

## [GP15] Board Committee Principles

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Board committees are established by the Board to assist in fulfilling its governance responsibilities. Committees exist to support the Board's work and shall not interfere with the Board's authority and accountability as a whole.

1. As such, committees:
  - (1) Are advisory in nature unless specific authority is formally delegated by a Board resolution,
  - (2) May not speak or act for the Board except when expressly authorized for defined and time-limited purposes,
  - (3) Shall not exercise authority over operations or direct the CEO or staff,
  - (4) Respect the Board's continued total authority and accountability for all matters assigned to the committee, and
  - (5) Must report their activities and recommendations to the Board monthly.
  
2. The Board will establish all committees:
  - (1) By formal resolution,
  - (2) With a defined purpose, scope, duration, and delegated authority,
  - (3) With the following composition:
    - (3.1) A key point of contact,
    - (3.2) At least two Board Members,
    - (3.3) Any non-Board Members having been appointed by resolution, provided such appointments do not expand the authority delegated to the committee.
  
3. The Board may create, dissolve, or amend committees as required.

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Approved: 04/26

Reviewed:

Modified:

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