



Canadian Fencing Federation

Policy on Committee Organization, Structure and Roles

Preamble

Committees are an invaluable part of both the operations and management of the Canadian Fencing Federation (hereafter referred to as the CFF), serving as functional support to many operational functions of the organization. Although they are volunteer-based, they are responsible and accountable for significant functions of the organization.

Purpose

1. This policy serves to identify the requirements for all Committees of the CFF, in order to ensure their proper functions and accountability to their area of responsibility.

Scope and Applicability

2. This policy applies to all CFF participants as defined below.

Definitions

3. The following definitions are presented in the context of the CFF Policy on Committees Framework:
 - a. Ad Hoc Committee: a committee created to deal with a specific issue or topic, and which serves for a specified period of time.
 - b. Advisory Committee: a committee established in order to provide advice related to a specific issue or topic, having no decision making powers.
 - c. CFF Participants: Without limiting the reach of the policy, CFF participants for the purpose of this policy are defined as:

- i. All individual athletes, or those eligible for nomination to, or forming part of, any team participating in sport competitions over which the CFF has jurisdiction;
 - ii. All persons working with those teams or athletes, including coaches, medical and paramedical personnel, and other support persons;
 - iii. CFF employees and persons under contract with the CFF;
 - iv. All fencing coaches certified and/or recognised by the CFF;
 - v. All fencing officials and referees certified and/or recognised by the CFF;
 - vi. All CFF license-holders (and their parents, grandparents and/or guardians if minor); and
 - vii. Members of the CFF Board of Directors, officers of the CFF, staff members of the CFF, committee members and volunteers working for or serving with or on behalf of or appointed by the CFF.
- d. Committee Convening Authority: the Convening Authority to whom the Committee and/or Committee Chair is responsible for carrying out the assigned mandate of the Committee. The Convening Authority may be a member of the Board of Directors or the Executive Director.
 - e. Committee Quorum: two-thirds of the voting committee membership.
 - f. Policy Committees: committees appointed by the Board of Directors, reporting to the President of the CFF.
 - g. Program Committees: committees appointed by the Executive Director, reporting to the Executive Director.
 - h. Standing Committee: Committees whose mandate continuously remains in effect until otherwise nullified or rendered inactive.

Policy Direction

- 4. All CFF Committees shall have a written Terms of Reference that provides for its organization, and outlines how they shall operate. The following specific topics shall be identified in the Terms of Reference:
 - a. Purpose and Mandate – a clear and precise purpose, with the mandate(s) and/or goal(s) that it must achieve;
 - b. Composition – the Committee Chair and the members, including any identified members with special roles;

- c. Authority – any authority or decision-making abilities with which the Committee is vested, if any, except as provided below;
 - d. Responsibilities – all responsibilities specifically conferred and that can be potentially inferred; and
 - e. Accountability – the office, officer, or superior body to which the Committee is accountable for the completion of its mandate, and to whom it is directly responsible within a reporting structure.
5. All Committee Terms of Reference must be approved by the Committee’s Convening Authority. Respective Convening Authorities for each type of Committee are specified below.

Types of Committees and Other Groups

6. **Standing Committees** shall be considered continually in session, except during times for which an insufficient membership is occupying the Committee’s seats to constitute a quorum. The Board of Directors is the Convening Authority for all Standing Committees, which must be activated by virtue of a Board policy or resolution. The requirements outlined at paragraph 2 above must be identified and are permanently issued to these Committees, unless otherwise amended from time-to-time by the Board of Directors. While the Board is the Convening Authority on Standing Committees including operational committees, the reporting channel would normally be to the Executive Director or other designated official, as clearly identified in accordance with paragraph 4(e) above.

7. **Ad hoc Committees** may be convened by the Board of Directors at the request of an officer, the Executive Director, or a member of the Board of Directors of the CFF, in order to fulfill a transitory or temporary requirement. Examples of such committees would include an in-field Disciplinary Committee, Appeals Committee, Program Compliance Review Committee, etc.

