

ONTARIO REAL ESTATE ASSOCIATION
Governance Committee
Terms of Reference

Date Approved: December 5-6, 2018 OREA Board of Directors	Type: Standing Committee
Review Date:	Accountability: This Committee is accountable to the Board of Directors.
Quorum: Sub-section 20.03(c) of Article 20 of the OREA By-law provides that “at meetings of Committees, unless otherwise in this By-law provided, two members of the Committee, in addition to the chairperson of the meeting”.	

Purpose:

The purpose of the Governance Committee is to assist the Board of Directors in carrying out its responsibilities by reviewing Association governance issues and legal issues generally and making recommendations to the Board of Directors as appropriate.

Responsibilities:

The Governance Committee shall also:

- review all proposed new and/or amended OREA committee Terms of Reference prior to approval by the Board;
- review all governance policies and update as required (e.g. every one or two years);
- anticipate and research emerging legal issues and legislative changes which may affect the Association generally, the real estate profession or organized real estate and advise OREA, the real estate boards and REALTORS® regarding their impact;
- recommend and draft amendments to the OREA By-law and basic board by-law as required or when requested;
- research issues regarding privacy compliance (including PIPEDA, Do Not Call and Anti-Spam) for OREA, the real estate boards and REALTORS®;
- monitor ongoing developments regarding the REBBA Code of Ethics and the RECO Registrar’s Complaints and Inquiries Process;
- as needed, continue to revise procedures for professional standards, discipline and arbitration, in response to real estate board concerns and legal principles;
- as needed, continue to provide procedural information and training materials to the arbitration, professional standards and discipline committees of real estate

boards;

- monitor and, as necessary, make recommendations to the Board of Directors for changes to the OREA Policy and Procedure for a Name Change of a Real Estate Board in Ontario;
- monitor and, as necessary, make recommendations to the Board of Directors for changes to the procedures respecting a Member board's proposal for a jurisdictional boundary (area) change; and
- manage any other matters that may be referred to the committee by the OREA Board of Directors.

Membership Criteria:

- an understanding of not-for-profit corporations generally and member-based associations; and
- a commitment to the governance process and knowledge, skills and competency of good governance best practices.

Chair:

Article 8, Section 8.03 of OREA By-law provides that 'Except as specifically set out in this By-law, the Board of Directors shall appoint all members of a Committee and its chairperson. The chairperson of a Committee and any Committee member may be removed by the Board of Directors at any time. Unless otherwise determined by the Board of Directors or as set out in this By-law, a committee of the Association shall have the power to regulate its own procedure.'

Term:

As above.

Meetings:

The Governance Committee shall meet at least three times a year upon the call of either the Chair or any three members of the Governance Committee.