



ROLE AND USE OF BOARD COMMITTEES

Category:	BOARD GOVERNANCE
Policy Number:	BG-10
Board Approval Date:	September 24, 2026

Objective:	In order to carry out its mandate, the Board of Governors (the “Board”) will establish and seek guidance from Committees of the Board as it deems necessary. This policy outlines the roles, responsibilities and procedures related to Board Committees.		
Scope:	This policy applies to any group that is formed by Board action, whose existence and charge come from the Board, whether or not it is called a committee, and whether or not it includes Board members.		
Definitions:	Board Holism	The authority of the board is held and used as a body. The board speaks with one voice in that instructions are expressed by the board as a whole. Individual board members have no authority to instruct staff.	
Policy:	1.	Board Committees will be used effectively in a way that does not impede Board holism.	
	1.1	Committees are not empowered to make decisions.	
		1.1.1	Committees will prepare recommendations for Board deliberation.
		1.1.1.1	Committee members shall not be bound by the Committee recommendation and may voice their opinion and vote freely during Board consideration of approval.
		1.1.2	Board Committees shall not speak or act for the Board except when formally given such authority for specific and/or time-limited purposes.
		1.1.3	Board Committees will not commit the funds or resources of the organization.
	2.	Board Committees will not interfere with delegation from Board to President.	
	2.1	Board Committees are intended to do detailed work on behalf of the Board.	



	2.2	Board Committees cannot exercise authority over staff.	
	3.	The Board will convene standing Board Committees, including, but not limited to, the Audit and Finance Committee, Board Effectiveness Committee, External Relations Committee, Policy Review Committee and Agendas Committee.	
	3.1	Standing committee membership will be in effect from the September Board meeting in one year to the June Board meeting in the subsequent year and will be updated as Board membership changes.	
	3.2	The Board may convene ad hoc committees for a defined purpose to assist the Board in its work.	
		3.2.1	Board Committees, including ad hoc committees, will cease to exist when its task is complete, based on the needs of the Board and on recommendation of the Board Chair.
	3.3	The Board Chair will recommend Committee Chair and membership appointments to the Board for consideration of approval to ensure effective function.	
		3.3.1	The specific skills and expertise of each Board member will be considered in appointment recommendations.
		3.3.2	At the recommendation of a Committee, the Board may appoint external Committee members where such expertise is required for the effective working of the Committee.
	3.4	Committee members will abide by Board Code of Conduct Policy.	
	3.5	The work of each Committee will be guided by its Terms of Reference which will include the scope of the work to be completed, deliverables and timelines for completion and the Board reporting process.	
Related Information:		BG-6 Board Code of Conduct BG-11 Board Effectiveness Committee Terms of Reference BG-12 Audit and Finance Committee Terms of Reference BG-13 External Relations Committee Terms of Reference BG-14 Governance Model Committee Terms of Reference BG-16 Agendas Committee Terms of Reference BG-17 President Search Committee Terms of Reference	
Related Procedures:			
Review Period:		3 years	
Revision History:		New: January 2025 Revised: September 2026	