8. **Advisory Committees** can be standing or ad hoc in nature and may be convened by either the Board of Directors or the Executive Director. However, these Committees cannot be conferred with any decision-making authorities. Any advisory proposals or recommendations, including decision recommendations or policy proposals that are formulated by these Committees, must be forwarded to the applicable authority for decision or to the convening authority for action.

9. **Working Groups**, or similar purpose groupings, may be convened at any time by any officer, Board, or staff member, in order to assist in advancing projects or portfolios. They are not, however, to be considered as official committees sanctioned by the CFF. They have no official standing within the CFF, and thus, cannot be conferred with any authorities, responsibility, or accountability. As such, Working Groups cannot communicate in any official capacity to anyone as a CFF sub-organization. They are therefore not bound by the requirements set within this policy for formal constitution.

Committee Composition and Membership

10. All Committees shall have a defined composition and organizational structure, identified within their written Terms of Reference. Selected or recommended members of Committees must have prescribed competencies and availability acceptable to the Board of Directors prior to being named to a Committee.

11. Special conditions may be set defining the selection of a member of a Committee, such as technical skills, training, or knowledge. These must be clearly identified and justified within the Committee Terms of Reference.

12. All Standing Committees shall include at least one Chair, and must have at least three members, including the Chair. Committee compositions of five (5), including the Chair, shall be preferred.

13. Selections, elections, or appointments of members, as appropriately identified for each Committee, shall be defined and identified within each Committee Terms of Reference. Procedures for replacement of Committee members must also be included, in cases of either member resignation or removal.

14. Vacancies on Committees should be filled within 21 days of any vacancy, unless otherwise determined by the Convening Authority.

15. Committee compositions must have as much regional representation as possible.

16. Committees mandated with five (5) or more members must include at least one (1) female member, unless due to the inability to find suitable candidates, an exception is granted by the Board of Directors or the appropriate Convening Authority.

17. Advisory Committees are encouraged to have maximum regional and gender representation, but do not have the membership requirements in the aforementioned paragraphs.

18. Upon any change of the majority of members of the CFF Board of Directors, all Committee Chairs, and memberships if applicable, must be re-appointed with majority confidence within three months of the appointment of the new Board.

19. Terms and time limits for serving on Committees are also permissible and shall be clearly identified for each Committee in the Committee Terms of Reference, as appropriate.

20. Committee members can be removed from their position for one of the following reasons:

- a. Lack of attendance or participation;
- b. Lack of performance;
- c. Breaching the CFF Code of Conduct;

d. Decisions are made or influenced by a conflict of interest contrary to CFF policy; and/or

e. As otherwise specified within each Committee's Terms of Reference.

21. Authority for removal of any Committee member lies with the Board of Directors for reasons of cause. Upon determination of such possible causal reasons, the following steps will be followed:

a. A majority of the respective Committee members must agree (by vote or consensus, less the member in question) that one or more of the above reasons sufficiently exists;

b. Submission in writing to the Board of Directors a request for Committee member removal for consideration and action;

c. Alternative to paragraphs (a) and (b), a complaint be made of causal reasons directly to the Board of Directors or the Executive Director;

d. The identified Committee member will be informed, and be permitted to provide representation if they feel the removal is unwarranted; and

e. The decision of the Board of Directors is final and cannot be appealed.

22. A member on any Committee shall have only one vote, except when prescribed during special rules for tie-breaking situations that have been approved within the Committee Terms of Reference.

23. All CFF Committee members must be compliant with CFF policies and by-laws. Prior to being designated as a committee member, each member shall sign the Confidential Report contained in the CFF Conflict of Interest Policy.

24. If not so specified within the selection process, Committee members must receive final affirmation by the Board of Directors as to whether all selection criteria have been met and that no known factors would preclude their appointment.

