

Governance Committee Terms of Reference

PURPOSE: The Governance Committee is a standing committee of the Board. This committee provides stewardship by monitoring Board activities to ensure the Board fulfills its legal, ethical, and functional responsibilities. It provides general guidance and direction to the organization and to the Board. It evaluates Board function, creates and reviews governance policies, and recommends ways of strengthening the organization and the Board with regard to the functions listed below. The committee also acts as the Constitution Standing Committee of the Board.

FUNCTIONS:

1. Board Member Support and Education

- a) Ensures that the Board manual is up-to-date.
- b) Assesses effectiveness of training programs and recommends changes as needed.
- c) Plans the orientation process of Board and community members.
- d) Directs the mentoring of new Board members.
- e) In collaboration with the Board, identify and facilitate Board development and education priorities.

2. Board Development

- a) Recommends to the Board procedures and programs that will enhance the accountability and work of the Board.
- b) Develops and implements an annual Board self-evaluation.
- c) Updates and administers a survey to identify strengths and challenges facing the day-to-day work of the Board as a whole.
- d) Develops and implements an assessment tool for individual Board member performance.
- e) Ensures that the Board receives feedback from monitoring and evaluation tools so that they may address any challenges effectively.
- f) Ensures that the Chief Executive Officer evaluation is conducted each year and that the questionnaires used are collecting information which meets the needs of the organization and reflects best practices.
- g) Oversees functioning Board Committees.

3. Acts as the Constitution Committee of the Board

- a) Ensures that there is a regular (minimum every other year) review of the By-law.
- b) Recommends any changes or revision to said By-law, the articles, and the objects to the Board.
- c) Ensures that any recommended changes are circulated to the general membership in advance of the Annual Meeting so that these recommendations can be tabled and voted on appropriately.
- d) Ensures that any other legal requirements pertaining to the composition and function of the Board are identified.



4. Policies

- a) Reviews and revises Governance policies as required (as per policy 6.01.16).
- b) Creates Governance policies as required.

5. Monitors Any Accreditation Process

Through the Accreditation Sub-Committee, the Governance Committee ensures that:

- a) the accreditation process remains current;
- b) the organization has the capacity to complete the review;
- c) the Board is informed of status;
- d) the Board is informed of results of review and any organizational response, if required.

6. Annual Meeting Responsibilities

- a) Oversees the planning of the Annual Meeting.
- b) Solicits and reviews Board bios for the Annual Meeting and ConnectWell website.
- c) Oversees the elections process at the Annual Meeting.

FREQUENCY OF MEETINGS: Monthly or as required.

REPORTING REQUIREMENTS: The Committee is responsible to report to the Board of Directors.

MEMBERSHIP: Members of the Committee shall include a minimum of two Board members and up to three representatives from the community-at-large. Staff representatives will include the Chief Executive Officer, a Staff Resource, and other designated staff as identified by the CEO.

Last reviewed by the Governance Committee: September 6, 2023

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