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## POLICIES

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## SECTION 1 - RTOERO MEMBERS

1.01 Upon application on the prescribed form, the following individuals shall be entitled to participate in RTOERO's programs:
(a) an individual receiving a pension from a teachers' pension plan in Canada;
(b) a retired teacher/administrator from a First Nations school in Canada;
(c) a retired private school teacher/administrator not receiving a pension;
(d) a retired teacher who opted for a commuted value transfer or a deferred pension from the Ontario Teachers' Pension Plan (OTPP) following the OTPP rules in place at the time;
(e) a retiree from an educational organization in Canada, including the early years, school boards, post-secondary, and the public service;
(f) a spouse of a participant in RTOERO's program, including a surviving spouse and a non-educator separated or divorced spouse; or a dependent of the participant where there is no surviving spouse; and
(g) an individual actively employed in education who is not retired and will be eligible upon retirement to become a participant in RTOERO's programs.
1.02 For greater certainty, the individuals in section 1.01 shall be the "members" as that term is defined in section 21.01(v) of the RTOERO By-Law.

## SECTION 2 - RTOERO PROGRAMS

2.01 A member referred to in sections 1.01(a) through to 1.01(f) may:
(a) run for elected office at the corporate level of RTOERO and serve on the Board of Directors, and as Corporate Member, and on the Committees;
(b) run for elected office at the District level and serve on District Committees;
(c) attend, participate and vote in District activities;
(d) receive RTOERO general publications; and
(e) apply, if eligible, for participation in RTOERO group insurance programs.
2.02 A member who is an individual employed in education who is not retired, may:
(a) attend, participate and vote in District activities;
(b) receive, by email, RTOERO general publications; and
(c) apply, if eligible, for participation in RTOERO Group Insurance Plan, if the member is at least 50 years of age (Board meeting, January 2019).
2.03 A member who is actively employed in the education sector who is not retired but is paying an RTOERO annual membership fee has the rights outlined in Section 2.02, as well as the right to run for elected office at the District level and serve on District Committees.
2.04 In accordance with the Code of Conduct, RTOERO can limit or remove a member's right to participate in RTOERO programs listed in this Section 2.

## SECTION 3 - FEES

3.01 The annual fee to participate in RTOERO programs shall be determined by the Board and changes to the annual fee shall be approved at the Annual Meeting.
3.02 RTOERO members shall, upon reaching the age of 100 and in each year thereafter, no longer pay their annual fee and will receive an appropriate greeting from the Chair of the Board.
3.03 Active employees in the education community shall be offered membership without the requirement of a membership fee until such time as they retire from their active employment in the education community or when enrolled in the RTOERO Insurance Plan.

## SECTION 4 - DISTRICTS

4.01 RTOERO shall be composed of the following Districts. The current Districts are:

1. Rainy River
2. Thunder Bay
3. Algoma
4. Sudbury, Manitoulin
5. Cochrane, Temiskaming
6. Parry Sound
7. Windsor-Essex
8. London, Middlesex
9. Huron-Perth
10. Bruce, Grey, Dufferin
11. Waterloo Region
12. Norfolk
13. Hamilton-Wentworth, Haldimand
14. Niagara
15. Halton
16. City of Toronto
17. Simcoe County
18. Haliburton, Kawartha Lakes
19. Hastings and Prince Edward
20. Frontenac, Lennox \& Addington
21. Renfrew
22. Etobicoke and York
23. North York
24. Scarborough and East York
25. Stormont, Dundas, Glengarry
26. Kenora
27. Ottawa-Carleton
28. Region of Durham
29. Lanark
30. Northumberland
31. Wellington
32. Prescott-Russell
33. Chatham-Kent
34. York Region
35. Dryden
36. Peterborough
37. Oxford
38. Lambton
39. Peel
40. Brant
41. Elgin
42. Mainland British Columbia
43. Nipissing
44. Région du ciel bleu
45. EstaRiO
46. Muskoka
47. Vancouver Island
48. Leeds and Grenville
49. The Prairies
50. Atlantic
51. Echo

