

SQUASH CANADA
GOVERNANCE COMMITTEE TERMS OF REFERENCE 2025

	Governance Committee
Mandate	<p>The Governance Committee (GC) is a standing committee of the Board of Squash Canada. It is responsible for ensuring good governance practice, including oversight of risk management practices, policy development, safe sport, annual review of the Board, the President, and the CEO; attends to Board, President, and Committee succession; and is responsible for establishing strategic goals through an effective strategic planning process.</p> <p>Members of the GC should possess a high level of experience and knowledge with good governance practices as well as a working knowledge of the Canadian Sport Governance Code. In addition to providing ideas, advice and input, members are expected to reasonably assist with productivity (e.g., production of materials, research, delivery activities, training, and such as appropriate to respective skills and experience). It is a decision-making committee.</p>
Key Duties	<p>The Committee will perform the following key duties:</p> <p>Succession Planning</p> <ul style="list-style-type: none"> • Assess annually the composition and organization of the Board against the requirements of the By-Laws and the Strategic Plan. • Identify suitable candidates for, and make recommendations to the Board concerning, nominations for Board membership. • Make recommendations, prior to the Annual General Meeting or at the Board, regarding appointments of committee chairs and members (including persons who are not Board members). • Plan for and make timely recommendations regarding succession of the President. <p>Strategic Planning</p> <ul style="list-style-type: none"> • Steer the strategic planning process and monitor its implementation. <p>Board Effectiveness</p> <ul style="list-style-type: none"> • Work with the President to establish and carry out an effective orientation of new Board members, including a mentorship program, and to facilitate the on-going development of all Board members. • Review the committee structure of the Board and recommend the establishment and disbandment of standing and ad hoc committees from time to time as needs dictate. • Conduct and facilitate evaluations of the Board, the President, annually or as appropriate. • Assist the President of the Board to ensure that the work of the Board is communicated effectively to the Canadian squash community. <p>Risk Management</p> <ul style="list-style-type: none"> • Oversee the development of a risk management program that supports the achievement of Squash Canada's strategic business objectives.

	<ul style="list-style-type: none"> • Provide guidance and support for policy development review prior to receiving Board approval. <p>Responsibilities for the President of the Board in conjunction with the Chair of the Governance Committee</p> <p>Leadership Support</p> <ul style="list-style-type: none"> • <i>Ensure that an evaluation of the CEO is conducted by the Board, annually or as appropriate.</i> • <i>Review the professional development plan for the CEO and support the CEO in its implementation.</i> • <i>Review with the CEO and senior leadership with attention to leadership strength and future leadership needs.</i>
<p>Authority</p>	<p>The committee will provide recommendations and advice primarily to the Board and the Staff leadership management team (CEO) where appropriate. The committee will make formal recommendations to the Board of Directors for review and approval of all matters related to Governance.</p> <p>The Committee will exercise its authority in accordance with the By-laws and such additional provisions as are set out in this Terms of Reference and will do so without interference from the Board.</p> <p>The Committee, with approval from the Board, may establish sub-committees or Task Forces to deal with specific issues in relation to the mandate of the Committee.</p>
<p>Composition</p>	<p>The Committee is composed of 3-5 Board members. The CEO will sit on the committee as ex-officio. Other Squash Canada staff may be invited to attend.</p> <p>The Committee may include two (2) Non-Board Members to serve on the Committee or Task Forces at the discretion of the Committee Chair and/or allow for stakeholders to attend GC meetings at the discretion of the Chair.</p> <p>Committee Appointments are subject to approval by the Squash Canada Board of Directors. Each member of the Committee will serve terms of three years, which may be renewed by the Board. The Board may remove any member of the Committee at any time and for any reason, including for violations to the Code of Conduct, Conflict of Interest Policy, and Confidentiality agreements, and for any other actions not consistent with the committee’s mandate or Squash Canada’s policies and bylaws.</p> <p>Should a vacancy occur, for whatever reason, the Chair, in consultation with the committee may appoint a qualified person for the remainder of the vacant position’s term</p> <p>The Board of Directors of Squash Canada appoints the Chair. Each 2-year term shall be calculated from the date of the previous year’s AGM cycle. An appointed member may serve up to a maximum of three successive terms each of three years.</p> <p>Members must declare any conflicts of interest and sign the Conflict of Interest and Confidentiality agreements.</p>

Meetings	The Committee will meet virtually or in person. Meetings will be scheduled for 12 months following the most recent AGM. Additional meetings may be called at the request of the Chair and in consultation with Squash Canada.
Resources	The Committee will receive the necessary resources from Squash Canada to fulfill its mandate. The Committee will receive administrative support from Squash Canada.
Reporting	The Committee operates independently of management and the Board. Status reports at a meeting of the Board, or full reports at a meeting of the Members, shall be presented by the Chair.
Approval and Review	The Board will review these Terms of Reference on a regular basis, with input from the Committee as required.
Other	