

Terms of Reference - Governance Committee

Purpose:

The purpose of the Governance Committee is to provide advice and guidance to the Council to ensure that:

- robust and effective governance policies, procedures and proper controls are in place and
- the Council fulfils its legal, ethical and governance responsibilities.

Membership:

The Governance Committee will be appointed by the Council.

The Committee will ideally consist of 4-6 members, approved by the Council, who have extensive experience and/or strong interest in the areas of governance and change management.

- A member of the Council should be nominated as Chair of the Governance Committee.
- There should be a minimum 30:30:40 gender balance on the Committee.

Meetings:

- The Committee shall meet at least four times a year.
- Minutes shall be taken of all its meetings.
- The quorum for each meeting shall be three.
- Decisions made will be by simple majority.
- Short & concise reporting to the Council after each meeting.
- Keep the Council updated on work carried out by the Committee.

Authority:

The Governance Committee is permitted by the Council to:

- Review club governance, club constitution/byelaws, club policies & procedures and club structures and make recommendations/proposals to the Council.
- Take appropriate actions to enable the Committee to meet its responsibilities.
- Seek independent legal advice to perform its responsibilities/duties where necessary.

Responsibilities & Duties:

The Governance Committee is responsible for advising and assisting the Council on good and effective club governance including without limitation:

- Undertake a governance review to establish where the club is positioned in terms of good governance.
- Review Golf Ireland's 9 Governance Principles to establish if the club needs to adopt and follow some or all of them in decision making and behavioural activities.
- Draft such policies, codes and procedures as are necessary and appropriate for the club.
- Review and/or document, if necessary, the duties & responsibilities of the Councilmembers.
- Draft any proposals to amend the Constitution and to ensure the Constitution is updated in line with any governance, regulatory or legislative requirements.
- Seek any necessary independent legal advice and/or assist the Council in the implementation of good governance and/or compliance requirements from Golf Ireland.
- Regularly review and keep all governance matters up to date.
- Link in with the Audit and Risk Committee, in relation to all Governance queries.
- Agree a suitable process and timescale for an annual Council evaluation.