

Governance and Policy Committee

Terms of Reference

Purpose Statement

- 1.0 The Committee reviews the HSA Constitution for currency and makes recommendation for amendment to the Constitution, as advisable, to the Board of Directors.
- 2.0 The Committee reviews existing organizational policy for currency and makes recommendation for policy revision, as advisable, to the Board of Directors. Similarly, the Committee makes recommendation for new policy to the Board of Directors.
- 3.0 The Committee makes recommendation to the Board of Directors for amendment to the Constitution, policy revision, and new policy with due consideration to the compatibility of the Constitution's and policies' provisions.

Goals

The Committee intends to:

- 1.0 Develop annual work plans.
- 2.0 Establish priorities for policy review and revision and for policy development.
- 3.0 Identify budget implications of policy changes.

Objectives

The objectives of the Committee are to:

- 1.0 Ensure new policies are drafted in accordance with operational needs and HSA values, with appropriate input from stakeholders.
- 2.0 Continually review approved policies and the Constitution for currency.
- 3.0 Flag for the Board of Directors policy changes that may impact on the Constitution and draft appropriate resolutions for Convention.
- 4.0 Act as a resource for other Committee Chairs for their work on policies relating to their Committee mandates.
- 5.0 Ensure communication of policy and constitutional changes and impacts to members and staff using appropriate technologies.

Reporting Relationships

- 1.0 The Committee reports to the Board of Directors, via its Chair, by providing regular reports of its activity and making recommendations in accordance with the Committee's purpose.

Composition / Membership

- 2.0 The Committee comprises:
 - 2.1 An Executive Committee Board member and at least one other Director
 - 2.2 A Member-at-Large
 - 2.3 President (ex officio)

Membership Term

- 1.0 The Committee term is one year, ending at the conclusion of the Convention that follows the commencement of the Committee term.

Chair

- 1.0 The Chair is a member of the Board of Directors..

Chair's Responsibilities

The Chair shall:

- 1.0 Seek out and identify policy and constitutional interests in Board discussions.
- 2.0 Call meetings of the Governance and Policy Committee as required.
- 3.0 Set the agenda, review and distribute minutes, set meeting dates, and adhere to HSA policies.
- 4.0 Conduct and facilitate Committee meetings.
- 5.0 Ensure decisions made by the Committee between meetings (teleconference, text, email) are brought to the next Committee meeting to be documented in the minutes of the meeting as actions taken.
- 6.0 Prepare and present regular reports of the Committee's activity and recommendations to the Board of Directors.
- 7.0 Ensure that Committee meeting attendance records are kept and forwarded to the Finance Department at the conclusion of each meeting.
- 8.0 Prepare, monitor, and manage the Committee's budget.
- 9.0 Ensure adherence to the the Committee purposes and strive to achieve its goals and objectives.

- 10.0 Prepare a transition report at the end of the Committee's annual term for the consideration of an incoming Chair.

Staff Resources

- 1.0 The senior staff person assigned as non-voting support to the Committee:
- 1.1 Provides advisory support to the Chair and the work of the Committee, including drafting proposed policies, policy revisions, and Constitution amendments;
 - 1.2 Liaises with staff for input as appropriate;
 - 1.3 Ensures policy documents are appropriately posted and archived;
 - 1.4 Ensures new and revised policies are communicated to staff as appropriate;
 - 1.5 Responds to member requests for policy in accordance with policy.
- 2.0 The Senior Administrative Assistant, assigned as non-voting support to the Committee, provides administrative support to the Chair, senior staff person, and the work of the Committee, including taking meeting minutes, red-lining documents during meetings, keeping track of document versions, confirming meeting arrangements, distributing documents to the Committee on behalf of the Chair, posting and archiving policy documents, and communicating new and revised policies to staff in consultation with the senior staff person.

Distribution of Minutes

- 1.0 Committee minutes are distributed to Committee members and the Office of the President.

Frequency of Meetings

- 1.0 Meetings are at the call of the Chair.

Approved by BOD: May 15, 2025


