

Committee Oversight Policy

Waterloo Co-operative Residence Incorporated

As approved by the Board of Directors and incorporating all changes through **January 7th, 2012.**

(Note that in this policy the singular includes the plural)

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Revision History

Date	Revisionist	Summary of Changes
2011 June 4	Herman Leung	Formatting change
2012 January 7	Herman Leung	Minor grammatical and reference changes

External Cross-References

Section(s)	Policy/Section Referenced	Referencing Policy	Section(s)
6.6	pi Policy		

Preamble

The Board of Directors may, from time to time, establish committees to help carry out its responsibilities. To preserve board holism, committees are used only when other methods have been deemed inadequate and care is taken to design them to function effectively within policy governance (Carver, Boards that Make a Difference).

Definitions

In this policy:

“regular committee” means a group of co-op members and sometimes staff tasked, under section 2, by the Board of Directors with a specific project of finite duration.

“standing committee” means a group of co-op members and sometimes staff tasked, under section 2, by the Board of Directors with a specific purpose without a finite duration.

“committee” refers to a committee of either type.

Article 1: Committee Authority and Responsibility

Item 1.1: Committees are entirely subject to the authority of the board and have no authority of their own, except as designated by the board.

Item 1.2: Committees keep records, including minutes from all meetings, to be made available to the board and to future committees as well as to the public, as applicable.

Item 1.3: Committees only have authority to make decisions on matters specifically delegated to them by the board.

Item 1.4: When proposals are to be submitted to the board, at least two options must be presented.

Item 1.5: Committees use Robert’s Rules of Order unless otherwise specified in their charters.

Article 2: Committee Charter

Item 2.1: A committee is formed by special resolution of the board of directors approving the committee charter.

Item 2.2: At minimum the committee charter shall specify the following:

- a) the full name of the committee;
- b) the chair selected for the committee;
- c) the primary goal or purpose of the committee;
- d) the mandate of the committee, including specific tasks that must be complete to accomplish the primary goal of the committee;
- e) the composition of the committee, including number of members and how many are to be directors, members, staff or others;
- f) the intended role of staff committee members and the extent of their involvement (including responsibilities and voting capacity);

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- g) the definition of any restricted information to be made available to the committee;
 - h) a non-exclusive list of additional resources at the disposal of the committee;
 - i) criteria and timelines for reporting;
 - j) any additional regulations pertaining to the committee;
 - k) criteria and timelines for evaluation; and
 - l) whether it is a standing committee or regular committee and, in the case of regular committees, the life-span of the committee;
 - m) in the case of standing committees, the timelines for appointment of committee chairs and committee members.

Item 2.3: Committee charters may be amended by special resolution of the board of directors.

Article 3: Committee Expenses

Item 3.1: If the committee is to have access to co-op funds, a budget must be specified in the committee charter.

Item 3.2: The charter for a committee may specify a budget for the committee containing at least:

- a) expected expenses;
- b) expected revenue, if any; and
- c) a maximum spending limit.

Item 3.3: If the charter for a committee specifies a budget for the committee, funds are to be released by the Co-op for the use of the committee only following approval of minutes documenting a successful committee motion to authorize the expenditure.

Item 3.4: Only the board of directors may authorize committee spending in excess of the maximum spending limit specified by a committee charter.

Article 4: Committee Dissolution

Item 4.1: A regular committee shall be considered dissolved when the life-span of the committee expires or by special resolution of the board of directors.

Item 4.2: A committee may be renewed by special resolution of the board of directors.

Item 4.3: If the charter is renewed under Item 4.2, all committee members will be re-selected following evaluation of the committee and their contributions at the time of the expiry of the original committee life-span.

Article 5: Committee Reports and Evaluation

Item 5.1: Committees must report to the Board of Directors on the specified timelines as listed in Item 2.2 i). The report must include:

- a) the date of the last report;
- b) updates from the committee since the last report;

- c) progress towards the committee's mandate and/or work completed or produced.

Item 5.2: Regular committees must produce a final report to the board of directors at the completion of the mandate or committee dissolution. This must include:

- a) how the committee's mandate has been fulfilled or progress towards mandate;
- b) recommendations for future action;
- c) recommendations to the board of directors.

Item 5.3: Committees are evaluated annually by the board of directors. Evaluation is based on:

- a) progress towards mandate and/or fulfillment of duties;
- b) timeliness in completing assigned tasks;
- c) the performance of the chair and committee members;
- d) the quality of work produced, if applicable.

Article 6: Committee Membership

Item 6.1: In the case of regular committees, the chair designated in the committee charter remains chair for the duration of the initial lifespan of the committee.

Item 6.2: In the case of standing committees, the committee membership and the committee chair is reselected annually as specified in their charters.

Item 6.3: In the event that the position of chair of a committee is vacated, a new chair is to be appointed by the board of directors.

Item 6.4: The chair of a committee may be replaced, for reasonable cause, by a special resolution of the board of directors, provided that:

- a) notice of the vote on replacement, including the reasons for replacement, is delivered to the corporate secretary no less than ten (10) days before the regular board meeting; and the committee chair is delivered notice no less than seven (7) days before;
- b) the chair or a representative chosen by the chair is permitted to make a presentation in his defense at the meeting at which the decision is made, prior to the decision being made.

Item 6.5: The committee may by two-thirds vote pass a vote of non-confidence in the chair, in which case the board must designate a new chair.

Item 6.6: Chairs and members shall be rewarded pi bucks as outlined in the pi Policy.

Item 6.7: The roles and responsibilities staff will take on for the committee must be predetermined and clearly delineated by the board of directors in consultation with the general manager prior to commencement of staff involvement.

Item 6.8: If the committee will have access to restricted information, all committee members must sign a non-disclosure agreement.