Committee Chair

25. All Committee Chairs shall be appointed by the Board of Directors, with appropriate and applicable advice and input provided by subject matter experts from within the Board, staff or the general membership of the CFF.

26. Authorities and responsibilities of each Chair may vary between Committees, but they all will possess the authority to convene meetings, determine discussion rules and voting procedures.

27. The Committee Chair is responsible for preparing the Committee's Terms of Reference, prior to convening the first meeting of the Committee, and responsible for submitting Committee membership to the Board of Directors or Convening Authority for approval.

28. Committee Chair shall have the specified ability to recommend Committee memberships within his/her Terms of Reference, in addition to any other mechanisms outlined in the Terms of Reference.

Committee Authorities

29. Committees are empowered with authorities vested within their operational portfolios and responsibilities, which must be clearly outlined within the Committee Terms of Reference. However, any decisions reaching beyond of the scope of the portfolio must be approved by the Board of Directors, Executive Director, or other designated operational officer as appropriate.

30. Any decisions impacting separate operational offices must have concurrence of those offices or separate Committees as appropriate prior to adoption and implementation of these decisions.

31. Financial authorities conferred on Committees must be within the operational budget set and budgetary constraint guidelines as appropriate. All decisions with financial impact must be confirmed by the Executive Director and the Treasurer, or other designated staff or officer, as being within the aforementioned financial parameters.

32. Authorities and decisions exercised by Committees must be documented, including justifying reasons and votes for decisions as appropriate. Although not necessarily published for open access, these documents must be submitted to the Executive Director and are subject to the audit of CFF officers and Board of Directors. Conflicts of interest must be identified as part of any committee nomination process and be acted upon in accordance with the CFF Conflict of Interest Policy.

Responsibilities

33. Committees shall have specified responsibilities to include:

- a. The field or area for which it has direct control or influence, including any limitations of such influence and authority;
- b. Requirements for the call and conduct of meetings or discussion forum to transact business;
- c. A communication strategy and/or protocol with general membership and/or the convening body, if applicable;
- d. Identified roles of specific members, as appropriate;
- e. Any deliverables that a committee may be expected to produce on a regular basis or from time to time; and
- f. Confidentiality, as applicable.

34. Additional Committee responsibilities can be further identified for each specific Committee within their Terms of Reference, as appropriate.

35. The Convening Authority may add, delete, or amend responsibilities of Committees as required. Deadlines for fulfillment of requirements or responsibilities may also be imposed.

Accountability

36. Committees shall be held accountable for conduct of their business, timelines to be met, decisions and authorities exercised, and responsibilities as outlined within their Terms of Reference. Each Committee shall have a clearly identified person to whom it must report and be accountable for its work

37. Committee Terms of Reference shall include an accountability framework to include:

- a. Demonstration of financial responsibility and accountability, as applicable;
- b. Requirements for records or minutes for official meetings or decisions that must be submitted;
- c. Requirements for reporting, including reporting channels; and
- d. Requirements for official communications, as required.

38. Committees may also have, where required:

- a. Performance targets and/or goals; and
- b. A specified time-frame for performance achievement, as applicable.

39. The Convening Authority may add, delete, or amend accountability framework requirements for each specific Committee, as appropriate.

Conduct of Committee Business

40. Committee Terms of Reference (less Advisory Committees) must include rules related to meetings, including the minimum required in attendance for any decision-making (quorum), which may not be less than two-thirds of the Committee membership.

41. All Committee business and decisions must be in conformity with CFF Policies and by-laws. Committee decisions also may not be policy-setting but can include policy recommendations.

42. Committees may submit recommended policies for adoption by the CFF Board of Directors, through the appropriate reporting channels. A formal process for policy development, discussion, and approval, should be identified.

Review and Approval

43. This policy is to be approved by the Board of Directors of the CFF and shall be reviewed on a regular basis, as and when required.

Recommended for Approval:



May 23, 2018

Brad Goldie
President, Canadian Fencing Federation

Date

Approved by the Board of Directors, 23 May 2018