



**BOWLS CANADA BOULINGRIN ("BCB")
GOVERNANCE AND ETHICS COMMITTEE TERMS OF REFERENCE**

Committee Terms of Reference	Date of Last Review
Governance and Ethics	March 2024

Type of Committee	Board - Strategic
Mandate	The Governance Committee is responsible for overseeing governance arrangements and ethical standards, as well as recommends policies, practices and/or procedures to the board to ensure that BCB is structured, governed and functioning effectively and ethically.
Key Duties	<p>The Committee will oversee and review the organization’s governance structure to ensure effective and ethical operations by performing the following key duties:</p> <ol style="list-style-type: none"> 1. Identify any board vacancies and the process to be implemented in the filling of such vacancies. 2. Analyze the appropriate balance of necessary skills within the board and committees and advise the board of skill gaps. 3. Provide expertise to enhance the quality of Board discussion on governance matters, including organizational policies, and facilitate effective Board decision-making in these areas. 4. Recommend to the board all new policies, amendments or deletions of existing policies and governing documents. 5. Advise the Board on the adequacy and effectiveness of BCB’s key governing documents and framework policies, including strategic purpose, values and plans. 6. Recommend to the Board, as required, amendments to the By-laws. 7. Any other governance related tasks that may arise during the course of their work and/or additional duties that may be delegated to the Committee by the Board from time to time.
Authority	The Committee will be an active advisor to the Board and will exercise its authority in accordance with the By-laws and such additional provisions as are set out in this Terms of Reference and will do so without interference from the Board or staff.
Composition	The Board will appoint an individual familiar with BCB’s governance structure to act as Chair of the Committee. The Chair will recommend at least two (2) other individuals for appointment to the Committee by the Board.

	<p>The Chief Executive Officer (or staff designate) will be ex-officio, non-voting member of the Committee</p> <p>Members of the Committee will serve terms of two years, which may be renewed by the Board to a maximum of three consecutive terms.</p> <p>Agrees to provide their consent to be bound by the Universal Code of Conduct to Prevent and Address Maltreatment in Sport (the UCCMS), as amended from time to time, and to be subject to proceedings initiated related to potential violations of the UCCMS, including, without limitation, accepting the jurisdiction of the OSIC/Abuse-Free Sport if they are, at any point, designated as a UCCMS Participant by the NSO.</p>
Meetings	The Committee will meet virtually or in person, as required. Meetings will be at the call of the Chair.
Resources	The Committee will receive the necessary resources from BCB to fulfill its mandate. The Committee may, from time to time, receive administrative support from BCB.
Reporting	As a standing committee, the Committee operates independently of management and the Board. Status reports at a meeting of the Board, or full reports at a meeting of the Members, shall be presented by the Chair.
Approval and Review	The Board will review these Terms of Reference on a regular basis, with input from the Committee as required.
Other	<p>The Chair should have the following skill set:</p> <ul style="list-style-type: none"> ● Familiarity with the roles, responsibilities, structure and function of the board ● Sport and/or Not-for-profit governance experience ● Experience with policy development ● Experience with organizational effectiveness ● Understanding of the function and purpose of Bowls Canada ● Understanding of the existing governance structure and policies of Bowls Canada ● Familiarity with the Bowls Canada values and strategic plan