



**Saskatchewan Apprenticeship and Trade  
Certification Commission**

## **Governance Committee Terms of Reference**

Board Approved November 29, 2017

# **Saskatchewan Apprenticeship and Trade Certification Commission**

## ***Governance Committee Terms of Reference***

---

### **1) Purpose**

Pursuant to Section 43 (1)(g)(h) *The Apprenticeship and Trade Certification Act, 1999*, the SATCC Governance Committee shall be a standing committee of the Board of Directors and assist the Board by providing guidance and advice in relation to board governance, processes, policies and principles.

### **2) Membership**

- a) Members of the Committee shall be appointed by resolution of the Board and shall consist of not less than 3 and not more than 6 members of the Board, reflecting the industry and stakeholder balance of the Board.
- b) The Board shall appoint members to the Committee for a three year term.
- c) The Committee Chair shall be appointed by the Committee on an annual basis.
- d) The Commission Board Chair and Vice-Chair may attend meetings of the Committee, at their discretion.
- e) Members of the Committee shall continue to be members until a successor is appointed, unless the member resigns, is removed by Board resolution or ceases to be a member of the Board.

### **3) Responsibilities**

The Governance Committee shall have the following general duties and responsibilities for governance of the SATCC.

- a) The Committee Chair job description, which outlines the duties of the position, is attached in Appendix 1.
- b) Monitor the adequacy of approved board policies, and recommend revisions and new policies for Board approval, as required.
- c) Develop an annual Governance Committee work plan/calendar of activities.
- d) Lead the Board and Board member evaluation process.
- e) Provide processes, procedures and tools for guiding the board in evaluating its practices and processes against established measures of good governance.
- f) Review and recommend opportunities for appropriate director training and development.
- g) Review the Board and all Committees' Terms of Reference every two years and recommend amendments to the Committees and Board.
- h) Establish procedures for effective Board and Committee meetings.
- i) Carry out any other responsibilities as assigned by the Board from time to time.

**Saskatchewan Apprenticeship and Trade Certification Commission**  
***Governance Committee Terms of Reference***

---

**4) Meetings**

- a) The Committee shall meet at least twice a year or at the call of the Chair.
- b) A quorum shall be half the Committee members.

**5) Decision Making**

All decisions of the Governance Committee will be based on the SATCC Consensus Model (see Appendix 2)

**6) Reporting**

- a) The Commission shall provide staff support to the Committee and staff shall act as recording secretary.
- b) The minutes shall include an outline of items discussed, proposed recommendations and action items for the SATCC Board of Directors.
- c) Following Committee approval, the minutes of the Committee meeting shall be submitted to the SATCC Board of Directors for information.

**7) Confidentiality**

All deliberations of the Governance Committee, including all records, material and information shall be considered confidential. Committee members shall maintain the confidentiality of such deliberations, and shall safeguard such records, material and information from improper access.

**8) Review History**

Board Approval dates: November 29, 2017; December 16, 2015; February 27, 2013; and January 26, 2011  
Last Committee review: November 10, 2017  
Next scheduled review: October 2019

**Saskatchewan Apprenticeship and Trade Certification Commission**  
***Governance Committee Terms of Reference***

---

**Appendix 1**

**Job Description**

**Position:** **Committee Chair**

**Time Commitment:** **Four hours every two months (meetings and meeting prep)**

**Term:** **One year term, renewable annually, no term limit**

**Authority** The Committee Chair is elected each year as set out in each Committee's Terms of Reference. The Terms of Reference are approved by the Saskatchewan Apprenticeship and Trade Certification (SATCC) Board of Directors.

**Accountability** The Committee Chair is accountable to the Committee members and the Board of Directors of the SATCC for their performance.

**Responsibility** The Committee Chair is responsible for the effective functioning of the Committee and ensuring the Committee fulfils its responsibilities as outlined in the Committee's Terms of Reference.

In addition, the Committee Chair has the following responsibilities:

- The Committee Chair shall preside at all Committee meetings (e.g. ruling, recognizing);
- The Committee Chair shall be responsible for establishing the agenda for Committee meetings. The Committee Chair shall accept requests from Committee members for items to be included on the Committee agenda; and
- The Committee Chair shall ensure that the Committee discusses those topics which, according to Committee Terms of Reference are within the purview of the Committee, as delegated by the Board.

