

Terms of Reference for the RAIC Governance Committee

(February 2016)

1. Name: RAIC Governance Committee

2. Purpose:

2.1 Ensure the highest standards of governance and stewardship of the association on behalf of the members by providing for the Board's effectiveness and continuing development.

3. Membership:

3.1 Committee members shall include a minimum of five members: the First Vice-President, 3 Board members and at least 1 RAIC member at large.

3.2 The Chair shall be elected annually by members of the committee.

3.3 Terms of committee members are two years, and members may serve an unlimited number of terms. Effort shall be made to stagger all appointments to provide overlap and continuity.

4. Responsibilities:

4.1 Review existing and recommend new Board policies and procedures for effective and efficient governance.

4.2 Review the corporate bylaws and recommend any needed changes to the Board.

4.3 Provide direction for Board orientation and ongoing Director education.

4.4 Recommend to the Board, and annually implement, an appropriate evaluation process for the Board, its committees and individual Board members.

4.5 Lead the Board recruitment, nominations and succession planning processes.

5. Authority and Resources:

5.1 The work of this Committee will be performed by its volunteer members and allocated staff resources.

Revised March 23, 2016

5.2 Any additional resources beyond those included in the annual budget will be presented and approved by the Board.

6. Operation:

6.1 The business of this committee will be conducted primarily through email and conference calls. Work shall be coordinated by the Executive Director and Executive Assistant.

7. Amendments of the Terms of Reference:

7.1 Amendments to the Terms of Reference will be made by the Board of Directors.

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