-style-type: none"> a. The Academic Board will meet at least three (3) times a year, and usually four (4) times and more frequently if required. Meetings may be face-to- face, electronic or a combination of face- to- face and electronic meetings. b. No business may be transacted unless there is a quorum of 10 members.
Invitees	<ul style="list-style-type: none"> a. Director-Accreditation and Regulatory Compliance (DARC) shall be an invitee at all Academic Board and sub-committee meetings in which DARC is not a member. b. The Registrar and Director – Quality Assurance shall be invitees at Academic Board meetings.

Sub-Committees	<p>The Academic Board will have four standing sub-committees as below:</p> <ul style="list-style-type: none"> a) Academic Regulations and Course Development Committee b) Examinations Board c) Research and Knowledge Creation Committee d) Learning, Teaching and Quality Assurance Committee <p>The Chairperson of each sub-committee will be a member of the Academic Board.</p> <p>NOTE: The Registrar or delegate may appoint an advisory group to assist in the discharge of admission responsibility.</p>
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1.2 Standing Orders

These Standing Orders apply to the Academic Board and all sub-committees.

Notice of Meetings	<p>Meetings shall be held according to the Annual Schedule or at other times such as:</p> <ul style="list-style-type: none"> a. When specifically requested by the Chairperson of the Academic Board/ sub-committee, or via a request from a majority of members of the relevant board or committee. Normally not less than five working days' notice shall be given. b. The Minute-taker will normally circulate an agenda and meetings papers at least five working days before the meeting. c. The Chairperson may permit additional business to be added at the meeting if time permits. d. For out of session urgent matters, a flying minute may be circulated to members.
Meeting Conduct	<ul style="list-style-type: none"> a. The Chairperson shall conduct the meeting according to the standing orders; ensure order is maintained; and give members an opportunity to speak and vote on matters tabled at the meeting. b. The order of business shall follow the agenda unless agreed otherwise. c. Matters for debate or to move a motion must be on the agenda and seconded, unless otherwise approved. d. Voting shall be by show of hands unless a secret ballot is requested. e. Members may vote by proxy if they are unable to attend. f. Matters will be passed by a majority of members. g. A motion may be amended or withdrawn with the consent of the members. h. When an amendment is before the Chairperson, discussion shall be confined to that amendment. i. No further amendments can be made if they are substantially the same, or if the amendment is a direct negative.

Minutes	<ul style="list-style-type: none"> a. The Secretary shall accurately record the minutes of each meeting and distribute via email within 7 working days of the meeting. The following details shall be recorded in the minutes: <ul style="list-style-type: none"> i. Date, time and venue of the meeting ii. Names of members present and apologies, and the name of the Chairperson iii. An overview of discussions and business conducted; motions and outcomes of votes; action items and persons responsible iv. Date, time and venue of next meeting b. The Secretary shall circulate the minutes of the preceding meeting to the members. c. The Chairperson will: <ul style="list-style-type: none"> i. Seek confirmation of the minutes in their current state; or ii. Seek confirmation of the minutes with amendments; and iii. Sign the confirmed minutes
Adjournment	<ul style="list-style-type: none"> a. The Chairperson may adjourn the meeting from time to time with the consent of the members or if directed by the Board-of Directors. Business at the adjourned meeting shall be confined to business that was left unfinished at the meeting where the adjournment took place. If a meeting has been adjourned for more than 10 working days, notice shall be given as for an ordinary meeting.
Code of Conduct	<p>A member shall:</p> <ul style="list-style-type: none"> a. Keep their comments to matters before the board/committee b. Attend meetings and be punctual c. Undertake review of documents prior to meetings, within timeframes requested d. Act in the best interests of the School, and not bring the School into disrepute e. Exercise appropriate care and diligence f. Not make false statements or falsify records g. Act appropriately to not gain advantage for themselves or others h. Not make offensive statements or comments or behave improperly i. Shall cease speaking when called to order by the Chairperson j. Declare any potential conflicts of interest and stand aside from discussions and voting on such matters deemed to be a conflict of interest k. Keep all matters in confidence and not disclose any matters of business to the general public, members of staff or other associates of the School

