



Policy Section 2: BOARD STRUCTURE AND RESPONSIBILITIES

Policy #: 2.6.3

Policy: Policy and By-Law Committee Terms of Reference

Revision: Rev 1

Approval: April 27, 2021

**TERMS OF REFERENCE
POLICY AND BY-LAW COMMITTEE**

1. Purpose:

- 1.1 The Policy and By-Law Committee provides oversight, management, and a general custodial function with respect to The Flower Cart Board Policies, Procedures, By-Laws, Committee Terms of Reference, and Officer of the Board job descriptions.

2. Responsibilities:

- 2.1 Ensure The Flower Cart Board Policies provide the necessary direction to support the Board's governance role and the means to mitigate risks and conflict that may arise.
- 2.2 Consult best practices, The Flower Cart By-Laws and pertinent legislation in the drafting and amending of policies and procedures.
- 2.3 Draft and amend policies and procedures in consultation with other Board Committees and Directors.
- 2.4 Submit new policy and procedure drafts and recommended changes to existing policies and procedures to the Board for approval.
- 2.5 Make secretarial, formatting, and other non-substantive changes to policies and procedures as required, without further reference to the Board.
- 2.6 Maintain a current index listing of policies and procedures.
- 2.7 Ensure the policy and procedure index is posted on The Flower Cart website and that the policies and procedures are accessible using the index.

- 2.8 Review Flower Cart By-Laws annually and make recommendations to the Board regarding proposed changes.
- 2.9 Prepare By-Law changes for consideration and approval at the annual general meeting of The Flower Cart Society.
- 2.10 Ensure Flower Cart By-Laws are posted on the website.
- 2.11 Draft and maintain approved terms of reference for committees of the Board.
- 2.12 Ensure committee terms of reference are posted on the website.
- 2.13 Draft and maintain approved job descriptions for Officers of the Board.
- 2.14 Ensure job descriptions for Officers of the Board are posted on the website.
- 2.15 Arrange for the archiving of amended and deleted policies and procedures, By-Laws, committee terms of reference and job description for Officers of the Board.
- 2.16 Ensure Directors are provided with a manual containing Flower Cart Board Policies and Procedures, By-Laws, Committee Terms of Reference, and Job Descriptions for Officers of the Board.

3. Structure:

- 3.1 The Policy and By-Law Committee will consist of no fewer than three Directors not including the Board Chairperson.
- 3.2 Decisions are made by simple majority vote.
- 3.3 Reports to: The Board of Directors.
- 3.4 Meeting Frequency: No less than three times annually or as required.

4. Accountability:

- 4.1 The Policy and By-Law Committee is accountable to the Board of Directors.

5. Record of Amendments:

Revision #	Summary of Revision	Date Approved
Rev 0	Original Issue	March 28, 2017
Rev 1	Reviewed and Updated	April 27, 2021