

Committee Terms of Reference

Adopted by the Board of Directors on February 20, 2024

Last reviewed on February 20, 2024

Overview

The Committee Terms of Reference of the Writers' Federation of Nova Scotia (WFNS) provides a written basis for committee activity, confirming a common understanding among Board and committee members of the expectations, processes, roles, responsibilities, and scope of each committee's work.

Included in this policy are the following sections and appendices:

- General Terms of Reference for All Committees
- Additional Terms of Reference for Ad Hoc Committees
- Specific Terms of Reference:
 - Equity, Diversity, Inclusion, and Accessibility (EDIA) Committee
 - Finance Committee
 - Fund Development Committee
 - Membership Committee
 - Personnel Committee
 - Programs Committee
 - Recruitment & Nominating Committee
 - Strategy & Policies Committee
- Committee Terms of Reference, Appendix I: Specific Terms of Reference for Ad Hoc Committees
- Committee Terms of Reference, Appendix II: Templates for Agenda, Report to the Board, and Motion to the Board

General Terms of Reference for All Committees

Board Responsibility to Committees

At its first meeting following an Annual General Meeting, the Board will confirm appointments or recruit additional members to each committee as required. If any committee fails to meet its composition requirements, regardless of cause, it will work with the Recruitment & Nominating Committee and/or the Board with the aim of recruiting the required members within 30 days.

Purpose of Committees

Each committee will support the Board in advancing governance objectives and will support the Executive Director in advancing operating activities, depending on the function of the committee and/or the specific task at hand.

Each committee will coordinate with other committees where responsibilities overlap; however, overlap between committees will be minimized through this policy and through revision of this policy, as necessary.

Meeting Method

Each committee will meet by video conference on the dates agreed upon by its members. Meetings and/or follow-up committee work may also be conducted by email.

Orientation Meeting

In addition to the meeting frequencies identified in its Specific Terms of Reference, each committee will meet between September 1 and September 30 of each year (or within 30 days of its population if an Ad Hoc Committee). The purpose of this meeting is two-fold:

- to ensure that all committee members understand this policy and the committee's Specific Terms of Reference
- to identify any necessary revisions to the committee's Specific Terms of Reference. Such revisions will be presented for Board approval in accordance with the Policy on Policy-Making.

Quorum

Quorum for each committee will be a majority of the current membership of the committee.

Authority

No committee has the authority to approve motions or expend funds.

Accountability of Committee Chairs

Each committee Chair is accountable to the Board and will keep a record of their committee's meetings, any information researched, and any action items completed to fulfil the committee's purpose.

At least one week before each committee meeting, the Chair will email all committee members to

- communicate the date and time of the meeting,
- identify the items for discussion (a formal agenda is optional), and
- provide all documents relevant to the items for discussion.

Within one week after each committee meeting, the Chair will

- prepare a brief written summary of the meeting (including date and time, items discussed, and outcome of discussion) and
- submit the written summary as a digital file to the Executive Director for filing in a Committee Meetings folder at the WFNS office.

If the outcome of a committee meeting requires a report and/or motion to the Board, the Chair will

- prepare the report and/or motion in writing,
- submit the written report and/or written motion as a digital file to the Executive Director for circulation to the Board, and
- present the report and/or motion verbally at the next Board meeting.

Contributions of Staff Members to Committee Activities

Labour conducted by the Executive Director and/or Support Staff employees in any capacity as a committee member, or on the request of a Committee Chair, will be conducted during regular working hours or will be considered Banked Time in accordance with the [Personnel Policy](#).

Additional Terms of Reference for Ad Hoc Committees

Purpose and Roles & Responsibilities of Ad Hoc Committees

Ad Hoc Committees allow the Board to allocate attention to emergent or of-concern programming areas and operational issues.

No purpose of an Ad Hoc Committee will supersede the purpose of a Standing Committee; however, the roles & responsibilities of an Ad Hoc Committee may complement or expand upon those of a Standing Committee, in which case the Standing Committee will assist the Ad Hoc Committee as required.

Creation and Dissolution of Ad Hoc Committees

The creation of an Ad Hoc Committee will be approved at a meeting of the Board that satisfies the requirements of the WFNS By-Laws in relation to the process by which notice of meetings is made available and to the definition of a quorum.

The approval of the creation of an Ad Hoc Committee will reference a document that

- defines the Ad Hoc Committee's specific terms of reference, including the committee's
 - name,
 - purpose and roles & responsibilities.
 - composition, and
 - meeting frequency;
- further specifies the date on which the Ad Hoc Committee was created and will be dissolved; and
- is subsequently adapted for appending to this policy within [Committee Terms of Reference, Appendix I: Specific Terms of Reference for Ad Hoc Committees](#) for at least five years after the date of dissolution.