## SECTION 5 - DISTRICT GOVERNANCE

5.01 A District is not a separate legal entity from RTOERO. All of the assets and liabilities of the District are the assets and liabilities of RTOERO.
5.02 Each District shall be managed by a District Executive. The District Executive shall consist of at least four members and one representative of each Unit within the District, if any.
5.03 It shall be the duty of the District Executive:
(a) to hold at least one meeting a year;
(b) to promote and encourage the organization of the District into Units if appropriate due to membership demographics with respect to size, geographic location, language;
(c) to provide each Unit with financial assistance where necessary;
(d) to send an annual District financial statement to the Chief Executive Officer and the Chief Financial Officer;
(e) to send to the Board of Directors of RTOERO resolutions for consideration, which have been passed at a general meeting of the District or a meeting of the District Executive;
(f) to act as liaison with the Board of Directors of RTOERO and Committees;
(g) to report to the Board of Directors of RTOERO regarding the District activities;
(h) to promote the interests of the members of RTOERO; and
(i) to undertake other tasks as may be assigned by the Board of Directors.
5.04 Each District shall establish its local governance/operational procedures based on the By-Law and Policies, and the District Governance Guide, which shall be posted on the District website.
5.05 A District may levy charges related to specific District activities but shall not impose any charge that may be interpreted as an "annual fee."

## SECTION 6 - UNITS

6.01 The District Executive shall notify and seek approval from the Board of Directors of RTOERO of its intention to form a Unit (within the District). There shall be a minimum of four members on each Unit Executive, one of whom shall represent the Unit on the District Executive. The District shall determine financial assistance for Units.
6.02 It shall be the duty of the Unit Executive:
(a) to hold at least one meeting a year;
(b) to promote the interests of the Unit members of RTOERO.
6.03 The District Executive shall initiate the dissolution of any Unit(s) within its District and shall seek approval from the Board of Directors of RTOERO of dissolution of a Unit. Upon receipt of the approval, the District Executive shall bring the resolution to dissolve any Unit(s) to a general meeting of the District. A vote of two-thirds majority of District members attending the general meeting is required to dissolve the Unit(s) and upon dissolution the Unit assets shall become District assets.

## SECTION 7 - FORMATION OF NEW DISTRICTS

7.01 Any group wishing to form a new district shall establish a leadership group and notify the Chief Executive Officer, in writing, of its desire to form a new District, and provide the Chief Executive Officer with:
(a) The names of two of the members of its leadership group who will act as the group's spokespersons;
(b) A description of the proposed new District's boundaries;
(c) A rationale for creating the new District.

In Ontario only
(d) The names, signatures, and RTOERO membership numbers, of not fewer than 300 RTOERO members, who wish to join the new District;
(e) Verification that at least 300 members shall remain in the former District;
7.02 Upon receiving an application from the Chief Executive Officer with the request to form a new District, the Board shall determine whether to create a new District.
7.03 Upon Board approval, the Board shall:
(a) Ensure that affected District(s) are notified of the approval and the potential number of members involved;
(b) Consult with the local leadership group on the name for the new District;
(c) Determine the effective date of the establishment of the new District.

## SECTION 8 - DISSOLUTION OF DISTRICTS

8.01 The Board may dissolve any District after consultation with the members of the District subject to the approval at the Annual Meeting.
8.02 The District Executive may request that the Board consider whether to dissolve the District.
8.03 Each member of a dissolved District shall inform RTOERO of the name of the RTOERO District that he/she wishes to join.
8.04 Upon dissolution, District assets shall be distributed by RTOERO, according to the Districts that members of the dissolved District choose to join.

## SECTION 9 - DISTRICT GRANTS

9.01 Twenty-eight and a half per cent (28.5\%) of the total annual fees paid by members, received by RTOERO shall be granted by RTOERO to the Districts on an annual basis.
9.02 For calculation of a District's annual grant, the following rules shall apply:
(a) the number of District members shall be determined as of December 31 of the previous year. Actively employed members shall be excluded from the membership count;
(b) the minimum annual grant to a District shall be $\$ 17,500$ in 2024, $\$ 18,500$ in 2025, $\$ 19,500$ in 2026, $\$ 20,500$ in 2027 and $\$ 21,500$ in 2028;
(c) a grant of up to $\$ 3,000$ annually shall be made to Districts providing services in both official languages. All claims must be accompanied by the appropriate receipts;
(d) a grant of $\$ 1,000$ shall be made to a District with a population density under 5 persons per square kilometre;
(e) a grant of $\$ 500$ shall be made to a District with a population density of 5.1 to 10 persons per square kilometre;
(f) a grant of $\$ 500$ shall be made to a District whose "centre" is more than 480 kilometres from Toronto;
(g) with the exception of those Districts that receive the minimum annual grants, the annual grant shall be paid in two equal instalments, the first instalment by February 15 and the second instalment by June 15.

