Last updated October 2023

# COMMITTEES POLICY

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| Policy number | <<insert number>> | Version | <<insert number>> |
| Drafted by | <<insert name>> | Approved by Board on | <<insert date>> |
| Responsible person | <<insert name>> | Scheduled review date | <<insert date>> |

## Introduction

## The Board of [Name of Organisation] recognises that there are times when a sub-committee can act more effectively than can the full Board.

## The Board of [Name of Organisation] may put in place standing sub-committees and ad hoc committees to engage in business that can be more efficiently transacted by such means.

## Purpose

To give direction on the policy and procedures relating to the formation of Board standing sub-committees and ad hoc committees.

## POLICY

## 3.1 The Board has the authority to establish standing sub-committees and ad hoc committees to assist it in its work.

## 3.2 The Board shall clearly define the terms of reference of each committee, including their membership, roles, procedures and functions, and the boundaries of their authority.

## 3.3 Committees may from time to time co-opt non-Board members to serve on a committee in order to bring additional skills, experience or networks, provided that it is not inconsistent with any directions given to the committee by the Board.

## 3.4 Unless explicitly empowered by the full Board, committees cannot make binding Board decisions. For the most part, the function of committees is to solve problems for and/or make recommendations to the Board on which the latter, and only the latter, has the power to make decisions or policy. Even where power is delegated, the Board still bears responsibility.

## 3.5 Unless the Board determines otherwise, the CEO shall sit ex-officio on all Board committees, but may delegate their attendance to any other person.

## 3.6 Committees should always have regard to the achievement of the purpose of [Name of Organisation] in accordance with the vision and strategy determined by the Board when exercising its functions.

## Authorisation

<Signature of Board Secretary>  
<Date of approval by the Board>  
[Name of Organisation]

## COMMITTEES PROCEDURES

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| --- | --- | --- | --- |
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## 1. Responsibilities

1.1 The Board is responsible for appointing, disbanding, and setting the terms of reference for committees.

1.2 The Secretary is responsible for keeping records of terms of reference of Board committees and for ensuring that committee minutes and papers are submitted to the Board for consideration.

1.3 The CEO shall sit ex-officio on all Board committees (unless the Board determines otherwise), but may delegate their attendance to any other person.

## 2. Procedures

2.1 Committees, whether ad hoc or standing sub-committees, cannot exercise authority over staff, nor shall they delegate tasks to any staff unless the CEO has specifically agreed to such delegations.

2.2 All committees of the Board shall submit their minutes to the Board.

2.3 All committees of the Board shall review their terms of reference annually, including their membership and the results of their work and so report to the Board.

2.4 All ad hoc committees shall be dissolved by Board resolution once they have completed their work and, if requested, have provided a written report to the Board.

## Authorisation

[Signature of CEO]  
[Name of CEO]  
[Date]