2. Sub-committees of the Academic Board

2.1 Academic Regulations and Course Development Committee (ARCDC)

Reporting Arrangements	Quarterly reports to the Academic Board
Purpose and Scope	<p>a. The Academic Regulations and Course Development Committee is a sub-committee of the Academic Board and has been established by the Board of Directors.</p> <p>b. The primary role of the committee is to conduct and monitor the development of new courses and review of existing courses in association with relevant staff of the School and provide advice to the Academic Board on course quality, development and review, and associated relevant academic policies.</p>
Responsibilities	<p>a. Conduct course development and review processes in accordance with the School's policies, including monitoring and review of the structure of each course; compulsory and elective subjects; benchmarking proposed courses.</p> <p>b. Where external course accreditation is required, the committee in consultation with the relevant academic staff, shall oversee the production of any required course documentation and ensure it meets regulatory standards.</p> <p>c. Monitor the Strategic Plan insofar as the development of new courses or additional strands to existing courses.</p> <p>d. Monitor and review units of study (subjects) to ensure quality learning and teaching consistent with S P Jain's strategic goals, values, and academic standards.</p> <p>e. Formulate and review policies and regulations on academic matters for recommendation to the Academic Board, including but not limited to course development and review, course specific entry requirements, assessment, student progression, examination, exclusion and graduation.</p> <p>f. To advise on any other matters referred to the committee by the Academic Board.</p>

Membership	<ul style="list-style-type: none"> a. The Chairperson will be a member of the Academic Board, as nominated by the Academic Board: Nominated Academic Board Member. b. Membership shall consist of internal staff comprising: <ul style="list-style-type: none"> • Vice President – Academic • Vice President-Administration • Dean/Director- MBA (Executive)(EMBA) • Dean /Director-MBA (Global)(GMBA), Master of Global Business (MGB) and Graduate Certificate in Global Management (GCGM) • Dean /Director- Undergraduate • Registrar • Two selected Heads of Department or Assistant Deans nominated by Vice President – Academic c. The Academic Board may also appoint up to three (3) members of the full-time academic staff, following an election by the full-time academic staff. d. The candidates will be ranked using online optional preferential voting through an election conducted by the Director - Secretariat. The Vice President – Academic will recommend candidates for appointment to the Academic Board based on the ranking and after due consideration of expertise in the area, campus representation and diversity. e. The Chairperson of the Subcommittee in consultation with the Chairperson of the Academic Board may also appoint one ARCDC member as a Deputy Chairperson. f. External: input via commissioned reports, or attendance, from members of the School’s Industry Advisory Boards and External Reviewers with regard to course development and review. g. Other external membership as required for course development and review as directed by the Academic Board.
Invitees	<ul style="list-style-type: none"> • Chairperson - Emerging Technologies Working Group (ETWG) • Dean/Director Master of Applied Finance and Wealth Management (MFWM) • Dean /Director – Master of Management (MoM)

Term of Office	<ul style="list-style-type: none"> a. The Academic Board will determine the term of appointment of the Chairperson which may be up to three (3) years and may be renewed for a further term. Thereafter, the Academic Board may elect another Academic Board member to be Chairperson for a period of up to three (3) years. b. If a Deputy Chairperson is appointed, the Academic Board will determine the period of appointment of the Deputy Chairperson. c. The ex officio members will serve while they hold their respective roles. d. Nominated/elected staff members may serve a term of up to three (3) years, as decided by the Academic Board. e. Casual vacancies shall be filled by nominations from the Academic Board and shall serve only the remaining period of the member they replace and be eligible for reappointment.
Meeting Frequency and Quorum	<ul style="list-style-type: none"> a. The Committee will meet at least four (4) times a year, but more frequently if required. Meetings may be face-to-face, electronic or a combination of face- to- face and electronic meetings. b. No business may be transacted unless there is a quorum of half the membership (not including casual vacancies).