Any Ad Hoc Committee's date of dissolution may be revised only through a Board motion. The details of the revision will be included in [Committee Terms of Reference, Appendix I: Specific Terms of Reference for Ad Hoc Committees](#) for at least five years after the revised date of dissolution.

Composition of Ad Hoc Committees

- Any Ad Hoc Committee will be composed of at least three members, at least one of whom will be a Board member.
- Any Ad Hoc Committee will be chaired by a Board member.

Specific Terms of Reference: Equity, Diversity, Inclusion, and Accessibility (EDIA) Committee

Last reviewed on February 20, 2024

Purpose

The EDIA Committee oversees the improvement of programming and of communication and outreach practices to create more equitable opportunities for member and public participation and to eliminate barriers to participation created by discrimination and bias on the basis of race, ethnicity, (dis)ability, gender, sexual orientation, and/or other protected classes under Canadian law. The EDIA Committee also works with the Strategy & Policies Committee to ensure WFNS policies are equitable.

Roles & Responsibilities

- ensure that WFNS programming, WFNS accessibility and outreach efforts, and WFNS communications align with WFNS's public Statement of Solidarity and Support and with basic principles of equity, diversity, inclusion, and accessibility
- provide feedback on existing programs and on new programming as discussed by the Programs Committee. Feedback should consider whether programming descriptions, guidelines, and procedures foster equity, diversity, inclusion, and accessibility
 - To ensure timely consideration of new programming, at least one member of the EDIA Committee will observe each Programs Committee meeting and report back to the EDIA Committee.
- periodically review and discuss feedback submitted by the public, by General and Writers' Council members, and by staff members regarding programming accessibility, with a view to revising program descriptions, guidelines, and procedures and identifying new outreach opportunities
- provide recommendations for training Board members, staff members, contracted staff (e.g., workshop instructors), Writers in The Schools authors, and General and Writers' Council members in equity, diversity, inclusion, and accessibility practices
- annually review WFNS's public Statement of Solidarity and Support and recommend updates, revisions, and/or additions for approval by the Board

Composition

- one Board member (who serves as Chair of the Equity, Diversity, Inclusion, and Accessibility Committee)
- one or two additional Board members
- one or two General or Writers' Council members (who are not Board members)

Meeting Frequency

The EDIA Committee will meet a minimum of three (3) times each governance year, with additional meetings when necessary.

Specific Terms of Reference: Finance Committee

Last reviewed on February 20, 2024

Purpose

The Finance Committee advises the Board on matters relating to the finances of the organization and provides financial information to help the Board and Executive Director make fiscal decisions and plans.

Roles & Responsibilities

- review monthly financial reports to ensure that current financial operations are within the approved budget as demonstrated by the Executive Director's accurate tracking and monitoring of revenues and expenditures
- inform the Board and relevant committees of WFNS's financial status through financial reports and projections
- ensure that a formal financial review (usually a Review Engagement) is completed annually by the accountant appointed by the membership at the previous year's Annual General Meeting
- ensure there are adequate financial controls and develop financial policy frameworks with the Strategy & Policies Committee, when necessary
- assist the Executive Director in preparing, reviewing, and submitting an annual budget to the Board for approval

Composition

- Board Treasurer (who serves as Chair of the Finance Committee)
- Board President
- Executive Director

Meeting Frequency

The Finance Committee will meet before every Board meeting to review financial reports that the Treasurer will present, with additional meetings when necessary.

Specific Terms of Reference: Fund Development Committee

Last reviewed on February 20, 2024

Purpose

The Fund Development Committee assists the Executive Director in the implementation and evaluation of a range of fund development strategies that identify and solicit support from public, private, and corporate sectors.

Roles & Responsibilities

- oversee the planning and delivery of public fundraising events and projects, with the aim of generating \$10,000 in annual public donations to WFNS programming
- assist and advise the Executive Director in developing sponsorship proposals, planning public sector and private foundation grant applications, identifying strategic partnerships for program delivery and/or in-kind resources, etc.
- research and identify opportunities for diversifying and increasing WFNS fund development sources for operating and/or specific program budgets
- evaluate the success of fundraising strategies and projects
- oversee and encourage the continued development of endowment funds to support the sustained growth and delivery of all WFNS awards and prizes with associated endowments

Composition

- one Board member (who serves as Chair of the Fund Development Committee)
- one or two additional Board members
- one Writers' Council member (who is not a Board member)
- Executive Director

Meeting Frequency

The Fund Development Committee will meet a minimum of three (3) times each governance year, with additional meetings when necessary.

Specific Terms of Reference: Membership Committee

Last reviewed on February 20, 2024

Purpose

The Membership Committee oversees the development of strategies for WFNS membership engagement and the growth of membership throughout the province.

The Membership Committee also reviews applications for membership in the Writers' Council.