## SECTION 10 - CORPORATE MEMBERS

10.01 Each District shall be entitled to appoint or elect two Corporate Members, who shall be elected at a meeting of the District or appointed by the District Executive, in accordance with the governance document of the District.
10.02 It shall be the duty of Corporate Members elected or appointed by a District:
(a) to represent the interests of their District at Annual and Special Meetings and Forums;
(b) to review and discuss Annual and Special Meetings and Forum issues with the District Executive;
(c) to report to the District Executive and the District members on the business of the Annual and Special Meetings and Forums following these meetings.

## SECTION 11 - ANNUAL MEETINGS AND FORUMS

11.01 The Board of Directors may call a Forum for the purpose of sharing information, consulting with Corporate Members and providing training or other workshops deemed important for the organization and its members.
11.02 A Corporate Member, with the support of his or her District, may propose that the Directors introduce a resolution at an Annual Meeting by providing a detailed written description (signed and dated by the District President and Secretary) of the resolution to the Chief Executive Officer of RTOERO at least ninety (90) calendar days in advance of an Annual Meeting or a Special Meeting. The Directors shall introduce such resolutions at the next Annual Meeting unless the resolution:
(a) has not been submitted within the prescribed period of 90 days;
(b) is to enforce a personal claim or redress a personal grievance against RTOERO or its Directors, Officers, members or debt obligation holders;
(c) does not relate in a significant way to the activities or affairs of RTOERO;
(d) is substantially similar to a resolution before the Annual Meeting in the previous two years;
(e) abuses rights conferred by this section to secure publicity;
(f) contravenes the Canada Not-for-profit Corporations Act (CNCA).
11.03 A Corporate Member may not participate in an Annual Meeting, Special Meeting or Forum by means of an electronic or other telecommunication device, unless it is held virtually.
11.04 If a District President needs to change their members serving as Corporate Members and Alternates following the initial submission to the Chief Executive Officer (CEO), this procedure will be followed:

Before the Annual Meeting:
(a) If a Corporate Member is unable to attend, the District President may appoint an Alternate to assume this role or if there are no Alternates, then the District President may appoint one of the District's members to serve as the Corporate Member.
(b) The District President shall inform the CEO of any such change.

During the Annual Meeting:
(c) Where a Corporate Member has to absent themselves from within the Annual Meeting, then the Alternate 1, from the same District shall automatically be delegated to serve as the Corporate Member during that individual's absence. A short time will be allotted to make the official change for e-voting purposes.
11.05 A quorum of an Annual Meeting or Special Meeting shall be $66.67 \%$ percent of the Corporate Members then in office. In the absence of a quorum, any business conducted by the Corporate Members present shall be subject to ratification at the next Annual Meeting or Special Meeting.
11.06 Notice of the time, place and date of an Annual Meeting or Special Meeting and sufficient information for a Corporate Member to make a reasoned judgment on the business to be considered, including information on any matter be submitted to the meeting, shall be given to each Corporate Member and appointed District Alternate by:
(a) mail, courier or individual delivery, during a period of twenty-one (21) to sixty (60) days before the day on which the meeting is to be held; or
(b) Telephone, or other electronic means, during a period of twenty-one (21) to thirty-five (35) days before the day on which the meeting is to be held. If a Corporate Member requests that notice of a meeting be given by non-electronic means, the notice will be sent by mail, courier or individual delivery as provided in section (a).
11.07 Each District may name up to two Alternates who are members of the District. An Alternate has the right to receive notice of and may attend the Annual Meeting. An Alternate may address a meeting with the agreement of the Corporate Member from his or her District.
11.08 The Chair shall open an Annual Meeting and then may request a Parliamentarian chair the remainder of the meeting.

