



PROCEDURES WHICH APPLY TO ALL ORIENTEERING CANADA STANDING AND SPECIAL COMMITTEES

Standing Committees:	Special Committees:
<p>Standing committees are established in a permanent fashion to aid Orienteering Canada in accomplishing the corporation's duties.</p>	<p>There are two types of Special Committees: Ongoing and Ad Hoc.</p> <p>Ongoing Special Committees are intended to be permanent.</p> <p>Ad Hoc Special Committees are struck to fulfill a specific task or purpose over a set period of time. These committees are established to aid Orienteering Canada in accomplishing its strategic plan objectives.</p>
<p>Current Orienteering Canada Standing Committees:</p> <ul style="list-style-type: none"> • Finance & Audit • HR • Governance • High Performance • Major Events • Nominations • Officials Program • Coaching Program • Technical • Sass Peepre Junior Development • Executive Committee 	<p>Orienteering Canada Ongoing Special Committees:</p> <ul style="list-style-type: none"> • Celebration, Awards & Recognition • LTAD • Mountain Bike Orienteering • Ski Orienteering • New Participant Recruitment <p>Orienteering Canada Ad Hoc Special Committees:</p> <ul style="list-style-type: none"> • None at this time

Standing Committees and Special Committees which exist within the Orienteering Canada structure shall function in accordance with the following procedures:

		Standing Committees	Special Committees
1. Type, Formation and Purpose			
Purpose and creation of a Standing Committee	The Board may, by formal resolution at a Board meeting, create a Standing Committee. Standing committees are established in a permanent fashion to aid Orienteering Canada in accomplishing the corporation's duties. These committees are critical to the functioning of Orienteering Canada.	x	
Purpose and creation of a Special Committee	There are two types of Special Committees: Ongoing and Ad Hoc. These committees are established to aid Orienteering Canada in accomplishing its strategic plan objectives.		x

	<p>Both Ongoing and Ad Hoc Special Committee are struck by the Board of Directors through a formal resolution.</p> <ul style="list-style-type: none"> ▪ An Ongoing Special Committee exists from its formation by the Board of Directors on a permanent basis. ▪ An Ad Hoc Special Committee exists from its formation by the Board of Directors for a set period of time to complete an assigned task. 		
Review of committees	The Governance Committee reviews Orienteering Canada’s committee structure on an annual basis and provides recommendations to the Board regarding this document as well as the need for current or potential new committees.		
Terms of Reference requirements	Each Committee will have Terms of Reference developed and approved by the Board prior to the committee starting its work. The Terms of Reference will include its Purpose, Membership, and Scope of Responsibility as well any relevant items not covered in this procedural document. These Terms will be available to all members and others through the corporation’s website.	x	x
Obligation regarding processes in this document	Each committee must abide by the procedures set out in this document. The procedures in this document apply to all committees unless there is an exception outlined in a committee’s specific Terms of Reference. In these instances the procedures in the Terms of Reference have precedence over the procedures in this document.	x	x
2. Appointments to Committees			
Call to interested candidates	A call for interested candidates to fill expiring terms on all Standing Committees shall be made prior to every Annual General Meeting	x	
Timeline for appointments to Standing Committee	The Board of Directors shall make Standing Committee appointments within 90 days of the Annual General Meeting. This applies to all Standing Committees with the exception of the Executive Committee.	x	
Timeline for appointments to the Executive Committee	The Board of Directors shall make Executive Committee appointments at the first meeting of the Board after an Annual General Meeting.	x	
Timeline for appointments to	The Board shall appoint all members of Special Committees within 90 days of the formation of the committee by the Board.		x

Special Committees			
Length of appointments for Standing Committees	For Standing committees, appointments shall be for two year terms. Appointments shall go to the 2 nd Annual General Meeting following the appointment. This applies to Standing Committees with the exception of the Executive Committee.	x	
Length of appointments for Executive Committee	Appointments to the Executive Committee serve one year terms. See the Terms of Reference.	x	
Length of appointment for President	For Standing Committees in which the President is required to be a member (Executive, Finance & Audit, Governance and HR), the President's term shall continue as long as he/she is President.	x	
Length of appointments for Ongoing Special Committees	For Ongoing Special committees, appointments shall be for two year terms.		x (Ongoing)
Length of appointments for Ad Hoc Special Committees	For Ad Hoc Special committees, all appointments shall be for the duration of the tasks assigned to the committee.		x (Ad hoc)
Committee Chairs	Committee Chairs shall be appointed by the Board. Except for the Executive, Governance, Finance & Audit, and HR committees. For these four committees the President or his/her designate is the Chair.	x	x
Timing of original appointments	For appointments to new Standing and Ongoing Special Committees, approximately half of the appointments should be made for only one year, and half for two year terms, to create a rotation of terms for committee members.	x	x (Ongoing)
Filling vacancies	The Board shall fill vacancies on Standing and Special Committees by appointment as necessary, with the appointment to the vacated term to expire as per the original vacated term.	x	x
Committee reappointments	Standing and Ongoing Special Committee members can be re-appointed for additional two year terms.	x	x (Ongoing)
Removal of a committee member	The Board has the ability to remove a committee member.	x	x

