



TERMS OF REFERENCE

Name	Governance & Planning Committee
Mandate	<p>The Governance & Planning Committee is a Board Standing Committee of Wrestling Canada Lutte (WCL). As such, the Committee will assist the BOD in developing and maintaining a healthy governance structure and culture that reflects current governance standards and good practices as guided by Sport Canada’s good governance principles and the NFP Act.</p> <p>This Committee will also assist the BOD in setting and maintaining WCL’s strategic directions and coordinating activities for the association’s quadrennial strategic planning process.</p> <p>This Committee will also assist the BOD and the Executive Director in reviewing and maintaining WCL’s risk registry.</p>
Key Duties / Responsibilities	<p>1 - GOVERNANCE:</p> <ul style="list-style-type: none"> a) Ensure Bylaws are compliant with legal requirements and funding regulations. b) Review current Board policies to ensure they are relevant, meet legal requirements and understood by the Directors. c) Make recommendations for Board development support (Board development, evaluation, recruitment and training). d) Ensure that the BOD structure and culture reflects good governance principles as guided by Sport Canada and the NFP Act. <p>2 - STRATEGIC PLANNING:</p> <ul style="list-style-type: none"> a) Ensure that the BOD has a current and relevant strategic plan that includes a mission, vision and value statements, as well as key performance indicators (KPIs). b) On an annual basis: <ul style="list-style-type: none"> – Monitor annual progress against the Plan, to ensure that timelines and KPIs are being met. – Review significant changes and trends and make recommendations to changes in strategic directions or specific activities identified in the Plan.





	<p>c) Every quadrennial, ensure and oversee the preparation of a review of the strategic plan and the development of a strategic planning process, with the Executive Director, for BOD approval and endorsement by the Members</p> <p>d) Participate in strategic planning activities, as necessary</p> <p>3 - RISK MANAGEMENT:</p> <p>a) Provide expertise to enhance the quality of BOD discussion on risk management matters and facilitate effective BOD decision-making in this area.</p> <p>b) In conjunction with the Executive Director, review WCL’s risk registry on an annual basis, or as needed, identifying risks, classifying them and providing recommendations on changes in strategic directions and/or operations to manage risks associated with decision-making at the BOD and operational levels.</p> <p>4 - OTHER DUTIES: Undertakes other responsibilities that may be assigned by the BOD.</p> <p>Duties of the Chair:</p> <ul style="list-style-type: none"> - Develop the agenda for committee meetings in consultation with committee members - Chair the meeting and ensure that the committee makes recommendations within its mandate and organizational policies and plans - Ensure the communication of the committee’s recommendations and actions to the BOD - Represent the committee to the BOD and the Members - In collaboration with the ED, prepare written reports of recommendations, progress or any other relevant information for submission to the BOD and Members - Stay informed on relevant organizational policies - Ensure that committee members are informed of all critical matters
<p>Authority</p>	<p>May from time to time invite to its meetings such other individuals as it deems can contribute to the work of the Committee (eg. consultants).</p> <p>Can schedule meetings and other activities to facilitate decision-making.</p>



	Review and make recommendations to revise terms of reference.
Composition	<p>The Committee shall be comprised of no less than three and up to five members.</p> <p>CHAIR: The President shall serve as the Chair of the Committee.</p> <p>MEMBERS: The BOD will appoint up to four additional members to the Committee from the remaining members of the Board. Should the necessary competency not be present on the Board at the time of appointment, the Board may appoint a member(s) to the Committee from outside the Board.</p> <p>Ex-officio non-voting members on this committee include:</p> <ul style="list-style-type: none"> - Executive Director <p>TERMS / VOTING:</p> <ul style="list-style-type: none"> - All members will serve terms of two (2) years, which may be renewed by the BOD - Decision-making is by majority vote. Quorum shall be the majority of committee members. - Each member will have one (1) vote. There are no proxy votes.
Meetings	The Committee will meet at least once annually by teleconference and if required, at the call of the Chair. The Committee will meet quarterly by teleconference and/or in person in the final year of the quadrennial and if required, at the call of the Chair.
Staff Support & Resources	The Committee will work closely with the Executive Director within the established WCL budget.
Reporting	<ul style="list-style-type: none"> - Meeting minutes and notes will be maintained - Updates provided for BOD meetings - The Committee will report to the Members at the Annual Meeting of Members in the form of a written report
Approval and Review	These Terms of Reference were approved by the Board on June 23, 2017. This document will be reviewed every two (2) years by the Committee and the Board and will be updated by the Board as required.