

	<p>Policy Section 2: BOARD STRUCTURE AND RESPONSIBILITIES</p> <p>Policy: Policy & By Law Committee Terms of Reference</p> <p>Policy #: 2.5.1</p> <p>Approval: March 2017</p>
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TERMS OF REFERENCE

Purpose: The Policy and Bylaw Committee provides oversight, management and a general custodial function with respect to Flower Cart Group Board Policies, Procedures, Bylaws, Committee Terms of Reference and Executive position job descriptions.

Responsibilities:

1. Ensure Flower Cart Group Board policies and procedures provide the necessary direction to support the Board’s governance role and the means to mitigate risks and conflict that may arise.
2. Consult best practices, Flower Cart Group Bylaws and pertinent legislation in the drafting and amending of policies and procedures.
3. Draft and amend policies and procedures in consultation with other Board Committees and Directors.
4. Submit new policy and procedure drafts and recommended changes to existing policies and procedures to the Board for approval.
5. Make secretarial, formatting and other non-substantive changes to policies and procedures as required, without further reference to the Board.
6. Maintain a current index listing of policies and procedures.
7. Ensure the policy and procedure index is posted on The Flower Cart Group website and that the policies and procedures are accessible using the index.

8. Review Flower Cart Group bylaws annually and make recommendations to the Board regarding proposed changes.
9. Prepare bylaw changes for consideration and approval at the annual general meeting of The Flower Cart Group Society.
10. Ensure Flower Cart Group bylaws are posted on the website.
11. Draft and maintain approved terms of reference for committees of the Board.
12. Ensure committee terms of reference are posted on the website.
13. Draft and maintain approved job descriptions for officers of the Board.
14. Ensure job descriptions for officers of the Board are posted on the website.
15. Arrange for the archiving of amended and deleted policies and procedures, bylaws, committee terms of reference and job description for officers of the Board.
16. Ensure Directors are provided with a manual containing Flower Cart Group Board Policies and Procedures, Bylaws, Committee Terms of Reference and Job Descriptions for Officers of the Board.

Structure:

1. The Policy and Bylaw Committee will consist of no fewer than three Directors not including the Board Chairperson.
2. Decisions are made by simple majority vote.
3. Reports to: The Board of Directors.
4. Meeting Frequency: No less than three times annually or as required.

Accountability: The Policy and Bylaw Committee is accountable to the Board of Directors.