

**Title: Committee Chair Terms of Reference**

***Approved by Board of Directors: December 7, 2023***

**Appointment**

1. The chair of each standing committee (the chair) will be appointed by the Board and will be a member of the Board.
2. Normally no Board member will chair more than one committee.

**Duties and Responsibilities**

- A) Provides effective committee leadership, overseeing all aspects of the committee's direction and administration in fulfilling its mandate.
- B) Oversees the committee mandate, structure, composition, membership and activities.
- C) Reviews the agenda for committee meetings in consultation with members of senior management.
- D) Ensures appropriate records and minutes of committee meetings are kept.
- E) Chairs all committee meetings which he or she attends.
- F) Communicates with appropriate members of senior management in fulfilling the mandate of the committee.
- G) Fosters a constructive committee culture and facilitates active participation by all members.
- H) Allots sufficient time during committee meeting to fully discuss agenda items of relevance and importance to the committee.
- I) Retains, in consultation with the Chair of the Board, consultants on behalf of the committee when needed.
- J) Regularly reports to the Board on the committee's activities.