Roles & Responsibilities

- review applications for membership in the Writers' Council according to current application criteria.
 - The Membership Committee submits recommended applicants to the Board for approval, giving the name and a brief summary of Writers' Council qualifications for each recommended applicant.
- review criteria for General and Writers' Council membership, as required
- advise the Executive Director on strategies for building and maintaining membership
- provide input on the development and implementation of membership orientation programming in regions throughout Nova Scotia
- promote member recognition through nomination of members eligible for external award/recognition programs

Composition

- one Board member (who serves as Chair of the Membership Committee)
- one or two additional Board members
- one or two Writers' Council members (who are not Board Members)

Meeting Frequency

The Membership Committee will meet a minimum of two (2) times each governance year, with additional meetings when necessary. Review of applications for Writers' Council membership is usually conducted by email discussion rather than by meeting.

Specific Terms of Reference: Personnel Committee

Last reviewed on February 20, 2024

Purpose

The Personnel Committee conducts the recruitment, selection, contract negotiations, performance evaluation, and release of the Executive Director.

The Personnel Committee also assists in the review of the Personnel Policy and in any processes concerning appeals and grievances that may be necessary.

Roles & Responsibilities

- lead the process of hiring or dismissing any Executive Director, as necessary
 - review annually the Executive Director's job description and contract, and present recommended changes to the Board
 - conduct an annual performance evaluation, discuss the evaluation with the Executive Director, and then make recommendations to the Board
- guide the development, review, and authorization of the Personnel Policy and associated procedures with the assistance of the Strategy & Policies Committee
- assist the Executive Director with leadership and management matters, as necessary
 - The Personnel Liaison will meet regularly with the Executive Director to stay apprised of all the activities of the WFNS office and offer assistance, ideas, information that support the Executive Director.
- address unresolved Support Staff employee grievances through the process outlined in the Personnel Policy
 - The Personnel Liaison will be available to any and all WFNS staff should they have something to discuss about the organization and/or activities of WFNS.

Composition

- Board Past-President (who serves as Chair of the Personnel Committee and Personnel Liaison)
- Board President
- Board Vice President

Meeting Frequency

The Personnel Committee will meet a minimum of two (2) times each governance year, with additional meetings when necessary.

Specific Terms of Reference: Programs Committee

Last reviewed on February 20, 2024

Purpose

The Programs Committee oversees the development of WFNS programming and acts as a resource for generating ideas, for feedback on plans, and discussion of policy implications in relation to programming.

Roles & Responsibilities

- ensure that WFNS programming advances the WFNS Mission, aligns with WFNS Core Values, and fulfils WFNS strategic objectives
- provide feedback on plans for existing programs and new initiatives as presented by the Executive Director
 - Such feedback should consider programming objectives in terms of whether they support the craft of writing, the business of being a writer, and/or the promotion of Nova Scotian writers.
- periodically review and discuss program evaluation surveys with a view to assessing current programs and identifying potential new programming opportunities
- review recommendations from the Executive Director concerning programming procedures (such as significant changes to eligibility and guidelines)

Composition

- one Board member (who serves as Chair of the Programs Committee)
- one or two additional Board members
- one or two Writers' Council or General members (who are not Board members)
- Executive Director and/or one relevant Support Staff employee

In addition, to ensure timely consideration of new programming, at least one member of the Equity, Diversity, Inclusion, and Accessibility (EDIA) Committee will observe each Programs Committee meeting and report back to the EDIA Committee. The EDIA observer does not count toward committee quorum (unless they also serve as a member of the Programs Committee).

Meeting Frequency

The Programs Committee will meet a minimum of three (3) times each governance year, with additional meetings when necessary.

Specific Terms of Reference: Recruitment & Nominating Committee

Last reviewed on February 20, 2024

Purpose

The Recruitment & Nominating Committee ensures that appointments to the Board of Directors are conducted in accordance with WFNS By-Laws.

The Recruitment & Nominating Committee also identifies, recruits, and nominates candidates for available positions on the Board in order to recommend a full slate of candidates (and no more than a full slate) at Annual General Meetings while ensuring that the General Membership is informed beforehand about the process of nominating candidates from the floor during Annual General Meetings.

The Recruitment & Nominating Committee also recruits representatives from the WFNS membership for the purposes of member representation on committees where appropriate.

