

**Bill Reid Foundation**  
**Area:** Process Policies  
**Specific:** Governance Committee Terms of Reference

Date Adopted; May 28, 2015

**Purpose**

The Governance Committee's ("Committee") is established to assist the Board in its work. The Committee's overall purpose is to ensure that relevant policies and when appropriate procedures are in place and implemented to facilitate effective, efficient and productive Governance of the Bill Reid Foundation ("Foundation".)

A goal of the Governance Committee is to have developed Board Governance standards consistent with *Imagine Canada*<sup>1</sup> accreditation standards that focus on five areas:

- Board Governance
- Financial Accountability and Transparency
- Fundraising
- Staff Management
- Volunteer Involvement

**Authority**

The Governance Committee develops and provides oversight on the implementation, evaluation and revision of policies within its purview. The Committee makes recommendations to the Board with respect to policies and nominations. The Committee may from time to time seek advice and feedback from other Board Committees and members, staff and other organizations.

The Committee is not part of management, but rather aims to empower management through the development of relevant Governance policies. Management, through the Director and CEO, has the responsibility for developing and implementing relevant procedures.

**Reporting**

The Governance Committee reports to the Board of the Bill Reid Foundation.

**Membership**

Committee membership is determined by the Foundation and consists of both Board members and the CEO.

**Scope of Responsibilities**

The Governance Committee responsibilities include:

- 1 Identification of policies and procedures that are required for a Policy Governance Board and are consistent with *Imagine Canada's* Standards and development of those relating to governance;
- 2 Identification and recruitment of Directors to meet Board needs;
- 3 Development of a board perpetual calendar that identifies when policies are due for review

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<sup>1</sup> <http://www.imaginecanada.ca/our-programs/standards-program>

- and Directors' terms are current; and
- 4 Development and implementation of a regular Board orientation and self-evaluation.