2.2 Examinations Board (EB)

Reporting Arrangements	Quarterly reports to the Academic Board
Purpose and Scope	<ul style="list-style-type: none"> a. The Examinations Board is a sub-committee of the Academic Board and has been established by the Board of Directors. b. The primary role of the Examinations Board is to moderate student results and proposed grades received from faculties and approve final grades and the graduand list for endorsement by the Academic Board. The Examinations Board also monitors the consistency and equivalence of assessment processes across all campuses of the School.
Responsibilities	<ul style="list-style-type: none"> a. Collate assessment data from different subjects offered at all campuses as a way of monitoring consistency and equivalence of assessment. b. Conduct moderation of student assessment results and grades received from faculties, and report on amendments required due to errors, and amendments based on bell curve processes. c. Conduct external moderation processes periodically, including blind marking of assignments on a sampling basis. d. Approve final grades for publication each teaching term (with the exception of the Doctor of Business Administration thesis work) and report to the Academic Board for endorsement. e. Check graduand eligibility (with the exception of the Doctor of Business Administration thesis work) and approve the list of graduands for endorsement by the Academic Board, specifying the award each graduand is to receive.

	<p>f. Monitor processes for the appointment of invigilators and invigilation procedures.</p> <p>g. Monitor and prepare reports on the effectiveness of examination related policies where relevant and submit reports to the ARCDC and Academic Board.</p> <p>h. Promote high standards of academic integrity, monitor processes for minimising academic misconduct and report to the Academic Board.</p> <p>i. Advise on any other matters referred to the committee by the Academic Board.</p>
Membership	<p>a. The Chairperson will be a member of the Academic Board, as nominated by the Academic Board: Nominated Academic Board Member.</p> <p>b. Membership shall consist of internal staff comprising:</p> <ul style="list-style-type: none"> • Vice President-Academic • Vice President-Administration • Registrar • Dean/Director- MBA (Executive)(EMBA) • Dean /Director-MBA (Global)(GMBA), Master of Global Business (MGB) and Graduate Certificate in Global Management (GCGM) • Dean /Director- Undergraduate • Director of Examinations • One (1) representative from the Course Office endorsed by Registrar <p>c. The Academic Board may also appoint up three (3) academic staff following an election by the full-time academic staff.</p> <p>d. The candidates will be ranked using online optional preferential voting by election conducted by the Director - Secretariat. The Vice President – Academic will recommend candidates for appointment to the Academic Board based on the ranking and after due consideration of expertise in the area, campus representation and diversity.</p> <p>e. All members must be approved by Skills Future Singapore Agency (SSG), Singapore as required by the Private Education Act, 2000(revised 2011).</p> <p>f. The Chairperson of the Subcommittee in consultation with the Chairperson of the Academic Board may also appoint one EB member as a Deputy Chairperson.</p>

Term of Office	<ul style="list-style-type: none"> a. The Academic board will determine the term of appointment of the Chairperson which may be up to three (3) years and may be renewed for a further term. Thereafter, the Academic Board may elect another Academic Board member to be Chairperson for a period of up to three (3) years. b. If a Deputy Chairperson is appointed, the Academic Board will determine the period of appointment of the Deputy Chairperson. c. The ex officio members will serve while they hold their respective roles. d. Elected staff members may serve a term of up to three (3) years, as decided by the Academic Board. e. Casual vacancies shall be filled by nominations from the Academic Board and shall serve only the remaining period of the member they replace and be eligible for reappointment.
Meeting Frequency and Quorum	<ul style="list-style-type: none"> a. The Committee will meet at least four (4) times a year, but more frequently if required. Meetings may be face-to-face, electronic or a combination of face-to-face and electronic meetings. b. The ex officio members will serve while they hold their respective roles. c. No business may be transacted unless there is a quorum of half the membership (not including casual vacancies).

