**PURPOSE:**

This document shall be to provide Terms of Reference for the Agenda Committee. The purpose of the committee is to assist the Secretary-Treasurer in determining the agenda of a Board of Directors Meeting.

The committee will work closely with the Government Services department staff to complete their mandate.

1. membership
   1. The committee shall be comprised of:
      1. The Secretary-Treasurer as Chair
      2. The Chairperson of the Board of Directors
      3. The President and CEO (or 1 additional Director if the President and CEO is also the Chairperson.)
      4. The Managing Director, Government Services (non-voting resource)
      5. The General Manager (non-voting resource)
      6. The Corporate Governance and Executive Services Officer (non-voting resource)
2. general duties
   1. The committee shall be responsible for the following:
      1. Determining whether or not an item should be placed on the agenda;
      2. Ensure the Board of Directors Rules of Procedure are adhered to related to the agenda;
      3. Identifying the status of meeting minutes under review and determining whether or not they are ready to be moved for approval;
      4. Identifying if supporting documentation is necessary for items, and determining what supporting documentation is appropriate to post online with the agenda;
      5. Determining meeting location;
      6. Determining what items should appear on the public and in-camera agendas;
      7. Determining who, among staff and management resources, it would be appropriate to invite to the public meeting and/or permit at the in-camera meeting; and,
      8. Determine if a meeting should be rescheduled or cancelled.
3. Evaluation and effectiveness
   1. The committee is responsible to the Board of Directors for accomplishing the following:
      1. Develop an annual plan to manage the Board’s workflow;
      2. Ensure that an Agenda Report and necessary supporting materials accompany all matters for approval; and,
      3. Ensure that the Agenda and all supporting materials are distributed to the Board not later than (5) five days before scheduled meetings.
4. MEETINg FREQUENCY
   1. The Committee shall meet each month a minimum of 10 days before the scheduled Board meeting to ensure the Agenda and supporting materials are distributed well in advance of meetings.