



Saskatchewan Cheerleading Association

Committee Terms of Reference

Governance Committee

NAME & TYPE	Governance Committee – Standing
PURPOSE	The purpose of the Governance Committee is to ensure that the Board fulfills its legal, ethical, and functional responsibilities through adequate governance policy development, recruitment strategies, training programs, monitoring of Board activities, and evaluation of Board members' performance.
COMPOSITION	<p>The Committee shall at a minimum be composed of three persons, of whom at least one should have knowledge and experience of governance of not-for-profit Boards. This will include:</p> <ul style="list-style-type: none"> • The President; • 1-2 Board members who are not officers of the corporation; • The President and Executive Director may appoint up to 3 non-Board members to the committee who shall have knowledge and experience in governance of not-for-profit Boards; and • The Executive Director (ex-officio and non-voting) <p>Committee positions will be advertised with serving terms, as outlined below.</p>
SERVING TERMS	<ul style="list-style-type: none"> • Chair: two-year term <ul style="list-style-type: none"> ○ To align with the serving term of the SCA President • Other board members and/or committee members: <ul style="list-style-type: none"> ○ Min of one, max of three positions: one year ○ Min of one, max of two positions: two years • Executive Director and/or staff: on-going
APPOINTMENT OF CHAIR	The Chairperson shall be the President.
DECISION-MAKING PROCESS	Decisions shall be made by majority vote.
AUTHORITY DELEGATED	The Committee shall make recommendations to the Board on governance matters such as (for example) policy review and development, by-law and constitution revisions, human resource related issues, etc. The Executive Director will serve in an advisory capacity to the Committee.

TIMEFRAME/ REPORTING/ DEADLINE/DISSOLUTION	The Committee will meet as needed, based on the workload assigned to it, either by the Board or the Executive Director. If the Executive Director requires that the Committee review or assist in the development of a policy, the Chair of the Board should agree to this work being assigned to the Committee, before the Committee undertakes any work. The Committee will report to the Board of Directors by forwarding minutes of its meetings to the Board. The Board will receive the minutes at the next regular meeting after the Committee's meeting. As a Standing Committee of the Board, there is no limit to its existence.
MEETINGS	The Governance Committee will meet as needed, but at a minimum, twice a year, or at the request of the Committee Chair.
STAFF SUPPORT	The Governance Committee will receive the necessary resources from SCA, to fulfill their mandate. It will also receive administrative support from the SCA office.
COMMUNICATION WITH BOARD	The Committee Chair will report to the Board as needed, depending on the nature of the work undertaken by the Governance Committee.
COMMUNICATION WITH EXECUTIVE DIRECTOR	The Committee Chair will communicate with the Executive Director.
SPECIFIC AREAS OF RESPONSIBILITY	<p>The Governance Committee will perform the following key duties:</p> <ul style="list-style-type: none"> • Chair and member selection for all other SCA committees (once the governance committee has been selected and confirmed by the President and SCA Executive Director) • Develop and recommend appropriate policies and procedures to ensure sound governance policies and practices are in place and recommend revisions as required, to assist the Board of Directors in fulfilling its oversight responsibilities; • Review periodically the adequacy and effectiveness of governance documents including the by-laws, policies, procedures, and committee terms of reference, making recommendations for change, as appropriate, to the Board of Directors; • Annual review of the size, composition, diversity, and structure of the Board of Directors and its committees with regard to competencies and skills of its members as related to the current needs of the Board, making recommendations to the full Board for appropriate adjustment;

		<ul style="list-style-type: none"> • Ensure proper orientation, support and continuing education for the Directors; • Produce and keep current, documents needed for recruitment and education of current, new, and potential Board members; • Establish and maintain criteria to measure the performance of individual Directors and the Board of Directors as a whole; • Develop and oversee the annual performance review process for the full Board, the self-assessment by individual Directors and performance assessment of Board committees; • Maintain a watch for governance development, best practices, and other opportunities relating to non-profit Boards and other PSOs that could lead to growth and improvement of the activities of the Board and SCA; • Assist Executive Director in hiring additional staff, including reviewing applications and resumes, and participating in interviews • Support the President and Executive Director in their government relations function related to governance issues; and • Additional duties as may be delegated to the Committee by the Board of Directors from time to time.
APPROVAL REVIEW DATE		<p>Approved on: October 10, 2018</p> <p>Revised and approved on: June 3, 2023</p>
Other		