

## **Terms of Reference**

### **Subcommittee on Governance**

#### **Name of Group**

Governance Subcommittee of Special Olympics Ireland (SOI).

#### **Purpose of Group**

The Governance Subcommittee is a subcommittee of the Board of Directors of Special Olympics Ireland and is responsible for supporting the Board on the effective governance of the organisation through developing and reviewing SOI governance policies and procedures.

#### **Membership**

Membership of the committee shall consist of two members of the Board, the Operations Director and the Finance Director.

Other members may be co-opted on to the subcommittee from time to time to carry out specific work, with the approval of the Board or the subcommittee. The Board may remove or replace any member of the subcommittee at any time.

Other Board members or staff may be invited to attend meetings at the request of the subcommittee.

#### **Frequency of Meetings**

Meetings will be held at least four times per year at times and venues agreed by the subcommittee.

#### **Working methods**

Minutes of the subcommittee will be circulated to all members and made available, upon request, to other members of the Board.

An up-date of progress on the work of the subcommittee will be provided at Board meetings by the Chair.

#### **Duties and Responsibilities**

The Governance subcommittee is responsible for supporting the Board on the implementation of best practice governance for SOI.

The subcommittee is authorised by the Board to specifically:

- Review SOI compliance with the Governance Code (2016) to ensure compliance with best practice using the criteria outlined in that Code.
- To have that review, on completion, audited independently in accordance with the Governance Code Stewardship Guidelines.
- To report and make recommendations to the Board in relation to any proposals for change.
- At the end of that process, identify and set out a Work Programme of governance related tasks to be undertaken by the subcommittee and submit to the Board for approval and prioritisation.

#### **Timelines**

The subcommittee will work towards a deadline of completing the governance review in time for the 2017 AGM.

**Confidentiality**

All committee members must strictly preserve the confidentiality of any information coming to their knowledge in the course of their work as committee members relating to members of the Company, athletes, coaches, families, volunteers or board members /committee members. This confidentiality is to be preserved both during and after the committee member's term of office.