Roles & Responsibilities

- recruit and nominate nominees with appropriate expertise and experience from the Writers' Council and General membership and the general public, as outlined in the WFNS By-Laws, in order to populate a balanced Board
 - Throughout the above recruitment process, the Recruitment & Nominating Committee will
 - consider specific professional skill sets, consider diversity of backgrounds, identities, and experiences, and consider range of artistic practice, as required for effective Board representation;
 - fairly and objectively evaluate candidates for open Board positions in light of these skill sets and diversity of characteristics according to a structured evaluation process designed to nominate members who can best promote the Board's fulfillment of the WFNS mission; and
 - maintain confidentiality in deliberations and choices of those to propose to the Board for nomination while maintaining transparency in its process.
- annually evaluate the process for evaluating candidates with a view to improving process, transparency, and accountability
- ensure that the appointment of Board members and officers is conducted in accordance with the appropriate By-Laws of the WFNS
- monitor when the terms of Board members and officers expire, and ensure that nominations are submitted (including biographical information for each nominee) to the Board in sufficient time for consideration prior to the Annual General Meeting
- review any ongoing non-attendance of a member of a Standing Committee in consultation with that committee's Chair

Composition

- Board Past-President (who serves as Chair of the Recruitment & Nominating Committee)
- one additional Board member
- one Writers' Council or General member (who is not a Board member)

Meeting Frequency

The Recruitment & Nominating Committee will meet a minimum of three (3) times each governance year, with additional meetings when necessary.

Specific Terms of Reference: Strategy & Policies Committee

Last reviewed on February 20, 2024

Purpose

The Strategy & Policies Committee sets and maintains the strategic direction of WFNS through the development of a five-year strategic plan and annual assessment of that plan. It also develops and reviews policies and By-Laws that provide policy governance for WFNS.

Roles & Responsibilities

- annually review and recommend revisions to WFNS's five-year strategic plan
- as required, develop a new five-year strategic plan that
 - Identifies key strategies for advancing the WFNS mission;
 - establishes measurable goals and objectives to assess progress in realizing those strategies;
 - reviews significant changes in the operating environment, identifies new risks and opportunities, and evaluates strategic goals in current contexts; and
 - engages members and stakeholders for the purposes of developing and advancing strategic objectives as appropriate
- prepare an annual strategic plan assessment for the Annual General Meeting.
- annually review and recommend revisions to WFNS's policies, with the aim of identifying gaps in current policies and making recommendations to the Board for adoption of policy development in accordance with the Policy on Policy-Making
- as required, review and recommend revisions to WFNS's By-Laws
- as required, evaluate effectiveness of and recommend changes to Board governance structures

Composition

- one Board member (who serves as Chair of the Strategy & Policies Committee)
- one or two additional Board members
- one or two Writers' Council or General members (who are not Board members)
- Executive Director and/or one relevant Support Staff employee

Meeting Frequency

The Strategy & Policies Committee will meet a minimum of three (3) times each governance year, with additional meetings when necessary.

Committee Terms of Reference, Appendix I: Specific Terms of Reference for Ad Hoc Committees

Writers' Conference Committee

Purpose and Roles & Responsibilities

The Writers' Conference Committee will explore the possibility of an international writers' conference weekend in Nova Scotia that will be an incubator and accelerator for Nova Scotia writing through the provision of professional development workshops, creative writing workshops, pitch sessions with agents and editors, keynote talks, manuscript feedback, author panels, social events with industry professionals, and literary services booths. As much as possible, the conference will be streamed to provide access to the literary industry and education for equity-deserving groups.

The Writers' Conference Committee will explore the above possibility with explicit reference to the following portion of WFNS's mission: "encourage greater public recognition of Nova Scotia writers and their achievements Encourage greater public recognition of Nova Scotia writers and their achievements

Composition

- one Board member (who serves as Chair of the Writers' Conference Committee)
- one or more members of the Strategy & Policies Committee
- two General members

Meeting Frequency

The Writers' Conference Committee will meet as required.

Dates of Creation and Dissolution

The Writers' Conference Committee was created on February 20, 2024, and will be dissolved after two (2) years—that is, on February 19, 2026.

Committee Terms of Reference, Appendix II: Templates for Agenda, Report to the Board, and Motion to the Board

Template for Committee Agenda

Any formal Committee Agenda should include at least the following sections:

1. Call to Order (including assessment and declaration of quorum)
2. Approval of Agenda
3. Reports from Committee Members
4. Adjournment

Template for Committee Report to the Board

Any formal Committee Report to the Board should include at least the following sections:

1. Committee Summary (including all Specific Terms of References relevant to the report)
2. Background (describing the issue[s] considered by the committee)
3. Method (describing how the committee and/or individual committee members considered the above issue[s])
4. Findings

Template for Committee Motion to the Board

Any formal Committee Motion to the Board should include at least the following sections:

1. Committee Summary (including all Specific Terms of References relevant to the motion)
2. Background (describing the issue[s] considered by the committee in the drafting of the motion, as well as any method[s] and findings included in any previous Report to the Board)
3. Proposal (including the precise wording of the motion and any necessary explanation or justification)
4. Invitation to Comment (describing how and by whom the motion will be re-considered before re-presentation to the Board)