



Terms of Reference	1.02
Committee:	Governance
ISSUING AUTHORITY:	Community Foundation of Portage and District Inc.
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APPROVED:	May 21, 2013
LAST REVIEWED:	April 2025
NEXT REVIEW:	April 2028

The Governance Committee is a standing committee. Its purpose is to ensure the Board fulfils its legal, ethical, and functional responsibilities through the development of governance policy.

Membership

The committee is to consist of an Executive Member, plus a minimum of three Board members **selected by the Executive Committee and approved by the Board.** Consideration should be given to include a member of the Grants committee and the Investment & Finance committee.

The Executive Director may attend committee meetings as an ex-officio non-voting member.

Term of Office

A two-year term, reviewed annually by the nominating committee. Terms will be reviewed/renewed based on the individual's expertise, skill set & experience in this individual area. Turnover of committee member(s) is to occur in a fashion that maximizes corporate memory.

Duties and Responsibilities

- To review the By-laws and Governance manual every 5 years.
- Ensure the development and regular review of Foundation policies that define the roles and responsibilities of the Officers, Board members and Board as a whole.
- Ensure the development and regular review of policies specific to the Foundation
- Ensure the development of policies and terms of reference, and their regular review by the various committees of the Foundation.

Reporting

The committee reports to the Foundation Board. Committee reports must be made in a timely fashion.

Items that must be brought to the attention of the Foundation Board include:

- Any matter of policy, or of a substantive nature, which may affect the rights and privileges of the Board as a whole.
- Any other matter in which the chair desires Board consideration.

Meetings

Meetings shall be held a minimum of twice per yearly cycle at the discretion of the chair. A quorum shall be considered the presence of three members of the committee.

Reference: TOR 1.01 Executive Committee