

**OLD GRACE HOUSING CO-OPERATIVE
GOVERNANCE COMMITTEE**

Terms Of Reference

Item	Considerations
Role	This is a Standing Committee (per <i>OGHC By-law 4.03</i>) charged with promoting good governance in all activities of the co-op, with special attention to its values and principles, its by-laws, policies, rules, and agreements with its members and third-party partners.
Responsibilities	The committee: <ul style="list-style-type: none"> a. reports to and advises the Board on matters related to the governance of the co-op. b. reviews existing governance documents and revises them as necessary for presentation to the Board. c. develops and presents new governance documents to the Board. d. any other activities consistent with its role as directed by the Board
Chair	The committee is chaired / co-chaired by members appointed by the board of directors.
Membership	The committee will consist of a minimum of three members, and a maximum of eight members of the co-op. It should reflect the diversity of the co-op membership and it encourages the participation of equity-seeking groups.
Liaison with board	Liaison will be through the Chair / Co-chairs or designate.
Reporting	The committee will report to the board following each committee meeting and to the membership at general meetings at least once per year.
Quorum	51% of the number of members, minimum 2.
Decision-making / Voting	Decisions may be made using the co-op consensus decision making model, and are recorded as ordinary resolutions (simple majority).
Frequency of Meetings	At least quarterly.

Term of appointment	The Chair /Co-chairs and members are appointed by the board for one-year renewable terms (following each annual general meeting). It may be advantageous to provide for continuity in committee membership as there is no term limit.
Date of Last Review	Revised and approved 2024.07.09
Confidentiality	The Governance Committee will conduct its work in keeping with the provisions of the OGHC <i>Personal Information Protection Policy</i> . Upon appointment, committee members must sign the <i>Confidentiality Agreement for Committee Members</i> which will be retained by the Committee Chair / Co-chairs.
Evaluation	The committee welcomes feedback from members, other committees, and the Board.
History of amendments	Developed February 2016 Revised October 2020 Revised and approved 2022.09.13 Reviewed and approved 2023.08.08