3. Accountability			
Communication with President	The Committee Chair or designate shall contact the President or designate verbally or by electronic means within seven days of a committee meeting to provide an update on committee activity and decisions.	x	x
Filing of minutes	The Committee shall file Committee Minutes with the Secretary of Orienteering Canada in a timely manner.	x	x
Timing of written reports to the Board	The Committee will provide a written report to the Board upon request by the President or designate.	x	x
Written report to AGM	The Committee shall provide a written report for the Annual General Meeting.	x	x
Committee budget	The Committee Chair or their designate will work with the Treasurer in the creation of a budget for the committee's activities. The budget will be approved by the Board.	x	x
Financial accountability and expense reimbursement	The Committee will ensure that activity being directed by the committee falls within the approved budget. Committee member expenses must be pre-approved by the Committee Chair or Executive Director, and expense claims submitted as per the current Expense Reimbursement Policy. Expenses outside the approved budget require Board approval prior to incurring the expense.	x	x
4. Conduct of Meetings			
Conduct expectations	Committee meetings shall be conducted in accordance with the Not-For-Profit Corporation Act, the Corporation's Bylaws and Roberts Rules of Order (current edition), with specifics noted below:	x	x
Voting by Committee Chairs	<ul style="list-style-type: none"> ▪ Committee Chairs shall be able to cast a vote 	x	x
Method of meeting	<ul style="list-style-type: none"> ▪ Meetings can be held in person, by conference call or through other electronic meeting methods such as Skype, Google Hangout or Eluminate. 	x	x
If Chair is unable to attend	<ul style="list-style-type: none"> ▪ If the Chair is not able to attend the meeting, the Committee shall appointment a Chair for the meeting from members present. 	x	x
Decision making process	<ul style="list-style-type: none"> ▪ Committee decisions will be reached by consensus or by simple majority. 	x	x

Quorum	<ul style="list-style-type: none"> A quorum of 3 is required for committee of 3 members in office at the time of the meeting. For committees with 4 or more members in office at the time of the meeting, a quorum is a simple majority of committee members in office at the time of the meeting. 	x	x
5. Committee Procedures and Committee Member Conduct			
Board liaison	The President or a designated Director will be named as the Board liaison for each Committee, and may choose to attend any or all Committee meetings. This procedure does not apply if the Committee has Board representation inherent in the Committee membership.	x	x
Standards of confidentiality and conflict of interest	Committees are held to the same standards of confidentiality and conflict of interest as any discussion or deliberation of the Board as a whole.	x	x
Confidentiality and privacy	Committee members and advisors shall maintain the confidentiality and privacy of all deliberations, and of corporate records, materials and information, which are not generally available to the members or the public.	x	x
Invitations to meetings	Committees may invite any other person to attend portions of a meeting if they can provide special expertise or insight to an issue at hand. These members will not be privy to any committee decisions or recommendations that may come out of such discussions until the decision or recommendation is available to all members.	x	x
Obligation to Orienteering Canada plans. Guidelines and policies	All Committees must work within the parameters of the existing Strategic Plan of Orienteering Canada, Orienteering Canada policies and guidelines, Orienteering Canada's long term athlete development model.	x	x
6. Sub-committees			
Striking a sub-committee	The Committee may strike a Sub-committee, with the approval of the Board, to undertake special shorter term projects under the Standing Committee's general jurisdiction. Sub-committee members will be tentatively appointed by the Committee Chair and could include individuals external to the Committee. Appointments require final approval by the President or designate before the appointment is finalized.	x	

7. Authority levels			
Working within existing parameters	Standing Committees must work within the parameters of the existing Strategic Plan of Orienteering Canada, and approved annual budget levels.	x	
Authority of special committees	Special Committees have no authority independent of that given by the Board of Directors in the Terms of Reference for the Committee.		x
Approval of Program Implementation Plans	Program implementation plans and budgets must be approved by the Board, but once approval has been given, should then be acted upon by the Committee.	x	x

Amended by the Orienteering Canada Board of Directors, January 2017

Edited April 2016 to add Major Events Committee

Amended by the Orienteering Canada Board of Directors, October 2014

Approved by the Orienteering Canada Board of Directors, August 2013