## SECTION 12 - EXPENSES OF BOARD, CORPORATE MEMBERS, ALTERNATES, AND COMMITTEE MEMBERS

12.01 RTOERO shall pay the expenses of Board, Corporate Members, Committee Members and one Alternate from each district (effective 2023) performing duties on behalf of RTOERO.
12.02 Allowances for expenses shall be those delineated by the Board of Directors on the prescribed form.
12.03 The Board may amend guidelines for travel on RTOERO Business.

## SECTION 13 - NOMINATIONS

13.01 Nominating Procedure - Board of Directors
(a) each year the Board shall provide direction to the Governance and Nomination Committee on the competency needs of the Board;
(b) having received the Board's input as noted in (a) above, the Governance and Nomination Committee shall set the competency needs of the Board for the upcoming election of Directors, and such competencies shall be published before the application period opens;
(c) the Board shall call for applications for Board of Director positions from the members of RTOERO not later than February 15;
(d) the application period shall be open for at least one month;
(e) the Governance and Nomination Committee shall review the applications and make recommendations to the Board of the candidates that best meet the competency needs of the Board;
(f) where the applicants do not fill a competency need of the Board, the Governance and Nomination Committee may invite additional candidates to apply after the application deadline;
(g) the Board shall receive the recommendations of the Governance and Nomination Committee;
(h) the Governance and Nomination Committee shall inform all applicants of the decision of the Governance and Nomination Committee by April 1;
(i) any member not recommended by the Governance and Nomination Committee can put forward his or her own nomination by submitting a nomination form by April 15 each year to the Chief Executive Officer. The candidate's nomination form must be in the prescribed form and signed by the member's District President and District Secretary; and
(j) RTOERO shall circulate information about all of the candidates including those candidates recommended by the Governance and Nomination Committee and those candidates nominated under section 13.01(i) in the notice of the Annual Meeting. Such information may include a statement from the Governance and Nomination Committee regarding its recommendations.
13.02 Nominating Procedure - Governance and Nomination Committee
(a) The Board shall call for applications for positions on the Governance and Nomination Committee from the Members of RTOERO not later than February 15;
(b) At the Annual Meeting, four (4) Members shall be elected to the Governance and Nomination Committee from all of the candidates;
(c) Vacancies on the Governance and Nomination Committee shall be filled by appointment made by the Board of Directors.
13.03 Election Procedure for Directors and Governance and Nomination Committee Members:
(a) Candidates for Directors will be provided with the Rules for Campaigning for Elected Office;
(b) Candidates who do not adhere to these Rules will be disqualified;
(c) the Chair of the Governance and Nomination Committee shall announce any acclamations for positions on the Board of Directors and the Governance and Nomination Committee members at the Annual Meeting;
(d) Nominations shall not be taken from the floor during the Annual Meeting;
(e) in the event of an election for a position on the Board of Directors, the nominees shall have an opportunity to address the Corporate Members at the Annual Meeting for a maximum of five minutes prior to the election;
(f) in the event that there are two or more nominees addressing the Corporate Members at the Annual Meeting prior to the election, the speaking order shall be determined by the drawing of lots;
(g) the vote for Directors and for the Governance and Nomination Committee shall be by secret ballot;
(h) the Chair of the Governance and Nomination Committee shall appoint, from among the Alternates present, functionaries to distribute and count the ballots;
(i) each candidate may appoint one scrutineer to observe the counting of the ballots for the candidate's election.
13.04 Each Corporate Member shall be allowed to vote for not more than such number of candidates for the Board of Directors equal to the number of vacancies on the Board of Directors. Each Corporate Member shall be allowed to vote for not more than such number of candidates for the Governance and Nomination Committee equal to the number of Member at large vacancies on the Governance and Nomination Committee.
13.05 Election Procedure for Directors and Governance and Nomination Committee Members for a Virtual Annual Meeting
(a) the Vice-Chair shall announce any acclamations for positions on the Board of Directors and the Governance and Nomination Committee at the Annual Meeting.
(b) Nominations shall not be taken from the floor during the Annual Meeting.
(c) in the event of an election for a position on the Board of Directors, the nominees shall have an opportunity to address the Corporate Members on a predetermined date or at the Annual Meeting for a maximum of five minutes prior to the election;
(d) in the event that there are two or more nominees addressing the Corporate Members at the Annual Meeting prior to the election, the speaking order shall be determined by a random generation of surnames;
(e) the vote for Directors and for the Governance and Nomination Committee shall be by secret ballot, by electronic means;
13.06 The candidates receiving the most votes shall be declared elected to fill each of the vacancies.
(a) in the event of a tie vote for the last vacancy, there shall be a further ballot on the candidates who are tied, to break the tie;
(b) as soon as election results are available, the Chair of the Governance and Nomination Committee shall rise on a point of privilege and shall report the results without announcing the count of votes; and
(c) the Chair of the Governance and Nomination Committee shall move a motion that the data from voting, contained in the electronic files be erased immediately following the termination of the election.

