

# Governance, Policy and Strategy Committee Terms of Reference

## **Mandate**

The mandate of the Governance, Policy and Strategy Committee (the “Committee”) is to assist the Board of Directors in reviewing governing and strategic documents and processes, and for developing processes for implementing governance and strategic initiatives.

The Committee is a standing committee of, and reports to, the Board of Directors.

## **Composition**

The Committee consists of:

- the Chair of the Committee who is the President-Elect, or if the Nominating Committee recommends and the Board of Directors approves that another Board member serve as the Chair, the President-Elect will be an ex officio member of the Committee.
- six Certified Members, one representing each of the OACETT regions, (Western, Horseshoe, Toronto, Central, Eastern and Northern), who shall not also be a member of the Board of Directors, another Board committee, or another Board entity.

## **Authority**

The Committee may initiate investigations or studies of matters that reflect on governance, policy and strategic issues of OACETT, or such other matters as deemed appropriate by the Board of Directors.

The Committee may obtain expertise and assistance from external Governance or other third-party advisors as required to assist in the execution of Committee responsibilities. Use of these services, along with associated costs and contractual obligations shall be reported to the Board of Directors periodically.

The Committee shall act within budget requirements established by the Board. The budget for projected activities for the following year’s Committee shall be submitted as required to the Board of Directors.

The Committee shall refer questions that have legal implications to the Board of Directors and/or the OACETT legal advisor.

## **Duties and Responsibilities**

The Committee shall review governance processes, including By-laws, policies and strategic plans. The Committee shall develop a schedule to ensure consistent review and analysis.

The Committee shall be familiar with relevant Ontario legislation, including the OACETT Act, legislation that may impact the business of OACETT, and other documents relating to the exercise of its duties.

The Committee shall prepare recommendations for By-law and policy amendments, additions and deletions, and shall advise the Board on best practices for governance and policy development.

The Committee shall coordinate and lead strategic planning processes for the Board of Directors.

The Committee shall support the HR Committee in determining the professional development needs of the governing entities, particularly through its review of the regular surveys/evaluations of the Board of Directors, and ensure planning and budgeting for programming.

The Committee shall ensure that evaluation processes are in place to support continuous improvement of OACETT's governance practices. The Committee shall review survey responses and make recommendations for action.

The Committee shall provide support as required for the orientation program for new Board members and new members to all committees, in partnership with the chairs of those committees. The Committee shall also ensure that effective transition processes are in place to support the continuity of the work of all governing entities.

The Committee shall maintain a file of significant governing and strategic concerns as a reference for its activities.

The Committee will liaise with other committees and Board entities to review and develop governing and strategic considerations with their input.

The Committee shall submit a report to the Board of Directors on its activities for each Board meeting.

The Committee shall carry out such other duties to fulfil its mandate and duties as may be delegated by the Board of Directors.

## **Review of Terms of Reference**

To be reviewed annually by the Governance, Policy and Strategy Committee and every five years by the Board of Directors.