



GOVERNANCE COMMITTEE

Terms of Reference

Standing Committee

Committee Purpose

The Governance Committee is subordinate to the Board of Directors and works on behalf of the Board and membership to ensure good governance for Orienteering Canada.

Committee Membership

- The Governance Committee has three to five members:
 - one member must be the President
 - the second member must be a Director.

In the absence of a President, the Board shall take responsibility for designating individuals to committees in which the President is a member.

Terms of Committee Membership

- The President serves on the Governance Committee based on his/her time in office.

Scope of Responsibility

The Governance Committee is responsible for:

- ensuring that the Board fulfills its legal, ethical, and functional responsibilities, including
 - keeping up to date with the Not-for-Profit Corporations Act (and other federal acts that apply to Orienteering Canada) and making recommendations to the Board as necessary
 - reviewing the functioning of the Board to ensure optimal communication, accountability and decision-making procedures
- reviewing the Bylaws and Policies of the corporation from time to time to ensure that the organization adheres to these foundation documents, and that the documents are kept up-to-date and relevant as practices evolve
- developing and implementing an annual process for Board evaluation and Director assessment
- make recommendations to the Nominations Committee for skill sets and expertise desired in new Board members
- reviewing the Terms of Reference and functioning of committees of the corporation from time to time, to ensure optimal communication, accountability and decision-making procedures

Accountability

The Governance Committee:

- shall meet at least once per year and more frequently if required
- shall provide a report to the next Board of Directors meeting following any Governance Committee meeting

Approved by the Orienteering Canada Board of Directors, August 2013
Amended by the Orienteering Canada Board of Directors, January 2017