## SECTION 14 - COMMITTEE TERMS OF REFERENCE

14.01 Each Committee shall operate under Terms of Reference approved by the Board.
14.02 A Committee can seek approval from the Board to change its Terms of Reference.
14.03 The Terms of Reference of each Committee shall be appended as a Schedule to this Policy.

## SECTION 15 - COMMITTEE APPOINTMENTS

15.01 Applications for committee appointments will be accepted once per application year. Guidelines for skill sets will be provided to assist members who choose to apply. Matching of candidates' skill sets to various committees will be a priority, as well as taking into consideration diversity and demographics.
15.02 The Governance and Nomination Committee shall determine the appropriate placement for an individual based on the information provided on the member's application.
15.03 Members currently serving on a committee that is about to be disbanded will be invited to be on another committee to complete the length of their term on the existing committee.
15.04 Members completing their initial appointment may apply for extension.
15.05 New appointments to fill a vacancy will be only for the remainder of the existing term. An individual appointed to fill such a vacancy may re-apply at the end of the completed term for a regular three-year appointment (four-year appointment for the Benefits Committee).
15.06 The Chair of an Advisory Committee can serve only one term as Chair.
15.07 In extenuating circumstances, the Governance and Nomination Committee may use its discretion to modify the above procedures.
15.08 Decisions made by the Committee under this provision will be reported to the Board with the rationale to support/modify the decision.
15.09 As part of its report to the Board, the Governance and Nomination Committee will provide a list of all applicants for committees as well as recommendations for committee appointments.

## SECTION 16 - COMMITTEE MEMBER COMMITMENT

16.01 Expectations

Committee members are expected to:
(a) attend all committee meetings unless an unforeseen situation occurs making it impossible to attend; it is understood that virtual attendance can be planned, as necessary.
(b) demonstrate due diligence in preparation for and attendance at Committee meetings.
(c) actively engage in the meeting process, by being aware of the needs and opinions of the RTOERO membership and by asking questions about the issues being addressed by the Committee, to become fully informed before making decisions on behalf of the membership.
(d) give open and fair consideration to diverse and opposing viewpoints.
(e) exercise independent judgment and should not hesitate to express dissenting opinions in an appropriate manner during Committee deliberations.
(f) be aware of RTOERO activities that affect or are affected by the Committee's work.
(g) fulfill the liaison responsibilities that come with membership on an Advisory Committee.

A member who is unsure about these expectations should consult with the Committee Chair.

### 16.02 Failure to Meet Expectations

(a) Recognizing that the failure to adhere closely to these expectations will compromise the work of the Committee, the Board and most importantly, the members of RTOERO, the Chair of the Committee will have a conversation with the member who is unable to fulfill these requirements.
(b) If the member is unable to commit to meet the expectations of the policy, the member should voluntarily and in good faith, withdraw from the Committee.
(c) If there should be a reluctance from the member to do so, the Board shall consider removing the member from the committee.

## SECTION 17 - SUPPORT FOR EDUCATION SECTOR JOB ACTION

Right to Strike
(a) RTOERO supports the right to strike of teachers, support staff and faculty in publicly-funded school boards, colleges and universities in Ontario, both as a basic condition of employment and a legitimate means to achieve collective agreements.
17.02 Funding for Districts
(a) RTOERO provides funding for Districts which wish to provide refreshments or other similar support to those involved in a local job action, up to a limit of:

- \$1 000 for Districts over 3000 Members
- $\$ 750$ for Districts over 2000 Members
- $\$ 500$ for Districts with over 1000 Members
- $\$ 300$ for Districts under 1000 Members


## SECTION 18 - PRIVACY

18.01 All personal information provided to RTOERO by its members, Corporate Members and Directors shall be confidential and remain the exclusive property of RTOERO and shall not be knowingly given to any outside agency or association.

