

**TERMS OF REFERENCE
NORTH ISLAND COLLEGE BOARD
GOVERNANCE AND BOARD DEVELOPMENT COMMITTEE**

Purpose

The Governance and Board Development Committee is a standing committee of the Board established to assist the Board in fulfilling its obligations relating to board governance and development management.

Composition and Operations

- A. The Board shall appoint a Governance and Board Development Committee of not less than four Board Members, with a minimum of three appointed Board Members of the College, and the President/CEO. The Chair of the Committee will be appointed by the Chair of the Board.
- B. The majority of members of the Committee shall constitute a quorum.
- C. The Office of the President and the Executive Assistant to the Board will be resources to the Committee.
- D. The Committee may seek input from internal and external constituents of the College community. Consultants may also be used as required with the approval of the Board of Governors.
- E. The Governance Committee shall meet as required with a minimum of two (2) meetings per year.

Duties and Responsibilities

The Committee recommends and/or delivers reports to the Board of Governors in the following areas:

Governance

- A. Develop and review every two years the Board Manual containing:
 - Policies and procedures by which the Board will operate,
 - Board bylaws, and
 - Terms of reference of the Board's standing committees.
- B. Develop and conduct appropriate annual evaluation processes for the Board, the Board Chair, and the Board Committees.
- C. Maintain current best practices related to the mandate of the Committee and the Board and, as required, recommend changes to governance.

Board Development

Recommend relevant training and professional development for Board members including but not limited to:

- new Board member orientation;
- annual Board retreat timing and structure;
- other relevant training workshops and conferences.

Accountability

The Committee shall maintain minutes of all meetings and report to in-camera or general meetings of the Board as appropriate.

Committee Timetable

The Committee will establish an annual plan for its activities in the Fall of each year based on the Board's annual meeting and planning schedule.