

**GOVERNANCE COMMITTEE**  
*Terms of Reference*

**Role**

The role of the Governance Committee is to assist the board by making recommendations which help it function efficiently and fulfill its legal and ethical responsibilities. This is done through governance policy development, recruitment strategies, training programs, monitoring of board activities, and evaluation of board members' performance.

The Nominating Committee is a sub-committee of the Governance Committee with its own terms of reference.

**Membership**

The Governance Committee shall be comprised of;

- Board Chair
- At least two other Board Directors

**Responsibilities**

1. Review board manual, governance policies and procedures, board portal and annual board task list and calendar and present recommended changes to the board for approval. Tools used to accomplish this include the annual motion list and the annual legislation review done by the Executive Director - NP Lead.
2. Recruit and nominate suitable board members (see Nominating Sub-Committee)
3. Review the QIP and update the dashboard annually
4. Coordinate the annual board evaluation process. Feedback will be used to develop an annual board education and tasking schedule.
5. Select Committee Chair annually
6. Conduct an annual standing committee evaluation and present recommendations for any changes to the board at the May meeting.
7. Minutes of all meetings are documented and presented to the board at the next general meeting.

**Meeting Frequency**

- The Governance Committee will meet at least twice annually and at any time deemed necessary during intervals between regular meetings of the board.



Wendy Payne, Board Chair



Date of Chair Signature