

Governance Committee Terms of Reference

Composition

1. The Governance Committee will consist of:
 - a. All members of the Governing Council, and
 - b. The Executive Director, as a non-voting member, and
 - c. The Corporate-Secretary, as a non-voting member.

Mandate

2. The Governance Committee is responsible for reviewing, and making recommendations to the Governing Council with respect to the improvement of:
 - a. The articles of incorporation,
 - b. The by-laws,
 - c. The Charter Document,
 - d. The Delegation of Authorities Table,
 - e. The Standing & Special Rules of the Governing Council,
 - f. The Committee Terms of Reference, and
 - g. Any governance issue referred to it by the Governing Council.

Authority

3. The Governance Committee can make recommendations to the Governing Council for the improvement of the governance of the association.

Chair

4. The Chair will be elected by the members of the Governance Committee attending at the first meeting of the Governance committee after general elections to the Governing Council.

Meetings

5. The Governance Committee will meet for the first time at the call of the President, and thereafter as decided by the committee.
6. Meetings can be electronic or in person or a combination thereof.

Quorum

7. Quorum of the Governance Committee will be any four voting members.

Governance

8. While consensus is encouraged, decision making will be by majority vote.

Record-Keeping of Decisions

9. The AJC Corporate Secretary will ensure minutes are produced for all meetings which will include a record of all votes and proceedings.

Priorities & GC Approval

10. The committee will create a work plan, outlining its proposed priorities and will submit the same to the Governing Council for approval, prior to embarking on a review of the areas listed in its mandate.