As much as possible, the Board’s business of governance will be conducted by the full Board. Consequently, there shall be no standing committees of the Board. The Board may establish ad hoc committees when necessary to assist it with governance functions. Committees shall never interfere with delegation of authority from Board to the Director.

**Specifically**

1. Committees are to help the Board do its job by assisting the Board in the development of policy alternatives and implications for Board deliberation. A Committee is not to be created by the Board to advise staff.
2. Committees are to avoid over-identification with organizational parts rather than the whole. Therefore, a Committee which has helped the Board create policy on some topic will not be used to monitor organizational performance on that same subject.
3. A Committee may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Such authority will be carefully stated in order not to conflict with authority delegated to the Director.
4. A Committee shall not be created by the Board to advise the Director.
5. A Committee cannot exercise authority over staff, and in keeping with the Board’s focus on the future, a Committee will ordinarily not have direct dealings with current staff operations. The Director works for the Board, never for a Committee.
6. The following structural principles shall apply to all Committees established by the Board. All Committees:
   1. Shall be chaired by a trustee who is appointed by the Board.
   2. May include non-Board members, appointed by the Board.
   3. Shall include the Board Chair as an ex officio member, if not appointed under 6.1.
   4. Shall receive written terms of reference from the Board, which include the Board’s expectations of the Committee, time frame and limits of authority.
   5. Shall have no authority to spend or commit any resources of the Division other than those specifically identified in written terms of reference.
   6. Shall be established at a public Board meeting.
   7. Shall be disbanded automatically once they have completed their function.
   8. Shall abide by the same Code of Conduct as governs the Board.
   9. Shall be reimbursed for expenses in accordance with the approved schedule.
   10. Shall hold meetings in camera, unless otherwise decided by the Board.
   11. Shall present their final report to the Board at a public meeting of the Board.
7. The Director may appoint resource personnel to work with committees, and shall determine the roles, responsibilities and reporting requirements of the resource personnel.

Reference: Sections 85, 106 The Education Act, 1995