



Winnipeg River Regional Arts Council Inc.

Terms of Reference for Subcommittees

1. SUBCOMMITTEE TITLE

Governance and Policy Committee

2. GENERAL PURPOSE OF SUBCOMMITTEE

The Governance and Policy Committee exists to develop written governing documentation that ensures the effective operation of the Winnipeg River Arts Council Inc. (WRAC).

3. COMMITTEE FUNCTIONS

The Committee will be responsible for performing the following key functions:

- ✓ Identify initiatives and documentation that would assist governance and management operations.
- ✓ Develop written outlines describing proposed governance initiatives and make recommendations to the Board.
- ✓ Coordinate, implement, and evaluate governance activities that have been approved by the Board.
- ✓ Oversee existing governing documentation (i.e. constitution, by-laws, organizational chart, policies, procedures, job descriptions, etc.) of the WRAC to ensure that it remains current and relevant to operations.

4. COMMITTEE OBJECTIVES

The Committee will aim to achieve the following objectives:

- ✓ Conduct an annual review of the constitution, by-laws and organizational chart.
- ✓ Conduct strategic planning every three years.
- ✓ Conduct annual planning every year.
- ✓ Develop and keep current a policy and procedure manual for the WRAC.
- ✓ Develop and keep current job descriptions for staff and volunteer positions.

5. AUTHORITY AND REPORTING

The Committee will act in an advisory capacity for the WRAC. The Board of Directors of the WRAC has authority and responsibility for the Committee and their actions. The Committee will provide information and make recommendations to the Board and will require Board approval prior to the coordination and implementation of governance initiatives. A

representative from the Board will be part of the Committee and will act as the reporting liaison between the Board and the Committee. A report of Committee progress and recommendations will be brought forward by the liaison at each Board meeting. Board responses will be communicated back to Committee members by the liaison in a timely manner.

6. SUPERVISORY RESPONSIBILITY

The Committee is responsible for overseeing any staff or volunteers hired to fulfill roles associated with governance initiatives planned by the Committee.

7. RELATIONSHIPS

The Committee assists in maintaining partnership relationships that aid in the advancement of arts and culture in the region. The Committee works with other subcommittees of the WRAC as well as WRAC hired staff/consultants as required.

8. COMMITTEE COMPOSITION AND QUALIFICATIONS

The Committee will be comprised of 4-8 people. If possible, various geographic areas of the region will be represented on the Committee as will various disciplines of arts and culture. Board governance and management experience; knowledge of the region; and interest and experience in the arts will be beneficial to the Committee.

9. COMMITTEE POSITIONS AND ROLES

The Committee will name a Chairperson and a Secretary. The Chair will be responsible for calling meetings, determining agenda items, and facilitating discussions. The Secretary will be responsible for recording meeting discussions, preparing Board reports, and other committee documentation. Both the Chair and Secretary will be responsible for internal and external communications.

10. COMMITTEE ESTABLISHMENT AND SCOPE

The WRAC was incorporated in June 2010. The Governance Committee was formed in early 2012 under the direction of the WRAC. The WRAC serves residents, visitors, artists, arts groups and cultural groups in communities located along Winnipeg River and eastern shore of Lake Winnipeg, including towns and villages, First Nations communities, rural municipalities and provincial parks east of Highway 11 and north of Highway 317.

11. MEETING SCHEDULE

Meetings will be held as required by the Committee. The Committee will remain intact as long as the WRAC is in operation or until the Board deems the functions of the Committee to be complete or no longer required.

12. MEETING PROTOCOL

The meeting agenda will be forwarded to members of the committee a minimum of one (1) week prior to the date of the scheduled meeting. Committee members are required to contact the Chair or Secretary if they are unable to attend a meeting.

13. DECISION MAKING

The Committee must have a quorum (50% + 1) to be able to make decisions. Decisions will be determined by consensus. If the committee is not able to achieve a consensus, then a 2/3 majority vote of the whole committee will determine the decision. The Chairperson will be able to vote along with other committee members.