

Governance Committee

Terms of Reference

Purpose of the Committee

The Governance Committee is a Council Committee established pursuant to section 82(1) of the *Real Estate Services Act*. The purpose of the Committee is to oversee the Council's governance activities, review and recommend corporate policies for operations and processes, manage the evaluation and compensation of the Executive Officer and ensure the appropriateness of Council's human resource and compensation policies. The Committee will also identify professional development and training for Council and Committee members to enhance leadership development across the organization.

Chair and Membership

The Governance Committee consists of the Chair and Vice-Chair of the Council and at least two (2) other members of the Council appointed by the Chair and Vice-Chair and approved by the Council. The Governance Committee Chair must be a member other than the Council Chair

Authority, Duties, and Responsibilities

The Committee:

- a) Promotes governance best practices by reviewing and recommending updates to Council policies to support effective and efficient processes and clear decision-making authorities in compliance with statutory obligations;
- b) Ensures the Council's compensation and human resource strategies, policies and processes are in keeping with the organization's values, mission and key goals;
- c) Makes recommendations to the Council on all aspects of the employment of the Executive Officer (EO), including recruitment, remuneration, performance management, regular performance reviews, and succession planning;
- d) Reviews any significant changes to the organizational structure or employment of senior management / executive positions recommended by the EO, and makes recommendations on these changes to the Council;
- e) Reviews and recommends to the Council recruitment, orientation, assessment, and succession planning for Council members;

- f) Promotes and supports effective Council member performance by identifying and recommending professional development and training for Council and Committee members;
- g) Reviews any matters which fall outside the terms of reference/charges to other committees; and
- h) Research and report on any miscellaneous topics referred to it by Council.

As at April 2018