**Qualifications** The Committee Chair must have:

- A commitment to, and a clear understanding of the mission of the organization;
- Knowledge of meeting procedures, governance policies and SATCC Legislation; and
- Sufficient time to devote to his/her responsibilities.

**Saskatchewan Apprenticeship and Trade Certification Commission**  
***Governance Committee Terms of Reference***

---

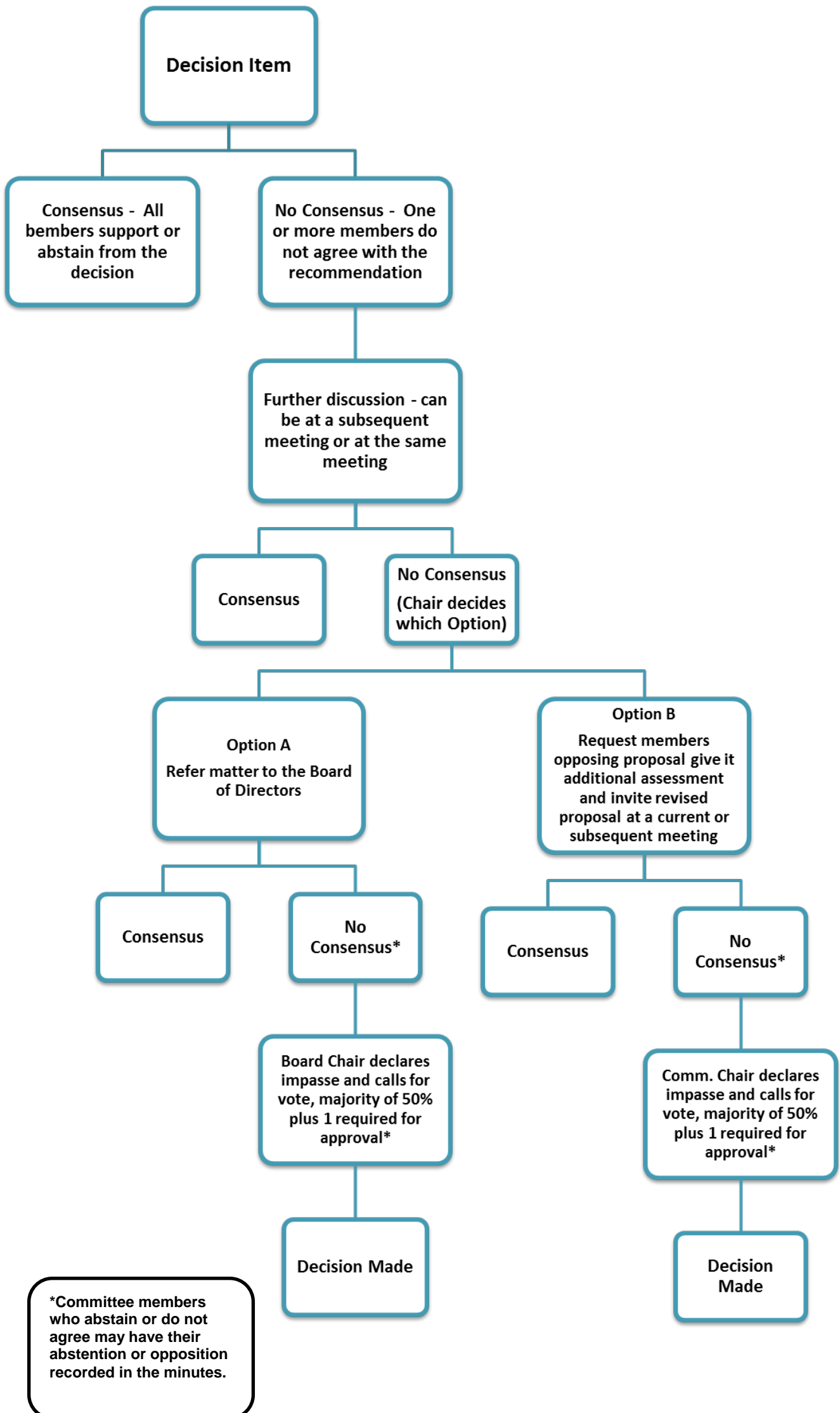
**Evaluation**

The Board has implemented a system for evaluating the Board Committee Chair.

Saskatchewan Apprenticeship and Trade Certification Commission  
Governance Committee Terms of Reference

---

Appendix 2  
Committee Consensus Decision Making Model



\*Committee members who abstain or do not agree may have their abstention or opposition recorded in the minutes.