



**TERMS OF REFERENCE FOR THE
OKANAGAN COLLEGE BOARD OF GOVERNORS
GOVERNANCE COMMITTEE**

Date approved/revised: September 26, 2006/February 15, 2008/November 29, 2016

Resource: Director, Legal Affairs and Policy Development
Approved by: Board of Governors

I. PURPOSE

The purpose of the Governance Committee is to ensure an effective governance framework to enhance the performance of the Board and Board committees.

II. COMPOSITION AND OPERATIONS

- A. In addition to the Board Chair and President as ex-officio members of the Committee, the Committee shall be composed of not fewer than three Board members.
- B. On the recommendation of the Board Chair, the Board appoints the Committee members.
- C. The Committee shall meet at least three times each year.
- D. Additional meeting may be held as deemed necessary by the Committee Chair, or as requested by the majority Committee members.

III. DUTIES AND RESPONSIBILITIES

The Committee has the duty and responsibility to:

- A. Prepare a Board Manual containing the policies and procedures by which the Board will operate. The Manual will be reviewed by the Committee annually.
- B. Review Board Bylaws annually.
- C. Conduct an evaluation of the Board, the Board Chair and the Board Committees annually.
- D. Develop recommendations regarding the essential and desired experience and skills for potential new Board members, taking into consideration the Board's short-term needs and long-term succession plans.

- E. In consultation with the President and Board Chair, recommend, through the Board Chair, to the Government the criteria and names of potential candidates the Minister should consider when appointing members to the Board.
- F. In concert with the Board Chair and President, conduct new Board member orientations.
- G. Recommend to the Board Chair annually Board professional development requirements and activities.
- H. At the request of the Board Chair undertake such other governance initiatives as may be necessary or desirable to improve the operation of the Board and contribute to the success of the College.

IV. ACCOUNTABILITY

The Committee shall report its discussions to the Board by maintaining minutes of its meetings and providing an oral report at the next Board meeting.

V. REVIEW

The Terms of Reference for the Committee will be reviewed annually by the Committee.