The Canadian Association of Journalists
L'Association Canadienne des Journalistes

TERMS OF REFERENCE

Governance Committee

Policy intent

This policy defines the roles and objectives of the Governance Committee, in conjunction with the stipulations set forth in the *Committee Governance Policy*.

Policy responsibility

CAJ Board

Policy

1. **Role**
   1.1. The committee is a standing committee formed by the CAJ board that oversees the planning, development and execution of governance related efforts.
2. **Authority**
   2.1. The governance committee has authority to:
      2.1.1. request information from any source that the committee deems appropriate in the support of its roles and responsibilities; such requests, as appropriate, can be forwarded by the chair of the committee to the senior staff person, who will determine the best way to obtain the required information;
      2.1.2. request funds from the board to support the activities of the committee, by preparing a budget, and utilize any granted funds in the manner outlined in the request; and
      2.1.3. make recommendations regarding governance related matters to the CAJ board, in line with current bylaws and legislation, with input and consultation from any committee, executive, external consultant or others, as deemed appropriate.
      2.1.4. recommend for approval informal policy reviews of existing policies already adopted by the board of directors.
      2.1.5. initiate new policies and policy reviews for review by the executive committee.
3. **Responsibilities & Objectives**
   3.1. Oversee the implementation of any governance aspects of the CAJ's strategic plan.
   3.2. Ensure that any gaps in policy are addressed.
   3.3. Maintain positive relationships and necessary interactions with industry stakeholders.
   3.4. Create all communication pieces needed for all necessary messaging related to governance matters and provide these to the communications committee for dissemination.
   3.5. Oversee assigned tasks from committees and the board of directors.

3.6. Committee members must reply to requests from the committee chair within three days.

4. Membership

4.1. The committee shall be comprised of the following:
- 4.1.1. a minimum of two board members and a maximum of five board members as voted on by the board;
- 4.1.2. a CAJ staff person, ex-officio, non-voting;
- 4.1.3. one member-at-large, whose role on the committee is governed by the *Responsibilities of Non-directors on Committees Policy*.

4.2. The chair of the committee shall be the chair of the board of directors.

4.3. The chair shall liaise directly with the senior staff person as appropriate for the needs of the committee.

5. Meetings

5.1. The committee shall meet on a quarterly basis.

6. Reporting

6.1. The committee chair shall provide a written report of the committee activities to the board of directors for each board meeting.

6.2. Each report shall include:
- 6.2.1. information about all meetings held since the last report (including a list of attendees of the meetings, as well as topics discussed at the meetings);
- 6.2.2. a list of each work item the committee addressed, and the details of the committee's contribution; and
- 6.2.3. details of any motions made or recommendations being brought forward by the committee.

Related References, Policies, Procedures and Forms:

This Policy References:

Committee Governance Policy
Responsibilities of Non-directors on Committees Policy

This Policy is Referenced by:

None

Forms and documents:

None

Policy History:

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