

Governance Committee Report to the NAC 2023 Annual General Meeting

This past year marked the first steps towards the renewal of NAC's Governance Committee, whose role is to evaluate the effectiveness of your Board of Directors, and to advocate for its continuous improvement.

NAC National does not have a board policy manual, which is uncharacteristic of most boards. While an "Administration Manual: Administrative Guidance for Members and Branches" exists, it is only descriptive (not prescriptive) of some National Board practices.

Over the course of the next one to two years, your National Board through its Governance Committee, will be developing a comprehensive Board Policy Manual. Concurrent with this will be a review of our existing Bylaw No. 1, to ensure that the two documents complement each other, and to provide for more Board discretion in some matters currently enshrined in the Bylaw.

The list of board policies to be developed and adopted is extensive: your Governance Committee will initially focus on developing more robust Terms of Reference for board members, the Board Chair, Committees, and their respective Chairs. Other priority initiatives are likely to include the development of a Skills Matrix to ensure a suitable range of board-related experience at the table, as well as an annual board self-assessment process to facilitate its continuous improvement.

While work on the board policy manual is underway, several "quick fix" opportunities exist: Your Governance Committee has successfully advocated for board meeting minutes to be more succinct and action-oriented. The Board Chair has also adopted the use of a "Consent Agenda" to improve the efficiency of board meetings.

Your Governance Committee has much work ahead. We look forward to reporting our progress towards improvements in NAC's board governance at the 2024 AGM.

Respectfully submitted,

Michael Ervin, Chair
Michael Hoare
Catherine Flemming
Jeff Gilmour

8 June, 2023