

# **Bylaw & Policy Committee**

## **Terms of Reference**

### **Purpose:**

1. To ensure that the Bylaws & Policies of Davidson Creek Housing Co-operative (the "Co-operative") are up to date and registered with the appropriate authorities.
2. To identify any conflicts and or implications to the Co-operative Bylaws arising from:
  - a) Changes to or the creation of new legislation (municipal, provincial, federal);
  - b) Court decisions; and/or
  - c) Accepted industry standards
3. To identify gaps or inconsistencies between the Co-operative Bylaws and Policies and Procedures.
4. To advise the General Membership of any conflicts and/or implications arising from the notice of motions, prior to the motions being voted on.

### **Objectives:**

1. To have current copies of the Bylaws, Policies and Procedures available to the General Membership.
2. To provide expertise, supported by thorough research to enhance the quality of Board discussion on policy matters, and facilitate effective board decision-making in these areas;
3. To advise the Board on the adequacy and effectiveness of key Co-operative governing documents (articles of incorporation, housing agreement etc) and Policies and Procedures;
4. To recommend to the board, as required, amendments to the Co-operative Bylaws, Policies and Procedures;
5. Review the Bylaws, Policies and Procedures to ensure consistency with the governance of the Co-operative; and
6. Perform such additional tasks as may be delegated to the Committee by the board from time to time.

### **Composition:**

1. The Committee is comprised of 5 (five) to 7 (seven) persons drawn from the Co-operative's membership. The Committee can include 1 (one) advisory member from within the Co-operative sector, drawing on the professional expertise from other Co-operatives, not restricted to housing co-operatives and related agencies and organizations. The Committee will include the Director at Large, Bylaws.

2. Committee members will be appointed by the board as needed. The term of the appointment will be 2 (two) years.

The Chairperson of the Committee will Chair each meeting, set the agenda prior to each meeting and circulate the agenda to committee members at least 1 week prior each meeting.

The Secretary will take minutes each meeting and provide copies of previous meeting's minutes to committee members at least 1 week prior to each meeting.

3. The initial meeting of the Committee, to be held August 28, 2023 shall:
  - a) Appoint/select Chairperson and Secretary
  - b) Sign Confidentiality and Ethical agreements
  - c) Discuss the Committee *Terms of Reference*
  - d) Discuss a plan for Bylaw 2 review and determine focus points

**Meetings:** Meetings will be scheduled as frequently as necessary but a minimum of once per month until Bylaw 2 and the Policies (whole) are complete and approved by the general membership. Meetings after this point will be scheduled on an as needed basis.

**Quorum:**

Three (3) members of the committee will constitute a quorum for meetings. The Committee may meet in person or virtually.

**Authority:** (Source of Authority: Co-operative Board of Directors Through the Director at Large, Bylaws)

1. The Committee has the authority to hold meetings and present recommended Bylaw, Policy and/or Procedure amendments to the Co-operative Board in support of its purpose.
2. The Committee also has the authority to represent the Co-operative and discuss and present proposed changes to the Co-operative Lawyer, regional and national Co-op federations, The Agency for Co-operative Housing, the Director of Co-operatives, The Co-operative Insurance representative, Strathcona County Bylaw and related agencies.
3. The Committee will work within an approved budget and will be accountable to the Co-operative board and general members.
4. All Committee members, including the Co-operative Board representative have one (1) vote each with the exception of the Advisory member who can not vote.
5. All Committee members will be required to sign Ethical and Confidentiality agreements.
6. The Co-operative Board of Directors will have the authority to remove committee members or not renew terms.