2.3 Research and Knowledge Creation Committee (RKCC)

Reporting Arrangements	Quarterly reports to the Academic Board
Purpose and Scope	<p>a. The Research and Knowledge Creation Committee (RKCC) is a sub-committee of the Academic Board and has been established by the Board of Directors.</p> <p>b. The primary role of the RKCC is to create an environment that nurtures research and knowledge creation, and fosters creativity among students, faculty and researchers.</p>
Responsibilities	<p>a. Nurture and foster an environment that supports research activities and research integrity and strengthens the capabilities of students and staff.</p> <p>b. Promote applied and action research and provide advice on research training.</p> <p>c. Develop and review the <i>Research Management Plan</i> in line with the School's vision, and report on outcomes.</p> <p>d. Support and monitor faculty research output.</p> <p>e. Develop and review policy guidelines for faculty research and students' research activities in keeping with the Research Code of Ethics of the School.</p> <p>f. Oversee the admission, orientation, progression to the research phase, supervision, progression and support of Doctor of Business Administration students and report on student outcomes and student satisfaction to the Academic Board.</p> <p>g. Approve the appointment of examiners for the Doctor of Business Administration thesis.</p> <p>h. Oversee the Research Centres and report on research outcomes to the Academic Board.</p> <p>i. Review and approve research projects for funding eligibility and ethics.</p> <p>j. Develop and review guidelines for collaborative research with other academic institutes, corporate bodies and research institutions.</p> <p>k. Benchmark the School's research activities and performance against other institutions.</p> <p>l. Mobilise research funds, seek grants, develop a research budget and allocate funds according to agreed priorities.</p> <p>m. Advise on any other matters referred to the committee by the Academic Board.</p>
Membership	<p>a. The Chairperson will be a member of the Academic Board, as nominated by the Academic Board: Nominated Academic Board Member.</p> <p>b. Membership shall consist of internal staff comprising:</p> <ul style="list-style-type: none"> • Dean-Research • Vice-President -Academic or nominee • Deputy Director– Doctor of Business Administration • Directors of the Research Centres

	<ul style="list-style-type: none"> c. The Academic Board may also appoint up to five (5) research active academic staff following an election by the full-time academic staff. d. The candidates will be ranked using online optional preferential voting by election conducted by the Director - Secretariat. The Vice President – Academic will recommend candidates for appointment to the Academic Board based on the ranking and after due consideration of expertise in the area, campus representation and diversity. e. The Chairperson of the Subcommittee in consultation with the Chairperson of the Academic Board may also appoint one RKCC member as a Deputy Chairperson.
Term of Office	<ul style="list-style-type: none"> a. The Academic board will determine the term of appointment of the Chairperson which may be up to three (3) years and may be renewed for a further term. Thereafter, the Academic Board may elect another Academic Board member to be Chairperson for a period of up to three (3) years. b. If a Deputy Chairperson is appointed, the Academic Board will determine the period of appointment of the Deputy Chairperson. c. The ex officio members will serve while they hold their respective roles. d. Elected staff members may serve a term of up to three (3) years as decided by the Academic Board. e. Casual vacancies shall be filled by nominations from the Academic Board and shall serve only the remaining period of the member they replace and be eligible for reappointment.
Meeting Frequency and Quorum	<ul style="list-style-type: none"> a. The Committee will meet at least four (4) times a year, but more frequently if required. Meetings may be face-to-face, electronic or a combination of face- to- face and electronic meetings. b. No business may be transacted unless there is a quorum of half the membership (not including casual vacancies).

