PROVINCIAL COUNCIL
TERMS OF REFERENCE

Mandate

As the interface between the Royal Canadian Golf Association, (operating as "Golf Canada"), and the Provincial Golf Associations, the Provincial Council shall review key governance, strategic and policy issues and communicate any such issues to the Golf Canada Board of Directors that may impact the working relationship between Golf Canada and the Provincial Golf Associations.

The Provincial Council is an "advisory council" and its decisions/recommendations are not binding on the Provincial Golf Associations or Golf Canada.

Provincial Council Chair Person

1. The Chair Person shall be the Board Representative and he or she shall represent the interests of all Provincial Golf Associations;
2. The Chair Person shall only vote in the event of a tie vote;
3. The term of the Chair Person shall be one-year renewable for a 2nd year; and
4. The Provincial Golf Association, which is home to the Chair Person, will appoint another representative to be its Voting Member of the Provincial Council.

Key Duties of Chair

In fulfilling their role, the Chair shall work closely with staff on the following tasks:

1. Work with Committee members and the staff representative to plan meetings;
2. Support Council members between meetings to complete tasks; and
3. Provide written reports to the Board as required.

Key Duties of Council

In fulfilling its mandate, the Council shall perform the following key tasks:

1. The Provincial Council shall be involved in governance, strategic and policy issues;
2. Provide input regarding matters as requested by the Board of Directors or Committees which may impact Provincial Golf Associations;
3. Identify Provincial Golf Association or other stakeholder issues that should be brought to the attention of the Board of Directors or a Committee;
4. Assist in the delineation of roles, responsibilities, and functions of Golf Canada and Provincial Golf Associations;
5. Develop ways in which the Provincial Golf Associations can support Golf Canada's governance process and role;
6. Be a vehicle and forum to assist Provincial Golf Associations in their governance competencies;
7. Provide opportunities for Provincial Golf Associations to discuss and seek advice from each other on governance, strategic or policy issues;

8. Develop and implement an annual work plan in accordance with these terms of reference;
9. Provide annual input to the Board of Directors as part of the Golf Canada strategic planning process; and
10. Perform such additional tasks as may be delegated to the Council by the Board, as required.

Composition

1. The Provincial Council will have 11 members consisting of the following:
   - A Chair Person who shall be the Board representative;
   - Ten Provincial Voting Members, one from each Provincial Golf Association.
2. A Provincial Council Voting Member must be a duly elected or appointed volunteer member of the Board of Directors of the Provincial Golf Association that they represent.
3. There is no maximum term for a Provincial Council Representative. In the interest of continuity, it is desirable that the provincial council appointee be available to serve for a minimum of two years.
4. It is encouraged that the Provincial Council Representative be the Provincial President.
5. Provincial Council Voting Members can resign or be replaced during the course of their respective terms by their Provincial Golf Association.
6. Criteria for Provincial Council Voting Members are:
   - Required to be in an active role with their Provincial Golf Association;
   - Knowledgeable in Provincial Golf Association business, programs and governance issues;
   - Able to effectively communicate information to and from the provinces;
   - Responsive to requests for written input; and
   - Available to participate in Provincial Council meetings.
7. The President and/or Vice-President of Golf Canada will attend the Provincial Council Meetings and will be non-voting attendees of the Council.

Staff Representative

The CEO shall designate a staff representative(s) to provide support to the Council.

Golf Canada – Board of Directors and Nominating Committee Representatives

1. The Provincial Council will recommend the names of 2 to 3 current or former Provincial Council Voting Members willing to serve as chair of the Provincial Council to the Golf Canada Nominating Committee. The Golf Canada Nominating Committee will make its recommendation based on the expertise of the Provincial Council Representatives and the specific needs of the Board of Directors. The person elected will serve as Chair of the Provincial Council and as the Provincial Council representative on the Board of Directors.
2. The Provincial Council will recommend the names of 2 or 3 current or former Provincial Council Voting Members willing to serve on the Golf Canada Nominating Committee. The person approved by the Board, based on the specific needs of the Nominating Committee, will serve on the Nominating Committee.
3. The Golf Canada Nominating Committee will make its final recommendation based on the specific expertise of the Provincial Council representatives, and the specific needs of the Golf Canada Nominating Committee and Board of Directors.

Meetings and Resources

The Council may meet by telephone, electronic platform or in person, at least three (3) times per year and

as required. Meetings shall be scheduled by the Chair. The Council shall receive the necessary resources from Golf Canada to fulfill its mandate and shall have staff persons assigned to assist the Council with its work.

Reporting

The Council shall report to the Board. Minutes of all meetings shall be kept and draft minutes and reports shall be sent to the President within fifteen days after each meeting. Minutes shall be posted on the Golf Canada electronic platform and shall be accessible to Council members.

Review and Approval

These terms of reference were revised and approved by the Board on December 5, 2019 and may be reviewed and revised as required by the Board.