



COUNCIL COMMITTEE

Governance Committee

Terms of Reference

Purpose

The Governance Committee helps the Council carry out its due-diligence function related to:

- the healthy development and operation of the Council, its committees and task forces,
- the performance of individual Council members, and
- the relationship between the Council and the Registrar/CEO and others whom the Council has appointed, or to whom the Council has delegated duties or responsibilities.

Membership

The Governance Committee is appointed by Council on an annual basis. The committee shall be composed of at least three members of Council, including either the President or Vice President. When possible, a public member of the Council will be added in addition to the three regular Council members. Appointments should seek to balance the desire for new perspectives with the need for continuity on the committee.

The Registrar/CEO is a non-voting, ex-officio member of the governance committee and will provide secretariat services to the Committee. The Registrar/CEO may call on other ACSLPA staff to act as resources to the Governance Committee with the approval of the Chair.

The chair shall be the President or Vice-President unless the President designates someone else to be Chair.

Terms of Office

One-year term, renewable as required.

Duties and Responsibilities

1. Develop or approve a Governance Committee work plan, which shall be presented annually to the Council for approval.
2. Monitor Council adherence to the governance policies and procedures adopted by the Council.
3. Review existing ACSLPA Bylaws, policies and procedures for effectiveness, and make recommendations to the Council for changes as necessary.
4. Review proposed Bylaws, policies and procedures and make recommendations to the Council for their adoption when satisfied that it is appropriate to do so.
5. Review and recommend changes to the Council structure, policies, and procedures to ensure that the Council fulfills its legal and moral obligations and is able to function effectively as a governing body.

6. Review and recommend changes to the policies and procedures that govern the Council's delegation of duties.
7. Coordinate administration of the annual Registrar/CEO performance evaluation and compensation review.
8. Present recommendations to Council for compensation of the Registrar/CEO.
9. Conduct themselves in accordance with the Code of Conduct for ACSLPA Council and Committee Members.
10. Undertake any other power or duty as assigned by Council.

Meetings

The Governance Committee shall meet a minimum of four times annually, or more frequently as required. Most meetings could be held by teleconference or videoconference.

Reporting To

The Governance Committee is a standing committee of the ACSLPA Council.

Review of Terms

The Governance Committee or the Council may undertake a review of these terms of reference as they see fit. If the review is undertaken by the Governance Committee, they shall report their findings and recommendations to the Council. In any case, these Terms of Reference should be reviewed and approved by the Council at least once every three years.

Approved:

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