## SECTION 19 - GUIDING PRINCIPLES

19.01 The statements of RTOERO contained in this Section reflect the fundamental principles that guide the organization's actions, initiatives, policies, and procedures with respect to its role, philosophy, and objectives.
19.02 The Values of RTOERO are expressed in its Strategic Plan:

- Accountability
- Community Connection
- Giving Back/Making a difference
- Inclusion
- Leadership/Vision
- Service to members
- Well-being.
19.03 The RTOERO Strategic Plan is the guide to the policies, programs and actions undertaken by RTOERO and is developed by senior staff in consultation with the membership, the Board of Directors and recommended by the Board of Directors for adoption by the Corporate Members at an Annual Meeting every five years.
19.04 RTOERO advocates for the preservation of the various Defined Benefits Pension Plans of its Members.
19.05 The RTOERO Code of Conduct is the governing document which defines the expected behaviour of its Members.


## SECTION 20 - AMENDMENT

20.01 These Policies may be amended, from time to time, as approved by the Board of Directors.

## SECTION 21 - DEFINITIONS

21.01 All defined terms contained in the By-Law of the Corporation shall have the same meaning in the Policies.
21.02 Unless otherwise stated in the By-law, in these Polices:
(a) "Commuted Value" means a lump sum payment by a pension plan made in lieu of a contributor receiving a pension;
(b) "Deferred Pension" means a pension for which a contributor is eligible, but has chosen to delay the inception date;
(c) "District" shall mean the Districts recognized by RTOERO in the Policies;
(d) "District Executive" shall be the individuals responsible for carrying out RTOERO programs in the District;
(e) "District President" shall be an individual elected by a District as President of the District Executive;
(f) "Forum" shall be any meeting of Corporate Members that is not an Annual Meeting or Special Meeting;
(g) "RTOERO Group insurance Program" shall mean the group insurance program offered by RTOERO, from time to time;
(h) "Unit" shall be those groups within a District established by the District Executive; and
(i) "Unit Executive" shall be the individuals responsible for the carrying out RTOERO programs in the Unit.

# Terms of Reference for RTOERO Standing Committees 

## Audit Committee - 2022-2023

Reporting to the Board, the Committee shall be composed of five (5) Directors of the Board.
Terms of Reference:
a) To receive reports on the financial reporting process and to review internal controls from the Auditor or the Chief Financial Officer;
b) To revise the scope and terms of the audit engagement, including the proposed fees, and review the plan for the annual audit with the external Auditor;
c) To recommend to the Board the appointment of an external Auditor, in consultation with management;
d) To review the audited financial statements with the external Auditor and management, and to report with recommendations to the Board;
e) To review the enterprise risk management plan and highlight to the Board any areas requiring review; and
f) To prepare a written report to the Board for inclusion in the Annual Meeting agenda related exclusively to the duties outlined in the Terms of Reference and in the 2022-2023 Committee mandate.

# Terms of Reference for RTOERO Standing Committees 

## Benefits Committee - 2022-2023

Reporting to the Board, the Committee shall be composed of four (4) Directors of the Boardand six (6) Members at Large, all of whom shall be participants in the RTOERO Insurance Plan.

Terms of Reference:
a) To develop and make recommendations to the Board on the operation, administration, interpretation, and application of the RTOERO Insurance Plan;
b) To develop and make recommendations to the Board on the development of policies and procedures to provide for the governance of the RTOERO Insurance Plan;
c) To make recommendations to the Board on the appointment and review of insurance carriers, underwriters, administrators, claim payers, consultants, and otherprofessional help. A formal review of these third-party providers to be conducted by an external organization, approved by the Board, at least every seven years;
d) To review and make recommendations to the Board on plan design and premiums;
e) To oversee the Benefit Entitlement Review (BER) process and ensure that unresolved issues and their ongoing status are reported to the Board;
f) To provide, through the Board, a written report at the Annual Meeting and at the Fall Forum of RTOERO on the financial experience and operation of the various plans of RTOERO;
g) To make recommendations to the Board on any requirement to establish a separate fund or expend money from the Health Premium Stabilization Fund; and
h) To recommend to the Board strategies and resources regarding wellness formembers.

