



**Governance Committee
Terms of Reference**

Approved by Ard Chomhairle on 08/07/2020

1. Subject to the overall jurisdiction of Ard Chomhairle (Central Council), the purpose of the Governance Committee is to ensure that there is a principled driven approach to bridging the gap between what must be done and what should be done for the good of the Association while ensuring compliance with Sport Ireland's Code of Practice for Good Governance of Community, Voluntary and Charitable Organisations (CVC). Compliance in this regard also means that the Camogie Association complies with the requirements of Sport Northern Ireland (SNI). The Governance Code outlines the roles, duties and responsibilities of all those who sit on boards and management committees. Its purpose is to assist organisations to do their work better when it comes to how the organisation is run and that there is clarity around decision-making processes with each part of the Association having a clear understanding of its role and responsibility.

2. Membership

- 2.1 The Governance Committee is a committee of Ard Chomhairle.
- 2.2 The Terms of Reference of the Governance Committee must be approved and ratified by Ard Chomhairle.
- 2.3 The Uachtarán will nominate nominees to the Governance Committee. The nominees must be ratified by Ard Chomhairle.
- 2.4 The Governance Committee shall comprise of a minimum of three members and a maximum of five members (excluding those at bullet point 2.5). Only members of the committee have the right to attend committee meetings. The Ard Stiurthóir may attend for all or part of any meeting on an ex-officio basis as and when appropriate and necessary. Ex-officio attendees will not have any voting rights.
- 2.5 The Uachtarán may from time to time approve a request from the Governance Committee to facilitate the appointment of additional temporary members for a period of time it is deemed that particular expertise is required to assist the committee. Such appointments will be for a limited period of time.

- 2.6 Appointments to the Committee shall be for a period of three years and will take place on a three yearly cycle to coincide with the incoming Uachtarán taking office. In making appointments to the committee, Ard Chomhairle must ensure there is adequate continuity from one three year cycle to another.
- 2.7 In the event that a committee member resigns before the end of his\her term, Uachtarán will have the power to co-opt a replacement(s) for the remainder of the Uachtarán's term and ratified by Ard Chomhairle.
- 2.8 Terms of Reference (TOR) of the Governance Committee (with the exception of 2.5 above) will be reviewed on a three-yearly cycle, coinciding with the incoming Uachtrán taking office. The terms of reference may be reviewed earlier should there be a requirement to do so. In this case the review of the TOR will take place following the written agreement of the Uachtarán. The Terms of Reference will be reviewed by Ard Chomhairle on the recommendation of the Governance Committee on a once off basis after one year.

3. Secretary

- 3.1 The Secretary shall be appointed by the committee. The Secretary will ensure that the committee receives information and papers in a timely manner to enable full and proper consideration of all matters on the agenda.

4. Quorum

- 4.1 The quorum necessary for the transaction of business shall be not less than 50% of committee membership.

5. Meetings

- 5.1 The committee shall meet at least four times a year and otherwise as required.

6. Notice of meetings

- 6.1 Meetings of the committee shall be called by the Secretary of the committee on the request of the committee chair.
- 6.2 Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the committee and any other person required to attend no later than seven working days before the date of the meeting. Supporting papers shall be sent to committee members and to other attendees, as appropriate, at the same time. The Chair can waive the notice period, providing a majority of the committee agree.

7. Minutes of meetings

7.1 The Secretary shall minute the proceedings and resolutions of all committee meetings, including the names of those present and in attendance. Draft minutes of committee meetings shall be circulated promptly to all members of the Gooverance. Once approved, minutes should be made available in physical form or through a link to a digital repository to all other members of the Ard Chomhairle.

8. Annual Congress

8.1 The committee Chair should report to the Annual Congress on his/her stewardship of the Governance Committee for the previous twelve months and to answer any member's questions on the committee's activities.

9. Duties

The committee shall:

9.1 Advise and make recommendations in relation to the role and responsibilities of:

- a) Ard Chomhairle (including reserved functions of Ard Chomhairle);
- b) Uachtarán (including delegated authority);
- c) Ard Stiúrthóir (Chief Executive) (including delegated authority);
- d) Rúnaí (Secretary to Ard Chomhairle) (including delegated authority);
- e) National Treasurer (Ard Chomhairle) (including delegated authority).

9.2 Advise and make recommendations in relation to the various sub-scommittee; their role and responsibilities including if appropriate decision-making authority.

9.3 Advise and make recommendations as appropriate in relation to compliance with legislation, regulation, public policy and other requirements from external bodies.

9.4 Work and liaise as necessary with all other Ard Chomhairle committees.

10. Reporting responsibilities

10.1 The committee Chair shall report in writing to Ard Chomhairle bi-annually on its proceedings after each meeting on all matters within its duties and responsibilities including changes in the current and emerging issues in respect of coaching and games development faced by the Association.

10.2 Draft quarterly update report for Ard Chomhairle members which will provide details of progress in relation to compliance with government requirements.

- 10.3 The committee will as appropriate make recommendations to Ard Chomhairle on area within its remit as per their Terms of Reference.
- 10.4 An external review of the Association's Governance policy and processes will take place annually and a report from the external reviewer(s) will be sent to the Governance Committee and Ard Chomhairle.

11. Other matters

The committee shall:

- 11.1 Have access to sufficient resources in order to carry out its duties, including access to the Association's staff for assistance as required.
- 11.2 Be provided with appropriate and timely training, both in the form of an induction programme for new members and on an on-going basis for all members.
- 11.3 Review its terms of reference annually and make recommendations for any changes to Ard Chomhairle.
- 11.4 Arrange for periodic reviews of its own performance and, at least annually to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to Ard Chomhairle for approval.

12. Authority

- 12.1 The committee's authority is as set out in Rule 10.6 of An Treoir Oifigiúil (Official Guide Part I). Rule 10.6 states '....Ard Chomhairle Standing Sub-Committees will be required to work to specific terms of reference....'
- 12.2 The committee's authority on any matters rests within its terms of reference subject to prior approval by Ard Chomhairle.

Note:

These terms of reference are framed so as to ensure that the Association is compliant with:

- Sport Ireland's Code of Practice for Good Governance of Community, Voluntary and Charitable Organisations (CVC)
- Sport NI governance requirements
- Good practice for non-profits in general
- Legislative and Regulatory requirements
- An Treoir Oifigiúil (Official Guide Parts I to VI)

Dated Terms of Reference Approved by Ard Chomhairle 08/07/2020