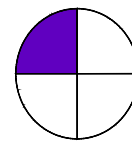


Board of Directors Policy



Policy Type: Governance Process

Policy #: GP6

Policy Name: Board Committee Principles

Page #: 1 of 1

Creation Date: December 3, 1993

Effective Date: April 17, 2023

Monitoring: November

The Board may establish committees to help carry out its responsibilities. Committees will be used so as to minimally interfere with the wholeness of the Board's job, and so as never to interfere with delegation from the Board as a whole to the CEO.

Committees formed by the Board shall:

1. Help the Board do its job and assist the Board chiefly by preparing information, alternatives and implications for Board deliberations. Board committees are not to be created by the Board to advise staff.
2. 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 CEO.
3. If a Board committee is used to monitor organizational performance in a given area, the same committee will not have helped the Board create policy in that area. This is to prevent a committee from over-identification with an organizational part rather than the whole.
4. Not exercise authority over staff. In keeping with the Board's broader focus, Board committees will ordinarily not have direct dealings with current staff operations. Because the CEO works for the full Board, the CEO will not be required to obtain approval of a Board committee before an executive action.
5. Not commit the funds or resources of Thunder Bay Counselling, unless defined in written Terms of Reference approved by the Board.