## Terms of Reference for RTOERO Standing Committees

## Governance and Nomination Committee - 2022-2023

Reporting to the Board, the Committee shall be composed of three (3) Directors of the Board and four (4) elected members,

## Governance

Assisting the Board by examining and making recommendations on RTOERO's corporate governance practices, as well as the Board and committee effectiveness.

Terms of Reference:
a) To recommend to the Board the hiring of expertise and assistance from outside legal, governance or other advisors as required to assist in the clarification of governance matters.
b) To ensure that the Board is compliant with government legislation and other regulations.
c) To gain reasonable assurance regarding corporate governance processes, policies and principles of the Board, Board succession, Directors' Conflict of Interest and Board evaluations and other steps to assist the Board in delivering effective governance practices.
d) To assist the Board in the review of the RTOERO By-Law and Policies, on a regular basis and recommend to the Board any changes deemed necessary or advisable;
e) To assist the Board in reviewing the structures and/or the operations of RTOERO Committees.
f) To review the suitability and legality of all the resolutions submitted to the Annual Meeting.

## Nomination

To recommend to the Board the capabilities and skills of Board Directors required to meet the needs of the organization.

Terms of Reference:
a) To identify the appropriate mix of skill sets, qualifications, expertise and diversity required by the Board and its Committees based on the needs and business of the organization and its strategic plan.
b) To review the qualifications of potential candidates for the position of Board Directors and prepare a list of qualified candidates to be presented for election at the Annual Meeting.
c) To review the applications for non-Board committee members and chairs of advisory committees and present recommendations to the Board of Directors for approval.
d) To make recommendations to the Board of Directors for election rules and procedures.

## Terms of Reference for RTOERO Advisory Committees

## Marketing and Communications Committee - 2022-2023

Reporting to the Board, the Committee shall be composed of seven (7) members including the Chair of the Committee.

Terms of Reference:
a) To provide outreach to prospective members including conference representations;
b) To develop communication strategies, initiatives and products designed to promote RTOERO to prospective members across Canada;
c) To serve as a resource to the Board, Districts and other Committees;
d) To monitor and recommend RTOERO communication practices regarding effective internal and external communication practices, and
e) When requested to offer District and regional workshops within the limits of the annual budget of the Committee.

## Terms of Reference for RTOERO Advisory Committees

## Member Services Committee - 2022-2023

Reporting to the Board, the Committee shall be composed of seven (7) members, including the Chair of the Committee.

Terms of Reference:
a) The main priority of the Member Services Committee is the development and implementation of recruitment, training and succession planning strategies for use by Districts to attract and engage volunteers;

Additional areas of focus include:
b) To research and develop resources related to the provision of relevant information to members regarding important documents such as wills, powers of attorney and estate planning and review the service and outreach of the District Goodwill programs;
c) To encourage all Districts to have an active Goodwill program.

## Terms of Reference for RTOERO Advisory Committees

## Political Advocacy Committee - 2022-2023

Reporting to the Board, the Committee shall be composed of seven (7) members, including the Chair of the Committee.

Terms of Reference:

- To recommend to the Board the resources needed to support District Vibrant Voices advocacy initiatives as approved by the Board;
- To be knowledgeable about the provisions of all pension plans represented throughout our current and prospective membership (ie. OMERS, CAAT, OTPP, etc.); and
- To monitor and raise issues for the Board of Directors on any proposed changes to federal or provincial legislation which potentially threaten Defined Benefit Pensions.


## Terms of Reference for RTOERO Advisory Committees

## Community Grants and Scholarships Committee - 2022-2023

Reporting to the Board, the Committee shall be composed of six (6) members including the Chair of the Committee.

Terms of Reference:
a) To review and evaluate all applications for Post-Secondary Scholarships and Community Grants and recommend successful applicants for approval by the Board of Directors; and
b) To ensure that all approved Community Grant projects meet the outlined criteria and include appropriate recognition and visibility for RTOERO in the local community.