2.4 Learning, Teaching and Quality Assurance Committee (LTQAC)

Reporting to	Quarterly reports to the Academic Board
Purpose and Scope	<ul style="list-style-type: none"> a. The Learning, Teaching and Quality Assurance Committee (LTQAC) is a sub-committee of the Academic Board and has been established by the Board of Directors. b. The primary role of the LTQAC is to monitor, support and improve learning, teaching and academic quality assurance at the School. The LTQAC also reviews academic, educational and wellbeing support to students and provide recommendations for improvement.
33:46 Responsibilities	<p><i>Learning and Teaching</i></p> <ul style="list-style-type: none"> a. Develop the <i>Learning and Teaching Enhancement Plan</i> for approval by the Academic Board, and review it every four years' b. Monitor progress of the <i>Learning and Teaching Enhancement Plan</i> and student progression, success and wellbeing, and report to the Academic Board. c. Facilitate enhancements in: learning and teaching; adoption of pedagogies; student progression, experience and wellbeing, and graduate outcomes. d. Review and recommend improvements in the learning resources of the School including both physical and online library learning and teaching resources, research databases, and other learning materials and periodically report to the Academic Board. e. Develop and support a culture of scholarship and professional development for faculty, including orientation of new faculty and opportunities for teaching across campuses. f. Monitor and review the School's policies and processes for learning and teaching, and to make recommendations on these matters to the Academic Board. g. Advise on any other matters referred to the committee by the Academic Board. <p><i>Quality Assurance</i></p> <ul style="list-style-type: none"> h. Monitor and report on the Quality Assurance Framework and Schedule is in accordance with the Australian Higher Education Standards Framework 2021 and other regulatory requirements. i. Monitor and review the effectiveness of the School's academic policies and processes, and make recommendations on these matters to the Academic Board and/or relevant stakeholders. j. Initiate and monitor academic benchmarking activities, participation in established benchmarking groups and provide regular detailed reports and updates to the Academic Board. k. Monitor and review: academic matters from internal and external quality audits; self-review/evaluation processes and improvement actions arising thereof and keep the Academic Board updated.

Membership	<p>a. The Chairperson will be a member of the Academic Board, as nominated by the Academic Board: Nominated Academic Board member.</p> <p>. Membership shall consist of internal staff comprising:</p> <ul style="list-style-type: none"> • Vice-President -Academic or nominee • Director - Quality Assurance • Director – Accreditation and Regulatory Compliance • Director- Faculty Recruitment and Training • Upto five (5) fulltime academic staff members nominated by Academic Board, including at least one (1) member from each campus. • Global Head – Student Experience <p>d. The Academic Board may also appoint up to five (5) academic staff, following an election by the full-time academic staff.</p> <p>e. The candidates will be ranked using online optional preferential voting by election conducted by the Director - Secretariat. The Vice President – Academic will recommend candidates for appointment to the Academic Board based on the ranking and after due consideration of expertise in the area, campus representation and diversity.</p> <p>f. The Chairperson of the Subcommittee in consultation with the Chairperson of the Academic Board may also appoint one LTQAC member</p>
Invitees	<ul style="list-style-type: none"> • One (1) Librarian nominated by VP – Administration • One (1) IT staff nominated by VP – Administration • One (1) nominated Corporate Relations staff
Term of Office	<p>a. The Academic board will determine the term of appointment of the Chairperson which may be up to three (3) years and may be renewed for a further term. Thereafter, the Academic Board may elect another Academic Board member to be Chairperson for a period of up to three (3) years.</p> <p>b. If a Deputy Chairperson is appointed, the Academic Board will determine the period of appointment of the Deputy Chairperson.</p> <p>c. The ex officio members will serve while they hold their respective roles.</p> <p>d. Elected staff members may serve a term of up to three (3) years, as decided by the Academic Board.</p> <p>e. Casual vacancies shall be filled by nominations from the Academic Board and shall serve only the remaining period of the member they replace and be eligible for reappointment.</p>

Student Representative Group	<p>The Student Representative Group will comprise up to fifteen student representatives chosen from the undergraduate and postgraduate courses across face to face, blended, online delivery modes and different campuses.</p> <p>The Global Head – Student Experience will invite nominations and convene the meetings of the group. The group will provide a periodic report to the LTQAC.</p> <p>The Chairperson, Deputy Chairperson, Global Head – Student Experience and nominated members of the LTQAC will participate in meetings of the group. Members of the group will be invited to join the LTQAC for relevant items at its meetings.</p>
Meeting Frequency and Quorum	<ol style="list-style-type: none"> a. The Committee will meet at least four (4) times a year, but more frequently if required. Meetings may be face-to-face, electronic or a combination of face- to- face and electronic meetings. b. No business may be transacted unless there is a quorum of half the membership (not including casual vacancies).