

## **OSC AGM, March 28, 2022**

### **Governance Committee Report**

#### **Governance Committee**

- The OSC Board recognizes that the management of OSC is subject to the provincial Societies Act and Regulations, as well as the OSC Bylaws.
- The Board considers it appropriate and timely to form a Governance Committee (the “Committee”) with a mandate to:
  - review and consider existing OSC operations, including those involving OSC Directors;
  - identify any areas in which OSC operations can be improved upon, or that need to be changed; and
  - report to the Board.

#### **Members**

- The following current Board members have volunteered to serve on the committee:
  - Lee Card;
  - Chelsea Francis;
  - Vesta Giles;
  - Dave Hallinan; and
  - Brad Smith.

#### **Report**

- The Committee met on February 14, 2022. Following general discussion it was agreed as follows:
  - Having regard to the nature of the work of the Committee it will carry out its work and report as the Governance Committee;
  - Brad Smith will Chair the Committee;
  - The Committee will attempt to meet at least once a month, except for the period during which the Board does not usually meet;
  - The Committee’s first objective will be to review and consider the provisions of the Societies Act and Regulations, in conjunction with the OSC Bylaws, and identify any provisions which a majority of the Committee considers requires an immediate change in existing OSC operations, and bring any such provisions to the attention of the Board without delay;
  - Once the first objective as indicated above has been accomplished, to review other aspects of existing OSC operations, identify any which a majority of the Committee considers require change, and bring any proposed changes to the attention of the Board without delay;
  - The Committee will provide the Board with a draft Terms of Reference for approval at the first meeting of the Board following the AGM on March 28, 2022.

Per:

Brad Smith  
Chair, Governance Committee