

Board Self (Governance)

Committee Definition, Responsibilities & Principles

GFOA Alberta – Policy Manual

Policy Type:

Board Self (Governance)

Number: 2.2.5

Policy Name:

Committee Definition, Responsibilities & Principles

Original Effective Date: May 6, 2020

Date of Last Amendment:

Purpose

This Board of Directors (Board) policy is intended to provide a framework and foundation for the specific Terms of Reference of each of the Ad Hoc Committees.

Relationship between the Board and Board Standing Ad Hoc Committees

- i. The Board has “ownership” of the work that is done on its behalf by Ad Hoc Committees, etc.;
- ii. The Board delegates responsibility to Ad Hoc Committees, which make recommendations for approval by the Board;
- iii. There should be an alignment between Board responsibilities and Board Ad Hoc Committees, with the exception of those responsibilities which are directly fulfilled by the Board as a whole;
- iv. The Board will determine the duties of each Ad Hoc Committee. The Board will approve terms of reference and membership of the Board committees annually;
- v. The Board will monitor the performance of its Ad Hoc Committees at each regular Board meeting through a summary written report and a verbal report by the committee chair related to specific recommendations of the Ad Hoc Committee for approval by the Board;
- vi. The Ad Hoc Committee will raise key issues for Board discussion/decision. Adequate time is allotted at Board meetings for consideration of major Committee recommendations;
- vii. The Terms of Reference for Ad Hoc Committees will be reviewed annually by the respective committee, which will make recommendations to the Board for revisions as appropriate;
- viii. Ad Hoc Committees may not speak or act for the Board, except when formally given such authority for specific and time-limited purposes. Such delegation will be framed to not conflict with the authority delegated to the Executive Director.
- ix. Unless otherwise specified, Ad Hoc Committees may not commit or bind the Association to any course of action and no decision of a committee is binding on the Board, until approved or ratified by the Board;
- x. Unless otherwise authorized to do so, an Ad Hoc Committee may not engage independent legal counsel or consulting advice without prior Board approval.