



COAST ECONOMIC DEVELOPMENT SOCIETY (CEDS) TERMS OF REFERENCE FOR THE CAPACITY COMMITTEE

A. PURPOSE

The purpose of the Capacity Committee (the Committee) is to assist the Board with achieving the capacity goals outlined in the strategic plan, to implement the capacity strategy, and to continue to work to identify the most effective ways to meet the capacity needs of client First Nations.

B. COMMITTEE MEMBERSHIP

- i. The Committee will have a minimum of three members, including the chair of the Committee. In addition to the committee members, the CEO is an ex-officio (non-voting) member of the Committee. Directors who are not Committee members are welcome to attend Committee meetings.
- ii. The Board will appoint the members and the chair of the Committee.

C. COMMITTEE MEETINGS

- i. The Capacity Committee shall meet at least quarterly, with additional meetings at the discretion of the Committee members.
- ii. Any member of the Committee may call meetings of the Committee.
- iii. A quorum for all Committee meetings shall be two voting Committee members. Quorum includes Committee members who have declared a conflict of interest with respect to one or more agenda items.
- iv. In general, a simple majority is required to pass a motion. In the event that Committee members have a conflict of interest with a resolution, majority is based on the number of Committee members not having a conflict of interest.

A resolution to approve a capacity project budget requires a minimum of 3 votes from Committee members who do not have a conflict of interest.

D. DUTIES AND RESPONSIBILITIES

The Board hereby delegates to the Committee the following duties to be performed by the Committee on behalf of and for the Board:

Capacity Strategy

- i. Finalize the initial capacity strengthening strategy and oversee, as necessary, its continued development.
- ii. Develop and carry out work plan to implement capacity strategy.

Project Budgets

- iii. Administer budget of Board-approved project funds for capacity strengthening projects.
- iv. Review and approve capacity project budget requests.
- v. Provide summary report to Board of all approved capacity project budget requests.
- vi. Periodically (but not less than annually) review a summary of outcomes for approved capacity project budgets.

Capacity Fund

- vii. Determine recommendation to the Board regarding development of a capacity fund.
- viii. Oversee any capacity-related fundraising initiatives.

Partnerships

- ix. Assess potential partnerships with existing organizations and opportunities for leveraging of funds.



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- x. Expand capacity development partnerships to provide business development, stewardship and other capacity for Participating First Nations.

Communications

- xi. Develop communication products and other methods to exchange beneficial information and resources among and between First Nations, capacity service providers, and funders.

Other

- xii. Annually, review terms of reference and assess the Committee's effectiveness in meeting the needs of the Board.

E. ACCOUNTABILITY

The Committee shall report its discussion to the Board by oral or written report at each Board meeting.

The Committee will also maintain minutes of its meetings which are available upon request by any Director.