

TERMS OF REFERENCE—COMMUNICATIONS COMMITTEE

Effective Date: March 6, 2023

A. PURPOSE

The purpose of the Communications Committee (the Committee) is to assist the Board with developing and maintaining an effective communications strategy.

B. COMMITTEE MEMBERSHIP

- i. The Committee will have a minimum of two voting members, including the chair of the Committee. In addition to the committee members, the Chief Executive Officer of the [Society/Foundation] is an ex-officio (non-voting) member of the Committee. Directors who are not Committee members are welcome to attend Committee meetings.
- ii. The Board will appoint the members and the chair of the Committee.
- iii. The Committee will be supported by a communications staff member or consultant as required from time to time.

C. COMMITTEE MEETINGS

- i. The Communications Committee shall meet in Q1 of each year to recommend for approval the annual report, and recommend or approve changes to communications policies, procedures, and plans. All other meetings will take place on an ad hoc basis as required.
- ii. Any member of the Committee may call meetings of the Committee.
- iii. A quorum for all Committee meetings shall be two voting Committee members. When there are only two voting members, decisions will be made, and motions passed, by consensus of the voting members.
- iv. When there are three or more voting members, a simple majority is required to make a decision or pass a motion.
- v. Decisions may be made, and motions passed, by email. Any such decision or motion must have the unanimous support of voting Committee members.

D. DUTIES AND RESPONSIBILITIES

The Board hereby delegates to the Committee the following duties to be performed by the Committee on behalf of and for the Board:

Communications planning and policy

- i. As required, recommend and update communication policies and procedures including:
 - a. Communications Policies and Procedures - External Document
 - b. Communications Policy - Guidelines for Use of Social Media - External Document
 - c. The management discussion and analysis sections of the annual report to be published each year no later than April 30.
- ii. As required, approve and update communications plans including:
 - a. The strategies that direct implementation of communication activities, with particular consideration to ensuring alignment with the strategic plan.

b. Social Media and Crisis Communication Plan – Internal Document

iii. Oversee the implementation of the strategic communications plan through quarterly communications reports to the Board.

Other

i. Annually, review terms of reference and assess the Committee’s effectiveness in meeting the needs of the Board.

E. ACCOUNTABILITY

i. The Committee shall report its discussion to the Board by oral or written report at each Board meeting.

ii. The Committee will also maintain minutes of its meetings which are available upon request by any Director.